

Weimob 微盟

WEIMOB INC. 微盟集團*

(Incorporated in the Cayman Islands with limited liability)

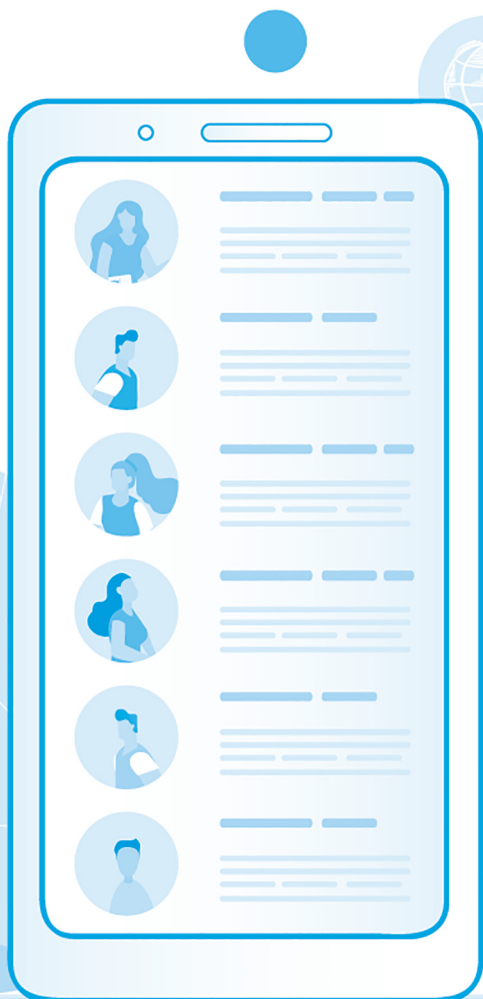
(於開曼群島註冊成立之有限公司)

Stock Code 股份代號 : 2013

Annual Report 年度報告 2025



*For identification purpose only 僅供識別



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CORPORATE INFORMATION

DIRECTORS

Executive Directors

Mr. SUN Taoyong (*Chairman*)
Mr. FANG Tongshu
Mr. YOU Fengchun
Mr. FEI Leiming

Independent Non-executive Directors

Dr. LI Xufu
Mr. TANG Wei
Ms. XU Xiao'ou

JOINT COMPANY SECRETARIES

Mr. CAO Haidong (*appointed on March 21, 2025*)
Ms. NG Sau Mei (*FCG, HKFCG*)
Mr. CAO Yi (*resigned on March 21, 2025*)

AUDIT COMMITTEE

Mr. TANG Wei (*Chairman*)
Dr. LI Xufu
Ms. XU Xiao'ou

REMUNERATION COMMITTEE

Dr. LI Xufu (*Chairman*)
Mr. SUN Taoyong
Ms. XU Xiao'ou

NOMINATION COMMITTEE

Mr. SUN Taoyong (*Chairman*)
Dr. LI Xufu
Mr. TANG Wei
Ms. XU Xiao'ou (*appointed on December 3, 2025*)

AUDITOR

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

LEGAL ADVISOR

As to Hong Kong and U.S. laws:
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Hong Kong

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

PRINCIPAL BANKERS

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Pilot Free Trade Zone Branch
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Shanghai
PRC

China CITIC Bank Co., Ltd.
Waitan Branch
No. 290 Beijing East Road
Huangpu District
Shanghai
PRC

China Construction Bank Corporation
Shanghai Zhangmiao Branch
No. 1768 Changjiang West Road
Baoshan District
Shanghai
PRC



CORPORATE INFORMATION

AUTHORIZED REPRESENTATIVES

Mr. SUN Taoyong
Ms. NG Sau Mei

REGISTERED OFFICE

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

HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS IN THE PRC

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PRC

PRINCIPAL PLACE OF BUSINESS IN HONG KONG

(CHANGED WITH EFFECT FROM NOVEMBER 14, 2025)

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

HONG KONG SHARE REGISTRAR

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Shops 1712-1716, 17th Floor
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STOCK CODE

2013

COMPANY'S WEBSITE

www.weimob.com

CHAIRMAN'S STATEMENT

RESULTS HIGHLIGHTS FOR 2025

In 2025, amid ongoing technological advancements and evolving market opportunities, we firmly promoted the strategic transformation of "ALL in AI", drove business growth with technological innovation, and seized opportunities amidst challenges. The Group made key progress in the research and development ("R&D") and application of AI technology, ecological collaborative construction and sustainable development. As a result, operating revenue stabilized and rebounded, gross profit margin increased significantly, the Group achieved high-quality business development, adjusted net profit turned positive for the whole year, operating cash flow turned positive, and the Group's financial fundamentals continued to strengthen.

In 2025, the Group recorded total revenue of RMB1,592 million, representing an increase of 18.9% as compared with the same period of last year. The gross profit increased by 100.4% from RMB596 million in 2024 to RMB1,195 million in 2025, with the gross profit margin increasing from 44.5% to 75.1%, and the quality of revenue continued to improve. Our adjusted earnings before interest, tax, depreciation and amortization (EBITDA) amounted to RMB155 million, representing a significant improvement of 143.7% from a loss of RMB354 million in the same period of last year. The adjusted net earnings amounted to RMB42 million, representing a complete reversal from a loss of RMB510 million in 2024 and achieving its first annual earnings since 2021. In 2025, our operating cash flow also turned annual positive for the first time since our listing, reaching RMB5 million. As of December 31, 2025, the cash and bank deposits balance of the Group amounted to approximately RMB2,099 million, with a healthy cash position and financial condition.

During the Reporting Period, our revenue from Subscription Solutions amounted to approximately RMB897 million, representing a slight year-on-year decrease of 2.3%, and the number of paying merchants was 58,396, representing a year-on-year decrease of 7.2%. Such decreases were mainly attributable to the Group's proactively downsizing lower-profit businesses in the second half of 2024, which resulted in a corresponding decrease in the number of merchants and deferred revenue. With a more focused business strategy and the growth of AI-related revenue, revenue in the second half of 2025 stabilized and rebounded on both year-on-year and quarter-on-quarter basis. AI-related revenue for the whole year of 2025 contributed RMB116 million with a revenue of approximately RMB82 million for the second half of the year, which was 237.5% of revenue in the first half of the year, representing a quarter-on-quarter increase of 137.5%. New revenue channels are still in the early stages of growth, and it is expected to maintain rapid growth with the ongoing product optimization and continuous new product launches. Our revenue from Smart Retail was approximately RMB598 million, representing a year-on-year decrease of 3.2% and a quarter-on-quarter increase of 9.5%. Despite external macroeconomic impacts limiting customers' budgets, we proactively adjusted marketing strategies to expand into new industries, and the total number of customers increased. In addition, brand merchants demonstrated strong operational stickiness, with a churn rate remaining stable at a low level, enabling revenue recovery in the second half of 2025. Our revenue from Smart Retail accounted for 67% of the revenue from Subscription Solutions, and the number of merchants reached 7,699, among which there were 1,205 brand merchants, and the average order revenue per user of brand merchants was approximately RMB183 thousand.



CHAIRMAN'S STATEMENT

Our revenue from Merchant Solutions was approximately RMB695 million, representing a year-on-year increase of 65.1%. The gross profit was RMB631 million, representing a year-on-year increase of 137.7%. The gross profit margin increased from 63.1% to 90.9%. The rebate rate from advertising platforms has promptly returned to a normal level. In 2025, the gross billing from advertisements placed by merchants, as facilitated by Weimob Marketing, amounted to approximately RMB16.69 billion, representing a year-on-year decrease of 7.3%. The number of paying merchants reached 67,541, with average spending per paying user at RMB247,174, representing a decrease of 8.5%. During the Reporting Period, we proactively adjusted our customer structure and ceased serving certain customers with low profit margins, high advance payments or long payment terms. Although such adjustments resulted in a slowdown in gross billing, it improved operational efficiency. Gross profit growth significantly outpaced revenue growth, and operating cash flow turned positive, ensuring financial health. We continued to consolidate our leading position in the Tencent channel, advance our multi-platform strategy, and actively expand into channels such as Douyin, Xiaohongshu, Kuaishou, Alipay, and Huawei HarmonyOS to expand our market share.

2025 was a critical year for Weimob's AI technology to be fully integrated into business scenarios. Under the guidance of the "ALL in AI" strategy, the Group continued to deepen its AI product matrix: following the launch of its first large-model application product, Weimob WAI, which established its "AI+SaaS" presence, and the introduction of WIME, a multimodal generative AI solution for micro, small and medium-sized e-commerce operators, as well as WAI Pro, a customized AI solution for enterprise clients, the Group further launched AI Work365, a one-stop intelligent office platform, made a strategic investment in the North American AI innovation company Genstore.ai, and established the new business unit of "Weimob Overseas (微盟出海)", while simultaneously exploring the field of "AI+smart hardware" innovation. During the Reporting Period, Weimob WAI reconstructed merchant workflows through AI Agent technology, and its capabilities have systematically covered three dimensions of creativity and content generation, intelligent operation and decision-making, and store and transaction management.

In terms of internationalization, the Group launched "Weimob Overseas" to serve merchants with cross-border needs. Centered on independent website construction, it provided overseas solutions covering precise marketing, underlying technology tools, and full-chain operational support. As the exclusive strategic partner of Genstore.ai in China, Weimob Overseas is expected to form complementary advantages with Genstore.ai's core market in North America. In addition, the global layout of Heading Technology* (海鼎科技), a subsidiary of Weimob, made initial progress during the year, with its business presence covering Southeast Asia, North America, and Oceania markets. The Group established new customer collaborations in 6 countries across multiple industries, including supermarket chains, fast fashion, convenience store chains, and trendy toys. Heading Technology was awarded the title of "Outstanding Cross-Border Service Provider (優秀品牌出海服務商)", and it is continuously strengthening its international capabilities.

Weimob's AI strategy has expanded from "AI + SaaS" to "AI + Going Overseas" and "AI + Marketing". In September 2025, Weimob made a strategic investment in Genstore.ai, a North American AI innovation company, and established the "Weimob Overseas" business unit. In January 2026, the "Weimob Xingqi GEO Solution* (微盟星啟 GEO 解決方案)" was launched, which has been applied across multiple industries, including consumer goods, digital home appliances, business services, and software applications, empowering merchants to seize key marketing positions in the AI searching era.

In terms of sustainable development, Weimob's MSCI ESG rating was upgraded to A, reflecting recognition by the international capital market of the Group's corporate governance, data security, and green and low-carbon efforts. During the year, Weimob Inc. officially relocated to its new headquarters building in Baoshan District, Shanghai. This ultra-low energy consumption smart building, which integrates office space, R&D facilities, and display areas, provides a solid foundation for us to attract top talents, deepen technological R&D, and showcase smart business achievements.

BUSINESS REVIEW

I. Subscription Solutions

In 2025, the Group's Subscription Solutions business adhered to the strategic direction of "AI-driven, and improvement of quality and efficiency". Leveraging on the in-depth integration of AI technology, optimization of customer structure, and expansion of multi-ecological collaboration, it made significant progress in improving revenue quality, product innovation, and deepening industry solutions.

During the Reporting Period, the revenue from Subscription Solutions was approximately RMB897 million, representing a slight year-on-year decrease of 2.3%; the number of paying merchants was 58,396, representing a year-on-year decrease of 7.2%; and the average revenue per user increased by 5.3% to RMB15,367, mainly because we proactively downsized lower-profit businesses in the second half of 2024, the number of merchants and deferred revenue decreased accordingly. With the focus of business and the growth of AI-related revenue, revenue in the second half of 2025 stabilized and rebounded year-on-year and quarter-on-quarter. AI-related revenue for the whole year contributed RMB116 million, achieving explosive growth.

The revenue from Smart Retail was approximately RMB598 million, representing a year-on-year decrease of 3.2% and a quarter-on-quarter increase of 9.5% in the second half of the year. Despite external macroeconomic impacts limiting customers' budgets, we proactively adjusted marketing strategies to expand into new industries, and the total number of customers increased. In addition, brand merchants demonstrated strong operational stickiness, with a churn rate remaining stable at a low level.

1. *The AI product matrix was fully deployed, empowering the intelligent transformation of merchants*

Weimob WAI actively explored AI capabilities. Throughout the year 2025, the number of average monthly active merchants of WAI increased by 66.7% year-on-year, usage of its core functions increased 77.8% year-on-year, while the number of merchants adopting WAI to set up stores during the new customer delivery period rose 146.6% year-on-year. As a lightweight AI store-building tool, WIME has established its presence within the Wechat Channel Store and Xiaohongshu business ecosystem, with cumulative users exceeding 0.51 million and active users growing 442.73% compared with 2024.



CHAIRMAN'S STATEMENT

Through AI-powered intelligent operations, we fully support merchants in driving business growth, primarily through the synergistic application of AI shopping guides and AI virtual try-on technologies. The deep integration of AI into daily shopping guide operations has enabled a triple transformation from passive response to proactive insight, from experience-driven to strategy-led intelligence, and from manual execution to automated closed-loop processes at the retail frontline. The AI shopping guide is able to identify more than 400 customer sales leads for each merchant account per day which could achieve a 6.15% conversion rate within 7 days of lead discovery. During the Double Eleven period, merchants using the AI shopping guide achieved a year-on-year increase of 30% in sales. In the retail apparel sector, during the Double Eleven period in 2025, men's clothing brand Seven Brand* (柒牌) deployed WAI Shopping Guide Agent to enable automated, personalized outreach and operations targeting high-value customers, and it contributes more than 70% of the GMV of its mini program mall and supported its overall sales growth. In the pet consumption sector, Weimob's pet industry solutions were deeply integrated with WAI, supporting Hoopet* (華元寵物) to rapidly complete the visual upgrade of the online mall and implement intelligent product recommendations, which contribute to a doubling of member transaction amount year-over-year, and accelerate its transformation from a "product supplier" to a "pet care solution service provider".

Meanwhile, to address the challenge of high online return and exchange rates faced by apparel brands, we have introduced an AI virtual try-on function. Powered by Alibaba's Qwen* (通義千問) large model, and integrated with Weimob's self-developed technology, it delivers realistic try-on effects and intelligent outfit recommendations, effectively improving purchase decision conversion rates while reducing returns and exchange rates.

2. *The multi-channel ecological collaboration was accelerated, building comprehensive domain operation capabilities*

In 2025, the collaboration between Weimob and Tencent or other strategic partners continued to deepen. As one of the first groups of service providers to fully embrace the WeChat Mini Shop ecosystem, we took the lead in launching five major solutions for "Weimob X WeChat Mini Shop". While continuing to deepen our presence in the WeChat ecosystem, we actively expanded in-depth cooperation with different major platforms, and have covered multiple core business ecosystems such as WeChat, Douyin, Alipay, Meituan, Xiaohongshu and Taobao Instant Commerce, building comprehensive operational service capabilities.

We also supported merchants in building a closed loop of "public domain customer acquisition and private domain operation". In October 2025, Weimob's Smart Retail and WeiMall Solutions were deeply combined with Alipay Tap., assisting retailers in addressing core pain points such as "challenging member operation and low conversion efficiency", and we announced a strategic cooperation with Zhidemai Technology* (值得買科技) to jointly build an AI e-commerce shopping and trading ecosystem.

3. *Smart Retail consolidated the key accounts merchants market*

We upgraded Weimob Smart Retail Solution, our core solution of the omni-channel business, and launched tiered versions to precisely align with the business stages of merchants in their omni-channel deployment based on the operational depth, and extended to the offline core business operations, comprehensively strengthening the digital support capabilities of checkout services and supply chain management for retailers.

In 2025, the integrated solutions represented by "Retail + WeCom" and "Retail + WeCom + Membership" gained increasing recognition from customers. The GMV of customers using our Smart Retail increased by 10% year-on-year, with the number of accounts whose GMV exceeding RMB100 million increasing by 30% year-on-year. The trend of multi-brand cooperation and multi-business line cooperation among group enterprises was on the rise, with the number of multi-account cooperation customers increasing by 7% year-on-year, and revenue from multi-account cooperation customers increasing by 31% year-on-year. During the Reporting Period, Smart Retail achieved a penetration rate of 41% among the top 100 fashion retailers, 50% of the top 100 commercial real estate companies, and 40% of the top 100 convenience store chains.

We continued to strengthen our strategy of focusing on vertical industries. In June 2025, Weimob officially launched the "Pet Industry Solution" (寵物行業解決方案). This solution aimed to build a three-in-one growth model of "DTC sales closed loop + private domain in-depth operation + all-domain content empowerment". Through full-chain digital tools and operational methodologies, we supported pet food and supplies enterprises to seize market opportunities.

During the Reporting Period, with its in-depth deployment in the field of smart retail and pioneering innovative exploration in overseas businesses, Weimob was honored two major awards, namely "Strategic Certified Partner" (戰略認證夥伴) and "Overseas Breakthrough Award" (出海突破獎), from Tencent Smart Retail and Life Industry, once again underscoring its comprehensive strength and industry influence in the field of retail digitalization services.

4. *Penetration into the local services market was accelerated*

We remain firmly focused on the local life services industry, and continued to build core capabilities to support its key business scenarios and fully helping customers to expand their omni-channel businesses. We have focused on integrating the three core entry points for local life services: connecting with Douyin for group-buying voucher verification to help merchants capture platform traffic; interfacing with Meituan's group-buying voucher system to broaden online traffic channels for merchants; and collaborating with Taobao Instant Commerce on instant retail, digital marketing, and technological innovation.



CHAIRMAN'S STATEMENT

During the Reporting Period, we enabled the comprehensive integration of orders and memberships from mainstream operational channels – such as private domain, public domain, and instant retail – into the SaaS mid-platform. Following the enhancement of the mid-platform business, the annual growth rate of orders from merchants and membership business recorded positive growth. The order volume of Merchant POS, WeChat Mini Shop, and Taobao & Tmall increased by 5,626%, 901%, and 78% year-on-year, respectively; the number of members of Alipay Tap. increased by 2,659%. Meanwhile, we have significantly enhanced the capability of our mini program to support instant retail businesses, helping enterprises build a growth model driven by the dual engine of “platform + proprietary channels”. The number of accounts that carry out instant retail business in the mini program increased by 41%, and the order volume increased by 27%.

II. Merchant Solutions

In 2025, the Group's Merchant Solutions business upheld the concept of “Science-Driven Global Domain Operation”, and consolidated its market positioning as a “high-quality service partner” by optimizing customer structure, deepening platform ecological cooperation, and strengthening AI technology empowerment, achieving significant improvements in revenue quality and continuous improvement in profitability.

During the Reporting Period, the revenue from Merchant Solutions was approximately RMB695 million, representing a year-on-year increase of 65.1%. The gross profit was RMB631 million, representing a year-on-year increase of 137.7%. The gross profit margin increased from 63.1% to 90.9%. In 2025, the gross billing from advertisements placed by merchants, as facilitated by Weimob Marketing, amounted to approximately RMB16.69 billion, representing a year-on-year decrease of 7.3%. The number of paying merchants reached 67,541, with average spending per paying user at RMB247,174, representing a decrease of 8.5%. We proactively adjusted our customer structure and ceased serving certain customers with low profit margins, high advance payments or long payment terms. Although this slowed down the growth of gross billing, it improved operational efficiency. Gross profit growth significantly outpaced revenue growth, and operating cash flow turned positive, ensuring financial health. We continued to consolidate our leading position in the Tencent channel, advance our multi-platform strategy, and actively expand into channels such as Douyin, Xiaohongshu, Kuaishou, Alipay, and Huawei HarmonyOS to increase our market share.

CHAIRMAN'S STATEMENT

1. *The deployment of multiple platforms was deepened, and the market position continued to be consolidated*

We maintained our leading position in the Tencent ecosystem, with a year-on-year increase of 29% in video accounts advertising consumption, and won six important awards, including "Strategic Partnership Award" (戰略合作獎) of Tencent Advertising, with a total of 25 awards throughout the year, covering several industries such as leisure tea beverages, electronics, daily necessities, and health. Meanwhile, significant progress has been made in our multi-platform strategy. During the Reporting Period, we officially reached the cooperation with Ocean Engine, a subsidiary of Douyin Group, successfully obtained the Juliang Qianchuan service provider license, and became the integrated agency of its advertising business. As a core advertising partner of Alipay, our advertising consumption on Alipay increased more than 50 times year-on-year. Weimob Marketing also formed ecological cooperation with the Xianyu platform, and officially obtained the qualification of "Xianyu Outstanding Agency Service Provider" (閒魚超級擦亮代理服務商), unlocking 0.6 billion young user traffic for merchants. We continued to focus on the Xiaohongshu ecosystem and have become the official agency of the four major regions of Shanghai, Jiangsu, Zhejiang and Chongqing, and also improved the service system of "content seeding + effect conversion", with a year-on-year increase of an annual consumption on the Xiaohongshu platform of 112%. We were listed on Xiaohongshu's "High-Quality Service Partner List" (優質服務合作夥伴榜單). We deepened the cooperation with Kuaishou Magnetic Engine, and was awarded the "Top 10 Benchmark Partners of the Year" (年度十佳標桿合作夥伴).

2. *Deep integration of AI technology significantly improved marketing efficiency*

We continued to promote the "AI + Marketing" strategy, applying AI technologies extensively across marketing scenarios to significantly boost creation efficiency. We leveraged AI content compliance models to automatically identify non-compliant materials, continuously iterating to enhance risk control efficiency. We also applied AI technology to automatically generate visualized AI reports, significantly improving the efficiency of data-driven decision-making. AI-assisted creations accounted for over 60% of total content production, the average content generation efficiency increased by more than 45%, and the availability rate was over 70%. We have integrated and applied AI technology across various stages, including content creation, delivery optimization, content risk control, and data reporting. This has connected our full-chain capabilities, from operational efficiency and content production to risk control, compliance, and knowledge accumulation, enabling cost reduction and efficiency enhancement while amplifying creation capabilities.

3. *KOL marketing delivered breakthroughs, and service capabilities were upgraded*

In 2025, we made progress in the incubation of KOLs on video accounts and the brand distribution business. In terms of the incubation of KOLs, Weimob provided growth services spanning content creation to commercialization, achieving remarkable results and incubating KOLs with an average monthly GMV of more than RMB2 million. Among them, the accounts of "Zhang Song" (張頌) and "Fei Jie Liang Ge's Family of Five" (菲姐亮哥五口之家) achieved a GMV increase of approximately 100% during the cooperation period; the monthly short video views of "Huzi Couple" (虎子夫婦) exceeded 40 million; the monthly GMV of "Ai Shenghuo Ai Xiangxiang" (愛生活愛香香) exceeded RMB15 million; the knowledge-based account of "Xiansheng Qingpoju" (先生請破局) gained over 0.1 million followers monthly, demonstrating Weimob's comprehensive capabilities in content operation and follower growth.



CHAIRMAN'S STATEMENT

In terms of the brand agency distribution, we brought substantial sales to many renowned brands, with a cumulative distribution GMV of more than RMB22 million. Among them, sales of "Siyang* (思氧)" reached RMB6 million, sales of "Xian'er Jia* (鮮珥家)" exceeded RMB5 million, and brands including "Changfa Xiaozhai* (長髮小寨)", "Kashi*(卡士)", and "Renyang Yitouniu* (認養一頭牛)" contributed approximately RMB2 million in sales, showing its supply chain integration and sales execution capabilities.

BUSINESS OUTLOOK

1. Fully embracing AI and deepening technology application scenarios

Looking ahead, the Group will remain committed to its core "ALL in AI" strategy, focusing on building the AI Agent application ecosystem. We will continuously use AI to "reshape the business models of our core SaaS and precision marketing businesses", while actively exploring development opportunities for AI in the To C and overseas expansion sectors. We launched the first large-model application product, Weimob WAI, which established our "AI+SaaS" presence. We introduced WIME, a multimodal generative AI solution for micro, small and medium-sized e-commerce operators, as well as WAI Pro, a customized AI solution for enterprise clients. We further unveiled AI Work365, a one-stop intelligent office platform and deployed Weimob Xingqi, a GEO solution. We strategically invested in the North American AI innovation company Genstore.ai and established the new business unit of "Weimob Overseas". We simultaneously explored the field of "AI+smart hardware" innovation and pursuing growth paths characterized by light investment and rapid validation, thereby opening up new space for value growth for the Group.

The Group will closely keep up with cutting-edge AI technologies and embrace the AI-powered technological advancements and business strategies of ecosystem platforms including Tencent (particularly the WeChat ecosystem) and Alibaba, deepening ecosystem synergies to implement industrial application innovation.

2. Diving into the WeChat e-commerce ecosystem and seizing new growth opportunities

We will pursue a long-term and comprehensive engagement in the WeChat e-commerce ecosystem, continue to optimize the integrated solution of "Weimob X WeChat Mini Shop", and improve merchants' operational efficiency and experience across two platforms. Combined with innovative functions, such as "group buy" and "sending gifts", we will help merchants achieve low-cost traffic acquisition and efficient conversion. At the same time, we will actively develop the video account MCN business and create new growth momentum for merchants through live-streaming commerce and short video content marketing.

3. Expanding multi-channel deployment to tap into the commercial potential of local life

Building on our established advantages within the Tencent ecosystem channels, we will further deepen connections with multiple platforms – including Douyin, Huawei HarmonyOS, Xiaohongshu, Alipay, and Meituan – to develop systematic capabilities that seamlessly link public and private domains. Meanwhile, we will increase our focus on the local life services market, strengthening our system support capabilities for offline business scenarios involving "products, store services, and experiences". Through industry empowerment and ecosystem cooperation, we will integrate resources from all parties to provide merchants with multi-dimensional solutions such as membership operations and targeted marketing, thereby accelerating the digital and intelligent upgrade in the local life services sector.

4. **Stepping up “Weimob Overseas” to establish full-chain capabilities for brand overseas expansion**

We will actively explore internationalization opportunities as a key growth engine. We will focus on developing the “Weimob Overseas” business unit, systematically integrating and leveraging our extensive expertise in overseas marketing media placement and brand consulting services. As the exclusive strategic partner of Genstore.ai in China, we have incorporated Genstore.ai’s capabilities, such as AI-powered website building, intelligent customer service, and marketing automation, into our “Weimob Overseas” solution. Through AI-powered intelligent website building products, we will provide merchants expanding overseas with full-chain services, ranging from official website development and multi-channel advertising to integrated social media marketing. By consolidating social media influencer resources, we will design tailored advertising strategies and placements for domestic key account clients across international platforms such as Google, Meta, and TikTok, delivering integrated marketing that unites brand building with performance. Meanwhile, we will further expand our Heading Smart Business Solution* (海鼎智慧商業解決方案) into overseas markets, conducting in-depth research into local business logic and consumer preferences to foster a synergistic development framework between domestic and international markets.

In the face of future opportunities and challenges, the Group remains confident in its prospects. We adhere to the philosophy of “Technology-driven Business Growth” and create the future of smart business with partners through continuous technological innovation, deep ecological collaboration, and robust strategic execution, thereby delivering long-term and stable returns for shareholders.

MANAGEMENT DISCUSSION AND ANALYSIS

Year Ended December 31, 2025 Compared to Year Ended December 31, 2024

	Year ended December 31,	
	2025 <i>RMB'000</i>	2024 <i>RMB'000</i>
Revenue	1,591,954	1,339,255
Cost of sales	(396,834)	(742,931)
Gross profit	1,195,120	596,324
Selling and distribution expenses	(778,087)	(1,014,048)
General and administrative expenses	(448,189)	(616,802)
Net impairment losses on financial assets	(126,644)	(91,362)
Other income	49,409	40,842
Other losses, net	(38,532)	(346,114)
Operating loss	(146,923)	(1,431,160)
Finance costs	(75,306)	(273,746)
Finance income	3,932	12,006
Share of net profits/(losses) of associates accounted for using the equity method	21,511	(24,909)
Change in fair value of convertible bonds	–	(69,394)
Loss before income tax	(196,786)	(1,787,203)
Income tax (expenses)/credit	(44,701)	43,253
Loss for the year	(241,487)	(1,743,950)
Loss attributable to:		
– Equity holders of the Company	(221,499)	(1,728,493)
– Non-controlling interests	(19,988)	(15,457)

MANAGEMENT DISCUSSION AND ANALYSIS

Key Operating Data

The following table sets forth our key operating data for the years ended/as of December 31, 2025 and 2024.

	Year ended/as of December 31,	
	2025	2024
Subscription Solutions		
Addition in number of paying merchants	11,902	12,710
Number of paying merchants	58,396	62,924
Attrition rate ⁽¹⁾	26.1%	24.3%
Revenue (RMB in millions)	897.4	918.5
ARPU ⁽²⁾ (RMB)	15,367	14,598
Merchant Solutions		
Number of paying merchants	67,541	66,669
Adjusted revenue (RMB in millions)	694.6	549.6
Adjusted ARPU (RMB)	10,284	8,243
Gross billing (RMB in millions)	16,694.3	18,014.5

Notes:

- (1) Refers to the number of paying merchants not retained over a year divided by the number of paying merchants as of the end of the previous year, excluding those belong to the discontinued business lines in Subscription Solutions.
- (2) Refers to the revenue of Subscription Solutions for the year divided by the number of paying merchants as of the end of such year.

Key Financial Ratios

	Year ended December 31,	
	2025	2024
	%	%
Total revenue growth	18.9	(39.9)
Gross margin ⁽¹⁾	75.1	44.5
EBITDA margin ⁽²⁾	(2.4)	(91.7)
Net margin ⁽³⁾ attributable to equity holders of the Company	(13.9)	(129.1)
Adjusted net margin ⁽⁴⁾ attributable to equity holders of the Company	2.9	(37.9)

Notes:

- (1) Equals gross profit divided by revenue for the year and multiplied by 100%.
- (2) Equals EBITDA divided by revenue for the year and multiplied by 100%.
- (3) Equals net profit/(loss) attributable to equity holders of the Company divided by revenue for the year and multiplied by 100%.
- (4) Equals adjusted net profit/(loss) attributable to equity holders of the Company divided by adjusted revenue for the year and multiplied by 100%. For the reconciliation from net profit/(loss) to adjusted net profit/(loss), please refer to section "Non-HKFRS Measures: Adjusted Revenue, Adjusted EBITDA and Adjusted Net Loss" below.

MANAGEMENT DISCUSSION AND ANALYSIS

Revenue

The total revenue increased by 18.9% from approximately RMB1,339.3 million in 2024 to approximately RMB1,592.0 million in 2025, primarily due to the increase in our revenue generated from our Merchant Solutions. The following table sets forth a breakdown of the revenue by business segments for the years indicated.

Revenue	Year ended December 31,			
	2025		2024	
	<i>(RMB in millions, except percentages)</i>			
	Revenue per financial statement	%	Revenue per financial statement	%
– Subscription Solutions	897.4	56.4	918.5	68.6
– Merchant Solutions	694.6	43.6	420.8	31.4
Total	1,592.0	100.0	1,339.3	100.0

Subscription Solutions

Subscription Solutions mainly comprise our commerce and marketing SaaS products and ERP solutions including WeiMall (微商城), Smart Retail (智慧零售), Smart Hotel (智慧酒店), Heading ERP (海鼎 ERP), intelligent computing power solution and others. Based on our Weimob Cloud Service Market and PaaS, we also provide key accounts customization services, and offer applications developed by third-party vendors on the Weimob Cloud Service Market.

Revenue from Subscription Solutions decreased by 2.3% from approximately RMB918.5 million in 2024 to approximately RMB897.4 million in 2025. The slight decrease in revenue from Subscription Solutions was mainly due to (i) the proactive scaling back of low-margin business in the second half of 2024, which led to a decline in both the number of paying merchants and deferred revenue in 2025; (ii) continuing macro headwind and lackluster consumption, which negatively impacted the attrition rate of small merchants and willingness to spend by large merchants; and (iii) new revenue streams, including AI-related business and Generative Engine Optimization products, remaining in an early development stage and requiring more time for revenue ramp-up. In 2025, AI-related business revenue was approximately RMB116.1 million.

Due to the reasons mentioned above, revenue from Subscription Solutions decreased by approximately RMB21.1 million.

MANAGEMENT DISCUSSION AND ANALYSIS

Merchant Solutions

	Year ended December 31,		Year-on-year change
	2025	2024	
	<i>(RMB in millions, except percentages)</i>		
Merchant Solutions			
Gross billing	16,694.3	18,014.5	(7.3%)
Revenue	694.6	420.8	65.1%

Merchant Solutions mainly comprise value-added services offered to merchants as part of the integral solutions to meet merchants' online commerce and marketing, including targeted marketing services that enable merchants to acquire online customer traffic in various top online advertising platforms, our TSO service, and technology services to connect local banks and other financial institutions with merchants to fulfil their financing needs.

Gross billing from Merchant Solutions decreased from approximately RMB18,014.5 million in 2024 to approximately RMB16,694.3 million in 2025, primarily attributable to the decrease in average spend per advertiser from RMB270,208 in 2024 to RMB247,174 in 2025, due to our efforts to optimize customer structure to enhance net rebate margin.

Revenue from Merchant Solutions represents net rebate earned from advertising platforms by providing services to enable merchants to acquire online customer traffic, commission from TSO services and targeted marketing operation services as well as fintech commissions. Revenue increased by 65.1% from approximately RMB420.8 million in 2024 to approximately RMB694.6 million in 2025, primarily because (i) the one-time price concession on the 2023 rebate from certain advertising platforms was booked in 2024 and decreased the rebate income in 2024 by approximately RMB128.8 million; (ii) net rebate earned from advertising platforms increased by approximately RMB227.3 million mainly due to increased net rebate rate; and offset by (iii) a RMB82.3 million decrease in revenue from TSO service and credit technology services since we downsized the two business lines.

MANAGEMENT DISCUSSION AND ANALYSIS

Cost of Sales

The following table sets forth a breakdown of our cost of sales by nature for the years indicated.

	Year ended December 31,			
	2025		2024	
	<i>(RMB in millions, except percentages)</i>			
Cost of sales				
Advertising traffic cost	–	–	54.5	7.3%
Staff costs	102.7	25.9%	80.0	10.8%
Broadband and hardware costs	80.7	20.3%	28.6	3.8%
Contract operation services costs	198.2	49.9%	197.1	26.5%
Amortization of and impairment provision for intangible assets	1.9	0.5%	368.5	49.6%
Taxes and surcharges	11.4	2.9%	12.4	1.7%
Depreciation	2.0	0.5%	1.9	0.3%
Total	396.9	100.0%	743.0	100.0%

The cost of sales decreased by 46.6% from approximately RMB743.0 million in 2024 to approximately RMB396.9 million in 2025, primarily because (i) amortisation of and impairment provision for intangible assets decreased by RMB366.6 million, since full impairment of self-developed software was made in 2024; and (ii) our staff cost increased by approximately RMB22.7 million from approximately RMB80.0 million in 2024 to approximately RMB102.7 million in 2025, due to new business development.

The following table sets forth a breakdown of our cost of sales by business segment for the years indicated.

	Year ended December 31,			
	2025		2024	
	<i>(RMB in millions, except percentages)</i>			
Cost of sales				
– Subscription Solutions	333.8	84.1%	587.9	79.1%
– Merchant Solutions	63.1	15.9%	155.1	20.9%
Total	396.9	100.0%	743.0	100.0%

MANAGEMENT DISCUSSION AND ANALYSIS

Subscription Solutions

Cost of sales of the Subscription Solutions decreased by 43.2% from approximately RMB587.9 million in 2024 to approximately RMB333.8 million in 2025, primarily because (i) the amortization of and impairment provision for intangible assets decreased by RMB366.6 million, as we made full impairment of self-developed software in 2024; and (ii) broadband and hardware costs, contract operation service costs and staff costs increased by RMB109.9 million, due to the new business development.

Merchant Solutions

The cost of sales of the Merchant Solutions decreased by 59.3% from approximately RMB155.1 million in 2024 to approximately RMB63.1 million in 2025, primarily due to the decrease in advertising traffic costs and contract operation service costs, which was in line with the decline in revenue from TSO service and sales commission revenue from credit technology solutions.

Gross Profit and Gross Margin

The following table sets forth a breakdown of our gross profit and gross margin by business segment for the years indicated.

	Year ended December 31,					
	2025			2024		
	<i>(RMB in millions, except percentages)</i>					
	Gross profit	%	Gross margin	Gross profit	%	Gross margin
– Subscription Solutions	563.6	47.2	62.8%	330.6	55.4	36.0%
– Merchant Solutions	631.5	52.8	90.9%	265.7	44.6	63.1%
Total	1,195.1	100.0	75.1%	596.3	100.0	44.5%

The gross profit increased by 100.4% from approximately RMB596.3 million in 2024 to approximately RMB1,195.1 million in 2025.

The gross margin of the Subscription Solutions increased from 36.0% in 2024 to 62.8% in 2025, primarily due to the decrease in amortization of and impairment provision for intangible assets.

The gross margin of Merchant Solutions increased from 63.1% in 2024 to 90.9% in 2025 due to higher rebate rate and higher percentage of net rebate revenue in Merchant Solutions as a result of the restructuring of TSO and credit technology services.

MANAGEMENT DISCUSSION AND ANALYSIS

Selling and Distribution Expenses

The selling and distribution expenses decreased by 23.3% from approximately RMB1,014.0 million in 2024 to approximately RMB778.1 million in 2025, primarily due to (i) the decrease in staff costs from approximately RMB683.8 million in 2024 to approximately RMB545.7 million in 2025 as a result of organization optimization; (ii) the decrease in contract acquisition cost from approximately RMB136.4 million in 2024 to approximately RMB56.7 million in 2025, which was in line with the business restructuring; (iii) the decrease in rental and property service expenses by RMB5.7 million, in line with organization optimization; and (iv) the decrease in the marketing and promotion expenses by RMB10.7 million.

Excluding the non-HKFRS items (share-based compensation, severance compensation and amortization of intangible assets due to business combination), adjusted selling and distribution expenses decreased by approximately RMB208.0 million from approximately RMB944.3 million in 2024 to approximately RMB736.3 million in 2025.

General and Administrative Expenses

The general and administrative expenses decreased by 27.3% from approximately RMB616.8 million in 2024 to approximately RMB448.2 million in 2025, primarily due to (i) the decrease in research and development and administrative staff costs from approximately RMB484.2 million in 2024 to approximately RMB334.6 million in 2025; (ii) the decrease in depreciation and amortization from RMB24.5 million in 2024 to RMB19.9 million in 2025; and (iii) the decrease in rental and property service expenses and other office expenses by RMB13.8 million.

Excluding the non-HKFRS items (share-based compensation, severance compensation and amortization of intangible assets due to business combination), adjusted general and administrative expenses decreased by approximately RMB121.8 million from approximately RMB533.3 million in 2024 to approximately RMB411.5 million in 2025.

Research and Development Expenditure

	Year ended December 31,	
	2025	2024
	<i>(RMB in millions)</i>	
Research and development expenditure		
Research and development expenditure capitalized in development cost and intangible assets	–	20.5
Research and development expenditure in general and administrative expenses	272.2	385.8
Total research and development expenditure	272.2	406.3

Net Impairment Losses on Financial Assets

The net impairment losses on financial assets increased from approximately RMB91.4 million in 2024 to approximately RMB126.6 million in 2025, mainly due to the specific provision of approximately RMB142.9 million for the receivables from a related party netting off the provision reversal due to the improvement on the collection of advertising receivables.

MANAGEMENT DISCUSSION AND ANALYSIS

Other income

The other income increased slightly from approximately RMB40.8 million in 2024 to approximately RMB49.4 million in 2025, primarily due to the increase of interest income from loan to related parties.

Other Losses, Net

We recorded other net losses of approximately RMB38.5 million in 2025, mainly due to the fair value loss of approximately RMB33.9 million from invested companies.

Operating Loss

As a result of the foregoing, we had an operating loss of approximately RMB146.9 million in 2025 while we had an operating loss of approximately RMB1,431.2 million in 2024. The decrease of operating loss was mainly attributed to the recovery in business and gross margin, as well as cost optimization.

Finance Costs

The finance costs decreased from approximately RMB273.7 million in 2024 to approximately RMB75.3 million in 2025, primarily due to the decrease in cost related to bonds, which represent (i) the amortization of interest expenses on the convertible bonds issued in June 2021 (the “**2021 Convertible Bonds**”); (ii) the adjusted amortized cost related to early redemption of the 2021 Convertible Bonds; and (iii) the issuance cost for the convertible bonds issued in September 2024 (the “**2024 Convertible Bonds**”).

Finance Income

The finance income decreased from approximately RMB12.0 million in 2024 to approximately RMB3.9 million in 2025, primarily due to the decrease of the average bank balances.

Share of Net Profit/(Losses) of Associates Accounted for Using the Equity Method

We recorded share of net profit of associates accounted for using the equity method of approximately RMB21.5 million in 2025, which mainly represented our share of gains from equity investment funds.

Change in Fair Value of Convertible Bonds

We did not record any change in fair value of convertible bonds in 2025 due to the settlement of the bonds in 2024.

Income Tax (Expenses)/Credit

We recorded income tax credit of approximately RMB43.3 million in 2024 while income tax expenses of approximately RMB44.7 million in 2025, primarily due to the increased taxable income of our subsidiaries in the PRC.

Loss for the Year

As a result of the foregoing, we recorded a loss of approximately RMB241.5 million in 2025 while we recorded a loss of approximately RMB1,744.0 million in 2024.

MANAGEMENT DISCUSSION AND ANALYSIS

Non-HKFRS Measures: Adjusted Revenue, Adjusted EBITDA and Adjusted Net Loss

To supplement our consolidated financial statements, which are presented in accordance with HKFRS, we also use adjusted EBITDA and adjusted net loss as additional financial measures, which are not required by, or presented in accordance with, HKFRS. We believe these non-HKFRS measures facilitate comparisons of operating performance from year to year and company to company by eliminating potential impacts of items which our management considers non-indicative of our operating performance. We believe these measures provide useful information to investors and others in understanding and evaluating our combined results of operations in the same manner as they help our management.

However, our presentation of adjusted EBITDA and adjusted net loss may not be comparable to similarly titled measures presented by other companies. The use of these non-HKFRS measures has limitations as an analytical tool, and should not be considered in isolation from, or as a substitute for an analysis of, our results of operations or financial condition as reported under HKFRS.

The following tables reconcile our adjusted EBITDA and adjusted net loss for the years presented to the most directly comparable financial measures calculated and presented in accordance with HKFRS, which are operating loss for the year and net loss for the year:

	For the year ended December 31, 2025								
	Adjustments (RMB in millions, unless specified)								
	As Reported	Share-based compensation	2024 Convertible Bonds related costs	Amortization of intangible assets	One-off severance compensation	Fair value changes and impairment losses related to long-term equity investments and investment properties	Others	Tax effects	Non-GAAP
Gross profit	1,195.1	-	-	1.9	-	-	-	-	1,197.0
Gross margin	75.1%	-	-	-	-	-	-	-	75.2%
Subscription Solutions	62.8%	-	-	-	-	-	-	-	63.0%
Merchant Solutions	90.9%	-	-	-	-	-	-	-	90.9%
Operating profit/(loss)	(146.9)	16.6	(3.3)	36.7	25.3	170.0	8.0	-	106.4
Operating margin	(9.2%)	-	-	-	-	-	-	-	6.7%
EBITDA	(38.7)	16.6	(3.3)	-	25.3	148.5	6.3	-	154.7
EBITDA margin	(2.4%)	-	-	-	-	-	-	-	9.7%
Net profit/(loss)	(241.5)	16.6	(2.0)	36.7	25.3	148.5	14.1	44.7	42.4
Net margin	(15.2%)	-	-	-	-	-	-	-	2.7%
Net profit/(loss) attributable to equity holders of the Company	(221.5)	16.6	(2.0)	21.2	25.3	148.5	13.3	44.7	46.1
Net margin attributable to equity holders of the Company	(13.9%)	-	-	-	-	-	-	-	2.9%

MANAGEMENT DISCUSSION AND ANALYSIS

For the year ended December 31, 2024

Adjustments

(RMB in millions, unless specified)

	As Reported	One-time price concession	Share-based compensation	2021 Convertible Bonds related costs	2024 Convertible Bonds related costs	Fair value changes and one-off expenses related to 2024 Bonds	Amortization and impairment of intangible assets	One-off severance compensation	Fair value changes and impairment losses related to long-term equity investments and investment properties	Others	Tax effects	Non-GAAP
Gross profit	596.3	128.8	-	-	-	-	181.3	-	-	-	-	906.4
Gross margin	44.5%	-	-	-	-	-	-	-	-	-	-	61.7%
Subscription Solutions	36.0%	-	-	-	-	-	-	-	-	-	-	55.7%
Merchant Solutions	63.1%	-	-	-	-	-	-	-	-	-	-	71.8%
Operating profit/(loss)	(1,431.2)	128.8	27.0	6.7	(0.3)	-	262.5	85.1	293.8	1.7	-	(625.9)
Operating margin	(106.9%)	-	-	-	-	-	-	-	-	-	-	(42.6%)
EBITDA	(1,228.6)	128.8	27.0	6.7	(0.3)	86.9	221.3	85.1	318.7	-	-	(354.4)
EBITDA margin	(91.7%)	-	-	-	-	-	-	-	-	-	-	(24.1%)
Net loss	(1,744.0)	128.8	27.0	337.0	23.8	86.9	262.5	85.1	318.7	7.5	(43.3)	(510.0)
Net margin	(130.2%)	-	-	-	-	-	-	-	-	-	-	(34.7%)
Net loss attributable to equity holders of the Company	(1,728.5)	128.8	27.0	337.0	23.8	86.9	246.2	85.1	318.7	6.7	(39.9)	(508.2)
Net margin attributable to equity holders of the Company	(129.1%)	-	-	-	-	-	-	-	-	-	-	(37.9%)

MANAGEMENT DISCUSSION AND ANALYSIS

Liquidity and Financial Resources

We fund our cash requirements principally from proceeds from our business operations, bank borrowings, other debt financing and shareholder equity contribution. As of December 31, 2025, we had cash and bank balances of approximately RMB2,098.7 million. The details are as below:

RMB in millions

Current assets

Financial assets at fair value through profit or loss

Structured deposits	10.0
Bank wealth management products	64.5
Restricted cash	534.9
Term deposits	10.0
Cash and cash equivalents	1,469.0

Subtotal	2,088.4
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Non-current assets

Restricted cash	0.3
Term deposits	10.0

Subtotal	10.3
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Total cash and bank balances	2,098.7
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* Restricted cash mainly refers to cash deposited in offshore banks as a guarantee of domestic loans in Renminbi (Onshore Loans against Offshore Guarantees).

The following table sets forth our gearing ratios as of December 31, 2025 and December 31, 2024, respectively.

	As of December 31,	
	2025	2024
	<i>(RMB'000, except percentages)</i>	
Net debt	252,395	968,530
Total equity	2,525,407	1,812,756
Net debt to equity ratio	10%	53%

MANAGEMENT DISCUSSION AND ANALYSIS

As of December 31, 2025, we had bank loans of approximately RMB2,064.5 million. The table below sets forth our main short-term and long-term bank loans and letter of credit:

Bank	Loan balance (RMB in millions)	Loan period	Interest rate (per annum unless otherwise stated)
Short-term bank loans			
Bank of Jiangsu (Shanghai Lingang Branch)	50.00	6 months	3.65%
Bank of Shanghai (Puxi Branch)	248.00	1 year	2.30%
Bank of Shanghai (Puxi Branch)	150.00	1 year	3.40%
Bank of Shanghai (Puxi Branch)	150.00	1.57 months	2.11%
Bank of Shanghai (Puxi Branch)	100.00	1 year	3.70%
Bank of Shanghai (Puxi Branch)	2.00	10 months	2.30%
Shanghai Innovation Bank	60.00	6 months	3.20%
Shanghai Innovation Bank	140.00	6 months	3.05%
China Construction Bank (Shanghai Baogang Baoshan Branch)	50.00	1 year	2.55%
China CITIC Bank (Shanghai Branch)	150.00	1 year	3.50%
Ping An Bank (Shanghai Branch)	89.51	2.8 months	2.30%
Bank of Communications (Shanghai Baoshan Branch)	100.00	6 months	2.95%
Bank of China Limited (Shanghai Changning Branch)	8.00	1 year	2.50%
Agricultural Bank of China Limited (Shanghai Baoshan Branch)	50.00	1 year	2.55%
Long-term bank loans – current portion			
Bank of Shanghai (Puxi Branch)			
Shanghai Pudong Development Bank (Changning Branch)	4.53	14.65 years	3.40%
Bank of Shanghai (Puxi Branch)			
Shanghai Pudong Development Bank (Changning Branch)	28.78	14.54 years	3.40%
Bank of Shanghai (Puxi Branch)			
Shanghai Pudong Development Bank (Changning Branch)	18.32	14.30 years	3.40%
Bank of Shanghai (Puxi Branch)			
Shanghai Pudong Development Bank (Changning Branch)	1.01	14.21 years	3.40%

MANAGEMENT DISCUSSION AND ANALYSIS

Bank	Loan balance (RMB in millions)	Loan period	Interest rate (per annum unless otherwise stated)
Long-term bank loans			
Bank of Shanghai (Puxi Branch)			
Shanghai Pudong Development Bank (Changning Branch)	6.87	14.21 years	3.40%
Bank of Shanghai (Puxi Branch)			
Shanghai Pudong Development Bank (Changning Branch)	5.26	14.1 years	3.40%
Bank of Shanghai (Puxi Branch)			
Shanghai Pudong Development Bank (Changning Branch)	9.30	14.05 years	3.40%
Bank of Shanghai (Puxi Branch)			
Shanghai Pudong Development Bank (Changning Branch)	18.62	13.97 years	3.40%
Bank of Shanghai (Puxi Branch)			
Shanghai Pudong Development Bank (Changning Branch)	12.20	13.88 years	3.40%
Bank of Shanghai (Puxi Branch)			
Shanghai Pudong Development Bank (Changning Branch)	19.72	13.8 years	3.40%
Bank of Shanghai (Puxi Branch)			
Shanghai Pudong Development Bank (Changning Branch)	13.16	13.7 years	3.40%
Bank of Shanghai (Puxi Branch)			
Shanghai Pudong Development Bank (Changning Branch)	26.52	13.61 years	3.40%
Bank of Shanghai (Puxi Branch)			
Shanghai Pudong Development Bank (Changning Branch)	53.72	13.55 years	3.40%
Bank of Shanghai (Puxi Branch)			
Shanghai Pudong Development Bank (Changning Branch)	35.74	13.18 years	3.30%
Bank of Shanghai (Puxi Branch)			
Shanghai Pudong Development Bank (Changning Branch)	14.48	13.13 years	3.30%
Bank of Shanghai (Puxi Branch)			
Shanghai Pudong Development Bank (Changning Branch)	26.46	12.71 years	3.30%
Letter of credit			
Shanghai Pudong Development Bank (Changning Branch)	50.00	1 year	2.05%
China Everbright Bank (Shanghai Branch)	100.00	6 months	1.05%
China Zheshang Bank (Shanghai Branch)	20.00	6 months	3.55%
Bank of Ningbo (Shanghai Branch)	50.00	6 months	1.45%
China Zheshang Bank (Shanghai Branch)	50.00	6 months	2.50%
China Zheshang Bank (Shanghai Branch)	100.00	1 year	1.06%
China Zheshang Bank (Shanghai Branch)	50.00	6 months	2.10%

MANAGEMENT DISCUSSION AND ANALYSIS

Capital Expenditures

The capital expenditures primarily consist of expenditures for (i) fixed assets, comprising computer equipment, office furniture, vehicles renovation of rental offices and buildings; and (ii) intangible assets, including acquired software license and self-developed software.

The following table sets forth our capital expenditures for the years indicated:

	As of December 31, 2025 <i>(RMB in millions)</i>	2024
Fixed assets	86.9	187.3
Intangible assets	0.5	20.5
Total	87.4	207.8

Significant Investments Held, Material Acquisitions and Disposals of Subsidiaries, Associates and Joint Ventures and Future Plans for Material Investments or Capital Assets

There were no significant investments held, nor were there material acquisitions or disposals of subsidiaries, associates or joint ventures by the Group during the year ended December 31, 2025. Apart from those disclosed in the Report, there were no plans for material investments or additions of capital assets as at the date of the Report.

Pledge of Assets

As of December 31, 2025, we have pledged land use rights and property, plant and equipment and investment properties with the net carrying amount of RMB286,245,000, RMB452,273,000 and RMB48,711,000 to secure the Group's long-term borrowings of RMB294,689,000. The Group is not allowed to pledge these assets as security for other borrowings.

Foreign Exchange Risk Management

We mainly carry out our operations in the PRC with most transactions settled in Renminbi, and we are exposed to foreign exchange risk arising from various currency exposures, primarily with respect to the United States dollar. Therefore, foreign exchange risk primarily arose from our recognized assets and liabilities when receiving or to receive foreign currencies from, or paying or to pay foreign currencies to, overseas business partners. In 2025, we did not adopt any long-term contracts, currency borrowings or other means to hedge our foreign currency exposure.

Contingent Liabilities

As of December 31, 2025, we did not have any material contingent liabilities.



MANAGEMENT DISCUSSION AND ANALYSIS

Employees

As of December 31, 2025, we had 3,507 full-time employees, the majority of whom are based in Shanghai, China.

Our success depends on our ability to attract, retain and motivate qualified personnel. As part of our human resources strategy, we offer employees competitive salaries, performance-based cash bonuses and other incentives.

As required under PRC regulations, we participate in various employee social security plans that are organized by applicable local municipal and provincial governments, including housing, pension, medical, work-related injury, maternity and unemployment benefit plans.

As a matter of policy, we provide a robust training program for new employees that we hire. We also provide regular and specialized trainings both online and offline, tailored to the needs of our employees in different departments. In addition, we provide training curriculums tailored to new employees, current employees and management members based on their roles and skill levels, through our training centre, Weimob University.

We have granted and planned to continue to grant share-based incentive awards to our employees in the future to incentivize their contributions to our growth and development.

DIRECTORS AND SENIOR MANAGEMENT

DIRECTORS

Executive Directors

Mr. SUN Taoyong (孫濤勇), aged 39, is the Founder of our Group. Mr. SUN currently serves as the Chairman of the Board, executive Director and the Chief Executive Officer of our Company. Mr. SUN also serves as an executive director and the chief executive officer of Weimob Development and holds various directorships in our subsidiaries. Mr. SUN is responsible for formulation of business plans, strategies and other major decisions of our Group, as well as overall management of our Group. In recognition of his innovation, entrepreneurship and contributions, Mr. SUN has received numerous awards and recognitions, including “Top 10 Young IT Pioneers in Shanghai” (上海 IT 青年新銳獎) by Shanghai Informatization Youth Talent Association in 2015, “100 Most Innovative Individual in PRC Business of 2015” (2015 中國商業最具創意人物 100) by Fast Company Magazine in 2016, “China E-Commerce Innovation Best Person of the Year – Service Vendor” (年度電商創新服務商人物) by International E-Commerce Innovation Association (IECIA) in 2016, “Person of the Year in Anhui Province” (安徽年度新聞人物) by Anhui TV Station in 2016, “2016 Entrepreneurs Under 30” (2016 年 30 歲以下創業新貴) by CYZone (創業邦) in 2016, and “Forbes 30 Under 30 Asia List” by Forbes in 2017 (福布斯亞洲 30 歲以下傑出人物榜), and was selected to the “2018 Shanghai Leading Talents Training Program” (2018 上海領軍人才培養計劃). Mr. SUN was also awarded the “Leading Pioneer” of the 2022 Shanghai digital transformation. Mr. SUN was also the national champion of the first season of “I am the Founder” (我是創始人), a competitive reality TV show for technology entrepreneurs. Mr. SUN is also a representative of the eighth Shanghai Baoshan District People’s Congress.

Mr. SUN obtained his bachelor’s degree in educational technology from Anqing Normal University (安慶師範大學) in June 2010. He obtained his master’s degree in software engineering from Beijing Institute of Technology (北京理工大學) in February 2013.

Mr. FANG Tongshu (方桐舒), aged 42, is the co-founder of our Group. Mr. FANG currently serves as an executive Director and president of the intelligent business career group of our Company. Mr. FANG also serves as the senior vice president at Weimob Development since September 2014. Mr. FANG is mainly responsible for overall operation and management of the software business. Prior to joining our Group, from March 2006 to March 2007, Mr. FANG served as a general sales manager at Hotsales Software Technology Co., Ltd. (上海火速軟件技術有限公司). From April 2007 to March 2013, Mr. FANG served as a general sales and operations manager at Hotsales Network Technology Co., Ltd. (上海火速網絡科技有限公司).

Mr. FANG graduated from Nankai University (南開大學) with a major in business administration in June 2019.

Mr. YOU Fengchun (游鳳椿), aged 38, is the co-founder of our Group. Mr. YOU currently serves as an executive Director, President and president of intelligent marketing career group of our Company. Mr. YOU also serves as the senior vice president at Weimob Development since December 2015. Mr. YOU is mainly responsible for overall planning and operation of the targeted marketing business. Prior to joining our Group, Mr. YOU was mainly engaged in early investment and personal entrepreneurship projects.

Mr. YOU attended a senior executive development program in business management at Shanghai Jiao Tong University (上海交通大學) from November 2015 to March 2016.



DIRECTORS AND SENIOR MANAGEMENT

Mr. FEI Leiming (費雷鳴), aged 46, is an executive Director of our Company. Mr. FEI is also the Chief Human Resources Officer of our Company. Mr. FEI has also been the vice president and chief human resources officer of Weimob Development since January 2017. Mr. FEI is mainly responsible for the planning and operation of human resources. He has more than 10 years of experience in human resources and administration.

Prior to joining our Group, from July 2003 to February 2006, Mr. FEI worked at Zhongqi Power Technology Co., Ltd. (中企動力科技股份有限公司), and from March 2006 to May 2012, he served as a senior human resources specialist at Alibaba (China) Network Technology Co., Ltd. (阿里巴巴(中國)網絡技術有限公司), mainly responsible for human resources management. From May 2012 to September 2013, Mr. FEI served as a human resources director at Shanghai HongMei E-commerce Co., Ltd. (上海紅美電子商務有限公司), responsible for overall human resources management. From April 2014 to April 2015, he worked at Suzhou Haowu Information Technology Company Limited (蘇州市好屋信息技術有限公司), responsible for human resources and administrative affairs. From May 2015 to January 2017, he worked at Baillian Omni-channel E-commerce Co., Ltd. (上海百聯全渠道電子商務有限公司), responsible for the general planning and management of human resources for the Internet business sector.

Mr. FEI obtained his bachelor's degree in administrative management from Shanghai Normal University (上海師範大學) in July 2003.

Independent Non-executive Directors

Dr. LI Xufu (李緒富), aged 60, is an independent non-executive Director of our Company. Dr. LI was formerly known as LI Xufu (李緒付). Dr. LI has 24 years of experience in the securities and investment industry.

After Dr. LI obtained his master's degree, he started his career as a senior manager of the investment banking department at Guotai Junan Securities Co., Ltd., until 1996 when he later joined China Southern Securities Co., Ltd. (南方證券股份有限公司) as a general manager of the investment banking department (Shanghai). In 2004, Dr. LI served as the general manager of corporate finance department at Changjiang BNP Paribas Peregrine Securities Co., Ltd, and later in 2006, Dr. LI served as a director at BNP Paribas Capital (Asia Pacific) Limited (法國巴黎融資(亞太)有限公司). From December 2007 to August 2009, Dr. LI was a partner of Bull Consultants Limited. From September 2009 to June 2018, Dr. LI was the executive partner and managing partner in Bull Capital Partners (Hong Kong) Limited. From January 2009 to May 2014, he served as a non-executive director at JD.com, Inc. (京東集團), a company listed on the Nasdaq Stock Exchange (stock code: JD) and the Stock Exchange (stock code: 9618). From March 2008 to March 2014, he also served as an independent director at Gemdale Holdings Co., Ltd. (金地集團股份有限公司), a company listed on the Shanghai Stock Exchange (stock code: 600383). Dr. LI currently serves as a managing partner of Ningbo Xinli Equity Investment Management Partnership (Limited Partnership) (寧波新犁股權投資管理合夥企業(有限合夥)), formerly known as Ningbo Bull Equity Investment Management Partnership (Limited Partnership) (寧波雄牛股權投資管理合夥企業(有限合夥)).

Dr. LI obtained his bachelor's degree in German from Shanghai International Studies University (上海外國語大學) in July 1988. He obtained his master's degree in world economics from Fudan University (復旦大學) in July 1994 and his doctorate degree in international finance from Fudan University in June 2003. Dr. LI is currently a visiting professor in the department of economics at Fudan University.

DIRECTORS AND SENIOR MANAGEMENT

Mr. TANG Wei (唐偉), aged 51, is an independent non-executive Director of our Company.

Mr. TANG has over 10 years of experience in accounting, financial management and investment banking. Most notably, from September 2006 to September 2008 and then January 2010 to October 2014, Mr. TANG served as an associate and an executive director of the investment banking department at Goldman Sachs Gao Hua Securities Co., Ltd. (高盛高華證券有限責任公司). From October 2008 to January 2010, Mr. TANG served as a deputy general manager in the investment banking department in China International Capital Corporation Limited (中國國際金融股份有限公司). From June 2015 to December 2015, he served as an investment director at CNIC Co., Ltd. (國新國際(中國)投資有限公司). From January 2016 to September 2018, Mr. TANG served as the chief financial officer of NavInfo Co., Ltd. (北京四維圖新科技股份有限公司), a company listed on the Shenzhen Stock Exchange (stock code: 002405). From August 2020 to November 2025, Mr. TANG served as an independent non-executive director of Joy Spreader Group Inc. (樂享集團有限公司), formerly known as Joy Spreader Interactive Technology. Ltd (乐享互动有限公司), a company listed on the Stock Exchange (stock code: 6988). From June 2023 to October 2024, Mr. TANG served as the chief financial officer of Beijing Huimei Cloud Technology Co., Ltd. (北京惠每雲科技有限公司). Since October 2018, Mr. TANG has been serving as the chief financial officer and secretary to the board of directors of AsiaInfo Company Limited (亞信科技(成都)有限公司). Since October 2025, Mr. TANG has been serving as the director and chief financial officer of Shanghai Enflame Technology Co., Ltd. (上海燧原科技股份有限公司).

Mr. TANG obtained his bachelor's degree in international financial management from China University of Petroleum-Beijing (中國石油大學(北京)) in July 1998. He obtained his master's degree in business management from University of International Business and Economics (對外經濟貿易大學) in June 2001. Mr. TANG has been accredited as a Certified Public Accountant by the Chinese Institute of Certified Public Accountants (中國註冊會計師協會) since October 2001 and has been admitted as a Fellow of the Association of Chartered Certified Accountants (FCCA) since December 2010.

Ms. XU Xiao'ou (徐曉鷗), aged 54, is an independent non-executive Director of our Company.

Ms. XU obtained a master's degree in journalism from Fudan University in the PRC in June 2011, and a master's degree in business administration from China Europe International Business School in the PRC in October 2015.

She was appointed as a director of Linmon Media Limited (a company listed on the Stock Exchange with stock code 9857) on June 10, 2021 and was re-designated as an executive director and vice president of Linmon Media Limited on September 24, 2021, primarily responsible for intellectual property development, script development and production. She has been serving in Shanghai Linmon Picture Media Co., Ltd. ("**Shanghai Linmon**") as a director since September 2014, and as an executive vice president of Shanghai Linmon since October 2014. Ms. XU has approximately 16 years of experience in TV series producing. She served at the Radio and Television Station of Shanghai (上海廣播電視台) from 2006 to 2014 and held positions successively as the director of the planning department of the drama centre of SMG and a deputy general manager in SMG Pictures, responsible for drama series script planning and production. Ms. XU was recognized as a Level Two Screenwriter (二級編劇) by the Shanghai Art Series Senior Professional Technical Position Qualification Review Committee (上海市藝術系列高級專業技術職務任職資格審定委員會) in December 2011. Ms. XU has received multiple awards for her achievements in media industry, including "Top 10 TV Series Producers" by the China Radio and Television Association in August 2012, "Producer of the Year" by the China Television Drama Production Industry Association in December 2019, "Innovation Pioneer of the Year" by New Weekly in November 2020, and "Leading Talents in Radio, Television and Online Audiovisual Industry" (全國廣播電視和網絡視聽行業領軍人才) by the National Radio and Television Administration of the PRC (中華人民共和國國家廣播電視總局) in June 2021.



DIRECTORS AND SENIOR MANAGEMENT

SENIOR MANAGEMENT

Mr. CAO Yi (曹懿), aged 49, is the Chief Financial Officer of our Company. Mr. CAO Yi has resigned as joint company secretary of the Company on March 21, 2025. Mr. CAO Yi has also been the vice president and chief financial officer of Weimob Development since August 2016. Mr. CAO Yi is primarily responsible for the overall financial management, financial matters and strategic development of our Group. He has 15 years of experience in the financial management and accountancy industry.

Prior to joining our Group, from August 2003 to June 2010, Mr. CAO Yi served as a manager at KPMG Huazhen (Special General Partnership) (畢馬威華振會計師事務所(特殊普通合夥)). From June 2010 to August 2015, he served as a senior finance manager at GE (China) Co., Ltd. (通用電氣(中國)有限公司), mainly responsible for the financial management of GE's strategic alliance with China XD Electric Co., Ltd. From August 2015 to December 2015, Mr. CAO Yi served as the deputy chief financial officer of SPI Energy Co., Ltd. (Nasdaq: SPI) (上海美柚新能源科技有限公司), responsible for the financial management of overseas businesses. From December 2015 to July 2016, Mr. CAO Yi served as the finance director of Shenzhen Bincent Technology Co., Ltd. (深圳市彬訊科技有限公司), responsible for its overall financial management.

Mr. CAO Yi obtained his bachelor's degree in international business management from Shanghai International Studies University (上海外國語大學) in July 1999 and his master's degree in business management from Shanghai International Studies University in March 2002. He was accredited as a Certified Public Accountant by the Chinese Institute of Certified Public Accountants (中國註冊會計師協會) in December 2010. He has been a member of the Association of Chartered Certified Accountants (ACCA) since October 2013.

Mr. FEI Leiming (費雷鳴), aged 46, is an executive Director and the Chief Human Resources Officer of our Company. Please refer to his biography in the paragraph headed "Directors – Executive Directors" in this section.



DIRECTORS' REPORT

The Board is pleased to present its report together with the audited consolidated financial statements of the Group for the Reporting Period.

GLOBAL OFFERING

The Company was incorporated as an exempted company with limited liability in the Cayman Islands on January 30, 2018, the Shares of which were listed on the Main Board of the Stock Exchange on January 15, 2019.

PRINCIPAL ACTIVITIES

The Group is principally engaged in provision of cloud-based commerce and marketing solutions and targeted marketing services on Tencent's social networking service platforms for small and medium businesses in China. The analysis of the Group's revenue and contribution to results by business segments are set out in notes 6 and 7 to the consolidated financial statements.

RESULTS

The results of the Group for the year ended December 31, 2025 are set out in the consolidated statement of comprehensive loss on pages 78 and 79 of the Report.

FINAL DIVIDEND

The Board did not recommend the payment of any final dividend for the year ended December 31, 2025.

BUSINESS REVIEW

The business review and performance analysis of the Group for the Reporting Period is set out in the section headed "Chairman's Statement" from pages 5 to 13 and "Management Discussion and Analysis" from pages 14 to 28 of the Report. A description of the Group's future business development is set out in the section headed "Chairman's Statement" from pages 12 to 13 of the Report.

Compliance with Laws and Regulations

During the year ended December 31, 2025, 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 aspects.

Environmental Policies and Performance

The Company attaches great importance to environmental protection and resource conservation, and continuously pays attention to the impact of its business operations on the environment. The Group is committed to maintaining the common development of economy, environment and society, and promoting awareness of environmental protection and resource conservation in its daily operations. The Group strictly follows the relevant environment protection laws and regulations of the PRC and adopts various electricity-saving and water-saving management measures, including management over air-conditioning settings in office areas and enhancing management and maintenance of water equipment, thereby improving efficiency, and minimizing resource consumption. During the Reporting Period, the Company did not find any environmental-related violations.

For details of the Company's environmental policies and performance, and the important relationship between the Company and its employees, customers and suppliers, please refer to the Environmental, Social and Governance Report of the Company for the year ended December 31, 2025, published on the website of the Stock Exchange (<http://www.hkexnews.hk>) and the Company's own website (<http://www.weimob.com>) according to the Listing Rules.



DIRECTORS' REPORT

Principal Risks and Uncertainties

The Group is exposed to various risks in its business operations, primarily including: (i) reliance on Tencent's platforms and services to conduct its businesses; (ii) failure to improve and enhance the functionality, performance, reliability, design, security, and scalability of its products and services to suit its clients' evolving needs, (iii) failure to develop and maintain successful relationships with its local channel partners, and (iv) systems disruptions, distributed denial of service attacks, or other hacking and phishing attacks on its systems and security breaches.

FINANCIAL SUMMARY

A summary of the results and the assets and liabilities of the Group for the last five financial years is set out on page 4 of the Report. This summary does not form part of the audited consolidated financial statements.

CONVERSION OF THE 2024 CONVERTIBLE BONDS

On September 5, 2024, the Bond Issuer completed the issue of convertible bonds in an aggregate principal amount of US\$90,000,000 with the guarantee provided by the Company (the "**2024 Convertible Bonds**"). Details of the 2024 Convertible Bonds were disclosed in the announcements of the Company dated August 30, 2024, September 5, 2024 and September 6, 2024.

During the year ended December 31, 2025, 108,418,153 Shares, 40,957,967 Shares and 90,348,461 Shares (the "**Conversion Shares**") were allotted pursuant to the conversion of convertible bonds at the conversion price of HK\$1.30 per ordinary share on January 3, 2025, January 6, 2025 and January 13, 2025, respectively. Save for the outstanding convertible bonds as set out in Note 26 to the financial statements, the Company had no outstanding convertible securities, options, warrants or other similar rights as of December 31, 2025.

ISSUE OF SUBSCRIPTION SHARES UNDER THE GENERAL MANDATE

References are made to the announcements of the Company dated September 18, 2025, October 12, 2025, October 21, 2025, November 6, 2025, January 14, 2026, February 4, 2026, and March 30, 2026, respectively (the "**Announcements**"). Unless otherwise defined, capitalized terms used herein shall have the same meanings as those defined in the Announcements.

On September 17, 2025 (after trading hours), the Company entered into the Subscription Agreement with the Subscriber, pursuant to which the Subscriber has conditionally agreed to subscribe for, and the Company has conditionally agreed to issue and allot, an aggregate of 688,494,000 Subscription Shares (ordinary shares) at the subscription price of HK\$2.26 per Subscription Share. The closing price of the Shares as quoted on the Stock Exchange on the trading day on which the Subscription Agreement was signed (i.e. September 17, 2025) was HK\$2.48 per Share. The net price per Share, after deducting related fees and expenses, was approximately HK\$2.26 per Share. The Subscription Shares have an aggregate nominal value of USD68,849.40 based on a nominal value of USD0.0001 per Share. The gross proceeds from the Subscription (excluding the Tranche 2B Subscription) are approximately HK\$1,167.0 million, and the net proceeds are approximately HK\$1,166.3 million.

The Subscriber is Infini Capital Management Limited. The Designated Person in respect of the Tranche 1A Subscription, the Tranche 1B Subscription and the Tranche 2A Subscription is Infini Global Master Fund ("**IGMF**"). Infini Capital Management Limited is the licensed investment manager of IGMF, and IGMF is a multi-strategy discretionary investment fund with a wide investor base, whose investment decisions are made by the Subscriber.

As at the date of the Report, the Company has completed the Tranche 1A Subscription of 172,123,000 Subscription Shares on October 21, 2025, the Tranche 1B Subscription of 172,124,000 Subscription Shares on November 6, 2025, and the Tranche 2A Subscription of 172,123,000 Subscription Shares on February 4, 2026. As the Company has not received any completion notice or notification of the identity of the Designated Person from the Subscriber no later than ten Business Days before the Long Stop Date (being April 12, 2026), the Tranche 2B Subscription will not proceed.

The Subscription was being undertaken to strengthen the Company's financial position and supplement the Group's long-term funding of its expansion and growth plan. The intended use of proceeds is in line with the Company's strategic focus on enhancing its technological advantages and strengthening its leadership in targeted marketing. The Directors consider that the Subscription will also provide an opportunity to raise further capital for the Company whilst broadening the Shareholder base and the capital base of the Company.

USE OF PROCEEDS FROM ISSUE OF THE 2021 CONVERTIBLE BONDS, THE 2023 PLACING AND THE SUBSCRIPTION

In June 2021, the Bond Issuer completed the issue of the 2021 Convertible Bonds and raised net proceeds of approximately US\$293.6 million. As of December 31, 2025, the Company had fully utilized US\$293.6 million as intended. The table below sets out the details of actual usage of the net proceeds as of December 31, 2025:

Use of proceeds	Net proceeds utilized up to December 31, 2025 <i>(US\$ million)</i>	Unutilized net proceeds as of December 31, 2025 <i>(US\$ million)</i>	Expected timeline of full utilization
Improving the Group's comprehensive research and development capabilities	146.8	–	Not applicable
Upgrading the Group's marketing system	44.0	–	Not applicable
Supplementing capital for potential strategic investment and merger and acquisition and working capital	58.8	–	Not applicable
General corporate purposes	44.0	–	Not applicable

In January 2023, the Company completed the placing of a total of 248,000,000 new Shares (the "2023 Placing") and raised net proceeds of approximately HK\$1,568.7 million. As of December 31, 2025, the Company had fully utilized HK\$1,568.7 million as intended. The table below sets out the details of actual usage of the net proceeds as of December 31, 2025:

Use of proceeds	Net proceeds utilized up to December 31, 2025 <i>(HK\$ million)</i>	Unutilized net proceeds as of December 31, 2025 <i>(HK\$ million)</i>	Expected timeline of full utilization
Improving the Group's comprehensive research and development capabilities	156.9	–	Not applicable
Upgrading the Group's marketing system	313.7	–	Not applicable
Supplementing working capital	470.6	–	Not applicable
General corporate purposes	627.5	–	Not applicable

DIRECTORS' REPORT

The Company completed the Tranche 1A Subscription of 172,123,000 Subscription Shares on October 21, 2025, the Tranche 1B Subscription of 172,124,000 Subscription Shares on November 6, 2025 and the Tranche 2A Subscription of 172,123,000 Subscription Shares on February 4, 2026, respectively, raising aggregate net proceeds of approximately HK\$1,166.3 million. As of December 31, 2025, the Company had received the aggregate net proceeds of the Tranche 1A Subscription and Tranche 1B Subscription from the Subscription of approximately HK\$777.29 million, of which HK\$466.4 million had been utilized. As disclosed in the announcement of the Company dated September 18, 2025, the Company intends to utilize all the net proceeds from the Subscriptions for the purpose of exploring the integration and application of AI in SaaS, expanding media channels and enhancing targeted marketing services, overseas business development, and replenishing working capital and for general corporate purposes. The table below sets out the details of actual usage of the net proceeds as of December 31, 2025:

Use of proceeds	Net proceeds utilized up to December 31, 2025 <i>(HK\$ million)</i>	Unutilized net proceeds as of December 31, 2025 <i>(HK\$ million)</i>	Expected timeline of full utilization
Exploring the integration and application of AI in SaaS	–	233.2	By December 31, 2027
Expanding media channels and enhancing targeted marketing services	233.2	–	By December 31, 2027
Overseas business development, primarily including but not limited to investing in companies with complementary products and AI models, recruiting and cultivating experienced personnel for overseas market expansion, leasing office space, and covering administrative expenses for newly established sales offices	–	77.7	By December 31, 2027
Replenishing working capital and for general corporate purposes	233.2	–	By December 31, 2027

The expected timeline for fully utilizing net proceeds is based on the best estimation of the future market conditions made by the Company. It may be subject to change based on the current and future development of market conditions.

MAJOR CUSTOMERS AND SUPPLIERS

Major Customers

For the year ended December 31, 2025, the transaction amounts of the Group's top five customers accounted for 43.3% (2024: 24.9%) of the Group's total revenues while the transaction amounts of our single largest customer, Shenzhen Tencent Culture Media Company Limited, accounted for 31.3% (2024: 16.6%) of the Group's total revenues.

Major Suppliers

For the year ended December 31, 2025, the transaction amounts of the Group's top five suppliers accounted for 32.6% (2024: 50.1%) of the total purchases while the transaction amounts of our single largest supplier, China Construction Eighth Engineering Division Co., Ltd., accounted for 11.5% (2024: 16.7%) of the Group's total purchases.

During the Reporting Period, none of the Directors, any of their close associates or any Shareholders (which to the knowledge of the Directors owns more than 5% of the number of the issued Shares) was interested in the top five customers or suppliers of the Group.

PROPERTY, PLANT AND EQUIPMENT

Details of the movements in the property, plant and equipment of the Company and the Group during the Reporting Period are set out in note 17 to the consolidated financial statements.

SHARE CAPITAL

Details of movements in the Company's share capital during the Reporting Period are set out in note 33 to the consolidated financial statements.

RESERVES

Details of the movements in the reserves of the Company and the Group during the Reporting Period are set out in the consolidated statement of changes in equity on pages 82 and 83 of the Report. As of December 31, 2025, the Company's reserves available for distribution amounted to approximately RMB7,971 million (as at December 31, 2024: RMB8,089 million).

BANK BORROWINGS

Particulars of bank borrowings of the Company and the Group as of December 31, 2025 are set out in note 31 to the consolidated financial statements.

DIRECTORS

The Directors during the Reporting Period and up to the date of the Report are as follows:

Executive Directors:

Mr. SUN Taoyong (*Chairman*)
Mr. FANG Tongshu
Mr. YOU Fengchun
Mr. FEI Leiming

Independent Non-executive Directors:

Dr. LI Xufu
Mr. TANG Wei
Ms. XU Xiao'ou



DIRECTORS' REPORT

In accordance with Article 16.19 of the 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. A retiring Director shall retain office until the close of the meeting at which he retires and shall be eligible for re-election thereat.

In accordance with Article 16.2 of the Articles of Association, the Board shall have power from time to time and at any time to appoint any person as a Director either to fill a casual vacancy or as an addition to the Board. Any Director so appointed shall hold office only until the first annual general meeting of the Company after his/her appointment and shall then be eligible for re-election at that meeting.

Accordingly, Mr. FANG Tongshu, Mr. YOU Fengchun and Dr. LI Xufu shall retire by rotation at the AGM and they being eligible, offer themselves for re-election.

Details of the Directors to be re-elected at the AGM are set out in the circular to be sent to the Shareholders.

DIRECTORS AND SENIOR MANAGEMENT

Biographical details of the Directors and senior management of the Company are set out on pages 29 to 32 of the Report.

CONFIRMATION OF INDEPENDENCE FROM THE INDEPENDENT NON-EXECUTIVE DIRECTORS

The Company has received from each of the independent non-executive Directors a confirmation of his/her independence pursuant to Rule 3.13 of the Listing Rules and the Company considers all of the independent non-executive Directors are independent during the Reporting Period and up to the date of the Report.

DIRECTORS' SERVICE CONTRACTS AND LETTERS OF APPOINTMENTS

Each of the executive Directors has entered into a service contract with the Company for an initial fixed term of three years commencing from the Listing Date or the date of his appointment and will continue thereafter until terminated by not less than three months' notice in writing served by either party on the other, which notice shall not expire until after the fixed term.

Each of the independent non-executive Directors has entered into a letter of appointment with the Company for an initial fixed term of three years commencing from the Listing Date or the date of her appointment and will continue thereafter until terminated by not less than three months' notice in writing served by either party on the other, which notice shall not expire until after the fixed term.

Save as disclosed above, none of the Directors has entered into, or has proposed to enter into, a service contract with the Group (other than contracts expiring or determinable by the employer within one year without payment of compensation (other than statutory compensation)).

DIRECTORS' INTERESTS IN TRANSACTIONS, ARRANGEMENTS OR CONTRACTS OF SIGNIFICANCE

None of the Directors had a material interest, either directly or indirectly, in any transaction, arrangement or contract of significance to the business of the Group to which the Company, or any of its subsidiaries or fellow subsidiaries was a party during the year ended December 31, 2025 and up to the date of the Report.

MANAGEMENT CONTRACTS

No contracts concerning the management and administration of the whole or any substantial part of the business of the Company were entered into or existed during the year ended December 31, 2025 and up to the date of the Report.

EMOLUMENT POLICY

A remuneration committee was set up for reviewing the Group's emolument policy and structure for all remuneration of the Directors and senior management of the Group, having regard to the Group's operating results, individual performance of the Directors and senior management and comparable market practices.

Details of the emoluments of the Directors and the five highest paid individuals during the Reporting Period are set out in notes 9 and 39 to the consolidated financial statements respectively.

RETIREMENT AND EMPLOYEE BENEFITS SCHEME

Details of the retirement and employee benefits scheme of the Company are set out in notes 9 and 39 to the consolidated financial statements.

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

As of December 31, 2025, the interests and short positions of the Directors and the chief executive of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which had been 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 which were recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code as set out in Appendix C3 to the Listing Rules were as follows:

Interests in Shares

Name of Director	Capacity/Nature of interest	Number of Shares	Approximate percentage of shareholding (%)	Long/short position
Mr. SUN Taoyong ("Mr. SUN")	Settlor of a discretionary trust ⁽¹⁾ ; interest held jointly with other persons ⁽²⁾	293,775,000	7.42	Long position
		66,000,000	1.67	Short position
Mr. FANG Tongshu ("Mr. FANG")	Interest in controlled corporation ⁽³⁾ ; interest held jointly with other persons ⁽²⁾	293,775,000	7.42	Long position
		66,000,000	1.67	Short position
Mr. YOU Fengchun ("Mr. YOU")	Settlor of a discretionary trust ⁽⁴⁾ ; interest held jointly with other persons ⁽²⁾	293,775,000	7.42	Long position
		66,000,000	1.67	Short position
Mr. FEI Leiming ("Mr. FEI")	Beneficial owner	2,650,000	0.07	Long position



DIRECTORS' REPORT

Notes:

- (1) Mr. SUN's interest in the Company is indirectly held through Yomi.sun Holding Limited ("**Sun SPV**"). Sun SPV is a company incorporated in the British Virgin Islands, and is wholly-owned by Youmi Investment Limited. Youmi Investment Limited is beneficially owned by the Youmi Trust, which was established by Mr. SUN as the settlor, appointor and investment manager. Cantrust (Far East) Limited is the trustee of the Youmi Trust, and Mr. SUN and his family members are the beneficiaries of the Youmi Trust. Mr. SUN is also a director of Sun SPV. As such, each of Mr. SUN, Cantrust (Far East) Limited and Youmi Investment Limited is deemed to be interested in the Shares held by Sun SPV.
- (2) Mr. SUN, Mr. FANG and Mr. YOU are parties acting in concert (having the meaning ascribed thereto in the Hong Kong Code on Takeovers and Mergers) and form the Substantial Shareholders Group. As such, each of Mr. SUN, Mr. FANG and Mr. YOU is deemed to be interested in the Shares held by other members of the Substantial Shareholders Group.
- (3) Jeff.Fang Holding Limited ("**Fang SPV**") is wholly-owned by Mr. FANG. Under the SFO, Mr. FANG is deemed to be interested in the Shares held by Fang SPV.
- (4) Mr. YOU's interest in the Company is indirectly held through Alter.You Holding Limited ("**You SPV**"). You SPV is a company incorporated in the British Virgin Islands, and is wholly-owned by Fount Investment Limited. Fount Investment Limited is beneficially owned by the Fount Trust, which was established by Mr. YOU as the settlor, appointor and investment manager. Infiniti Trust (Asia) Limited is the trustee of the Fount Trust, and Mr. YOU and his family members are the beneficiaries of the Fount Trust. Mr. YOU is also a director of You SPV. As such, each of Mr. YOU, Infiniti Trust (Asia) Limited and Fount Investment Limited is deemed to be interested in the Shares held by You SPV.

Save as disclosed above, as of December 31, 2025, none of the Directors or the chief executive of the Company (including their spouses and children under 18 years of age) had or was deemed to have any interest or short positions in the shares, underlying shares or debentures of the Company or its associated corporations (within the meaning of Part XV of the SFO) that was required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO), or required to be recorded in the register required to be kept by the Company under Section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

Save as otherwise disclosed in the Report, at no time during the Reporting Period was the Company or its subsidiaries a party to any arrangement that would enable the Directors to acquire benefits by means of acquisition of shares in or debentures of the Company or any other body corporate, and none of the Directors or their spouses or children under the age of 18 were granted any right to subscribe for the share capital or debt securities of the Company or any other body corporate, or had exercised any such right.

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

As of December 31, 2025, to the best knowledge of the Directors, the following persons (other than a Director or chief executive of the Company) had interests or short positions in the Shares or underlying Shares were required to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or recorded in the register required to be kept by the Company under Section 336 of the SFO:

Interests in Shares

Name of Shareholder	Capacity/Nature of interest	Number of Shares	Approximate percentage of shareholding (%)	Long/short position/ lending pool
Cantrust (Far East) Limited	Trustee ⁽¹⁾	246,133,000	6.22	Long position
		66,000,000	1.67	Short position
Youmi Investment Limited	Interest in controlled corporation ⁽¹⁾	246,133,000	6.22	Long position
		66,000,000	1.67	Short position
Sun SPV	Beneficial interest ⁽¹⁾	246,133,000	6.22	Long position
		66,000,000	1.67	Short position
JPMorgan Chase & Co.	Beneficial interest; person having a security interest in shares; approved lending agent ⁽²⁾	216,115,314	5.45	Long position
		117,541,030	2.97	Short position
		35,409,998	0.89	Lending pool

Notes:

- (1) Sun SPV is a company incorporated in the British Virgin Islands, and is wholly-owned by Youmi Investment Limited. Youmi Investment Limited is beneficially owned by the Youmi Trust, which was established by Mr. SUN as the settlor, appointor and investment manager. Cantrust (Far East) Limited is the trustee of the Youmi Trust, and Mr. SUN and his family members are the beneficiaries of the Youmi Trust. Mr. SUN is also a director of the Sun SPV. As such, each of Mr. SUN, Cantrust (Far East) Limited and Youmi Investment Limited is deemed to be interested in the Shares held by Sun SPV.
- (2) JPMorgan Chase & Co. holds equity interests in the Shares through the companies directly controlled by it.

Save as disclosed above, as of December 31, 2025, the Directors were not aware of any persons (other than the Directors or chief executive of the Company) who had interests or short positions in the Shares or underlying Shares which were required to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or recorded in the register required to be kept by the Company under Section 336 of the SFO.

2018 RSU PLAN

The 2018 restricted stock unit plan (the “**2018 RSU Plan**”) of the Company was approved and adopted by the Board on July 1, 2018 (the “**2018 RSU Plan Adoption Date**”). The purpose of the 2018 RSU Plan is to recognize and reward participants for their contribution to the Group, to attract best available personnel to provide services to the Group, and to provide additional incentives to them to remain with and further promote the success of the Group’s business. For more information on the 2018 RSU Plan, please refer to the section headed “F. RSU PLAN” under Statutory and General Information in Appendix IV of the Prospectus. Certain principal terms and details of the RSU Plan are summarized as follows:

Effectiveness and Duration

Subject to any early termination as may be determined by the Board pursuant to terms of the 2018 RSU Plan, the 2018 RSU Plan shall be valid and effective for a period of 10 years commencing on the 2018 RSU Plan Adoption Date, after which no awards will be granted, but the provisions of this RSU Plan shall in all other respects remain in full force and effect and the awards granted during the term of the 2018 RSU Plan may continue to be valid and exercisable in accordance with their respective terms of grant. Currently, the remaining life of the 2018 RSU Plan is approximately two years and two months.



DIRECTORS' REPORT

Administration

The 2018 RSU Plan shall be subject to the administration of the administrator (the "**Administrator**"), being (i) prior to the Listing, Mr. SUN Taoyong, and (ii) immediately after the consummation of the Listing, the committee comprising of certain members appointed by the Board from time to time, in accordance with the terms and conditions of the 2018 RSU Plan. The Administrator may, from time to time, select the participants to whom a grant of a RSU (the "**2018 RSU Awards**") may be granted.

The Administrator shall have the sole and absolute right to (a) interpret and construe the provisions of the 2018 RSU Plan, (b) determine the persons who will be granted 2018 RSU Awards under the 2018 RSU Plan, the terms and conditions on which 2018 RSU Awards are granted and when the RSUs granted pursuant to the 2018 RSU Plan may vest, (c) make such appropriate and equitable adjustments to the terms of the 2018 RSU Awards granted under the 2018 RSU Plan as it deems necessary; and (d) make such other decisions or determinations as it shall deem appropriate or desirable in respect of the foregoing (a), (b) and (c).

Who may join

Those eligible to participate in the 2018 RSU Plan (the "**2018 RSU Plan Participants**") include: (a) full-time employees (including directors, officers and members of senior management) of the Group; and (b) any person who, in the sole opinion of the Administrator, has contributed or will contribute to any member of the Group (including business partners of any member of the Group, such as suppliers, clients, or any persons who provide technical support, consultancy, advisory or other services to any member of the Group).

The maximum number of 2018 RSU Awards that may be granted to each 2018 RSU Plan Participant shall not exceed 1% of the Shares in issue of the Company as of the date of adoption of the 2018 RSU Plan.

Purchase price

The grant to 2018 RSU Plan Participants is nil consideration.

Maximum number of shares

The total number of Shares underlying the 2018 RSU Plan (the "**2018 RSU Limit**") shall not exceed the aggregate of 14,099 Shares as of the date of adoption of the 2018 RSU Plan initially held by the Weimob Teamwork as transferred from a company wholly-owned by Mr. SUN Taoyong, representing 4.12% of the issued Shares as of the 2018 RSU Plan Adoption Date (on a fully diluted and as-converted basis assuming all the Shares underlying the 2018 RSU Plan have been issued). Immediately following the completion of the capitalization issue and the global offering of the Company on January 15, 2019, the aggregate number of Shares held by the Weimob Teamwork was 70,495,000 Shares. Weimob Teamwork has been appointed as the trustee pursuant to the trust deed to administrate the 2018 RSU Plan.

Details of the RSUs granted under the 2018 RSU Plan

As disclosed in the announcement of the Company dated May 28, 2021, the Board approved the grant of the 2018 RSU Awards in respect of an aggregate of 1,900,000 underlying Shares to five grantees for nil consideration under the 2018 RSU Plan, which would be vested to grantees within four years subject to other conditions in the 2018 RSU Plan. All of the grantees are employees of the Company and none of them are Directors or other connected persons of the Company.

As of December 31, 2025, the aggregate number of Shares underlying the granted RSUs under the 2018 RSU Plan was 70,495,000 Shares, representing approximately 1.78% of the issued share capital of the Company as of December 31, 2025, and the aggregate number of Shares underlying the vested RSUs under the 2018 RSU Plan was 70,033,000 Shares. As of the date of the Report, the aggregate number of Shares underlying the granted RSUs and the aggregate number of Shares underlying the vested RSUs under the 2018 RSU Plan remained unchanged.

The aggregate number of Shares available for further grant under the 2018 RSU Plan is 162,000 Shares, representing approximately 0.004% of the issued share capital of the Company as of the date of the Report.

The purchase price of the 2018 RSU Awards granted was RMB0 and the 2018 RSU Awards granted vested in four to six tranches over a four-year vesting period.

The outstanding RSUs granted pursuant to the 2018 RSU Plan were fully vested in 2023. There were no granted, vested, cancelled or lapsed of RSUs pursuant to the 2018 RSU Plan during the Reporting Period.

2020 RSU SCHEME

The 2020 restricted share unit scheme (the “**2020 RSU Scheme**”) of the Company (including the RSU Scheme Annual Mandate, as defined below) was adopted by the Board on May 25, 2020 and was approved and adopted by the Shareholders at the annual general meeting of the Company held on June 29, 2020 (the “**2020 RSU Scheme Adoption Date**”) and its amendments were approved and adopted by the Shareholders at the annual general meeting of the Company on June 21, 2023. The purpose of the 2020 RSU Scheme is to recognize and reward participants for their contribution to the Group, to attract best available personnel, and to provide additional incentives to them to remain with and further promote the success of the Group’s business. For more information on the 2020 RSU Scheme, please refer to the announcements of the Company dated May 25, 2020 and May 30, 2023 and the circulars of the Company dated May 28, 2020 and May 31, 2023. Certain principal terms and details of the 2020 RSU Scheme are summarized as follows:

Participants of the 2020 RSU Scheme

The Participants of the 2020 RSU Scheme shall include Employee Participants, Related Entity Participants and Service Providers (as defined in the circular of the Company dated May 31, 2023).

Subject to any early termination as may be determined by the Board according to the 2020 RSU Scheme, the 2020 RSU Scheme shall be valid and effective for a period of 10 years commencing on June 29, 2020. Currently, the remaining life of the 2020 RSU Scheme is approximately four years and two months.

Total Number of Shares Available for Issue under the 2020 RSU Scheme

The total number of Shares available for issue under the 2020 RSU Scheme is 279,459,499, representing approximately 6.76% of the issued share capital of the Company as of the date of the Report.



DIRECTORS' REPORT

Maximum Entitlement of Each Participant under the 2020 RSU Scheme

Where any grant of options or Awards to a participant would result in the total number of Shares issued to be issued in respect of all options and Awards granted (excluding any options and Awards lapsed in accordance with the terms of the 2020 RSU Scheme) under the 2020 RSU Scheme in the 12-month period up to and including the date of such grant representing in aggregate over 1% of the total number of Shares in issue, such grant must be separately approved by the Shareholders in general meeting in accordance with the requirements of the Listing Rules with such participant and his/her close associate (or associates, if the participant is a connected person (as defined under the Listing Rules)), or such persons as may be required under the Listing Rules from time to time, abstaining from voting. The number and terms of the Award to be granted to such participant must be fixed before the approval of all the Shareholders.

Where any grant of RSUs under the 2020 RSU Scheme (excluding grant of options) to a Director (other than an independent non-executive Director) or chief executive of the Company, or any of their respective associates would result in the Shares issued and to be issued in respect of all RSUs and awards granted (excluding any RSUs lapsed in accordance with the terms of the 2020 RSU Scheme) to such person in the 12-month period up to and including the date of such grant, representing in aggregate over 0.1% of the Shares in issue, such grant of RSUs must be approved by Shareholders in general meeting (with such Grantee, his/her associates and all core connected persons of the Company abstaining from voting in favour at such general meeting). In such event, the Company shall comply with the requirements under Rules 13.40, 13.41 and 13.42 of the Listing Rules.

Where any grant of RSUs or options to an independent non-executive Director or a substantial shareholder of the Company, or any of their respective associates, would result in the Shares issued and to be issued in respect of all RSUs, options and awards granted (excluding any awards and options lapsed in accordance with the terms of the 2020 RSU Scheme or any share option scheme) to such person in the 12-month period up to and including the date of such grant representing in aggregate over 0.1% of the Shares in issue, such further grant of RSUs must be approved by Shareholders in general meeting (with such Grantee, his/her associates and all core connected persons of the Company abstaining from voting in favour at such general meeting). In such event, the Company shall comply with the requirements under Rules 13.40, 13.41 and 13.42 of the Listing Rules.

Vesting Period

The vesting period in respect of any award normally shall not be less than 12 months from the grant date. However, to ensure the practicability in fully attaining the purpose of the 2020 RSU Scheme, the Board (or the Remuneration Committee where the arrangements relate to the grant of awards to the Directors and/or senior management of the Company) may in its sole discretion determine the vesting period to be less than 12 months for the awards to be granted to the employee participants under the specific circumstances specified in the circular of the Company dated May 31, 2023.

There is no amount payable on the application or acceptance of the award and it is not applicable for the period within which payments or calls must or may be made or loans for such purposes must be repaid. There is no purchase price of shares awarded.

Details of the outstanding RSUs granted pursuant to the 2020 RSU Scheme and the movements during the Reporting Period are set out below:

Category of grantee	Grant date/ Conditional grant date	Closing price immediately prior to date of grant <i>(HK\$)</i>	Number of Shares Underlying the RSUs as at January 1, 2025	Granted/ conditional granted during the Reporting Period	Vested during the Reporting Period	Lapsed during the Reporting Period	Number of Shares underlying the RSUs as of December 31, 2025	Vesting period	Weighted average closing price of Shares immediately prior to the vesting date <i>(RMB)</i>	Fair value of the RSUs at the grant date per Share during the year ended December 31, 2025 <i>(HK\$)</i>
Employee (in aggregate)	October 15, 2020	11.42	548,750	-	-	548,750	-	October 15, 2020 to October 15, 2024	N/A	-
	May 28, 2021	18.00	1,807,875	-	1,547,375	11,500	249,000	May 28, 2021 to May 28, 2025	1.60	-
	December 20, 2021	7.69	2,171,500	-	1,957,750	119,750	94,000	December 20, 2021 to October 15, 2025	2.23	-
	April 4, 2023	4.78	5,567,250	-	2,621,500	518,000	2,427,750	April 4, 2023 to April 4, 2027	1.78	-
	December 12, 2023	3.09	2,337,450	-	914,850	272,250	1,150,350	December 12, 2023 to December 12, 2027	2.23	-
	July 16, 2025	2.02	-	3,861,000	1,770,000	31,000	2,060,000	July 16, 2025 to July 16, 2029	2.23	1.98
	December 3, 2025	1.94	-	27,000,000	-	-	27,000,000	vested in tranches after a period of 12 months from the date of grant, subject to the achievement of certain performance targets	N/A	1.88

DIRECTORS' REPORT

Category of grantee	Grant date/ Conditional grant date	Closing price immediately prior to date of grant <i>(HK\$)</i>	Number of Shares Underlying the RSUs as at January 1, 2025	Granted/ conditional granted during the Reporting Period	Vested during the Reporting Period	Lapsed during the Reporting Period	Number of Shares underlying the RSUs outstanding as of December 31, 2025	Vesting period	Weighted average closing price of Shares immediately prior to the vesting date <i>(RMB)</i>	Fair value of the RSUs at the grant date per Share during the year ended December 31, 2025 <i>(HK\$)</i>
Director:										
Mr. SUN Taoyong	December 3, 2025	1.94	–	150,000,000	–	–	N/A	vested in tranches after a period of 12 months from the date of grant, subject to the achievement of certain performance targets	N/A	1.88
Mr. YOU Fengchun	December 3, 2025	1.94	–	36,000,000	–	–	N/A	vested in tranches after a period of 12 months from the date of grant, subject to the achievement of certain performance targets	N/A	1.88
Mr. FANG Tongshu	December 3, 2025	1.94	–	12,000,000	–	–	N/A	vested in tranches after a period of 12 months from the date of grant, subject to the achievement of certain performance targets	N/A	1.88
Mr. FEI Leiming	December 3, 2025	1.94	–	9,000,000	–	–	N/A	vested in tranches after a period of 12 months from the date of grant, subject to the achievement of certain performance targets	N/A	1.88
Total			12,432,825	237,861,000	8,811,475	1,501,250	32,981,100			

Notes:

1. No RSU was cancelled during the Reporting Period.
2. The performance targets for the RSUs granted on July 16, 2025 pursuant to the 2020 RSU Scheme during the Reporting Period shall be based on the grantees' performance rank in the said anniversary year. The performance rank is linked to the performance of the grantees in the said anniversary year as assessed by the Group.
3. During the Reporting Period, the RSUs conditionally granted on December 3, 2025 pursuant to the 2020 RSU Scheme shall be vested to each grantee in tranches after a period of 12 months from the date of grant, subject to the achievement of the following performance targets: (i) Upon the Group achieving a turnaround in its annual results from an adjusted net loss to an adjusted net profit, one-third (1/3) of each grantee's total number of RSUs granted under the proposed grant shall vest, provided that the grantee remains employed through the applicable vesting date; (ii) If the arithmetic average closing price of the Shares as stated in the Stock Exchange's daily quotations sheet for any 30 consecutive business days first reaches or exceeds HK\$4.00, an additional one-third (1/3) of each grantee's total number of RSUs granted under the proposed grant shall vest, provided that the grantee remains employed through the applicable vesting date; (iii) If the arithmetic average closing price of the Shares as stated in the Stock Exchange's daily quotations sheet for any 30 consecutive business days first reaches or exceeds HK\$7.00, a further additional one-third (1/3) of each grantee's total number of RSUs granted under the proposed grant shall vest, provided that the grantee remains employed through the applicable vesting date. For more information, please refer to the announcement of the Company dated December 3, 2025.
4. The total number of Shares that may be issued in respect of RSUs granted under all schemes of the Company during the Reporting Period divided by the weighted average number of the Shares (excluding treasury Shares) in issue during the Reporting Period was approximately 6.01%.
5. The total number of awards available for grant under the scheme mandate of the 2020 RSU Scheme as at January 1, 2025 was 273,643,099. The total number of awards available for grant under the scheme mandate of the 2020 RSU Scheme as at December 31, 2025 was 35,782,099, being the total number of Shares which may be issued in respect of awards to be granted under the 2020 RSU Scheme or share options or awards to be granted under any other schemes of the Company. The total number of awards available for grant under the service provider sublimit of the 2020 RSU Scheme as at January 1, 2025 and December 31, 2025 were 27,945,949 and 27,945,949, respectively.
6. As disclosed in the Company's announcement dated July 16, 2025, the Board of Directors has granted a total of 3,861,000 RSUs to 173 grantees at nil consideration pursuant to the 2020 RSU Scheme. Such RSUs will be granted to the grantees over a four-year period in accordance with the other terms of the 2020 RSU Scheme.
7. As disclosed in the Company's announcements dated December 3, 2025 and March 11, 2026, as well as in the Company's circular dated January 30, 2026, the Board conditionally granted a total of 234,000,000 RSUs to 64 grantees under the 2020 RSU Scheme. Subject to the achievement of certain performance targets, the RSUs conditionally granted shall be vested to each grantee in tranches after a period of 12 months from the date of grant. Of which, 207,000,000 RSUs were granted to Mr. Sun Taoyong, Mr. You Fengchun, Mr. Fang Tongshu and Mr. Fei Leiming (the "**Connected Grantee(s)**"). The grant of RSUs to each Connected Grantee is subject to the Company obtaining the necessary Shareholders' approval in accordance with Rules 17.03D(1) and 17.04(2) of the Listing Rules. The resolutions regarding the proposed grant to the Connected Grantees was approved by the independent Shareholders at the Company's extraordinary general meeting held on March 11, 2026. The Board (including the independent non-executive Directors) and the Remuneration Committee are of the view that the grant to Connected Grantees can effectively motivate the executive Directors to strive for the long-term development of the Company. In addition, it is anticipated that the RSUs given under the grant to Connected Grantees will further align the interests of the executive Directors with the long-term interests of the Company and the Shareholders, thereby ensuring better coordination between the Group's long-term strategic and financial objectives and the executive Directors' incentive package.



DIRECTORS' REPORT

THE ACCOUNTING STANDARD AND POLICY ADOPTED

The fair value of the participant service received in exchange for the grant of RSUs is recognized as an expense. The total amount to be expensed is determined by reference to the fair value of the equity instruments granted:

- (i) Including any market performance conditions (for example, an entity's share price);
- (ii) Excluding the impact of any service and non-market performance vesting conditions (for example, profitability, sales growth targets and remaining an employee of the entity over a specified time period); and
- (iii) Including the impact of any non-vesting conditions.

The total expense is recognized over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. Non-market performance and service conditions are included in assumptions about the number of equity instruments that are expected to vest.

At the end of each reporting period, the Group revises its estimates of the number of RSUs that are expected to vest based on the non-marketing performance and service conditions. It recognized the impact of the revision to original estimates, if any, in profit or loss, with a corresponding adjustment to equity.

Where there is any modification of terms and conditions which increases the fair value of the equity instruments granted, the Group includes the incremental fair value granted in the measurement of the amount recognized for the services received over the remainder of the vesting period. The incremental fair value is the difference between the fair value of the modified equity instrument and that of the original equity instrument, both estimated as at the date of the modification. An expense based on the incremental fair value is recognized over the period from the modification date to the date when the modified equity instruments vest in addition to any amount in respect of the original instrument, which should continue to be recognized over the remainder of the original vesting period. Furthermore, if the entity modifies the terms or conditions of the equity instruments granted in a manner that reduces the total fair value of the share-based payment arrangement, or is not otherwise beneficial to the participant, the entity shall nevertheless continue to account for the services received as consideration for the equity instruments granted as if that modification had not occurred (other than a cancellation of some or all the equity instruments granted).

The grant by the Company of its equity instruments to the employees of its subsidiaries is treated as a capital contribution. The fair value of employee services received, measured by reference to the grant date fair value, is recognized over the vesting period as an increase to investments in subsidiaries, with a corresponding credit to equity in the parent entity accounts.

EQUITY-LINKED AGREEMENT

Save as disclosed in the Report, there was no equity-linked agreement entered into by the Company or any of its subsidiaries during the Reporting Period.

CHANGES TO DIRECTORS' INFORMATION

Mr. TANG Wei resigned as an independent non-executive director of Joy Spreader Group Inc. (樂享集團有限公司), formerly known as Joy Spreader Interactive Technology. Ltd (乐享互动有限公司), a company listed on the Stock Exchange (stock code: 6988) with effect from 28 November 2025. Since October 2025, Mr. Tang has been serving as the director and chief financial officer of Shanghai Enflame Technology Co., Ltd. (上海燧原科技股份有限公司).

Ms. XU Xiao'ou has been appointed as a member of the Nomination Committee with effect from December 3, 2025.

Save as disclosed in the Report, the Directors confirm that no other information is required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules as at the date of the Report.

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

During the year ended December 31, 2025, the Company has not purchased any of its Shares on the Stock Exchange pursuant to the share buy-back mandates approved by the Shareholders at the annual general meetings of the Company held on May 10, 2024 and May 16, 2025.

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

As at December 31, 2025, the Company did not hold any treasury Shares.

PRE-EMPTIVE RIGHTS

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

TAX RELIEF AND EXEMPTION

The Board is not aware of any Shareholder who enjoy any tax relief and exemption as a result of holding the securities of the Company.

DIRECTORS' INTEREST IN COMPETING BUSINESS

During the Reporting Period, none of the Directors or their respective associates had any interests in business, which compete or are likely to compete either directly or indirectly, with the business of the Group.



DIRECTORS' REPORT

CONNECTED TRANSACTIONS AND CONTINUING CONNECTED TRANSACTIONS

Details of related party transactions in the normal course of business are set out in note 38 to the consolidated financial statements. Such transactions do not constitute connected transactions or continuing connected transactions as defined in Chapter 14A of the Listing Rules. During the Reporting Period, there were no connected transactions or continuing connected transactions which are required to be disclosed by the Company in accordance with the provisions concerning the disclosure of connected transactions under Chapter 14A of the Listing Rules.

DONATIONS

During the Reporting Period, there were no charitable or other donations made by the Group.

MATERIAL LEGAL PROCEEDINGS

During the Reporting Period, the Company was not involved in any material legal proceeding or arbitration. To the best knowledge of the Directors, there is no material legal proceeding or claim which is pending or threatened against the Company.

PERMITTED INDEMNITY PROVISIONS

During the Reporting Period and up to the date of the Report, there were no permitted indemnity provisions which were or are currently in force and are beneficial to the Directors (whether they were entered into by the Company or others) or any directors of the Company's connected companies (if they were entered into by the Company). The Company has purchased appropriate liability insurance for Directors and senior staff members.

SUBSEQUENT EVENTS

(a) Extension of the Long Stop Date and update on the Second Tranche Subscription

The Company agreed to allot and issue 688,494,000 ordinary Shares to the Subscriber in four tranches. The first two tranches were completed on October 21, 2025 and November 6, 2025, respectively and the remaining two tranches were agreed to be completed prior to the Long Stop Date of January 17, 2026.

On January 14, 2026, the Company entered into the supplemental agreement to the Subscription Agreement with the Subscriber, pursuant to which, the parties thereto agreed to extend the Long Stop Date to April 12, 2026, or such other later date as the parties may agree in writing.

On February 4, 2026, the Company issued the 172,123,000 Tranche 2A Subscription Shares to the Subscriber at the Subscription Price of HK\$2.26 per share in accordance with the terms of the Subscription Agreement (as amended by the subscription supplemental agreements) and raised gross proceeds of approximately HK\$389.0 million.

As the Company has not received any completion notice or notification of the identity of the Designated Person from the Subscriber no later than ten Business Days before the Long Stop Date (being April 12, 2026), the Tranche 2B Subscription will not proceed. For details, please refer to the announcement of the Company dated March 30, 2026.

(b) Additional investment in Genstore Inc. ("Genstore") and director appointment

On January 14, 2026, the Group and a third-party company entered into an agreement with Genstore and its existing shareholders to subscribe additional 12% and 8% of the total preference shares in Genstore with a cash consideration of USD15,000,000 and USD10,000,000, respectively. Following the completion of this transaction, the Group holds 26% of the total equity interests in Genstore, holds one of seven board seats, and is considered to have significant influence over Genstore. In January 2026, the Group remitted the consideration of USD15,000,000 and appointed a representative in the board of directors in Genstore. Accordingly, Genstore has been accounted for as an associate of the Group since then.

(c) Approval of conditional grant of RSUs

On December 3, 2025, the Company has conditionally granted a total of 234,000,000 RSUs under the 2020 RSU Scheme to 64 grantees, including the Connected Grantees and other 60 employees. Among the total of 234,000,000 RSUs granted under the 2020 RSU Scheme, 207,000,000 RSUs are granted to the Connected Grantees. The grant of RSUs to each of the Connected Grantees was conditional upon the Shareholders' approval. The RSUs conditionally granted shall be vested to each grantee in tranches after a period of 12 months from the date of grant, subject to the achievement of certain performance targets.

The resolutions in relation to proposed grant to the Connected Grantees were approved at the extraordinary general meeting held on March 11, 2026.

Save as disclosed in the Report, there are no material subsequent events undertaken by the Group after December 31, 2025 and up to the date of the Report.

AUDIT COMMITTEE

The Audit Committee has, together with the senior management of the Company and the external auditor of the Company, reviewed the accounting principles and practices adopted by the Group as well as the audited consolidated financial statements of the Group for the year ended December 31, 2025.

CORPORATE GOVERNANCE

The Company is committed to maintaining high level of corporate governance practices. Details of the corporate governance practices adopted by the Company are set out in the Corporate Governance Report on pages 53 to 72 of the Report.

PUBLIC FLOAT

Based on the information that is publicly available to the Company and to the best knowledge of the Directors, at least 25% (being the minimum public float prescribed by the Stock Exchange and the Listing Rules) of the Company's entire issued share capital were held by the public at any time during the Reporting Period and up to the date of the Report.



DIRECTORS' REPORT

AUDITOR

PricewaterhouseCoopers is appointed as auditor of the Company for the year ended December 31, 2025. PricewaterhouseCoopers has audited the accompanying financial statements which were prepared in accordance with the HKFRS.

PricewaterhouseCoopers is subject to retirement and, being eligible, offers itself for re-appointment at the AGM. A resolution for re-appointment of PricewaterhouseCoopers as auditor of the Company will be proposed at the AGM.

There have been no other changes of auditor in the past three years.

By order of the Board

Sun Taoyong

Chairman of the Board

Shanghai, March 17, 2026

CORPORATE GOVERNANCE REPORT

CORPORATE GOVERNANCE PRACTICES

The Group is committed to maintaining a high standard of corporate governance to safeguard the interests of its Shareholders and enhance its value and accountability. The Company has adopted the principles and code provisions as set out in the Corporate Governance Code.

During the year ended December 31, 2025, the Company has complied with all the applicable code provisions under the Corporate Governance Code with the exception for the deviation from code provision C.2.1 of the Corporate Governance Code.

Code provision C.2.1 of the Corporate Governance Code requires that the roles of chairman of the board of directors and chief executive officer should be separate and should not be performed by the same individual. Mr. SUN Taoyong is the Chairman of the Board and chief executive officer of the Company. Throughout the business history of the Company, Mr. SUN Taoyong has been the key leadership figure of the Group, who has been primarily involved in the strategic development, overall operational management and major decision making of the Group. Taking into account the continuation of the implementation of the Company's business plans, the Directors consider that at the current stage of development of the Group, vesting the roles of both Chairman of the Board and the chief executive officer in Mr. SUN Taoyong is beneficial and in the interests of the Company and its Shareholders as a whole. The Board will review the current structure from time to time and shall make necessary changes when appropriate and inform the Shareholders accordingly.

The Group will continue to review and monitor its corporate governance practices in order to ensure the compliance with the Corporate Governance Code.

BOARD OF DIRECTORS

Culture

Our actions are guided by our mission and values

Mission of Weimob Inc.

Driving business innovation through digital technology to make business smarter

Values of Weimob Inc.

Honesty and Integrity – Act in integrity and good faith
Cooperation and Innovation – Co-sharing and co-responsible
Customer First – Customer first and result oriented
Embrace changes – Embrace changes and trust the future

Our values and organizational culture help us to make right choices in a variety of daily business and working environments, adhere to the ethics and behaviours with which we treat our customers and employees, create an inclusive working environment, support the welfare of our employees and expand and release our potential.



CORPORATE GOVERNANCE REPORT

Responsibilities

The Board is responsible for the overall leadership of the Group, oversees the Group's strategic decisions and monitors business and performance. The Board has delegated the authority and responsibility for day-to-day management and operation of the Group to the senior management of the Group. To oversee particular aspects of the Company's affairs, the Board has established three Board committees, including the Audit Committee, the Remuneration Committee and the Nomination Committee (collectively, the "**Board Committees**"). The Board has delegated to the Board Committees responsibilities as set out in their respective terms of reference.

All Directors shall ensure that they carry out their duties in good faith, in compliance with applicable laws and regulations, and in the interests of the Company and its Shareholders at all times.

The Company has arranged appropriate insurance coverage in respect of liability arising from legal action against its Directors, and will conduct annual review on such insurance coverage.

BOARD COMPOSITION

As at the date of the Report, the Board comprised four executive Directors and three independent non-executive Directors as set out below:

Executive Directors:

Mr. SUN Taoyong
Mr. FANG Tongshu
Mr. YOU Fengchun
Mr. FEI Leiming

Independent Non-executive Directors:

Dr. LI Xufu
Mr. TANG Wei
Ms. XU Xiao'ou

The biographies of the Directors are set out under the section headed "Directors and Senior Management" of the Report.

During the Reporting Period, the Board has met the requirements of Rules 3.10(1) and 3.10(2) of the Listing Rules relating to the appointment of at least three independent non-executive directors with at least one possessing appropriate professional qualifications or accounting or related financial management expertise.

The Company has also complied with Rule 3.10A of the Listing Rules, which relates to the appointment of independent non-executive directors representing at least one-third of the Board.

Each of the independent non-executive Directors has confirmed his/her independence pursuant to Rule 3.13 of the Listing Rules and the Company considers each of them to be independent.

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



CORPORATE GOVERNANCE REPORT

All Directors, including independent non-executive Directors, have brought a wide spectrum of valuable business experience, knowledge and expertise to the Board for its efficient and effective functioning. Independent non-executive Directors are invited to serve on the Audit Committee, the Remuneration Committee and the Nomination Committee.

The Company understands that the independence of the Board is essential to good corporate governance. The Board has established a mechanism to enable Directors to seek independent professional advice to make decisions when exercising their duties as Directors, ensuring that the Board has a strong independent element, which is the key to an effective Board.

According to the mechanism, with the prior approval of the executive Directors (without unreasonable refusal or delay of approval), the Directors may, where appropriate, seek independent legal, financial or other professional advice from advisers independent of the Company as necessary to enable them to perform their duties effectively.

The Board will review the mechanism annually to ensure its implementation and effectiveness.

As regards the code provision under the Corporate Governance Code requiring directors to disclose the number and nature of offices held in public companies or organizations and other significant commitments as well as their identity and the time involved to the issuer, the Directors have agreed to disclose their commitments to the Company in a timely manner.

BOARD DIVERSITY POLICY

The Company believes that the diversity of Board members will be immensely beneficial for the enhancement of the Company's performance. Therefore, the Company has adopted a board diversity policy (the "**Board Diversity Policy**") to ensure that the Company will, when determining the composition of the Board, consider board diversity in terms of, among other things, gender, age, cultural and educational background, professional experience, skills and knowledge. All appointments by the Board will be based on meritocracy, and candidates will be considered against objective criteria, having due regard for the benefits of diversity on the Board. The Board Diversity Policy is summarized as follows:

The Board Diversity Policy sets out the objective and provides that all appointments of the members of the Board should be made on merit, in the content of the talents, skills and experience the Board as a whole requires to be effective. The Nomination Committee will review and assess the composition of the Board and make recommendations to the Board on appointment of members of the Board. Meanwhile, the Nomination Committee will consider the benefits of all aspects of diversity, including without limitation, professional experience, skills, knowledge, education background, age, gender, cultural and ethnicity and length of service, in order to maintain an appropriate range and balance of talents, skills, experience and diversity of perspectives on the Board. Since Listing, the Nomination Committee has reviewed the Board Diversity Policy and its compliance with the Corporate Governance Code to ensure its continued effectiveness and the Company will disclose in its corporate governance report about the implementation of the Board Diversity Policy on annual basis.

Having reviewed the Board composition and assessed the suitability of the Directors' skills and experience to the Company's business, the Nomination Committee confirmed that the existing Board was appropriately structured and no change was required. The Board has one female Director currently. The Company will also ensure that there is gender diversity in staff recruitment at mid to senior levels so as to develop a pipeline of potential successors to the Board.



CORPORATE GOVERNANCE REPORT

As at December 31, 2025, approximately 52% of all employees (including senior management) of the Group were male. The Group will continue to maintain gender diversity among employees. For further details on gender ratios and measures taken to enhance gender diversity and related data, please refer to the disclosure in the Environmental, Social and Governance Report 2025 of the Company published on the same day on the Stock Exchange by the Company.

INDUCTION AND CONTINUOUS PROFESSIONAL DEVELOPMENT

All newly appointed Directors would be provided with necessary induction and information to ensure that they have a proper understanding of the Company's operations and businesses as well as their responsibilities under relevant statutes, laws, rules and regulations. The Company also arranges regular seminars to provide the Directors with updates on the latest development and changes in the Listing Rules and other relevant legal and regulatory requirements from time to time. The Directors are also provided with regular updates on the Company's performance, position and prospects to enable the Board as a whole and each Director to discharge their duties.

The Company encourages continuous professional development training for all the Directors to develop and refresh their knowledge and skills. The joint company secretaries of the Company update and provide the Directors with written training materials in relation to their roles, functions and duties from time to time.

Based on the information provided by the Directors, during the year ended December 31, 2025, a summary of training received by the Directors is as follows:

Name of Director	Nature of continuous professional development
Mr. SUN Taoyong	D
Mr. FANG Tongshu	D
Mr. YOU Fengchun	D
Mr. FEI Leiming	D
Dr. LI Xufu	D
Mr. TANG Wei	D
Ms. XU Xiao'ou	D

Notes:

- A: attending seminars and/or conferences and/or forums and/or briefings
- B: making speeches at seminars and/or conferences and/or forums
- C: participating in training provided by law firms and that relating to the business of the Company
- D: reading materials on various topics, including corporate governance matters, directors' duties and responsibilities, Listing Rules and other relevant laws

CHAIRMAN AND CHIEF EXECUTIVE OFFICER

Under code provision C.2.1 of the Corporate Governance Code, the roles of chairman of the Board and chief executive officer should be separate and should not be performed by the same individual.

Mr. SUN Taoyong currently serves as the Chairman of the Board and chief executive officer of the Company. He is responsible for formulation of business plans, strategies and other major decisions of the Group, as well as overall management of the Group. The Board believes that at the current stage of development of the Group, vesting the roles of both Chairman and the chief executive officer in the same person provides the Company with strong and consistent leadership, and allows for effective and efficient planning and implementation of business decisions and strategies. The Board also meets regularly on a quarterly basis to review the operations of the Company led by Mr. SUN. Accordingly, the Board believes that this arrangement will not impact on the balance of power and authorizations between the Board and the management of the Company.

APPOINTMENT AND RE-ELECTION OF DIRECTORS

Each of the executive Directors has entered into a service contract with the Company for an initial fixed term of three years commencing from the Listing Date or the date of his appointment and will continue thereafter until terminated by not less than three months' notice in writing served by either party on the other, which notice shall not expire until after the fixed term.

Each of the independent non-executive Directors has signed a letter of appointment with the Company for an initial fixed term of three year commencing from the Listing Date or the date of her appointment and will continue thereafter until terminated by not less than three months' notice in writing served by either party on the other, which notice shall not expire until after the fixed term.

Save as disclosed above, none of the Directors has entered into, or has proposed to enter into, a service contract with the Group (other than contracts expiring or determinable by the employer within one year without payment of compensation (other than statutory compensation)).

Pursuant to the 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 pursuant to Article 16.2 or Article 16.3 shall not be taken into account in determining the number of Directors and which Directors are to retire by rotation. A retiring Director shall retain office until the close of the meeting at which he retires and shall be eligible for re-election thereat. The Company at any annual general meeting at which any Directors retire may fill the vacated office by electing a like number of persons to be Directors.

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

CORPORATE GOVERNANCE REPORT

BOARD MEETINGS

The Company adopts the practice of holding Board meetings regularly, at least four times a year, and at approximately quarterly intervals. Notices of no less than fourteen days are given for all regular Board meetings to provide all Directors with an opportunity to attend and include matters in the agenda for a regular meeting.

For other Board meetings and Board Committee meetings, reasonable notice is generally given by the Company. The agenda and accompanying meeting papers are dispatched to the Directors or Board Committee members at least three days before the Board meetings or Board Committee meetings to ensure that the Directors have sufficient time to review the papers and be adequately prepared for the Board meetings or Board Committee meetings. When Directors or Board Committee members are unable to attend a meeting, they will be advised of the matters to be discussed and given an opportunity to make their views known to the Chairman prior to the meeting. Minutes of meetings shall be kept by the joint company secretaries with copies circulated to all Directors for information and records.

Minutes of the Board meetings and Board Committee meetings are recorded in sufficient detail on the matters considered by the Board and the Board Committees and the decisions reached, including any concerns raised by the Directors. Draft minutes of each Board meeting and Board Committee meeting are sent to the Directors for comments within a reasonable time after the date on which the meeting is held. The minutes of the Board meetings are open for inspection by all Directors.

During the year ended December 31, 2025, six Board meetings were held and one general meeting was convened by the Board. Attendance of each Director at the Board meetings and the annual general meeting of the Company held on May 16, 2025 is set out below:

Director	Board meetings attended/Eligible to attend	General meeting attended/Eligible to attend
Mr. SUN Taoyong	6/6	1/1
Mr. FANG Tongshu	6/6	1/1
Mr. YOU Fengchun	6/6	1/1
Mr. FEI Leiming	6/6	1/1
Dr. LI Xufu	6/6	1/1
Mr. TANG Wei	6/6	1/1
Ms. XU Xiao'ou	6/6	1/1

Apart from regular Board meetings, the Chairman of the Board also holds meetings with the independent non-executive Directors without the presence of other Directors during each year.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code as its own code of conduct regarding Directors' securities transactions. Specific enquiry has been made to all Directors and each of the Directors has confirmed that he/she has complied with the required standards as set out in the Model Code during the year ended December 31, 2025.

DELEGATION BY THE BOARD

The Board reserves for its decision on all major matters of the Company, including: approval and monitoring of all policy matters, overall strategies and budgets, internal control and risk management systems, material transactions (in particular those that may involve conflict of interests), financial information, appointment of Directors and other significant financial and operational matters. The Directors could have resources to seek independent professional advice in performing their duties at the Company's expense. The Directors are encouraged to access and to consult with the Company's senior management independently.

The daily management, administration and operation of the Group are delegated to the senior management. The delegated functions and responsibilities are periodically reviewed by the Board. Approval has to be obtained from the Board prior to any significant transactions entered into by the management.

CORPORATE GOVERNANCE FUNCTIONS

The Board confirmed that corporate governance is a collective responsibility of the Directors, whose corporate governance functions include:

- (a) review and monitor the Company's policies and practices in complying with legal and regulatory requirements;
- (b) review and monitor the training and continuous professional development of the Directors and senior management;
- (c) develop, review and monitor the code of conduct and compliance manual applicable to employees and the Directors;
- (d) develop and review the Company's corporate governance and practices, make recommendations and report on related issues to the Board;
- (e) review the Company's compliance with the corporate governance and disclosures in the corporate governance report; and
- (f) review and monitor the Company's compliance with its whistleblowing policy.



CORPORATE GOVERNANCE REPORT

THE BOARD COMMITTEES

Audit Committee

The Audit Committee currently consists of Mr. TANG Wei, Dr. LI Xufu and Ms. XU Xiao'ou, being all independent non-executive Directors. The Audit Committee is chaired by Mr. TANG Wei.

The primary duties of the Audit Committee are:

Relationship with the Company's auditors

- (a) being primarily responsible for making recommendations to the Board on the appointment, re-appointment and removal of the external auditor; and approving the remuneration and terms of engagement of the external auditor, and considering any questions of its resignation or dismissal;
- (b) reviewing and monitoring the external auditor's independence and objectivity and the effectiveness of the audit process in accordance with applicable standards;
- (c) developing and implementing policies on engaging an external auditor to supply non-audit services (for this purpose, "external auditor" includes any entity that is under common control, ownership or management with the audit firm or any entity that a reasonable and informed third party knowing all relevant information would reasonably conclude to be part of the audit firm nationally or internationally) and reporting to the Board and making recommendations on any matters where action or improvement is needed;
- (d) discussing with the external auditor the nature and scope of the audit and relevant reporting obligations, and ensuring co-ordination where more than one audit firm is involved before the audit commences;

Review of the Company's financial information

- (e) monitoring integrity of the Company's financial statements, annual reports and accounts, interim reports and, if prepared for publication, quarterly reports, and reviewing significant financial reporting judgments contained therein. In reviewing these statements and reports before submission to the Board, the Audit Committee shall focus particularly on:
 - (i) any changes in accounting policies and practices;
 - (ii) major judgmental areas;
 - (iii) significant adjustments resulting from audit;
 - (iv) the going concern assumptions and any qualifications;
 - (v) compliance with accounting standards; and
 - (vi) compliance with the Listing Rules and any requirements from the Stock Exchange and legal requirements in relation to financial reporting;

CORPORATE GOVERNANCE REPORT

- (f) regarding (e) above: (i) liaising with the Board and the senior management; (ii) meeting at least twice a year with the Company's auditor; and (iii) considering any significant or unusual items that are, or may need to be, reflected in the financial reports and accounts and giving due consideration to any matters that have been raised by the Company's staff responsible for the accounting and financial reporting function, compliance officer or auditors;

Oversight of the Company's financial reporting system, risk management and internal control systems

- (g) reviewing the Company's financial controls, risk management and internal control systems;
- (h) discussing the risk management and internal control systems with the senior management, ensuring that the senior management has performed their duties to establish effective systems and to review annually the effectiveness, adequacy and appropriateness of those systems. This review should include adequacy of resources, staff qualifications and experience, training programs and budget of the Company's accounting and financial reporting function;
- (i) conducting research on major investigation findings of risk management and internal control matters and the senior management's response to these findings on its own initiative or as delegated by the Board;
- (j) ensuring co-ordination between the internal and external auditors, ensuring that the internal audit function is adequately resourced to operate and has appropriate standing within the Company, and reviewing and monitoring its effectiveness;
- (k) reviewing the Company's financial and accounting policies and practices;
- (l) reviewing the external auditor's management letter, any material queries raised by the auditor to the senior management about accounting records, financial accounts or systems of control and senior management's response;
- (m) ensuring that the Board will provide a timely response to the issues raised in the external auditor's management letter;
- (n) reporting to the Board on the matters in the terms of reference;
- (o) reviewing the following arrangements set by the Company: employees of the Company can raise concerns about possible improprieties in financial reporting, internal control or other matters in confidence; and ensuring that proper arrangements are in place for fair and independent investigation of these matters and for appropriate follow-up actions by the Company;
- (p) acting as the key representative body for overseeing the Company's relations with the external auditor;
- (q) formulating a whistle-blowing policy and system by the Audit Committee to allow employees and those who have dealings with the Company (such as customers and suppliers) to raise, in confidence, any concern regarding any possible improprieties about the Company to the Audit Committee; and
- (r) conducting any other matters related to the Audit Committee in accordance with the instructions from the Board from time to time.



CORPORATE GOVERNANCE REPORT

Terms of reference of the Audit Committee are available on the websites of the Stock Exchange and the Company.

Two meetings were held by the Audit Committee during the year ended December 31, 2025 and the attendance of each Audit Committee member at the Audit Committee meetings is set out in the table below:

Director	Attended/Eligible to attend
Mr. TANG Wei	2/2
Dr. LI Xufu	2/2
Ms. XU Xiao'ou	2/2

During the meetings, the Audit Committee:

- reviewed the annual results of the Group for the year ended December 31, 2024 and the interim results of the Group for the six months ended June 30, 2025 as well as the relevant financial reports;
- reviewed the audit report prepared by the auditor relating to accounting issues and major findings in course of audit; and
- reviewed the financial reporting system, compliance procedures, risk management and internal control systems (including the adequacy of resources, staff qualifications and experience, training programs and budget of the Company's accounting and financial reporting function), risk management systems and processes and the re-appointment of the auditor; the Board had not deviated from any recommendation given by the Audit Committee on the selection, appointment, resignation or dismissal of the auditor.

Nomination Committee

The Nomination Committee currently consists of three independent non-executive Directors, Dr. LI Xufu, Mr. TANG Wei and Ms. XU Xiao'ou and one executive Director, Mr. SUN Taoyong. The Nomination Committee is chaired by Mr. SUN Taoyong.

The primary duties of the Nomination Committee are:

- (a) reviewing the structure, size and composition (including the skills, knowledge and experience) of the Board at least annually and making recommendations on any proposed changes to the Board to complement the Company's corporate strategy;
- (b) making recommendations to the Board on the appointment or re-appointment of Directors and succession plans for Directors, in particular the chairman and the chief executive officer. The Nomination Committee shall make recommendations on appointment of Directors with due regard to the diversity policy of the Company and in accordance with the challenges and opportunities faced by the Company;
- (c) identifying individuals suitably qualified to become Board members and selecting or making recommendations to the Board on the selection of individuals nominated for directorship;

CORPORATE GOVERNANCE REPORT

- (d) assessing the independence of independent non-executive Directors;
- (e) before making any appointment recommendations to the Board, evaluating the balance of Directors based on (including but not limited to) gender, age, cultural and educational background or professional experience, and, in light of this evaluation, preparing a description of the role and capabilities required for a particular appointment. In identifying suitable candidates, the Nomination Committee shall:
 - (i) use open advertising or the services of external advisors to facilitate the search;
 - (ii) consider candidates from a wide range of backgrounds; and
 - (iii) consider candidates on merit and against objective criteria, taking care that appointees have enough time available to devote to the position;
- (f) reviewing annually the time required from the non-executive Directors. Performance evaluations should be used to assess whether the non-executive Directors are spending enough time in fulfilling their duties; and
- (g) ensuring that the Directors receive a formal letter of appointment from the Board setting out clearly what is expected of them in terms of time commitment, committee service and involvement outside Board meetings.

The Nomination Committee assesses candidates or incumbents on the basis of integrity, experience, skills and time and effort devoted in the performance of their duties. The recommendations of the Nomination Committee will then be submitted to the Board for decision. The terms of reference of the Nomination Committee are available on the websites of the Stock Exchange and the Company.

Two meetings were held by the Nomination Committee during the year ended December 31, 2025 and the attendance of each Nomination Committee member at the Nomination Committee meetings is set out in the table below:

Director	Attended/Eligible to attend
Mr. SUN Taoyong	2/2
Dr. LI Xufu	2/2
Mr. TANG Wei	2/2
Ms. XU Xiao'ou (<i>appointed on December 3, 2025</i>)	2/2

During the meetings, the Nomination Committee:

- reviewed the structure, size and composition of the Board;
- assessed independence of the independent non-executive Directors;
- reviewed the Nomination Policy;
- reviewed the Board Diversity Policy; and
- considered the re-appointment of the retiring Directors.



CORPORATE GOVERNANCE REPORT

Nomination Policy

The Nomination Committee reviews the information and documents provided by the nominated candidate as required by the Nomination Policy for Directorship available on the website of the Company and conducts the following process (in accordance with the following criteria) with a view to assessing and evaluating whether such candidate is suitably qualified to be appointed as a Director before making recommendations to the Board:

1. to assess such candidate's qualifications, skills, knowledge, ability and experience and also potential time commitment and attention to perform director's duties under common law, legislation and applicable rules, regulations and guidance (including without limitation the Listing Rules and the "Guidance for Boards and Directors" published by the Stock Exchange (the "**Guidance for Boards and Directors**")), with reference to the corresponding professional knowledge and industry experience which may be relevant to the Company and also the potential contributions that such candidate could bring to the Board (including potential contributions in terms of qualifications, skills, experience, independence and gender diversity);
2. in addition and without prejudice to Paragraph 1 above, to assess such candidate's personal ethics, integrity and reputation (including without limitation to conduct appropriate background checks and other verification processes against such candidate);
3. with reference to the Board Diversity Policy (as adopted and amended by the Board from time to time), to take into account the then current structure, size and composition (including without limitation the balancing of the skills, knowledge, ability, experience and diversity of perspectives appropriate to the requirements of the Company's business) of the Board and the Company's corporate strategy, with due regard for the benefits of the appropriate diversity of the Board and also such candidate's potential contributions thereto;
4. to consider Board succession planning considerations and the long-term needs of the Company;
5. in case of a candidate for an independent non-executive Director, to assess: (i) the independence of such candidate with reference to, among other things, the independence criteria as set out in Rule 3.13 of the Listing Rules; and (ii) the guidance and requirements relating to independent non-executive directors set out in code provision B.3.4 of Appendix C1 to the Listing Rules and in the Guidance for Boards and Directors; and
6. to consider any other factors and matters as the Nomination Committee may consider appropriate.

Remuneration Committee

The Remuneration Committee currently consists of two independent non-executive Directors, Dr. LI Xufu and Ms. XU Xiao'ou and one executive Director, Mr. SUN Taoyong. The Remuneration Committee is chaired by Dr. LI Xufu.

The primary duties of the Remuneration Committee are:

- (a) making recommendations to the Board on all the Company's remuneration policy and structure for the Directors and senior management and on the establishment of formal and transparent procedures for developing remuneration policy;

CORPORATE GOVERNANCE REPORT

- (b) being responsible for either (i) determining, with delegated responsibility by the Board, the remuneration packages of the individual executive Directors and senior management; or (ii) making recommendations to the Board on the remuneration packages of individual executive Directors and senior management (this should include benefits in kind, pension rights and compensation payments, including any compensation payable for loss or termination of office or appointment);
- (c) making recommendations to the Board on the remuneration of non-executive Directors;
- (d) considering salaries paid by comparable companies, time commitment and responsibilities and employment conditions elsewhere in the Company;
- (e) reviewing and approving the senior management's remuneration proposals with reference to the Board's corporate goals and objectives;
- (f) reviewing and approving compensation payable to the executive Directors and senior management for any loss or termination of office or appointment to ensure that it is consistent with contractual terms and is otherwise fair and reasonable and not excessive;
- (g) reviewing and approving compensation arrangements relating to dismissal or removal of the Directors for misconduct to ensure that they are consistent with contractual terms and are otherwise reasonable and appropriate;
- (h) ensuring that no Director or any of his/her associates is involved in deciding his/her own remuneration;
- (i) reviewing and/or approving matters relating to share schemes under Chapter 17 of the Listing Rules;
- (j) advising the Shareholders on how to vote with respect to any service contracts of the Directors that require the Shareholders' approval under the Listing Rules; and
- (k) reviewing the Company's policy on expense reimbursements for the Directors and senior management.

Terms of reference of the Remuneration Committee are available on the websites of the Stock Exchange and the Company.

Two meetings were held by the Remuneration Committee during the year ended December 31, 2025 and the attendance of each Remuneration Committee member at the Remuneration Committee meetings is set out in the table below:

Director	Attended/Eligible to attend
Dr. LI Xufu	2/2
Mr. SUN Taoyong	2/2
Ms. XU Xiao'ou	2/2



CORPORATE GOVERNANCE REPORT

During the meetings, the Remuneration Committee discussed and reviewed the remuneration packages for Directors and senior management of the Company and made recommendations to the Board on the remuneration packages of individual Directors and senior management of the Company, and discussed the conditional grant of RSUs to the Connected Grantees.

Remuneration of Directors and Senior Management

For the year ended December 31, 2025, for the remuneration policy of the Directors of the Company, please refer to the section headed "Directors' Report – Emolument Policy", and the remuneration of Directors and senior management of the Company (whose biographies are set out on pages 29 to 32 of the Report) by band is set out below:

Band of remuneration (RMB)	Number of individuals
0 – 500,000	3
500,001 – 1,000,000	2
> 1,000,000	3

DIRECTORS' RESPONSIBILITIES FOR FINANCIAL REPORTING IN RESPECT OF FINANCIAL STATEMENTS

The Directors acknowledge their responsibility for preparing the financial statements of the Company for the year ended December 31, 2025 which give a true and fair view of the affairs of the Company and the Group and of the Group's results and cash flows.

The management has provided to the Board such explanation and information as are necessary to enable the Board to carry out an informed assessment of the Company's financial statements, which are put to the Board for approval. The Company has provided all members of the Board with monthly updates on the Company's performance, positions and prospects.



CORPORATE GOVERNANCE REPORT

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

The statement by the auditor of the Company regarding its reporting responsibilities on the consolidated financial statements of the Company is set out in the Independent Auditor's Report on page 73 of the Report.

RISK MANAGEMENT AND INTERNAL CONTROL

The Group is exposed to various risks in its business operations, primarily including: (i) reliance on Tencent's platforms and services to conduct its businesses; (ii) failure to improve and enhance the functionality, performance, reliability, design, security, and scalability of its products and services to suit its clients' evolving needs; (iii) failure to develop and maintain successful relationships with its local channel partners; and (iv) systems disruptions, distributed denial of service attacks, or other hacking and phishing attacks on its systems and security breaches.

The Board acknowledges that it is its responsibility to ensure that the Company establishes and maintains sound risk management and internal control systems within the Group and to review the effectiveness of the systems. Such systems are designed to manage and mitigate risks inherent in the Group's business faced by the Group to an acceptable level, but not eliminate the risk of failure to achieve business objectives, and can only provide reasonable assurance against material misstatement, loss or fraud.

The executive Directors, with the coordination of the management of the Group, strive to develop, implement and maintain an internal control and risk management system by conducting on-going business reviews, evaluating significant risks faced by the Group, formulating appropriate policies, programs and authorization criteria, conducting business variance analyses of actual result versus business plan, undertaking critical path analyses to identify the impediments in attaining the corporate goals and initiating corrective measures, following up on isolated cases, identifying inherent deficiencies in the internal control system, and making timely remedies and adjustments to avoid recurrence of problems.

The Board has entrusted the Audit Committee with the responsibility to oversee the risk management and internal control systems of the Group on an on-going basis and to review the effectiveness of the systems annually. The review covers all material controls, including financial, operational and compliance controls.

Under the Company's risk management and internal control structure, the management is responsible for the design, implementation and maintenance of risk management and internal control systems to ensure, amongst others, (i) appropriate policies and control procedures have been designed and established to safeguard the Group's assets against improper use or disposal; (ii) relevant laws, rules and regulations are adhered to and complied with; and (iii) reliable financial and accounting records are maintained in accordance with relevant accounting standards and regulatory reporting requirements.



CORPORATE GOVERNANCE REPORT

The main features of risk management and internal control structure of the Company are as follows:

- heads of major operation units or departments manage risks through identification and mitigating risks identified in accordance with the internal guidelines approved by the Board and the Audit Committee; and
- the management ensures appropriate actions are taken on major risks affecting the Group's businesses and operations.

During the Reporting Period, major works performed by the management in relation to risk management and internal control included the followings:

- each major operation unit or department was responsible for daily risk management activities, including identifying major risks that may impact on the Group's performance, assessing and evaluating the identified risks according to their likely impacts and the likelihood of occurrence, formulating and implementing measures, controls and response plans to manage and mitigate such risks;
- the management, together with the finance department, monitored and reviewed the risk management and internal control systems on an ongoing basis and reported to the Audit Committee regarding the status of the systems;
- the management periodically followed up and reviewed the implementation of the measures, controls and response plans to major risks identified in order to make sure that sufficient attention, monitor and responses were paid to all major risks identified; the management reviewed the risk management and internal control systems periodically to identify process and control deficiencies, and designed and implemented corrective actions to address such deficiencies; and
- the management ensured appropriate procedures and measures such as safeguarding assets against unauthorized use or disposition, controlling capital expenditure, maintaining proper accounting records and ensuring the reliability of financial information used for business and publications, etc. are in place.

The internal audit function of the Company monitors the internal governance of the Company and provides independent assurances as to the adequacy and effectiveness of the Company's risk management and internal control systems. The senior executive in charge of the internal audit function reports directly to the Audit Committee. The internal audit reports on control effectiveness are submitted to the Audit Committee in line with agreed audit plan approved by the Board. During the Reporting Period, the internal audit function carried out an analysis and independent appraisal of the adequacy and effectiveness of the risk management and internal control systems of the Company through, amongst others, examination of risk-related documentation prepared by operation units and the management and conducting interviews with employees at all levels. The senior executives in charge of the internal audit function attended meetings of the Audit Committee to explain the internal audit findings and responded to queries from members of the Audit Committee.



CORPORATE GOVERNANCE REPORT

The Company has maintained internal guidelines for ensuring that inside information is disseminated to the public in an equal and timely manner in accordance with the applicable laws and regulations. Senior executives of the investor relations, corporate affairs and financial control functions of the Group are delegated with responsibilities to control and monitor the proper procedures to be observed on the disclosure of inside information. Access to inside information is at all times confined to relevant senior executives and confined on “need-to-know” basis. Relevant personnel and other professional parties involved are reminded to preserve confidentiality of the inside information until it is publicly disclosed. Other procedures such as pre-clearance on dealing in the Company’s securities by Directors and designated members of the management, notification of regular blackout period and securities dealing restrictions to Directors and employees, and identification of project by code name have also been implemented by the Company to guard against possible mishandling of inside information within the Group.

The Company has adopted arrangement to facilitate employees and other stakeholders to raise concerns, in confidence, about possible improprieties in financial reporting, internal control or other matters. The Audit Committee reviews such arrangement regularly to ensure that proper arrangements are in place for fair and independent investigation of these matters and for appropriate follow-up action.

During the Reporting Period, the Audit Committee reviewed the effectiveness of the risk management and internal control systems of the Company. The annual review included works such as (i) review of reports submitted by the external professional firm regarding the implementation of the risk management and internal control systems, as well as the respective internal audit findings; (ii) periodic discussions with the management and senior executives regarding the effectiveness of the risk management and internal control systems and the works of the internal audit function. Such discussions included the adequacy of resources, staff qualifications and experience, training programs and budget of the Company’s accounting, internal audit and financial reporting functions; (iii) evaluation on the scope and quality of the management’s ongoing monitoring of the risks management and internal control systems; (iv) review of the effectiveness of the internal audit function to ensure coordination within the Group and between the Company’s internal and external auditors and to ensure the internal audit function is adequately resourced and has appropriate standing within the Group; and (v) provision of recommendations to the Board and the management on the scope and quality of the management’s ongoing monitoring of the risk management and internal control systems.

On the basis of the aforesaid, during the Reporting Period, the Audit Committee was not aware of any significant issues that would have an adverse impact on the effectiveness and adequacy of the risk management and internal control of the Company.

The Board believes that, in the absence of any evidence to the contrary, the system of internal controls maintained by the Group throughout the Reporting Period provides reasonable assurance against material financial misstatements or loss, and includes the safeguarding of assets, the maintenance of proper accounting records, the reliability of financial information, compliance with appropriate legislation, regulation and best practice, and the identification and containment of business risks.

The Board, through the reviews made by the Audit Committee, had reviewed the effectiveness and the adequacy of the internal control systems of the Group and considered them to have been implemented effectively. Considerations were also given to the adequacy of resources, qualifications, and experience of staff of the Company’s accounting and financial reporting function, and their training programs and budget.



CORPORATE GOVERNANCE REPORT

AUDITOR'S REMUNERATION

The auditor's approximate remuneration in respect of the audit and non-audit services provided to the Company for the year ended December 31, 2025 is as follows:

Type of services	Amount (RMB'000)
Audit services	5,420
Non-audit services	–
Total	5,420

JOINT COMPANY SECRETARIES

Mr. CAO Haidong is the joint company secretary of the Company and is responsible for advising the Board on corporate governance matters and ensuring that Board policy and procedures, and applicable laws, rules and regulations are followed. Mr. CAO Haidong has been appointed as the joint company secretary of the Company with effect from March 21, 2025 to replace Mr. Cao Yi, who resigned on the same day. Please refer to the announcement of the Company dated March 21, 2025 for details.

In order to uphold good corporate governance and ensure compliance with the Listing Rules and applicable Hong Kong laws, the Company also engages Ms. NG Sau Mei ("**Ms. NG**"), the director of the Listing Services Department of TMF Hong Kong Limited (a company secretarial service provider), as another joint company secretary of the Company to assist Mr. CAO Haidong to discharge his duties as company secretary of the Company. Mr. CAO Haidong is her primary contact person in the Company.

During the Reporting Period, Mr. CAO Haidong and Ms. NG have undertaken no less than 15 hours of relevant professional training in compliance with Rule 3.29 of the Listing Rules.

COMMUNICATION WITH SHAREHOLDERS AND INVESTOR RELATIONSHIP

The Company considers that effective communication with Shareholders is essential for enhancing investor relations and understanding of the Group's business, performance and strategies. The Company also recognizes the importance of timely and non-selective disclosure of information on the Company for the Shareholders and investors to make informed investment decisions.

The annual general meetings of the Company provide opportunity for Shareholders to communicate directly with the Directors. The chairman of the Company and the chairmen of the Board Committees will attend the annual general meetings to answer the Shareholders' questions. The auditor of the Company will also attend the annual general meetings to answer questions about the conduct of the audit, the preparation and content of the auditor's report, the accounting policies and auditor's independence.



CORPORATE GOVERNANCE REPORT

To promote effective communication and to build an inter-relationship and communication channel between the Company and the Shareholders, the Company adopts a shareholders' communication policy (the "**Shareholders' Communication Policy**") and maintains a website at www.weimob.com, where the up-to-date information on the Company's business operations and developments, financial information, corporate governance practices and other information are available for public access.

During the year ended December 31, 2025, the Company has reviewed the implementation and effectiveness of the Shareholders' Communication Policy. Due to the adoption of the above measures, the Shareholders' Communication Policy is deemed to have been effectively implemented.

SHAREHOLDERS' RIGHTS

To safeguard the Shareholders' interests and rights, a separate resolution will be proposed for each issue at general meetings, including the election of individual Directors.

All resolutions put forward at general meetings will be voted on by poll pursuant to the Listing Rules and the poll results will be posted on the websites of the Company and the Stock Exchange in a timely manner after each general meeting.

DIVIDEND POLICY

As advised by the Company's Cayman Islands legal advisor, under Cayman Islands law, a position of accumulated losses and net liabilities does not necessarily restrict the Company from declaring and paying dividends to its Shareholders out of either its profit or its share premium account, provided that this would not result in the Company being unable to pay its debts as they fall due in the ordinary course of business. As the Company is a holding company incorporated under the laws of the Cayman Islands, the payment and amount of any future dividends will also depend on the availability of dividends received from its subsidiaries. The PRC laws require that dividends be paid only out of the profit for the year calculated according to PRC accounting principles, which differ in many aspects from the generally accepted accounting principles in other jurisdictions, including HKFRS. Any dividends the Company pays will be determined at the absolute discretion of the Board, taking into account factors including the Company's actual and expected results of operations, cash flow and financial position, general business conditions and business strategies, expected working capital requirements and future expansion plans, legal, regulatory and other contractual restrictions, and other factors that the Board deems to be appropriate. The Shareholders may approve, in a general meeting, any declaration of dividends, which must not exceed the amount recommended by the Board.



CORPORATE GOVERNANCE REPORT

CONVENING AN EXTRAORDINARY GENERAL MEETING AND PUTTING FORWARD PROPOSALS

Pursuant to the Articles of Association, the Board may, whenever it thinks fit, convene an extraordinary general meeting. General meetings shall also be convened on the written requisition of any one or more members deposited at the principal office of the Company in Hong Kong or, in the event the Company ceases to have such a principal office, the registered office specifying the objects of the meeting and the resolutions to be added to the meeting agenda and signed by the requisitionists, provided that such requisitionists held as of the date of deposit of the requisition not less than one-tenth of the voting rights, on a one vote per Share basis, of the Company which carries the right of voting at general meetings of the Company. General meetings may also be convened on the written requisition of any one member which is a recognized clearing house (or its nominee(s)) deposited at the principal office of the Company in Hong Kong or, in the event the Company ceases to have such a principal office, the registered office specifying the objects of the meeting and the resolutions to be added to the meeting agenda and signed by the requisitionist, provided that such requisitionist held as of the date of deposit of the requisition not less than one-tenth of the voting rights, on a one vote per Share basis, 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.

As regards proposing a person for election as a Director, the relevant procedures are available on the website of the Company.

ENQUIRIES TO THE BOARD

Shareholders who intend to put forward their enquiries about the Company to the Board may send their enquiries to the headquarters of the Company at Weimob Headquarters Building, No. 2800, Yixian Road, Baoshan District, Shanghai, the PRC or through mail (email box: ir@weimob.com).

AMENDMENTS TO CONSTITUTIONAL DOCUMENTS

The Company approved the amendments to the Articles of Association at the annual general meeting of the Company held on May 10, 2024. The latest Articles of Association are available on the websites of the Stock Exchange and the Company.

During the Reporting Period, there was no change on the Articles of Association.

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Weimob Inc.

(incorporated in the Cayman Islands with limited liability)

OPINION

What we have audited

The consolidated financial statements of Weimob Inc. (the "Company") and its subsidiaries (the "Group"), which are set out on pages 78 to 194, comprise:

- the consolidated statement of financial position as at December 31, 2025;
- the consolidated statement of comprehensive loss for the year then ended;
- 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 December 31, 2025, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with HKFRS Accounting Standards as issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and have been properly prepared in compliance with the disclosure requirements of the Hong Kong Companies Ordinance.

BASIS FOR OPINION

We conducted our audit in accordance with Hong Kong Standards on Auditing ("HKSAs") as issued by the HKICPA. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report.

We 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 HKICPA's Code of Ethics for Professional 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.

INDEPENDENT AUDITOR'S REPORT

The key audit matter identified in our audit is related to impairment assessment of goodwill.

Key Audit Matter	How our audit addressed the Key Audit Matter
<p>Impairment assessment of goodwill</p> <p>Refer to note 20 to the consolidated financial statements.</p> <p>As at December 31, 2025, the Group had goodwill balance of RMB695 million after impairment provision.</p> <p>The management performed impairment assessment on goodwill, with the assistance of an external independent appraiser, annually or more frequently if events or changes in circumstances indicate that they might be impaired. To assess the impairment, the goodwill has been allocated to the operating segment level which comprises one or more cash-generating units ("group of CGUs"). The impairment assessment was based on a value in use model that required significant management's judgements on key assumptions including revenue growth rates, gross margins, terminal growth rates, and pre-tax discount rate applicable to the operating segment.</p> <p>We focused on this area due to the significance of goodwill and the subjectivity and uncertainty of significant assumptions of the impairment assessments.</p>	<p>We have performed the following procedures to address this key audit matter:</p> <ul style="list-style-type: none">i) Understood, evaluated and validated the key controls over the Group's goodwill impairment assessment, including the valuation model adopted and key assumptions made by the management.ii) Evaluated management's identification of CGU and the allocation of goodwill to the operating segment which comprises one or more CGUs.iii) Assessed the competency, independency and objectivity of the external independent appraiser engaged by the Group.iv) Assessed the reasonableness of valuation methodologies and tested, on a sample basis, the key assumptions used in the valuation with the involvement of our internal valuation specialists. Compared the key assumptions applied by management with historical business performance and future development plans at operating segment level with reference to our understanding of the business and available industry information and market data.v) Tested, on a sample basis, the arithmetical accuracy of impairment computation.vi) Reviewed the sensitivity analyses performed by the management on the key assumptions in the discounted cash flow forecasts and assessed whether the judgements would give rise to indicators of management bias. <p>Based on the above, we considered that management's judgements and assumptions applied in impairment assessment of goodwill were supportable by the evidence obtained and procedures performed.</p>

INDEPENDENT AUDITOR'S REPORT

OTHER INFORMATION

The directors of the Company are responsible for the other information. The other information comprises all of the information included in Weimob Inc. 2025 Annual Report (the "annual report") other than the consolidated financial statements and our auditor's report thereon. We have obtained some of the other information including the financial summary and business review, chairman's statement, management discussion and analysis prior to the date of this auditor's report. The remaining other information, including the corporate governance report, report of the directors and the other sections to be included in the annual report, are expected to be made available to us after that date.

Our opinion on the consolidated financial statements does not cover the other information and we do not and will 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 identified above 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 on the other information that we obtained prior to the date of this auditor's report, 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.

When we read the remaining other information to be included in the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to Audit Committee and take appropriate action considering our legal rights and obligations.

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 HKFRS Accounting Standards as issued by the HKICPA and the disclosure requirements of the Hong Kong Companies Ordinance, and for such internal control as the directors determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

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



INDEPENDENT AUDITOR'S REPORT

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 HKSA's will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with HKSA's, we exercise professional judgment and maintain professional 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.



INDEPENDENT AUDITOR'S REPORT

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 Jack Li (practising certificate number: P05223).

PricewaterhouseCoopers

Certified Public Accountants

Hong Kong, March 17, 2026

CONSOLIDATED STATEMENT OF COMPREHENSIVE LOSS

For the year ended December 31, 2025

	Note	Year ended December 31,	
		2025 RMB'000	2024 RMB'000
Revenue	7	1,591,954	1,339,255
Cost of sales	8	(396,834)	(742,931)
Gross profit		1,195,120	596,324
Selling and distribution expenses	8	(778,087)	(1,014,048)
General and administrative expenses	8	(448,189)	(616,802)
Net impairment losses on financial assets	4.1	(126,644)	(91,362)
Other income	10	49,409	40,842
Other losses, net	11	(38,532)	(346,114)
Operating loss		(146,923)	(1,431,160)
Finance costs	12	(75,306)	(273,746)
Finance income	13	3,932	12,006
Share of net profit/(losses) of associates accounted for using the equity method	22	21,511	(24,909)
Change in fair value of convertible bonds		–	(69,394)
Loss before income tax		(196,786)	(1,787,203)
Income tax (expenses)/credit	14	(44,701)	43,253
Loss for the year		(241,487)	(1,743,950)
Loss attributable to:			
– Equity holders of the Company		(221,499)	(1,728,493)
– Non-controlling interests		(19,988)	(15,457)
		(241,487)	(1,743,950)

CONSOLIDATED STATEMENT OF COMPREHENSIVE LOSS

For the year ended December 31, 2025

	Note	Year ended December 31,	
		2025 RMB'000	2024 RMB'000
Other comprehensive loss, net of tax			
<i>Items that may not be subsequently reclassified to profit or loss</i>			
– Gain on revaluation of land and buildings		1,030	–
– Change in fair value of financial liabilities from own credit risk		–	(157)
<i>Items that may be subsequently reclassified to profit or loss</i>			
Currency translation differences		(2,621)	(1,604)
Total comprehensive loss for the year		(243,078)	(1,745,711)
Total comprehensive loss attributable to:			
– Equity holders of the Company		(223,090)	(1,730,254)
– Non-controlling interests		(19,988)	(15,457)
		(243,078)	(1,745,711)
Loss per share attributable to the equity holders of the Company (expressed in RMB per share)			
– Basic loss per share	16	(0.06)	(0.57)
– Diluted loss per share	16	(0.06)	(0.57)

The notes on pages 86 to 194 are an integral part of these consolidated financial statements.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS at December 31, 2025

		As at December 31,	
	Note	2025 RMB'000	2024 RMB'000
ASSETS			
Non-current assets			
Property, plant and equipment	17	493,573	451,683
Right-of-use assets	18	316,412	361,618
Investment properties	19	77,091	32,100
Intangible assets	20	807,765	844,460
Deferred income tax assets	27	17,455	63,008
Contract acquisition cost	7	19,565	21,251
Investments accounted for using the equity method	22	284,583	263,072
Financial assets at fair value through profit or loss	4.3, 25	528,843	511,120
Prepayments, deposits and other receivables	28	78,406	4,900
Restricted cash	30	300	–
Term deposits	30	10,000	–
Total non-current assets		2,633,993	2,553,212
Current assets			
Inventories		5,215	–
Contract acquisition cost	7	35,054	42,738
Prepayments, deposits and other receivables	28	1,488,611	1,949,373
Trade and notes receivables	29	322,525	166,307
Financial assets at fair value through other comprehensive income	24	380,739	450,490
Financial assets at fair value through profit or loss	4.3, 25	90,158	77,383
Term deposits	30	10,000	–
Restricted cash	30	534,947	526,930
Cash and cash equivalents	30	1,469,005	1,194,203
Total current assets		4,336,254	4,407,424
Total assets		6,970,247	6,960,636
EQUITY			
Capital and reserves attributable to equity holders of the Company			
Share capital	33	2,714	2,298
Shares held for RSU scheme	33	(142)	(144)
Share premium	33	10,466,736	9,449,301
Equity component of convertible bonds	26	1,141	76,842
Other reserves	34	(583,462)	(596,843)
Accumulated losses		(7,425,977)	(7,204,478)
Non-controlling interests		64,397	85,780
Total equity		2,525,407	1,812,756

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS at December 31, 2025

		As at December 31,	
	Note	2025 RMB'000	2024 RMB'000
LIABILITIES			
Non-current liabilities			
Financial liabilities measured at fair value through profit or loss	4.3, 25	37,595	37,595
Financial liabilities measured at amortised cost	26	141,318	369,780
Bank borrowings	31	242,046	158,642
Lease liabilities	18	5,755	15,556
Contract liabilities	7	44,290	49,473
Deferred income tax liabilities	27	–	1,576
Other non-current liabilities	32	25,525	2,906
Total non-current liabilities		496,529	635,528
Current liabilities			
Financial liabilities measured at fair value through profit or loss	4.3, 25	13,906	21,269
Financial liabilities measured at amortised cost	26	316	323
Bank borrowings	31	1,822,450	2,064,104
Lease liabilities	18	13,261	22,394
Trade and other payables	32	1,886,386	2,187,419
Contract liabilities	7	200,441	204,557
Current income tax liabilities		11,551	12,286
Total current liabilities		3,948,311	4,512,352
Total liabilities		4,444,840	5,147,880
Total equity and liabilities		6,970,247	6,960,636

The notes on pages 86 to 194 are an integral part of these consolidated financial statements.

The consolidated financial statements on pages 78 to 194 were approved by the Board of Directors on March 17, 2026 and were signed on its behalf.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended December 31, 2025

	Note	Attributable to equity holders of the Company								Total RMB'000	
		Share capital RMB'000	Share premium RMB'000	Shares held for RSU scheme RMB'000	Equity component of		Other reserves RMB'000	Accumulated losses RMB'000	Sub-total RMB'000		Non- controlling interests RMB'000
					convertible bonds RMB'000						
As at January 1, 2025		2,298	9,449,301	(144)	76,842	(596,843)	(7,204,478)	1,726,976	85,780	1,812,756	
Comprehensive loss											
Loss for the year		-	-	-	-	-	(221,499)	(221,499)	(19,988)	(241,487)	
Gain on revaluation of land and buildings	19	-	-	-	-	1,030	-	1,030	-	1,030	
Currency translation differences		-	-	-	-	(2,621)	-	(2,621)	-	(2,621)	
Total comprehensive loss for the year		-	-	-	-	(1,591)	(221,499)	(223,090)	(19,988)	(243,078)	
Transaction with owners											
Issuance of ordinary shares	33(a)	244	715,812	-	-	-	-	716,056	-	716,056	
Share issuance costs	33(a)	-	(10,293)	-	-	-	-	(10,293)	-	(10,293)	
Share-based compensation expenses	35(a), 35(b)	-	-	-	-	15,784	-	15,784	795	16,579	
Transfer of vested RSUs		-	-	2	-	(2)	-	-	-	-	
Conversion of 2024 Convertible Bonds	26(a)	172	311,916	-	(75,701)	-	-	236,387	-	236,387	
Transaction with non-controlling interests	34(a), 35(b)	-	-	-	-	(810)	-	(810)	(2,190)	(3,000)	
Transactions with owners in their capacity for the year		416	1,017,435	2	(75,701)	14,972	-	957,124	(1,395)	955,729	
As at December 31, 2025		2,714	10,466,736	(142)	1,141	(583,462)	(7,425,977)	2,461,010	64,397	2,525,407	

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended December 31, 2025

	Attributable to equity holders of the Company									
	Note	Share capital RMB'000	Share premium RMB'000	Shares held for RSU scheme RMB'000	Equity component of			Non- controlling interests RMB'000	Total RMB'000	
					convertible bonds RMB'000	Other reserves RMB'000	Accumulated losses RMB'000			
As at January 1, 2024		1,882	8,784,371	(161)	245,808	(855,915)	(5,475,828)	2,700,157	102,097	2,802,254
Comprehensive loss										
Loss for the year		-	-	-	-	-	(1,728,493)	(1,728,493)	(15,457)	(1,743,950)
Currency translation differences		-	-	-	-	(1,604)	-	(1,604)	-	(1,604)
Change in fair value of financial liabilities from own credit risk		-	-	-	-	(157)	-	(157)	-	(157)
Total comprehensive loss for the year		-	-	-	-	(1,761)	(1,728,493)	(1,730,254)	(15,457)	(1,745,711)
Transfer of realized fair value changes that were initially recorded in other comprehensive income to retained earnings		-	-	-	-	157	(157)	-	-	-
Transaction with owners										
Issuance of ordinary shares	33(b)	197	283,855	-	-	-	-	284,052	-	284,052
Share issuance costs	33(b)	-	(6,700)	-	-	-	-	(6,700)	-	(6,700)
Issuance of ordinary shares for share-based compensation	33(c)	4	-	(4)	-	-	-	-	-	-
Share-based compensation expenses	35(a), 35(b)	-	-	-	-	25,490	-	25,490	1,539	27,029
Transfer of vested RSUs		-	-	21	-	(21)	-	-	-	-
Movement of convertible bonds		215	387,775	-	(168,966)	245,808	-	464,832	-	464,832
Transaction with non-controlling interests	34(a), 35(b)	-	-	-	-	(10,601)	-	(10,601)	(2,399)	(13,000)
Transactions with owners in their capacity for the year		416	664,930	17	(168,966)	260,676	-	757,073	(860)	756,213
As at December 31, 2024		2,298	9,449,301	(144)	76,842	(596,843)	(7,204,478)	1,726,976	85,780	1,812,756

The notes on pages 86 to 194 are an integral part of these consolidated financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS

For the year ended December 31, 2025

	Note	Year ended December 31,	
		2025 RMB'000	2024 RMB'000
Cash flows from operating activities			
Cash generated from/(used in) operations	36	72,789	(255,209)
Interest received		3,932	12,006
Interest paid		(70,202)	(87,969)
Income taxes paid		(1,459)	(1,051)
Net cash generated from/(used in) operating activities		5,060	(332,223)
Cash flows from investing activities			
Purchase of investments measured at fair value through profit or loss ("FVPL")		(241,317)	(733,602)
Proceeds from disposals of investments measured at FVPL		182,079	950,090
Placements of term deposits		(20,000)	(20,000)
Receipt from term deposits		–	42,273
Interest received from term deposits		–	1,324
Interest received from restricted cash		8,642	10,482
Dividends from associates and other equity security investment		208	9,600
Purchase of property, plant and equipment		(166,911)	(124,674)
Proceeds from disposal of property, plant and equipment	36(a)	65	107
Receipt of government grant related to property, plant and equipment		1,547	–
Purchase of intangible assets	20	(484)	–
Payment for development costs		–	(20,481)
Loans to related parties	38(b)	(220,580)	(255,800)
Repayments from related parties	38(b)	218,016	198,220
Loan to a third party		–	(9,759)
Repayment from a third party		–	253
Net cash (used in)/generated from investing activities		(238,735)	48,033

CONSOLIDATED STATEMENT OF CASH FLOWS

For the year ended December 31, 2025

	Note	Year ended December 31,	
		2025 RMB'000	2024 RMB'000
Cash flows from financing activities			
Proceeds from issuance of ordinary shares	33	709,751	284,052
Transaction costs of share issuance	33	(10,293)	(6,700)
Proceeds from issuance of bonds		–	1,227,788
Buy-back of bonds		–	(2,066,473)
Transaction costs related to issuance of bonds and convertible bonds		–	(29,605)
Proceeds from bank borrowings		2,870,080	2,915,840
Repayments of bank borrowings		(3,027,441)	(2,431,900)
Principal elements of lease payments		(21,739)	(38,227)
Decrease in deposits pledged for bank borrowings		508,690	561,312
Increase in deposits pledged for bank borrowings		(521,949)	(559,022)
Increase in deposits pledged for cross currency swaps		(8,486)	(16,057)
Decrease in deposits pledged for cross currency swaps		16,002	–
Acquisition of equity interests from non-controlling interests	34(a)	(3,000)	(13,000)
Net cash generated from/(used in) financing activities		511,615	(171,992)
Net increase/(decrease) in cash and cash equivalents		277,940	(456,182)
Effect on exchange rate difference		(3,138)	(16,375)
Cash and cash equivalents at beginning of the year		1,194,203	1,666,760
Cash and cash equivalents at end of the year		1,469,005	1,194,203

The notes on pages 86 to 194 are an integral part of these consolidated financial statements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

1 GENERAL INFORMATION

Weimob Inc. (the “Company”) was incorporated in the Cayman Islands on January 30, 2018 as an exempted company with limited liability under the Companies Act (Cap. 22, Law 3 of 1961 as consolidated and revised) of the Cayman Islands. The address of the Company’s registered office is P.O. Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands.

The Company is an investment holding company. The Company and its subsidiaries, including structured entities (collectively, the “Group”), are principally engaged in providing digital commerce and media services for merchants in the People’s Republic of China (the “PRC”). The Group offers a wide range of applications and product services to numerous businesses and provides digital solutions for various industries including software as a service (“SaaS”) products offering, customised software development, integrated marketing and private domain operation services, sales of intelligent computing power solution, online advertising support services and advertising account management services etc.

The Company’s shares have been listed on the Main Board of the Stock Exchange of Hong Kong Limited since January 15, 2019 (the “Listing”).

These consolidated financial statements are presented in Renminbi (“RMB”) and all values are rounded to the nearest thousand (RMB’000) unless otherwise stated. These consolidated financial statements have been approved for issue by the Board of Directors on March 17, 2026.

2 BASIS OF PREPARATION AND CHANGES IN ACCOUNTING POLICIES

2.1 Basis of preparation

(i) *Compliance with HKFRS and the disclosure requirements of HKCO*

The consolidated financial statements of the Company have been prepared in accordance with HKFRS Accounting Standards as issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) and the requirements of the Hong Kong Companies Ordinance (“HKCO”) Cap. 622.

(ii) *Historical cost convention*

The consolidated financial statements have been prepared on a historical cost basis, except for investment properties and certain financial assets and liabilities measured at fair value.

(iii) *Going concern basis*

For the year ended December 31, 2025, the Group recorded a net loss of RMB241,487,000. As of December 31, 2025, the Group’s total borrowings amounted to RMB2,064,496,000, of which RMB1,822,450,000 is due for repayment within the next twelve months. The directors have reviewed the Group’s cash flow projection prepared by management, which cover a period of not less than twelve months from December 31, 2025. The directors of the Company are of the opinion that, considering the Group’s expected operating cash flows, the renewal of bank facilities, available credit lines, and proceeds received and receivable from the private placement, the Group will have sufficient financial resources to meet its financial obligations as and when they fall due in the coming twelve months from December 31, 2025. Accordingly, the directors of the Company consider that it is appropriate to prepare the consolidated financial statements on a going concern basis.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

2 BASIS OF PREPARATION AND CHANGES IN ACCOUNTING POLICIES (Continued)

2.2 Changes in accounting policies

(i) *New and amended standards adopted by the Group*

The Group has applied the following amendments for the first time for their annual reporting period commencing January 1, 2025:

- Lack of Exchangeability – Amendments to HKAS 21 (“HKAS”)

The amendments listed above did not have any impact on the amounts recognized in prior periods and are not expected to significantly affect the current or future periods.

(ii) *New and amended standards and interpretations not yet adopted*

The following new accounting standards and amendments to accounting standards have been published that are not mandatory for December 31, 2025 reporting periods and have not been early adopted by the group:

Standards and amendments	Effective for accounting periods beginning on or after
Amendments to the Classification and Measurement of Financial Instruments – Amendments to HKFRS 9 and HKFRS 7	January 1, 2026
Contracts Referencing Nature-dependent Electricity – Amendments to HKFRS 9 and HKFRS 7	January 1, 2026
Annual Improvements to HKFRS Accounting Standards – Volume 11	January 1, 2026
HKFRS 18 Presentation and Disclosure in Financial Statement	January 1, 2027
HKFRS 19 Subsidiaries without Public Accountability: Disclosures	January 1, 2027
Amendments to HKAS 21 on Translation to a Hyperinflationary Presentation Currency	January 1, 2027
Presentation of Financial Statements -Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause	January 1, 2027

For the amendments which are effective after January 1, 2026, according to the assessment made by the management, these new and amended standards are either not relevant to the Group or not significant to the financial performance and positions of the Group when they become effective, except for HKFRS 18 which will impact the presentation of the consolidated statements of comprehensive loss.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

2 BASIS OF PREPARATION AND CHANGES IN ACCOUNTING POLICIES (Continued)

2.2 Changes in accounting policies (Continued)

(ii) *New and amended standards and interpretations not yet adopted (Continued)*

HKFRS 18 will replace HKAS 1 Presentation of Financial Statements, introducing new requirements that will help to achieve comparability of the financial performance of similar entities and provide more relevant information and transparency to users. Even though HKFRS 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 statement of financial performance 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. From the high-level preliminary assessment performed, the following potential impacts have been identified:

- Although the adoption of HKFRS 18 will have no impact on the Group's net profit, the Group expects that grouping items of income and expenses in the statement of profit or loss into the new categories will impact how operating profit is calculated and reported. From the high-level impact assessment that the Group has performed, the following items might potentially impact operating profit:
 - o Foreign exchange differences currently aggregated in the line item "other losses, net" in operating profit might need to be disaggregated, with some foreign exchange gains or losses presented below operating profit.
 - o HKFRS 18 has specific requirements on the category in which derivative gains or losses are recognised – which is the same category as the income and expenses affected by the risk that the derivative is used to manage. Although the Group currently presented some fair value change gains or losses of financial assets and liabilities the line item "other losses, net" in operating profit, there might be a change to where these gains or losses are recognised, and the Group is currently evaluating the need for change.
- The line items presented on the primary financial statements might change as a result of the application of the concept of 'useful structured summary' and the enhanced principles on aggregation and disaggregation. In addition, since goodwill will be required to be separately presented in the statement of financial position, the Group will disaggregate goodwill and other intangible assets and present them separately in the statement of financial position.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

2 BASIS OF PREPARATION AND CHANGES IN ACCOUNTING POLICIES (Continued)

2.2 Changes in accounting policies (Continued)

(ii) *New and amended standards and interpretations not yet adopted (Continued)*

- The Group does not expect there to be a significant change in the information that is currently disclosed in the notes because the requirement to disclose material information remains unchanged; however, the way in which the information is grouped might change as a result of the aggregation/disaggregation principles. In addition, there will be significant new disclosures required for:
 - o management-defined performance measures;
 - o for the first annual period of application of HKFRS 18, a reconciliation for each line item in the statement of profit or loss between the restated amounts presented by applying HKFRS 18 and the amounts previously presented applying HKAS 1.
- From a cash flow statement perspective, there will be changes to how interest received and interest paid are presented. Interest paid will be presented as financing cash flows and interest received as investing cash flows, which is a change from current presentation as part of operating cash flows.

The Group will apply the new standard from its mandatory effective date of January 1, 2027. Retrospective application is required, and so the comparative information for the financial year ending December 31, 2026 will be restated in accordance with HKFRS 18.

3 SUMMARY OF OTHER ACCOUNTING POLICIES

3.1 Principle of consolidation and equity accounting

(i) *Subsidiaries*

Subsidiaries are all entities (including structured entities) 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 to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date that control ceases.

The acquisition method of accounting is used to account for business combinations by the Group.

Inter-company transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated statement of comprehensive loss, consolidated statement of changes in equity and consolidated statement of financial position respectively.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

3 SUMMARY OF OTHER ACCOUNTING POLICIES (Continued)

3.1 Principle of consolidation and equity accounting (Continued)

(ii) *Changes in ownership interests*

The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the Group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of adjustment to non-controlling interests and any consideration paid or received is recognised in a separate reserve within equity attributable to owners of the Company.

When the Group ceases to consolidate or equity account for an investment because of a loss of control, joint control or significant influence, any retained interest in the entity is remeasured to its fair value with the change in carrying amount recognised in profit or loss. This fair value becomes the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised 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. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss or transferred to another category of equity as specified/permitted by applicable HKFRSs.

3.2 Foreign currencies

(i) *Functional and presentation currency*

Items included in the financial statements 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 Company's primary subsidiaries are incorporated in the PRC and these subsidiaries consider RMB as their functional currency. Acting as extension of subsidiaries, the Company and the intermediate investment holding companies elected RMB as their functional currency. The functional currency of its overseas operation subsidiary and its subsidiary which acts as extension of the overseas operation subsidiary are United States Dollars ("USD"). The consolidated financial statements are presented in RMB, which is the Company's and the Group's presentation currency.

(ii) *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 recognised in the profit or loss.

All foreign exchange gains and losses are presented in the statement of profit or loss on a net basis within "Other losses, net".

(iii) *Group companies*

The results and financial position of all the Group's entities that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

3 SUMMARY OF OTHER ACCOUNTING POLICIES (Continued)

3.2 Foreign currencies (Continued)

(iii) Group companies (Continued)

- (1) assets and liabilities for each statement of financial position presented are translated at the closing rate at the date of that statement of financial position;
- (2) 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 the rates prevailing on the transaction dates, in which case income and expenses are translated at the rate on the dates of the transactions); and
- (3) all resulting exchange differences are recognised in other comprehensive income.

On consolidation, exchange differences arising from the translation of any net investment in foreign entities, and of borrowings and other financial instruments designated as hedges of such investments, are recognised in other comprehensive income. When a foreign operation is sold or any borrowings forming part of the net investment are repaid, the associated exchange differences are reclassified to profit or loss, as part of the gain or loss on sale.

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as asset and liabilities of the foreign entity and translated at the closing rate. Exchange differences arising are recognised in other comprehensive income.

3.3 Financial assets

(i) 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 amortised 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 debt instruments, this will depend on the business model in which the investment is held, as disclosed in Note 3.3(iii). For investments in equity instruments, 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.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

3 SUMMARY OF OTHER ACCOUNTING POLICIES (Continued)

3.3 Financial assets (Continued)

(ii) Recognition and derecognition

Regular way purchases and sales of financial assets are recognised 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.

(iii) Measurement

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at 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:

- Amortised 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 amortised cost. Interest income from these financial assets is included in "Other income" using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in profit or loss and presented in "Other losses, net" together with foreign exchange gains and losses. Impairment losses are presented in "Net impairment losses on financial assets" in the consolidated statement of comprehensive loss.
- 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 OCI, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses which are recognised in profit or loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to the consolidated statement of comprehensive loss and recognised in "Other losses, net".
- FVPL: Assets that do not meet the criteria for amortised cost or financial assets at FVOCI are measured at FVPL. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognised in profit or loss and presented net in "Other losses, net" in the period in which it arises.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

3 SUMMARY OF OTHER ACCOUNTING POLICIES (Continued)

3.3 Financial assets (Continued)

(iii) Measurement (Continued)

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 OCI, there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investments. Dividends from such investments continue to be recognised in "Other income" when the Group's right to receive payments is established.

Changes in the fair value of financial assets measured at FVPL are recognised in "Other losses, net" as applicable. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

(iv) Impairment

The Group assesses on a forward-looking basis the expected credit losses associated with its debt instruments carried at amortised cost and FVOCI. 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 HKFRS 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables, see Note 4.1 for further details.

3.4 Dividend distribution

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

4 FINANCIAL RISK MANAGEMENT

4.1 Financial risk factors

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

(i) Market risk

(a) Foreign exchange risk

Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the functional currency of the relevant group entity. The Group operates primarily within the PRC and is exposed to foreign exchange risk, predominantly to the US dollar. The Company and certain intermediate investment holding companies, which act as extensions of the Group's subsidiaries, have elected Renminbi as their functional currency. Consequently, the Group's foreign exchange exposure originates primarily from financial instruments held by the Company, including cash and cash equivalents (Note 30) denominated in USD.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

4 FINANCIAL RISK MANAGEMENT (Continued)

4.1 Financial risk factors (Continued)

(i) Market risk (Continued)

(a) Foreign exchange risk (Continued)

The Group does not maintain a formal foreign currency hedging policy. However, management actively monitors foreign exchange exposures and may utilize financial instruments such as cross-currency swaps (Note 4.1(iv)) to manage its exposure to foreign exchange rate fluctuations.

As at December 31, 2025, if USD had strengthened/weakened by 5% against RMB with all other variables held constant, the Group's post-tax loss for the year ended December 31, 2025 would have approximately RMB6,839,000 lower/higher, as a result of net foreign exchange gains on translation of net monetary assets denominated in USD (2024: RMB11,969,000 higher/lower, as a result of net foreign exchange gains on translation of net monetary liabilities denominated in USD).

(b) Cash flow and fair value interest rate risk

The Group's main interest rate risk arises from long-term borrowings with variable rates, which expose the group to cash flow interest rate risk. During 2025 and 2024, the Group's borrowings at variable rate were mainly denominated in RMB.

The Group's borrowings and receivables are carried at amortised cost. The borrowings are periodically contractually repriced (see below) and to that extent are also exposed to the risk of future changes in market interest rates.

The exposure of the Group's borrowings to interest rate changes and the contractual repricing dates of the 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	294,689	14%	188,860	9%
Fixed rate borrowings – repricing or maturity dates less than 1 year:	1,767,510	86%	2,030,700	91%
	2,062,199	100%	2,219,560	100%

The percentage of total loans shows the proportion of loans that are currently at variable rates in relation to the total amount of borrowings.

Profit or loss is not considered materially sensitive to increases or decreases in interest income from cash and cash equivalents and term deposits arising from changes in interest rates, as the absolute amount of such income is relatively low in comparison to the Group's total net loss.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

4 FINANCIAL RISK MANAGEMENT (Continued)

4.1 Financial risk factors (Continued)

(ii) Price risk

The Group's exposure to price risk arises from its investments in Hong Kong listed companies (the "Listed Companies") and investment in unlisted companies which are classified as financial asset at FVPL (Note 25(a)). The investments were made for strategic purposes or for the purpose of achieving investment yield.

Sensitivity analysis is performed by management to assess the exposure of the Group's financial results to equity price risk of FVPL at the end of each reporting period. As of December 31, 2025, if the price of the respective instruments is 5% lower/higher and all other variables are held constant, the Group's post-tax loss for the year ended December 31, 2025 would have been approximately RMB26,723,000 higher/lower (2024: RMB21,995,000).

(iii) Credit risk

The Group is exposed to credit risk in relation to its cash and term deposits at banks, trade and notes receivables, other receivables as well as financial assets carried at FVOCI. The carrying amounts of each class of the above financial assets represent the Group's maximum exposure to credit risk in relation to financial assets.

The Group has four types of financial assets that are subject to HKFRS 9's expected credit loss model:

- Cash and term deposits at banks
- Trade and notes receivables
- Other receivables
- Financial assets carried at FVOCI

(a) Credit risk of cash and term deposits at banks

To manage this risk, the Group only makes transactions with state-owned banks, reputable commercial banks in the PRC and reputable international banks outside of the PRC which are all high-credit-quality financial institutions. There has been no recent history of default in relation to these banks. The expected credit loss is close to zero.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

4 FINANCIAL RISK MANAGEMENT (Continued)

4.1 Financial risk factors (Continued)

(iii) Credit risk (Continued)

(b) Credit risk of trade and notes receivables

The Group applies the HKFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade and notes receivables. The Group considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk, the Group compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forwarding-looking information. Especially the following indicators are incorporated:

- internal credit rating;
- external credit rating (as far as available);
- actual or expected significant adverse changes in business, financial or economic conditions that are expected to cause a significant change to the customer's ability to meet its obligations; and
- actual or expected significant changes in the operating results of customers.

To measure the expected credit losses, trade and notes receivables have been grouped based on the shared credit risk characteristics by industry sector and the days past due.

- i) Notes and trade receivable in relation to merchant solutions services
- As at December 31, 2025 and 2024, notes receivable were approximately RMB3,132,000 and RMB3,849,000, respectively. These notes represent bank acceptance drafts received from advertisers as payment for purchasing advertising traffic on their behalf. Trade receivables were RMB104,458,000 and 60,627,000, respectively, mainly representing cash rebates receivable from media publishers. As at December 31, 2025 and 2024, all notes and trade receivables are within their credit terms and loss allowance were approximately RMB106,000 and RMB56,000, respectively.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

4 FINANCIAL RISK MANAGEMENT (Continued)

4.1 Financial risk factors (Continued)

(iii) Credit risk (Continued)

(b) Credit risk of trade and notes receivables (Continued)

ii) Trade receivables in relation to subscription solution services

Trade receivables in relation to subscription solution services primarily consist of receivables in relation to customized software development, integrated marketing and private domain operation, sales of intelligent computing power solution. As at December 31, 2025, trade receivables in relation to sales of intelligent computing hardware were approximately RMB43,906,000, and are within their credit terms (As at December 31, 2024: nil). As at December 31, 2025 and 2024, the loss allowance in relation to sales of intelligent computing power solutions were approximately RMB668,000 and RMB nil, respectively.

The loss allowance of trade receivables in relation to customised software development, integrated marketing and private domain operation as at December 31, 2025 and 2024 was determined as follows:

	Within credit term	0-30 days	31-90 days	Overdue 91 days- 120 days	Over 120 days	Total
December 31, 2025						
Expected loss rate	1.52%	9.56%	31.50%	71.43%	100.00%	
Gross carrying amount – trade and notes receivables (in RMB'000)	127,270	2,310	4,397	2,635	20,199	156,811
Loss allowance (in RMB'000)	1,936	221	1,385	1,882	20,199	25,623
December 31, 2024						
Expected loss rate	0.57%	3.26%	11.88%	43.03%	64.00%	
Gross carrying amount – trade and notes receivables (in RMB'000)	94,086	858	3,913	3,516	5,710	108,083
Loss allowance (in RMB'000)	535	28	465	1,513	3,655	6,196

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

4 FINANCIAL RISK MANAGEMENT (Continued)

4.1 Financial risk factors (Continued)

(iii) Credit risk (Continued)

(b) Credit risk of trade and notes receivables (Continued)

ii) Trade receivables in relation to subscription solution services (Continued)

Trade and notes receivables are written off where 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, and a failure to make contractual payments for a period of greater than 120 days past due.

As at December 31, 2024 and 2025, the loss allowance of individually impaired trade receivables in relation to SaaS products sold through third parties' channel partners, which the Group terminated due to strategic business downsizing and restructuring, is determined as follows:

	Trade receivables RMB'000	Expected credit loss rate	Loss allowance RMB'000	Reason
December 31, 2025				
Relevant channel partners	86,034	53%	45,419	(i)
December 31, 2024				
Relevant channel partners	89,582	51%	46,010	(i)

(i) Considering strategic downsizing and termination of the services, there is no reasonable expectation of full recovery. The Group determined related expected credit loss rate after considering the terms of the agreements with these third-party channel partners. As the Group has no obligation to pay commissions if it does not collect consideration from customers introduced by the channel partners, the outstanding trade receivables associated with SaaS products sold through these third-party channel partners were impaired considering payables owed to the relevant third-party channel partners.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

4 FINANCIAL RISK MANAGEMENT (Continued)

4.1 Financial risk factors (Continued)

(iii) Credit risk (Continued)

(b) Credit risk of trade and notes receivables (Continued)

ii) Trade receivables in relation to subscription solution services (Continued)

The loss allowances for trade and notes receivables as at December 31 reconcile to the opening loss allowances as follows:

	2025 RMB'000	2024 RMB'000
At the beginning of the year	52,262	6,224
Provision for the year	20,145	46,038
Reversal for the year	(591)	–
At the end of the year	71,816	52,262

Impairment losses on trade and notes receivables are presented as net impairment losses within operating profit. Subsequent recoveries of amounts previously written off are credited against the same line item.

(c) Credit risk of other receivables

Other receivables mainly comprise other receivables in relation to payment on behalf of advertisers, deposits, other loan receivables due from third parties and related parties. The directors of the Company consider the probability of default upon initial recognition of assets and whether there has been significant increase in credit risk on an ongoing basis for the year. To assess whether there is a significant increase in credit risk the Group compares risk of a default occurring on the assets as at the reporting date with the risk of default as at the date of initial recognition. Especially the following indicators are incorporated:

- actual or expected significant adverse changes in business, financial economic conditions that are expected to cause a significant change to the third party's ability to meet its obligations;
- actual or expected significant changes in the operating results of the third party;
- significant changes in the expected performance and behavior of the third party, including changes in the payment status of the third party.

Regardless of the analysis above, a significant increase in credit risk is presumed if a debtor is more than 30 days past due in making a contractual payment/repayable demanded.

A default on a financial asset is when the counterparty fails to make contractual payments/repayable demanded within 90 days of when they fall due.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

4 FINANCIAL RISK MANAGEMENT (Continued)

4.1 Financial risk factors (Continued)

(iii) Credit risk (Continued)

(c) Credit risk of other receivables (Continued)

Financial assets are written off when there is no reasonable expectation of recovery, such as a debtor experiencing bankruptcy and dissolution and failing to engage in a repayment plan with the Group. Where loans or receivables have been written off, the Group continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognised in profit or loss.

i) Other receivables in relation to payment on behalf of advertisers

To measure the expected credit losses, other receivables in relation to payment on behalf of advertisers have been grouped based on the shared credit risk characteristics by industry sector and the days past due.

Other receivables in relation to payment on behalf of advertisers represented prepayments to the media publishers on behalf of the advertisers, under which the Group acted as an agent and the advertising support services revenue was recognised on net basis. The Group usually receives advance payment from advertisers before the Group makes prepayment to the media publishers to purchase advertising traffic. Sometimes, the Group grants credit limits to advertisers with high reputation or long-term business relationship with Group.

For other receivables in relation to payment on behalf of advertisers, management makes periodic individual assessments as well as collective assessments on the recoverability of other receivables based on historical settlement records and past experiences incorporating forward-looking information.

The Group incorporated the forward-looking factor when determining the expected credit loss. The Group assessed the forward-looking factor by considering the forecast change of macroeconomic factors and the correlation between the macroeconomic factor and the debtors' default risk. By analysing the industry and credit characteristics of the third-party advertisers (the "Debtors"), the Group uses several categories covering different industries for Debtors which reflect their credit risk.

For outstanding balances from long-aged other receivables overdue over 120 days related to payments made on behalf of advertisers, management makes individual assessment on recoverability of the receivables due to the decrease in credit rating and on-going litigation against them. The Group has ceased business relationship with them and made individual provision accordingly.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

4 FINANCIAL RISK MANAGEMENT (Continued)

4.1 Financial risk factors (Continued)

(iii) Credit risk (Continued)

(c) Credit risk of other receivables (Continued)

i) Other receivables in relation to payment on behalf of advertisers (Continued)

As at December 31, 2025 and 2024, the loss allowance of individually impaired other receivables in relation to payment on behalf of advertisers is determined as follows:

	Other receivables RMB'000	Expected credit loss rate	Loss allowance RMB'000	Reason
December 31, 2025				
Subtotal of individual impaired	267,160	100%	267,160	No reasonable expectation of full recovery

	Other receivables RMB'000	Expected credit loss rate	Loss allowance RMB'000	Reason
December 31, 2024				
Subtotal of individual impaired	325,642	88%	286,068	No reasonable expectation of full recovery

The loss allowance made on a collective basis by industry for the other receivables in relation to payment on behalf of advertisers as at December 31, 2025 and 2024 was determined as follows:

	Within credit term	30 days	31-90 days	Overdue 91-120 days	Over 120 days	Total
December 31, 2025						
Expected loss rate	0.14%- 17.52%	0.64%- 57.48%	0.92%- 82.64%	5.05%- 100.00%	7.49%- 100.00%	
Gross carrying amount – other receivables in relation to payment on behalf of advertisers (in RMB'000)	944,409	53,842	28,974	3,861	10,630	1,041,716
Loss allowance (in RMB'000)	3,486	671	2,039	827	3,801	10,824

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

4 FINANCIAL RISK MANAGEMENT (Continued)

4.1 Financial risk factors (Continued)

(iii) Credit risk (Continued)

(c) Credit risk of other receivables (Continued)

i) Other receivables in relation to payment on behalf of advertisers (Continued)

	Within	Overdue			Total
	credit term	30 days	31 – 90 days	Over 91 – 120 days	
December 31, 2024					
Expected loss rate	0.10%-16.61%	0.46%-67.59%	1.91%-83.43%	9.07%-100%	
Gross carrying amount – other receivables in relation to payment on behalf of advertisers (in RMB'000)	1,206,547	43,405	50,691	9,555	1,310,198
Loss allowance (in RMB'000)	8,730	3,468	8,071	5,842	26,111

ii) Deposits, other loan receivables

As at December 31, 2025 and 2024, the loss allowance for deposits, other loan receivables is RMB166,347,000 and RMB23,989,000, respectively.

The loss allowance of individually impaired non-trade receivables are in relation to loan receivables due from related parties and determined as follows:

December 31, 2025	Other receivables RMB'000	Expected credit loss rate	Loss allowance RMB'000	Reason
Shanghai Xiaoke Information Technology Co., Ltd. ("Xiaoke")	204,276	79%	161,780	(a) No reasonable expectation of full recovery
Beijing Nengtong Tianxia Network Technology Co., Ltd. ("Nengtong")	3,741	100%	3,741	
Subtotal of individual impaired	208,017	80%	165,521	

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

4 FINANCIAL RISK MANAGEMENT (Continued)

4.1 Financial risk factors (Continued)

(iii) Credit risk (Continued)

(c) Credit risk of other receivables (Continued)

ii) Deposits, other loan receivables (Continued)

(a) Xiaoke did not meet the performance targets set in the prior year. Additionally, its working capital position has deteriorated further. Consequently, the Company believes that the credit risk associated with Xiaoke has increased. The Group committed to convert its loan receivable into equity of Xiaoke, aiming to improve Xiaoke's capital and liability structure and facilitate its future independent financing and growth. This proposed conversion is subject to approval by Xiaoke's other shareholders. Based on the assessment of the current operational and financial condition of Xiaoke, management believes this conversion represents the most viable strategy for maximizing the recovery of the Company's outstanding investments and loans to Xiaoke. In determining the expected recoverable amount of the loan receivable, the Company considered the fair value of the equity interest it expects to acquire, which represents the most probable means of collection for the loan receivable. Based on this assessment, an individual expected credit loss provision has been recognized.

December 31, 2024	Other receivables RMB'000	Expected credit loss rate	Loss allowance RMB'000	Reason
Xiaoke	178,150	11%	18,803	No reasonable expectation of fully recovery
Nengtong	3,741	100%	3,741	No reasonable expectation of fully recovery
Subtotal of individual impaired	181,891	12%	22,544	

The loss allowance made on a collective basis for deposits, other loan receivables as at December 31, 2025 and 2024 was RMB826,000 and RMB1,445,000, respectively.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

4 FINANCIAL RISK MANAGEMENT (Continued)

4.1 Financial risk factors (Continued)

(iii) Credit risk (Continued)

(c) Credit risk of other receivables (Continued)

ii) Deposits, other loan receivables (Continued)

Movements on the Group's allowance for impairment of other receivables as at December 31 are as follows:

	Other receivables As at December 31,	
	2025 RMB'000	2024 RMB'000
At the beginning of the year	336,168	289,649
Provision for doubtful receivables	126,436	46,519
Reversal for doubtful receivables	(18,273)	–
Write off	–	–
At the end of the year	444,331	336,168

No significant changes to estimation techniques or assumptions were made during the years ended December 31, 2025 and 2024.

(d) Credit risk of financial assets carried at FVOCI

The Group's financial asset carried at FVOCI represents debt instrument in relation to advertising support service where the contractual cash flows are solely principal, and the objective of the Group's business model is achieved both by collecting contractual cash flows and selling financial assets (factoring). Considering those debtors are all advertisers with high reputation or long-term business relationship with Group and have high credit rating, the Group's debt investment at FVOCI are considered to have low credit risk.

Movements on the Group's allowance for impairment of debt instruments carried at FVOCI as at December 31 are as follows:

	Debt instruments carried at FVOCI As at December 31,	
	2025 RMB'000	2024 RMB'000
At the beginning of the year	2,569	3,764
Reversal for doubtful receivables	(1,073)	(1,195)
At the end of the year	1,496	2,569

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

4 FINANCIAL RISK MANAGEMENT (Continued)

4.1 Financial risk factors (Continued)

(iv) Liquidity risk

To manage the liquidity risk, the Group monitors and maintains a level of cash and cash equivalents deemed adequate by the management to finance the Group's operations and mitigate the effects of fluctuations in cash flows.

The table below analyses the Group's financial liabilities into relevant maturity grouping based on the remaining period at the end of each reporting period to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

	Less than 1 year RMB'000	Between 1 and 2 years RMB'000	Between 2 and 5 years RMB'000	Over 5 years RMB'000	Total RMB'000
As at December 31, 2025					
Non-derivatives					
Trade and other payables (excluding staff costs and welfare accruals, advances and other tax payable) (Note 32)	607,501	-	-	-	607,501
Bank borrowing (including interest accrual up to maturity) (Note 31)	1,844,656	41,340	117,696	107,949	2,111,641
Other financial liabilities measured at amortised cost (Note 26)	316	150,250	5,081	-	155,647
Financial liabilities measured at FVPL (Note 25)	2,801	-	37,595	-	40,396
Lease liabilities (Note 18)	13,928	5,599	699	-	20,226
Other non-current liabilities (excluding deferred government funding) (Note 32)	-	21,536	2,906	-	24,442
Derivatives					
Gross settled (currency swaps)	153,500	-	-	-	153,500
Total	2,622,702	218,725	163,977	107,949	3,113,353

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

4 FINANCIAL RISK MANAGEMENT (Continued)

4.1 Financial risk factors (Continued)

(iv) Liquidity risk (Continued)

	Less than 1 year RMB'000	Between 1 and 2 years RMB'000	Between 2 and 5 years RMB'000	Over 5 years RMB'000	Total RMB'000
As at December 31, 2024					
Non-derivatives					
Trade and other payables (excluding staff costs and welfare accruals, advances and other tax payable) (Note 32)	859,991	–	–	–	859,991
Bank borrowing (including interest accrual up to maturity) (Note 31)	2,090,777	31,839	68,226	79,637	2,270,479
Other financial liabilities measured at amortised cost (Note 26)	323	323	472,640	–	473,286
Financial liabilities measured at FVPL (Note 25)	–	–	–	37,595	37,595
Lease liabilities (Note 18)	23,863	12,755	4,103	–	40,721
Other non-current liabilities (excluding deferred government funding) (Note 32)	–	2,906	–	–	2,906
Derivatives					
Gross settled (currency swaps)	303,990	–	–	–	303,990
Total	3,278,944	47,823	544,969	117,232	3,988,968

As at December 31, 2025 and 2024, the financial liabilities at FVPL amounted to RMB11,105,000 and RMB21,269,000 (Note 25) have not been included in above tables because the contractual maturities are not essential for an understanding of the timing of the cash flows.

As at December 31, 2025, other non-current liabilities derived from asset related government grants amounted to RMB1,083,000 has not been included in above tables because it has no impact on cash flows.

4.2 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, issue new shares or sell assets to reduce debt.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

4 FINANCIAL RISK MANAGEMENT (Continued)

4.2 Capital management (Continued)

The Group monitors capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by total equity. Net debt is calculated as total debt (Note 36) less cash and cash equivalents. Total capital is calculated as “equity” as shown in the consolidated statement of financial position plus net debt.

The gearing ratios at December 31, 2025 and 2024 were as follows:

	As at December 31	
	2025 RMB'000	2024 RMB'000
Net debt (Note 36)	252,395	968,530
Total equity	2,525,407	1,812,756
Net debt to equity ratio	10%	53%

The net debt-to-equity ratio decreased from 53% to 10%, which was primarily attributable to the conversion of the 2024 Convertible Bonds and the completion of a private share placement during the year.

4.3 Fair value estimation

Financial instruments carried at fair value or where fair value was disclosed can be categorized by levels of the inputs to valuation techniques used to measure fair value. The inputs are categorized into three levels within a fair value hierarchy as follows:

- (i) Quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1).
- (ii) 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 2).
- (iii) Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (level 3).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

4 FINANCIAL RISK MANAGEMENT (Continued)

4.3 Fair value estimation (Continued)

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

	Level 1 RMB'000	Level 2 RMB'000	Level 3 RMB'000	Total RMB'000
Assets				
Financial assets measured at FVPL				
– Non-current (<i>Note 25</i>)	–	–	528,843	528,843
– Current (<i>Note 25</i>)	15,704	–	74,454	90,158
Financial assets measured at FVOCI				
– Current (<i>Note 24</i>)	–	–	380,739	380,739
	15,704	–	984,036	999,740
Liabilities				
Financial liabilities measured at FVPL				
– Current (<i>Note 25</i>)	–	2,801	11,105	13,906
– Non-current (<i>Note 25</i>)	–	–	37,595	37,595
	–	2,801	48,700	51,501

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

	Level 1 RMB'000	Level 2 RMB'000	Level 3 RMB'000	Total RMB'000
Assets				
Financial assets measured at FVPL				
– Non-current (<i>Note 25</i>)	–	–	511,120	511,120
– Current (<i>Note 25</i>)	9,551	9,956	57,876	77,383
Financial assets measured at FVOCI				
– Current (<i>Note 24</i>)	–	–	450,490	450,490
	9,551	9,956	1,019,486	1,038,993
Liabilities				
Financial liabilities measured at FVPL				
– Current (<i>Note 25</i>)	–	–	21,269	21,269
– Non-current (<i>Note 25</i>)	–	–	37,595	37,595
	–	–	58,864	58,864

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

4 FINANCIAL RISK MANAGEMENT (Continued)

4.3 Fair value estimation (Continued)

There were no transfers of financial assets and liabilities between level 1, level 2 and level 3 during the year ended December 31, 2025 and 2024.

Financial instruments in level 1

Level 1 financial asset as at December 31, 2025 and 2024 represented Hong Kong listed equity securities (Note 25).

Financial instruments in level 2

Level 2 financial instruments as at December 31, 2025 and 2024 represented cross currency swaps.

Financial instruments in level 3

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;
- Discounted cash flow model and unobservable inputs mainly including assumptions of expected future cash flows and discount rate; and
- A combination of observable and unobservable inputs, including risk-free rate, expected volatility, discount rate for lack of marketability, market multiples, etc.

The following table presents the changes in level 3 financial instruments for the years ended December 31, 2025 and 2024. As one or more of the significant inputs used in the valuation of these instruments is not based on observable market data, the instruments are included in level 3.

	Current financial assets measured at FVPL (Note 25) RMB'000	Non-current financial assets measured at FVPL (Note 25) RMB'000	Financial assets measured at FVOCI (Note 24) RMB'000	Current financial liabilities measured at FVPL (Note 25) RMB'000	Non-current financial liabilities measured at FVPL (Note 25) RMB'000	Total RMB'000
Balance as at January 1, 2025	57,876	511,120	450,490	(21,269)	(37,595)	960,622
Addition	177,400	63,917	1,470,725	-	-	1,712,042
Changes in fair value	774	(44,078)	-	3,859	-	(39,445)
Settlements	(161,596)	-	(1,540,476)	6,305	-	(1,695,767)
Other non-cash movement	-	(2,116)	-	-	-	(2,116)
Balance as at December 31, 2025	74,454	528,843	380,739	(11,105)	(37,595)	935,336
Net unrealized (losses)/gains for the year	403	(44,078)	-	(10,164)	-	(53,839)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

4 FINANCIAL RISK MANAGEMENT (Continued)

4.3 Fair value estimation (Continued)

Financial instruments in level 3 (Continued)

	Current financial assets measured at FVPL (Note 25) RMB'000	Non-current financial assets measured at FVPL (Note 25, 36) RMB'000	Financial assets measured at FVOCI (Note 24) RMB'000	Current financial liabilities measured at FVPL (Note 25, 26) RMB'000	Non-current financial liabilities measured at FVPL (Note 25, 26) RMB'000	Total RMB'000
Balance as at January 1, 2024	292,505	707,404	247,554	(24,063)	(37,595)	1,185,805
Addition	643,190	20,000	2,033,979	(604,061)	(2,314)	2,090,794
Changes in fair value	1,840	(275,504)	(890)	(66,757)	1,044	(340,267)
Settlements	(879,659)	–	(1,830,153)	672,463	–	(2,037,349)
Conversion of convertible bonds	–	–	–	–	1,292	1,292
Other non-cash movement	–	59,220	–	1,149	(22)	60,347
Balance as at December 31, 2024	57,876	511,120	450,490	(21,269)	(37,595)	960,622
Net unrealized (losses)/gains for the year	187	(275,504)	–	(21,269)	1,044	(295,542)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

4 FINANCIAL RISK MANAGEMENT (Continued)

4.3 Fair value estimation (Continued)

Financial instruments in level 3 (Continued)

(i) Valuation inputs and relationships to fair value

The following table summarises the quantitative information about the significant unobservable inputs used in level 3 fair value measurements:

Description	Fair value at		Significant unobservable inputs	Range of inputs (probability-weighted average)		Relationship of unobservable inputs to fair value
	December 31 2025 RMB'000	2024 RMB'000		2025	2024	
Current assets						
Bank wealth management products and structured deposits (a)	74,454	57,876	Expected yield	1.00%-3.60%	1.35%-3.50%	Positive correlation
Financial assets at FVOCI (Note 24)	380,739	450,490	Discount rate	4.61%	4.61%	Negative correlation
Non-current assets						
Investment in unlisted companies (b)	479,722	462,358	Discount for lack of marketability ("DLOM")	25.00%-30.00%	25.00%-28.00%	Negative correlation
			Price to sales ratio ("P/S Ratio")	2.3-4.9	3.1-4.3	Positive correlation
			Risk-free rate	1.38%-4.10%	1.18%-1.30%	Negative correlation
			Expected volatility	56.03%-86.32%	65.18%-84.64%	Negative correlation
Investment in a fund measured at FVPL (c)	10,000	10,000	N/A	N/A	N/A	N/A
Derivative assets in relation to Shanghai Xiangxinyun Internet Technology Co., Ltd. ("Xiangxinyun") (d)	39,121	38,762	Discount Rate	1.34%	1.14%	Negative correlation
Non-current liabilities						
Contingent payable – Shanghai Heading Information Engineering Co., Ltd. ("Heading") (e)	37,595	37,595	N/A	N/A	N/A	N/A
Current liabilities						
Financial liability at FVPL in relation to Acewill Information Technology (Beijing) Co., Ltd. ("Acewill") (f)	11,105	21,269	Risk-free rate	1.38%	1.23%	Negative correlation
			Expected volatility	75.45%	79.82%	Negative correlation

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

4 FINANCIAL RISK MANAGEMENT (Continued)

4.3 Fair value estimation (Continued)

Financial instruments in level 3 (Continued)

(i) Valuation inputs and relationships to fair value (Continued)

Current financial assets

(a) Bank wealth management products and structured deposits

The fair value of bank wealth management products with non-guaranteed principal and floating-rate returns and structured deposits with guaranteed principal and floating rate returns were determined using the expected yield method.

Non-current financial assets

(b) Investments in unlisted companies

As disclosed in Note 25(a), the Group holds investments in several unlisted companies (the "Unlisted Companies"), acquired either directly or indirectly, which are classified as financial assets at FVPL. The fair value of these investments has been estimated by applying the market approach.

(c) Investments in a fund measured at FVPL

As disclosed in Note 25(b), the Group made investments in a limited-life fund named Wuhan Fund without significant influence in December 2024. As of December 31, 2025, given that the majority of the fund's capital has not yet been deployed into underlying investments, the Company's directors have assessed the fair value of this investment to approximate its carrying amount of RMB 10,000,000.

(d) Derivative assets in relation to Xiangxinyun

In May 2023, the Group committed to sell part of its stake in Shanghai Xiangxinyun Network Technology Co., Ltd. ("Xiangxinyun") at a fixed price, creating a derivative asset. This proposed conversion is subject to approval by Xiangxinyun's other shareholder. The fair value of this derivative was determined based on the agreed transaction price, Xiangxinyun's enterprise value, the expected closing date, and an appropriate discount rate for the period to completion.

Non-current financial liabilities

(e) Contingent consideration – Heading

The Group acquired 51% equity interests of Heading in November 2020 at a total consideration of RMB510,000,000, among which RMB37,595,000 is contingent consideration and is payable upon the achievement of certain business performance targets. The contingent payment is recorded as non-current financial liabilities measured at FVPL as it is not expected to be settled in 2026. There was no significant change in the fair value of this contingent payable during the year ended December 31, 2025.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

4 FINANCIAL RISK MANAGEMENT (Continued)

4.3 Fair value estimation (Continued)

Financial instruments in level 3 (Continued)

(i) Valuation inputs and relationships to fair value (Continued)

Current financial liabilities

(f) Financial liability at FVPL in relation to Acewill

The Company recognised a financial liability at FVPL in relation to the transaction with Acewill Information Technology (Beijing) Co., Ltd. ("Acewill"). The Group accounts for its equity interests in Acewill as financial assets at FVPL and determined the fair value of the financial liability at FVPL based on the fair value of the underlying investment in Acewill. Therefore, the significant unobservable input of the current financial liability is as same as that used in the valuation of underlying Acewill investment.

(ii) Sensitivity analysis

For the fair value of the Group's level 3 instruments, reasonably possible changes at December 31, 2025 and 2024 to one of the significant unobservable inputs, holding other inputs constant, would have the following effects.

	Increase/(Decrease) in fair value (in RMB'000)			
	As at December 31,			
	2025		2024	
Investment in Unlisted Companies				
– DLOM (5% increase/decrease)	(5,936)	5,909	(3,063)	3,054
– P/S Ratio (10% increase/decrease)	32,349	(33,142)	17,212	(17,523)
– Risk free rate (10% increase/decrease)	(666)	671	(362)	363
– Volatility (10% increase/decrease)	(12,933)	13,602	(10,694)	10,981
Short-term investments at FVPL				
– Expected yield (5% increase/decrease)	21	(21)	15	(15)
Financial assets at FVOCI				
– Discounted cashflows (5% increase/decrease)	(73)	73	(86)	86
Financial liability at FVPL in relation to Acewill				
– Risk free rate (10% increase/decrease)	–	–	(1)	1
– Volatility (10% increase/decrease)	56	(29)	167	(189)
Derivative assets in relation to Xiangxinyun				
– Discount Rate (5% increase/decrease)	(27)	27	(47)	47

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

4 FINANCIAL RISK MANAGEMENT (Continued)

4.3 Fair value estimation (Continued)

Financial instruments in level 3 (Continued)

(iii) Valuation processes

The Group engaged an external, independent and qualified appraiser to carry out the fair value valuation of investments for financial reporting purposes, including level 3 fair values. The appraiser reports directly to the chief financial officer (CFO). Discussions of valuation processes and results are held between the CFO and the appraiser periodically.

Except for the Level 3 instruments described in the preceding disclosures, the Group's financial assets and liabilities include cash and cash equivalents, restricted cash (current portion), term deposits (current portion), trade and notes receivables, other receivables, bank borrowings (current portion), lease liabilities (current portion), trade and other payables. The carrying amounts of these instruments approximate their fair values due to their short-term maturities.

With respect to non-current financial instruments, including term deposits (non-current portion), restricted cash (non-current portion), lease liabilities (non-current portion), bank borrowings (non-current portion), and other non-current liabilities, the carrying amounts also approximate fair value, as these instruments bear interest rates that are substantially aligned with prevailing market rates.

5 CRITICAL ESTIMATES AND JUDGEMENTS

The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the Group's accounting policies.

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the entity and that are believed to be reasonable under the circumstances, and the difference could be material.

(a) Recoverability of goodwill

The Group tests at least annually whether goodwill has suffered any impairment. Goodwill are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be fully recoverable. The recoverable amounts have been determined based on value-in-use calculations or fair value less costs of disposal. These calculations require the use of judgments and estimates.

For the purpose of assessing impairment of goodwill, goodwill is allocated to each of the acquirer's cash-generating units, or groups of cash-generating units, that is expected to benefit from the synergies of the combination. Each unit or group of units to which the goodwill is so allocated shall represent the lowest level within the entity at which the goodwill is monitored for internal management purposes and not be larger than an operating segments.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

5 CRITICAL ESTIMATES AND JUDGEMENTS (Continued)

(a) Recoverability of goodwill (Continued)

Judgment is required to identify any impairment indicators existing for any of the Group's goodwill, to determine appropriate impairment approaches, i.e., fair value less costs of disposal or value in use, for impairment review purposes, and to select key assumptions applied in the adopted valuation models, including gross margin, annual growth rate, terminal growth rate and discount rate etc. The calculations use cash flow projections based on financial budgets approved by management. Changing the assumptions selected by management in assessing impairment could materially affect the result of the impairment test and in turn affect the Group's financial condition and results of operations. If there is a significant adverse change in the key assumptions applied, it may be necessary to take additional impairment charge to the consolidated income statement.

(b) Estimation of the fair value of certain financial assets and liabilities

The fair value of financial instruments that are not traded in an active market is determined using valuation techniques. The Group uses its judgement 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 and liabilities (Note 4.3).

(c) Estimation of the rebates earned from media publishers

As disclosed in Note 7, for the Group's merchant solutions revenue, certain rebates granted by the media publishers are variable and outside the entity's influence and are recognised as revenue (where the Group acts as agent) or deduction of cost of sales (where the Group acts as principal, if any) at the time incentives are granted. In some circumstances, whereby the management cannot reasonably estimate the amount of rebates that the Group is expected to earn, the Group only recognizes the amount of rebates as agreed by the media publishers, which is highly probable that a significant reversal in the amount of cumulative revenue will not occur or probable that a reversal of cost of sales will occur. Management updates its estimate at each reporting date when additional information becomes available.

(d) Impairment of receivables

The loss allowances for receivables are based on assumptions about risk of default and expected loss rates. The Group uses judgement 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 Note 4.1.

(e) Current and deferred income taxes

The Group is principally subject to income taxes in the PRC. Judgement is required in determining the provision for income taxes. There are some transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and provisions in the period in which such determination is made.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

5 CRITICAL ESTIMATES AND JUDGEMENTS (Continued)

(e) Current and deferred income taxes (Continued)

Deferred income tax assets relating to certain temporary differences and tax losses are recognised when management considers to be probable that future taxable profit will be available against which the temporary differences or tax losses can be utilized. The outcome of their actual utilization may be different.

6 SEGMENT INFORMATION

Management has determined the operating segments based on the reports reviewed by the chief operating decision-maker ("CODM"). Operating segments are reported in a manner consistent with the internal reporting provided to the CODM. The CODM, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the executive director of the Company.

The Group structured its operation into two segments, subscription solutions and merchant solutions, both in the internal reports to CODM and in the consolidated financial statements of the Group. Subscription solutions mainly comprise the Group's standard cloud-hosted SaaS products, customised software development, integrated marketing and private domain operation, sales of intelligent computing hardware etc. Merchant solutions mainly comprise advertising support services and advertising account management services.

The CODM assesses the performance of the operating segments mainly based on segment revenues and segment gross profit. The revenues from external customers reported to CODM are measured as segment revenues, which are the revenues derived from the customers in each segment. The segment gross profit is calculated as segment revenue minus segment cost of sales. Cost of sales for subscription solutions segment is primarily comprised of outsourcing service fee, broadband and hardware costs and employee benefit expenses. Cost of sales for merchant solutions primarily comprised of outsourcing service fee and employee benefit expenses.

As at December 31, 2025 and 2024, substantial majority of the non-current assets of the Group were located in the PRC. Therefore, no geographical segments are presented.

Other information, together with the segment information, provided to the CODM, is measured in a manner consistent with that applied in the consolidated financial statements. There were 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.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

6 SEGMENT INFORMATION (Continued)

	Subscription solutions RMB'000	Merchant solutions RMB'000	Total RMB'000
Year ended December 31, 2025			
Segment revenue	897,392	694,562	1,591,954
Segment cost of sales	(333,691)	(63,143)	(396,834)
Gross profit	563,701	631,419	1,195,120
	Subscription solutions RMB'000	Merchant solutions RMB'000	Total RMB'000
Year ended December 31, 2024			
Segment revenue	918,546	420,709	1,339,255
Segment cost of sales	(587,892)	(155,039)	(742,931)
Gross profit	330,654	265,670	596,324

Except for the revenue generated from Shenzhen Tencent Culture Media Company Limited (“Tencent Media”) where the Group provides merchant solutions to advertisers acting as the agent of Tencent Media and earns rebate, there was no concentration risk as no revenue from a single external customer was more than 10% of the Group’s total revenue for the years ended December 31, 2025 and 2024, respectively.

7 REVENUE

An analysis of the Group’s revenue by category for the years ended December 31, 2025 and 2024, is as follows:

7.1 Disaggregation of revenue from contracts with customers

	Year ended December 31	
	2025 RMB'000	2024 RMB'000
Subscription solutions	897,392	918,546
Merchant solutions (a)	694,562	420,709
Total revenue	1,591,954	1,339,255

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

7 REVENUE (Continued)

7.1 Disaggregation of revenue from contracts with customers (Continued)

	Year ended December 31	
	2025 RMB'000	2024 RMB'000
Timing of revenue recognition		
– At a point in time	1,033,715	660,941
– Over time	558,239	678,314
Total revenue	1,591,954	1,339,255

(a) Included in the merchant solutions revenue, the Group recognized RMB68,722,000 variable rebates received from media publishers in 2025, for which the related performance obligations were satisfied in 2024.

Included in the merchant solutions revenue, the Group reduced variable rebates recognized from media publishers of RMB128,824,000 in 2024, for which the related performance obligations were satisfied in 2023. In November 2024, the Group reached mutual agreements with certain media publishers for a one-time price concession on the online marketing support services provided in 2023 taking into account the economic environment.

7.2 Assets and liabilities related to contract with customers

The Group has recognised the following assets and liabilities related to contracts with customers:

	As at December 31	
	2025 RMB'000	2024 RMB'000
Contract acquisition cost (current)	35,054	42,738
Contract acquisition cost (non-current)	19,565	21,251
Total assets related to contracts with customers	54,619	63,989
Contract liabilities (current)	200,441	204,557
Contract liabilities (non-current)	44,290	49,473
Total contract liabilities	244,731	254,030

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

7 REVENUE (Continued)

7.2 Assets and liabilities related to contract with customers (Continued)

(i) Significant changes in contract liabilities

Contract liabilities of the Group mainly arise from the non-refundable advance payments in relation to subscription solutions services. There existed no significant changes in contract liabilities.

(ii) Revenue recognised in relation to contract liabilities

	Year ended December 31	
	2025 RMB'000	2024 RMB'000
Beginning balance	254,030	317,683
Addition	574,391	579,315
Recognized in revenue	(583,690)	(642,968)
Ending balance	244,731	254,030

The following table shows how much of the revenue recognised in the current reporting period relates to carried-forward contract liabilities.

	Year ended December 31	
	2025 RMB'000	2024 RMB'000
Revenue recognised that was included in the balance of contract liabilities at the beginning of the year	204,557	263,375

(iii) Unsatisfied performance obligations

The following table shows unsatisfied performance obligations resulting from subscription solutions.

	As at December 31	
	2025 RMB'000	2024 RMB'000
Subscription solutions related	244,731	254,030

The Company expects that out of total unsatisfied performance obligations as at December 31, 2025, approximately RMB200,441,000 (December 31, 2024: RMB204,557,000) will be recognized as revenue within 1 year. The remaining approximately RMB44,290,000 (December 31, 2024: RMB49,473,000) will be recognized as revenue within two to three years.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

7 REVENUE (Continued)

7.2 Assets and liabilities related to contract with customers (Continued)

(iv) Assets recognised from incremental costs to obtain a contract

The Group has recognised assets in relation to incremental costs to acquire the subscription solutions contracts. This is presented within "Contract acquisition cost" in the consolidated statement of financial position.

	Year ended December 31	
	2025	2024
	RMB'000	RMB'000
Amortisation recognized as selling expenses related to subscription solutions during the year (Note 8(a), (b))	56,674	136,407

(v) Assets recognised from costs to fulfil a contract

The Group has also recognised an asset in relation to costs to fulfil its customized software development contracts. This is presented within "Prepayments, deposits and other receivables" in the consolidated statement of financial position.

	Year ended December 31	
	2025	2024
	RMB'000	RMB'000
Beginning balance	27,993	23,143
Addition	109,696	82,643
Recognised as cost of providing customized software development during the year	(105,490)	(77,793)
Ending balance	32,199	27,993

(vi) Accounting policies of revenue recognition

The Group offers subscription solutions and merchant solutions.

1) Subscription solutions

The Group provides subscription solutions including standard cloud-hosted SaaS products offering, customised software development, integrated marketing and private domain operation, sales of intelligent computing hardware etc.

1.1) Standard cloud-hosted software offering – SaaS subscriptions

The Group offers cloud-hosted software solutions under a subscription model, which provide customers with access to applications for e-commerce, marketing, customer relationship management, and related functions. Subscriptions include routine customer support and unspecified software updates provided to all customers within the relevant subscription tier.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

7 REVENUE (Continued)

7.2 Assets and liabilities related to contract with customers (Continued)

(vi) Accounting policies of revenue recognition (Continued)

1) Subscription solutions (Continued)

1.1) Standard cloud-hosted software offering – SaaS subscriptions (Continued)

Sales are made either directly to customers or through authorized channel partners. In transactions involving channel partners, the Group is considered the principal in the arrangement. This assessment is based on the Group's primary responsibility for delivering the software service, its control over the cloud-hosting infrastructure (including payment of server fees to external vendors), and its discretion in setting the price of the SaaS products. Channel partners are contractually bound to follow the Group's pricing guidance and do not assume significant performance obligations to the customer. Consequently, revenue from transactions processed through channel partners is recognized on a gross basis, reflecting the full amount billed to the end customer.

Subscription revenue is recognized over time, generally on a straight-line basis over the contractual subscription period, beginning on the date the service is made available to the customer. Payments received in advance of service provision are recorded as contract liability.

Incremental costs of obtaining a contract – primarily commissions paid to the direct sales force and channel partners that are directly attributable to acquiring customer subscriptions – are capitalized as an asset. These costs are amortized on a systematic basis consistent with the pattern of transfer of the related services to the customer, which is typically on a straight-line basis over the contract period. Amortization is classified within selling and distribution expenses.

The Group periodically assesses whether changes in its business, market conditions, or other relevant events indicate that the estimated amortization period for contract acquisition costs should be revised, or whether indicators of impairment exist. Any such adjustments are recognized prospectively.

1.2) Customised software development

The Group develops and sells customised self-hosted software. Revenue is recognised when control over the customised software has been transferred to the customer. The customers cannot receive and consume the benefits simultaneously from the Group as well as control the customized software until the software is delivered to the customer. The customised software generally has no alternative use for the Group due to contractual restrictions. However, an enforceable right to payment does not arise until customised software were accepted by the customer. Therefore, revenue is recognised at a point in time when the customised software is accepted by the customer.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

7 REVENUE (Continued)

7.2 Assets and liabilities related to contract with customers (Continued)

(vi) Accounting policies of revenue recognition (Continued)

1) Subscription solutions (Continued)

1.2) Customised software development (Continued)

The Group recognizes an asset in relation to costs to fulfil its customised software development contracts. The costs relate directly to the contract, generate resources that will be used in satisfying the contract and are expected to be recovered. The contract fulfilment costs are recorded as cost of sales when the customised software is passed to the customer and the revenue is recognised.

1.3) Integrated marketing and private domain operation services

The Group provides integrated marketing solutions and private domain operation services to its brand customers.

The integrated marketing service (“Teampro”) delivers customized solutions encompassing industry insights and strategic consulting, product marketing strategy, creative content production, key opinion leader (KOL) marketing and communication, media placement management, and high-conversion marketing pathways.

Private domain operation services leverage social touchpoints including WeChat mini-program stores, WeCom, WeChat official accounts, WeChat video channels, and online communities to offer brands a comprehensive suite of operational support. This includes advertising operations, store management, content operations, community management, training, instructional support, and live streaming, enabling brands to achieve full-chain value growth and breakthroughs in private domain performance.

Revenue from these services is recognized over time, as the customer simultaneously receives and consumes the benefits of the Group’s performance throughout the service period.

1.4) Sales of intelligent computing power solution

The Group supplies hardware products related to intelligent computing, including AI servers. Revenue from the sale of these goods is recognized at a point in time when control of the products is transferred to the customer. The amount of revenue recognized reflects the consideration to which the Group expects to be entitled.

Control is transferred upon customer acceptance, which occurs when the product is delivered in a condition specified by the customer. For products requiring customer-specific adaptation, control is transferred upon the completion of such adaptation and subsequent customer acceptance.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

7 REVENUE (Continued)

7.2 Assets and liabilities related to contract with customers (Continued)

(vi) Accounting policies of revenue recognition (Continued)

1) Subscription solutions (Continued)

1.4) Sales of intelligent computing power solution (Continued)

Revenue is recognized on a gross basis when the Group is the principal in the transaction. This determination is made when the Group controls the specified product before transfer, has primary responsibility for fulfilling the promise, bears inventory risk, and has discretion in establishing the selling price.

Conversely, revenue is recognized on a net basis (as the net margin earned) when the Group acts as an agent in the transaction and does not obtain control of the product before it is transferred to the customer.

2) Merchant solutions services

The Group offers merchant solutions through online advertising support services and advertising account management services.

2.1) Online advertising support services

The Group provides online advertising support services to advertisers. These services involve facilitating the purchase of advertising traffic from various media platforms on behalf of advertisers. The Group charges advertisers based on industry-standard pricing models, such as cost per mile ("CPM") or cost per click ("CPC"), which align with the pricing mechanisms used by the media publishers from which the traffic is sourced.

In providing these services, the Group earns rebates from media publishers. These rebates may be granted in the form of prepayments for future advertising purchases or in the form of direct cash payments.

In accordance with HKFRS 15, the Group has assessed whether it acts as a principal or an agent in these transactions. The Group has determined it acts as an agent, as the media publishers are primarily responsible for providing the advertising service and fulfilling the performance obligation to the advertiser. The Group does not commit to the effectiveness of the advertisement and does not control the advertising inventory before it is displayed. Consequently, revenue is recognized on a net basis, representing the net service fee earned. Amounts billed to advertisers and corresponding payments to media publishers are presented net in the statement of comprehensive income.

These rebates are recognized as revenue. Certain rebates are variable in nature, as the final amount is determined at the discretion of the media publisher (see Note 5(c) for significant judgments). Variable consideration is estimated and included in the transaction price only to the extent that it is highly probable a significant reversal of cumulative revenue recognized will not occur. Differences between estimates and final settlements are recorded in the period the rebate is finalized.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

7 REVENUE (Continued)

7.2 Assets and liabilities related to contract with customers (Continued)

(vi) Accounting policies of revenue recognition (Continued)

2) Merchant solutions services (Continued)

2.1) Online advertising support services (Continued)

In these arrangements, both media publishers and the advertisers are considered customers of the Group. Revenue is recognized at a point in time when delivering purchased advertising traffic to the customers.

The Group also offers incentives, such as discounts or rebates, to advertisers as part of promotional activities. These incentives are treated as consideration payable to a customer and are recognized as a reduction of revenue at the time the incentive is offered or granted.

2.2) Advertising account management services

The Group provides comprehensive advertising account management services to clients. These services include strategic planning, creative development, media placement, and ongoing performance optimization.

Revenue from these services is recognized over time, as the customer simultaneously receives and consumes the benefits of the Group's performance throughout the service period.

The consideration for these services is typically structured as a fixed percentage of the total advertising spend managed by the Group for the client's account or gross merchandise volume achieved. Revenue is recognized in each reporting period based on the monthly settlement statements confirmed by customers, reflecting the amount of consideration to which the Group expects to be entitled.

3) Contract assets and liabilities

When either party to a contract has performed, the Group presents the contract in the consolidated statement of financial position as a contract asset or a contract liability, depending on the relationship between the Group's performance and the customer's payment.

A contract asset is the Group's right to consideration in exchange for services that the Group has transferred to a customer. A receivable is recorded when the Group has an unconditional right to consideration. A right to consideration is unconditional if only the passage of time is required before payment of that consideration is due.

If a customer pays consideration or the Group has an unconditional right to an amount of consideration, before the Group transfers services to the customer, the Group has a contract liability when the payment is received, or a receivable is recorded (whichever is earlier). A contract liability is the Group's obligation to transfer services to a customer for which the Group has received consideration from the customer.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

8 EXPENSES BY NATURE

	Year ended December 31	
	2025 RMB'000	2024 RMB'000
Employee benefits expenses (<i>Note 9</i>) (a)	983,037	1,248,044
Outsourced service fee	198,158	197,077
Promotion and advertising expenses (b)	137,651	229,139
Depreciation and amortisation	82,848	284,970
Broadband and hardware costs	63,518	7,447
Utilities and office expenses	61,370	55,372
Server and SMS charges related to subscription solutions revenue	48,427	54,677
Travelling and entertainment expenses	18,756	22,024
Consulting fees	6,687	11,505
Auditors' remuneration	5,420	5,420
Impairment provision for intangible assets (<i>Note 20</i>)	–	179,388
Advertising traffic cost	–	54,506
Others	17,238	24,212
	1,623,110	2,373,781

- (a) For the year ended December 31, 2025, employee benefits expenses consist of RMB15,583,000 amortisation expenses of contract acquisition cost paid and payable to salesmen (2024: RMB19,318,000).
- (b) For the year ended December 31, 2025, promotion and advertising expenses mainly consists of (i) RMB41,091,000 amortisation expenses of contract acquisition cost, mainly paid and payable to the Group's channel partners and other sales agents (2024: RMB117,089,000) and (ii) RMB54,297,000 advertising expenses for the Group, mainly paid and payable to online advertising platforms such as Baidu Online Network Technology (Beijing) Co., Ltd. (2024: RMB60,570,000).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

9 EMPLOYEE BENEFIT EXPENSES

	Year ended December 31	
	2025	2024
	RMB'000	RMB'000
Wages, salaries and bonuses	854,870	1,044,354
Other social security costs, housing benefits and other employee benefits	61,515	99,225
Pension costs-defined contribution plans	50,073	77,436
Share-based compensation expenses for employees and non-controlling interests (<i>Note 35</i>)	16,579	27,029
	983,037	1,248,044

Five highest paid individuals

The five individuals whose emoluments were the highest in the Group for the years ended December 31, 2025 included four directors whose emoluments are reflected in the analysis shown in Note 39 (2024: two). The emoluments payable to the remaining one individual for the years ended December 31, 2025 (2024: three) are as follows:

	Year ended December 31	
	2025	2024
	RMB'000	RMB'000
Salaries and wages	620	2,691
Pension costs-defined contribution plans	65	170
Other social security costs, housing benefits and other employee benefits	116	237
Share-based compensation	737	4,757
	1,538	7,855

The emoluments fell within the following bands:

	Year ended December 31	
	2025	2024
HK\$1,000,001 to HK\$1,500,000	–	1
HK\$1,500,001 to HK\$2,000,000	1	–
HK\$2,000,001 to HK\$3,500,000	–	–
HK\$3,500,001 to HK\$4,000,000	–	2
	1	3

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

9 EMPLOYEE BENEFIT EXPENSES (Continued)

Accounting policies of employee benefits

(i) Pension obligations

Policy on Chinese Mainland employees

The Group maintains only defined contribution pension plans. In accordance with the rules and regulations in the PRC, PRC-based employees participate in various government-administered retirement benefit schemes organized by relevant municipal and provincial authorities. Under these schemes, both the Group and its PRC-based employees are required to make monthly contributions based on a specified percentage of the employees' salaries. The respective municipal and provincial governments assume responsibility for the retirement benefit obligations of all existing and future retired PRC-based employees covered under the plans. Apart from these required contributions, the Group has no further obligation for the payment of retirement or other post-retirement benefits. The assets of these plans are held separately from those of the Group in independently administered funds managed by the respective government authorities.

Policy on mandatory provident fund scheme

The Group has arranged for its Hong Kong SAR employees to join the Mandatory Provident Fund Scheme (the "MPF Scheme"), a defined contribution scheme managed by an independent trustee. Under the MPF Scheme, the Group and its employees make monthly contributions to the scheme at 5% of the employees' earnings as defined under the Mandatory Provident Fund legislation. Both the Group's and the employees' contributions were subject to a cap of HKD1,500 per month and contributions thereafter are voluntary. No forfeited contributions are available to reduce contributions payable in the future.

The Group's contributions to the defined contribution retirement scheme are expensed as incurred.

(ii) Housing funds, medical insurances and other social insurances

Employees of the Group in the PRC are enrolled in various government-supervised social security schemes, including housing funds, medical insurance, and other statutory social insurance plans. The Group makes monthly contributions to these plans based on prescribed percentages of the employees' salaries, subject to statutory contribution ceilings. The Group's obligation under these schemes is limited to the contributions payable in each period. All contributions made to housing funds, medical insurance, and other social insurances are recognized as expenses in the period in which they are incurred.

(iii) Termination benefits

Termination benefits are payable when employment is terminated by the Group before the normal retirement date, or whenever an employee accepts voluntary redundancy in exchange for these benefits. The Group recognises termination benefits at the earlier of the following dates: (a) when the Group can no longer withdraw the offer of those benefits; and (b) when the entity recognises costs for a restructuring that is within the scope of HKAS 37 and involves the payment of termination benefits. In the case of an offer made to encourage voluntary redundancy, the termination benefits are measured based on the number of employees expected to accept the offer. Benefits falling due more than 12 months after the end of reporting period are discounted to their present value.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

9 EMPLOYEE BENEFIT EXPENSES (Continued)

Accounting policies of employee benefits (Continued)

(iv) Employee leave entitlements

Employee entitlements to annual leave are recognized when they 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.

10 OTHER INCOME

	Year ended December 31	
	2025 RMB'000	2024 RMB'000
Government grants (a)	24,096	29,876
Interest income from restricted cash, term deposits and loans to related and third parties (b)	22,350	10,966
Operating lease income (c)	2,963	–
	49,409	40,842

(a) Government grants mainly represent tax refunds entitled to receive, and other government grants received. Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received, and the Group will comply with all attached conditions. Government grants relating to costs are deferred and recognised in profit or loss over the period necessary to match them with the costs that they are intended to compensate. Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and they are credited to profit or loss on a straight-line basis over the expected useful lives of the related assets.

(b) Interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset except for financial assets that subsequently become credit-impaired. Interest income from restricted cash, term deposits and loan to third parties and related parties are presented as "Other income".

(c) The investment properties are leased to tenants under operating leases with rentals payable monthly or quarterly. Lease income from operating leases where the Group is a lessor is recognised in income on a straight-line basis over the lease term.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

11 OTHER LOSSES, NET

	Year ended December 31	
	2025 RMB'000	2024 RMB'000
Fair value change of level 3 financial instruments (<i>Note 4.3</i>)	(39,445)	(270,716)
Fair value change of cross currency swaps	(4,775)	9,975
Fair value change of investment properties	(6,262)	(2,430)
Fair value change of investment in Listed Companies	18,654	(6,001)
Net foreign exchange losses	(1,983)	(23,698)
Impairment loss of goodwill (<i>Note 20</i>)	–	(41,909)
Others, net	(4,721)	(11,335)
	(38,532)	(346,114)

12 FINANCE COSTS

	Year ended December 31	
	2025 RMB'000	2024 RMB'000
Interest expenses on borrowings (<i>a</i>)	69,864	68,397
Interest expenses on put option liability (<i>Note 26(b)</i>)	6,102	5,842
Interest expenses on lease liabilities (<i>Note 18</i>)	1,107	2,386
Costs related to bonds	1,251	205,553
Less: Interest capitalization (<i>a</i>)	(3,018)	(8,432)
	75,306	273,746

(a) General and specific borrowing costs that are directly attributable to the construction of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use. Other borrowing costs are expensed in the period in which they are incurred.

13 FINANCE INCOME

	Year ended December 31	
	2025 RMB'000	2024 RMB'000
Interest income on bank deposits held for cash management purpose	3,932	12,006

Interest income on bank deposits is presented as “Finance income” where it is earned from financial assets that are held for cash management purposes.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

14 TAXATION

(a) Value-added tax

The Group is principally subject to 6% and 13% VAT, and surcharges on VAT payments according to PRC tax law.

(b) Income tax

	Year ended December 31	
	2025	2024
	RMB'000	RMB'000
Current tax	724	1,766
Deferred income tax (<i>Note 27</i>)	43,977	(45,019)
Income tax expenses/(credit)	44,701	(43,253)

The tax on the Group's loss before income tax differs from the theoretical amount that would arise using the tax rate of 25% for the years ended December 31, 2025 and 2024, being the tax rate of the major subsidiaries of the Group.

	Year ended December 31	
	2025	2024
	RMB'000	RMB'000
Loss before income tax	(196,786)	(1,787,203)
Tax calculated at PRC statutory income tax rate of 25%	(49,197)	(446,801)
Effects of preferential tax rates applicable to HNTEs	34,996	72,890
Effects of different tax rates in other jurisdictions	(7,396)	23,608
Accelerated research and development deductible expenses	(47,736)	(95,640)
Fair value changes in bonds and convertible bonds not deductible for taxation purpose	–	(17,349)
Expenses not deductible for taxation purpose	6,359	4,405
Temporary differences and tax losses for which no deferred income tax asset was recognized	107,675	415,634
Income tax expenses/(credit)	44,701	(43,253)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

14 TAXATION (Continued)

(b) Income tax (Continued)

(i) *Cayman Islands Income Tax*

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

(ii) *Hong Kong Profits Tax*

No provision for Hong Kong profits tax was made as the Group did not have any assessable income subject to Hong Kong profits tax for the year ended December 31, 2025 and 2024.

(iii) *PRC Enterprise Income Tax*

Income tax provision of the Group in respect of operations in Chinese Mainland has been calculated at the applicable tax rate on the estimated assessable profits for the period, based on the existing legislation, interpretations and practices in respect thereof. The general corporate income tax rate in the PRC is 25%. Certain subsidiaries of the Group in the PRC are qualified as high and new technology enterprises ("HNTEs") and are subject to a 3-year preferential income tax rate of 15% effective from 2023 to 2026, or 2024 to 2027.

(iv) *PRC withholding Tax*

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

As at December 31, 2025 and 2024, the Group has undistributed earnings of RMB248,933,000 and RMB189,630,000 generated from its subsidiaries in PRC, respectively, which, if paid out as dividends, would be subject to tax in the hands of the recipient. An assessable temporary difference exists, but no deferred tax liability has been recognized as the Group is able to control the timing of distributions from subsidiaries and is not expected to distribute these profits in the foreseeable future. Deferred income taxes are not provided on undistributed earnings of the Company's subsidiaries that are intended to be permanently reinvested in China.

(v) *Pillar Two income taxes*

Pillar Two legislation has not been enacted or substantively enacted in jurisdictions in which the Group operates as at the reporting date. The Group is in the process of assessing its exposure to Pillar Two legislation for when it comes into effect. Based on the assessment, the Group does not expect material exposure to Pillar Two income taxes.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

15 DIVIDENDS

No dividends have been paid or declared by the Company for the years ended December 31, 2025 and 2024.

16 LOSS PER SHARE

(a) Basic

Basic loss per share for the years ended December 31, 2024 and 2025 are calculated by dividing the loss attributable to the Company's equity holders by the weighted average number of ordinary shares excluding shares held for RSU scheme during the respective years.

	Year ended December 31	
	2025	2024
Net loss attributable to the equity holders of the Company (RMB'000)	(221,499)	(1,728,493)
Weighted average numbers of ordinary shares in issue	3,649,441,546	3,008,580,229
Basic loss per share (expressed in RMB per share)	(0.06)	(0.57)

(b) Diluted

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.

For the year ended December 31, 2025, 2024 Convertible Bonds (Note 26) issued by the Company, the remaining two tranches of share private placement (Note 33) and restricted shares units ("RSUs") granted to employees (Note 35) are considered to be potential ordinary shares. For the year ended December 31, 2024, 2024 Convertible Bonds (Note 26) issued by the Company and RSUs granted to employees are considered to be potential ordinary shares. For the years ended December 31, 2025 and 2024, the dilutive potential ordinary shares were not included in the calculation of diluted loss per share as their inclusion would be anti-dilutive.

Accordingly, diluted loss per share for the years ended December 31, 2025 and 2024 was the same as basic loss per share of the respective year.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

17 PROPERTY, PLANT AND EQUIPMENT

	Computer and electronic equipment	Furniture and fixtures	Vehicles	Buildings	Leasehold improvement	Assets under construction	Total
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Cost							
At January 1, 2025	30,452	6,325	4,570	35,500	53,204	414,640	544,691
Additions	1,288	15	416	-	1,865	85,358	88,942
Transfer from assets under construction	-	4,087	-	495,911	-	(499,998)	-
Transfer to investment properties (Note 19)	-	-	-	(30,840)	-	-	(30,840)
Other disposals	(3,382)	(131)	-	-	-	-	(3,513)
At December 31, 2025	28,358	10,296	4,986	500,571	55,069	-	599,280
Accumulated depreciation							
At January 1, 2025	(29,828)	(4,161)	(2,548)	(5,975)	(50,496)	-	(93,008)
Depreciation	(1,343)	(1,332)	(703)	(11,157)	(1,737)	-	(16,272)
Transfer to investment properties (Note 19)	-	-	-	243	-	-	243
Other disposals	3,209	121	-	-	-	-	3,330
At December 31, 2025	(27,962)	(5,372)	(3,251)	(16,889)	(52,233)	-	(105,707)
Net carrying amount							
At January 1, 2025	624	2,164	2,022	29,525	2,708	414,640	451,683
At December 31, 2025	396	4,924	1,735	483,682	2,836	-	493,573

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

17 PROPERTY, PLANT AND EQUIPMENT (Continued)

	Computer and electronic equipment	Furniture and fixtures	Vehicles	Buildings	Leasehold improvement	Assets under construction	Total
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Cost							
At January 1, 2024	32,345	7,468	4,570	35,500	57,431	219,983	357,297
Additions	350	7	-	-	685	194,657	195,699
Other disposals	(2,243)	(1,150)	-	-	(4,912)	-	(8,305)
At December 31, 2024	30,452	6,325	4,570	35,500	53,204	414,640	544,691
Accumulated depreciation							
At January 1, 2024	(27,698)	(3,598)	(1,838)	(4,541)	(45,820)	-	(83,495)
Depreciation	(4,237)	(991)	(710)	(1,434)	(7,277)	-	(14,649)
Other disposals	2,107	428	-	-	2,601	-	5,136
At December 31, 2024	(29,828)	(4,161)	(2,548)	(5,975)	(50,496)	-	(93,008)
Net carrying amount							
At January 1, 2024	4,647	3,870	2,732	30,959	11,611	219,983	273,802
At December 31, 2024	624	2,164	2,022	29,525	2,708	414,640	451,683

Depreciation of the Group's property, plant and equipment has been recognised as follows:

	Year ended December 31	
	2025 RMB'000	2024 RMB'000
Cost of sales	1,737	1,898
Administrative expenses	7,791	7,427
Selling and marketing expenses	6,744	5,324
	16,272	14,649

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

17 PROPERTY, PLANT AND EQUIPMENT (Continued)

Assets pledged as security

Property, plant and equipment with net carrying amount of RMB452,273,000 (2024: RMB414,640,000) have been pledged to secure long term borrowings (including current portion) of RMB294,689,000 of the Group (2024: RMB188,860,000) (Note 31). The Group is not allowed to pledge these assets as security for other borrowings.

Accounting policies of property, plant and equipment

Property, plant and equipment are stated at historical cost less depreciation and accumulated impairment. 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 recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the asset will flow to the Group and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to the consolidated statement of comprehensive loss during the year in which they are incurred.

Depreciation is calculated using the straight-line method to allocate their cost or revalued amounts, net of their residual values, over their estimated useful lives or, in the case of leasehold improvements, the shorter lease term as follows:

Buildings	20-30 years
Computer and electronic equipment	3-5 years
Furniture and fixtures	3-5 years
Vehicles	4-5 years
Leasehold improvement	Shorter of estimated useful lives or remaining lease terms

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at 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.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised within "Other losses, net" in the consolidated statement of comprehensive loss.

Impairment test on property, plant and equipment

For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating unit, "CGU"). Impairment tests on property, plant and equipment are conducted on individual CGU level whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised 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.

No impairment of property, plant and equipment is considered necessary based on the impairment tests performed as at December 31, 2025 and 2024.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

18 LEASES

(i) Right-of-use assets

	Land-use rights (a) RMB'000	Buildings RMB'000	Total RMB'000
Cost			
At January 1, 2025	344,214	169,433	513,647
Additions	–	8,793	8,793
Transfer to investment properties (Note 19)	(20,869)	–	(20,869)
Other decrease (b)	–	(15,948)	(15,948)
Other disposals (c)	–	(105,092)	(105,092)
At December 31, 2025	323,345	57,186	380,531
Accumulated depreciation			
At January 1, 2025	(21,495)	(130,534)	(152,029)
Depreciation	(8,464)	(23,022)	(31,486)
Transfer to investment properties (Note 19)	1,243	–	1,243
Other decrease (b)	–	14,941	14,941
Other disposals (c)	–	103,212	103,212
At December 31, 2025	(28,716)	(35,403)	(64,119)
Net carrying amount			
At January 1, 2025	322,719	38,899	361,618
At December 31, 2025	294,629	21,783	316,412

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

18 LEASES (Continued)

(i) Right-of-use assets (Continued)

	Land-use rights (a) RMB'000	Buildings RMB'000	Total RMB'000
Cost			
At January 1, 2024	344,214	196,391	540,605
Additions	–	17,687	17,687
Other disposals (c)	–	(44,645)	(44,645)
At December 31, 2024	344,214	169,433	513,647
Accumulated depreciation			
At January 1, 2024	(12,827)	(128,977)	(141,804)
Depreciation	(8,668)	(40,630)	(49,298)
Other disposals (c)	–	39,073	39,073
At December 31, 2024	(21,495)	(130,534)	(152,029)
Net carrying amount			
At January 1, 2024	331,387	67,414	398,801
At December 31, 2024	322,719	38,899	361,618

(a) *Land-use rights pledged as security*

Land-use rights with carrying amount of RMB286,245,000 (2024: RMB314,022,000) have been pledged to secure long term borrowings (including current portion) of RMB294,689,000 of the Group (2024: RMB188,860,000) (Note 31). The Group is not allowed to pledge these assets as security for other borrowings.

(b) Other decrease of right-of-use assets for the year ended December 31, 2024 and 2025 was mainly due to the modification of rental agreement. The Group recognised approximately RMB1,904,000 gains in "Other losses, net" (2024: Nil).

(c) Disposals of right-of-use assets for the years ended December 31, 2024 and 2025 were due to the early termination of rental agreements. The Group recognised approximately RMB1,197,000 gains in "Other losses, net" (2024: RMB4,753,000).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

18 LEASES (Continued)

(ii) Lease liabilities

	Year ended December 31	
	2025	2024
	RMB'000	RMB'000
Current	13,261	22,394
Non-current	5,755	15,556
	19,016	37,950

(iii) Amounts recognised in the consolidated statement of comprehensive loss

The consolidated statement of comprehensive loss shows the following amounts relating to leases:

	Year ended December 31	
	2025	2024
	RMB'000	RMB'000
Depreciation charge of right-of-use assets		
Buildings	23,022	40,630
Land-use rights	8,464	8,668
	31,486	49,298
Interest expenses (included in finance cost) (Note 12)	1,107	2,386
Expense relating to short-term leases (included in administrative expenses)	4,619	5,457

The total cash outflow for long-term leases including principal elements and interest expenses as well as short-term leases for the year ended December 31, 2025 was approximately RMB27,465,000 (2024: RMB46,071,000).

(iv) Accounting for a lessor with operating leases

The Group owned certain residential real estates leased to tenants under operating leases, which meets the definition of investment properties (Note 19).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

18 LEASES (Continued)

(v) Accounting for a lessee with operating leases

Assets and liabilities arising from a lease are initially measured on a present value basis. The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the Group, the lessee's incremental borrowing rate is used, being the rate that the individual 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, security and conditions.

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 other than the security interests in the leased assets that are held by the lessor.

Right-of-use assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. Payments associated with short-term leases are recognised 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 without a purchase option.

The Group's land use right was amortised ratably over the term of the useful life of 40 years at a straight-line basis. For office buildings, rental contracts are typically made for fixed periods of 1 to 3 years.

19 INVESTMENT PROPERTIES

	Year ended December 31	
	2025 RMB'000	2024 RMB'000
Opening balance at January 1	32,100	34,530
Transfer from property, plant and equipment and right-of-use assets – carrying value (Note 17 and 18)	50,223	–
Revaluation gain of land and buildings at the transfer date (Note 34)	1,030	–
Net loss from fair value change	(6,262)	(2,430)
Ending balance at December 31	77,091	32,100

Investment properties, principally residential real estate, are held for long-term rental yields and are not occupied by the Group. Investment property acquired in a business combination is initially measured at fair value at the acquisition date. Subsequently, they are carried at fair value. Changes in fair value are recognised within "Other losses, net" in the consolidated statement of comprehensive loss. Cash outflows in respect of the purchase of investment properties are classified as investing activities and cash inflows derived from rental income are classified as operating activities.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

19 INVESTMENT PROPERTIES (Continued)

If an owner-occupied property becomes an investment property that will be carried at fair value, the entity shall treat any difference at that date between the carrying amount of the property. For the Group, up to the date when its owner-occupied property becomes an investment property carried at fair value, the Group depreciates the property and recognizes any impairment losses that have occurred. The Group treated any resulting increase in the carrying amount as follows: to the extent that the increase reverses a previous impairment loss for that property, the increase is recognised in profit or loss. The amount recognised in profit or loss does not exceed the amount needed to restore the carrying amount to the carrying amount that would have been determined (net of depreciation) had no impairment loss been recognized. Any remaining part of the increase is recognised in other comprehensive income and increases the revaluation surplus within equity. On subsequent disposal of the investment property, the revaluation surplus included in equity may be transferred to retained earnings. The transfer from revaluation surplus to retained earnings is not made through profit or loss.

(i) Amounts recognised in the consolidated statement of comprehensive loss for investment properties

	Year ended December 31	
	2025 RMB'000	2024 RMB'000
Rental income from operating leases	2,963	352
Direct operating expenses from property that generated rental income	12	12

(ii) Leasing arrangements

The investment properties are leased to tenants under operating leases with rentals payable monthly. There are no other variable lease payments that depend on an index or rate.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

19 INVESTMENT PROPERTIES (Continued)

(iii) Valuation techniques

As of December 31, 2025 and 2024, all of the Group's investment properties were classified within Level 3 of the fair value hierarchy. For all investment properties, the current use is considered to represent their highest and best use. The fair value of investment properties has been determined using the direct comparison approach, based on the assumption of a sale of each property in its existing condition with vacant possession. With reference to observable sales transactions in the relevant market, comparable properties in close proximity were selected. Adjustments were then applied to account for differences in factors such as location and property size. There were no changes in the valuation techniques applied during the year.

Information about fair value measurements using significant unobservable inputs (*level 3*)

Description	Fair value as at		Valuation techniques	Unobservable inputs	Range of Unobservable inputs		Relationship of unobservable inputs to fair value
	December 31, 2025 RMB'000	December 31, 2024 RMB'000			December 31, 2025	December 31, 2024	
Investment properties	77,091	32,100	Direct comparison	Adjusted market price (RMB/square meter)	RMB 42,426- RMB46,863	RMB 47,689- RMB50,491	The higher market price, the higher fair value.

(iv) Assets pledged as security

As of December 31, 2025, investment properties with net carrying amount of RMB48,711,000 have been pledged to secure long term borrowings (including current portion) of RMB294,689,000 of the Group (Note 31). The Group is not allowed to pledge these assets as security for other borrowings. No investment properties was pledged as of December 31, 2024.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

20 INTANGIBLE ASSETS

	Goodwill (i) RMB'000	Self-developed software RMB'000	Customer relationships RMB'000	Others RMB'000	Total RMB'000
Cost					
At January 1, 2025	932,157	1,173,517	226,295	9,244	2,341,213
Additions	-	-	-	484	484
At December 31, 2025	932,157	1,173,517	226,295	9,728	2,341,697
Accumulated amortisation					
At January 1, 2025	-	(918,100)	(95,647)	(5,156)	(1,018,903)
Amortisation	-	(13,521)	(23,218)	(440)	(37,179)
At December 31, 2025	-	(931,621)	(118,865)	(5,596)	(1,056,082)
Impairment					
At January 1, 2025	(236,752)	(241,098)	-	-	(477,850)
At December 31, 2025	(236,752)	(241,098)	-	-	(477,850)
Net carrying amount					
At January 1, 2025	695,405	14,319	130,648	4,088	844,460
At December 31, 2025	695,405	798	107,430	4,132	807,765

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

20 INTANGIBLE ASSETS (Continued)

	Goodwill (i) RMB'000	Self-developed software RMB'000	Customer relationships RMB'000	Others RMB'000	Total RMB'000
Cost					
At January 1, 2024	932,157	1,153,036	226,295	9,244	2,320,732
Capitalisation of development costs (ii)	-	20,481	-	-	20,481
At December 31, 2024	932,157	1,173,517	226,295	9,244	2,341,213
Accumulated amortisation					
At January 1, 2024	-	(714,437)	(72,429)	(2,659)	(789,525)
Amortisation	-	(203,663)	(23,218)	(2,497)	(229,378)
At December 31, 2024	-	(918,100)	(95,647)	(5,156)	(1,018,903)
Impairment					
At January 1, 2024	(194,843)	(61,710)	-	-	(256,553)
Impairment	(41,909)	(179,388)	-	-	(221,297)
At December 31, 2024	(236,752)	(241,098)	-	-	(477,850)
Net carrying amount					
At January 1, 2024	737,314	376,889	153,866	6,585	1,274,654
At December 31, 2024	695,405	14,319	130,648	4,088	844,460

Amortisation of the Group's intangible assets has been recognised as follows:

	Year ended December 31	
	2025 RMB'000	2024 RMB'000
Cost of sales	1,877	189,059
General and administrative expenses	12,084	17,101
Selling expenses	23,218	23,218
	37,179	229,378

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For the year ended December 31, 2025

20 INTANGIBLE ASSETS (Continued)

Impairment of non-financial assets

Goodwill and intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount might not be recoverable. An impairment loss is recognised 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 inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

(i) Goodwill

Goodwill is monitored by management at the level of the three operating segments identified in Note 5. A segment-level summary of the goodwill allocation is presented below.

	Subscription solutions RMB'000	Merchant solutions RMB'000	Xiangxinyun RMB'000	Total RMB'000
Balance as at January 1, 2025 and December 31, 2025	602,829	92,576	–	695,405
	Subscription solutions RMB'000	Merchant solutions RMB'000	Xiangxinyun RMB'000	Total RMB'000
Balance as at January 1, 2024	602,829	92,576	41,909	737,314
Impairment	–	–	(41,909)	(41,909)
Balance as at December 31, 2024	602,829	92,576	–	695,405

As at December 31, 2024 and 2025, the Group has engaged an independent external appraiser to assist management to perform the goodwill impairment assessments.

The recoverable amount of goodwill was determined based on value-in-use calculations. The value-in-use calculations use cash flow projections based on business plan for the purpose of impairment reviews covering a five-year period. The accuracy and reliability of the information is reasonably assured by the budgeting, forecast and control process established by the Group. The management leveraged their experiences in the industries and provided forecast based on past performance and their expectation of future business plans and market developments.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

20 INTANGIBLE ASSETS (Continued)

(i) Goodwill (Continued)

The following table sets out the key assumptions for the operating segments that have goodwill allocated to them:

As at December 31, 2025	Subscription solutions	Merchant solutions
Gross margin (%)	63.1%-76.4%	89.6%-91%
Annual growth rate (%)	(15.8%)-25.0%	(5.3%)-5.0%
Terminal growth rate (%)	2%	2%
Pre-tax discount rate (%)	17%	19%

As at December 31, 2024	Subscription solutions	Merchant solutions	Xiangxinyun
Gross margin (%)	60.2%-80.0%	74.0%	28.0%-38.4%
Annual growth rate (%)	(13.5%)-36.2%	5.0%-28.8%	(41.7%)-(100%)
Terminal growth rate (%)	2%	2%	NA
Pre-tax discount rate (%)	17%	19%	21%

The recoverable amount of the goodwill is shown as below:

	As at December 31	
	2025 RMB'000	2024 RMB'000
Recoverable amount for subscription solutions	1,001,984	1,375,154
Recoverable amount for merchant solutions	251,553	158,235
Recoverable amount for Xiangxinyun	-	-
	1,253,537	1,533,389

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

20 INTANGIBLE ASSETS (Continued)

(i) Goodwill (Continued)

The headroom of the goodwill is shown as below:

	As at December 31	
	2025	2024
	RMB'000	RMB'000
Headroom for subscription solutions	399,155	772,325
Headroom for merchant solutions	158,977	65,659
Headroom for Xiangxinyun	–	–
	558,132	837,984

Based on the impairment test, as the headroom for goodwill allocated to subscription solutions operating segment and merchant solutions operating segment is far larger than the carrying amount of goodwill, the reasonable possible changes in key assumptions would not lead to any impairment of allocated goodwill to as at December 31, 2025 and 2024.

For the goodwill allocated to Xiangxinyun, the Group recorded a full impairment as of December 31, 2024, due to its actual performance falling significantly short of forecasts and the Group decided to cease further investment in this subsidiary and gradually scale down its operations.

(ii) Self-developed software and capitalisation of development cost

The Group periodically develops new SaaS products and enhances existing ones by adding new features to align with market trends and meet evolving customer needs. Costs associated with maintaining software programs are recognised 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 recognised as intangible assets when the following criteria are met:

- it is technically feasible to complete the software so that it will be available for use;
- management intends to complete the software and use or sell it;
- there is an ability to use or sell the software;
- it can be demonstrated how the software will generate probable future economic benefits;
- adequate technical, financial and other resources to complete the development and to use or sell the software are available; and
- the expenditure attributable to the software during its development can be reliably measured.

Directly attributable costs that are capitalised as part of the software include employee costs and an appropriate portion of relevant overheads.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

20 INTANGIBLE ASSETS (Continued)

(ii) Self-developed software and capitalisation of development cost (Continued)

Capitalised development costs are recorded as intangible assets and amortised from the point at which the asset is ready for use. The management determines the estimated useful lives and related amortisation charges for the Group's development costs with reference to the estimated periods that the Group intends to derive future economic benefits from the use of these assets.

Amortisation is calculated using the straight-line method to allocate the costs of self-developed software over the estimated useful lives of 3 to 5 years. Management will revise the amortisation charges where useful lives are different to that of previously estimated, or it will write-off or write down technically obsolete or non-strategic assets that have been abandoned or sold.

Research and development expenditure that do not meet the criteria in above are recognised as an expense as incurred. Development costs previously recognised as an expense are not recognised as an asset in a subsequent period. The research and development expenses included in "general and administrative expenses" in the consolidated statement of comprehensive loss are as follows.

	Year ended December 31	
	2025 RMB'000	2024 RMB'000
Development costs capitalized during the year	–	20,481
Research and development expenses	262,855	385,840

Based on the impairment test, the Group recognized impairments of RMB179,388,000 on its self-developed software as of December 31, 2024.

(iii) Customer relationships

Customer relationships acquired in business combination are recognized initially at fair value at the acquisition date and subsequently carried at the amount initially recognized less accumulated amortisation and impairment losses, if any. Amortisation is calculated using the straight-line method to allocate the costs of acquired intangible assets over the estimated useful lives of 5 to 10 years. There is no impairment indicator related to the customer relationship was identified as of December 31, 2024 and 2025.

(iv) Others

Other intangible assets include trademark and acquired software licenses. The trademark is carried at cost without amortisation but is tested for impairment. The acquired software licenses are amortised by using the straight-line method over the estimated useful lives of 2 to 10 years.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

21 MAJOR SUBSIDIARIES

As at December 31, 2025 and 2024, the Company had direct and indirect interests in the following major subsidiaries (including controlled structured entities):

Company Name	Type of legal entity	Place of incorporation/ establishment operation	Date of incorporation/ establishment	Registered Capital	Percentage of attributable equity interest		Principal activities
					As at December 31, 2025	As at December 31, 2024	
Direct interest:							
Weimob Holding Limited	Limited liability company	British Virgin Islands ("BVI")	February 7, 2018	USD50,000	100%	100%	Investment holding
Indirect interest:							
Weimob Technology HK Limited ("Weimob HK")	Limited liability company	Hong Kong	March 6, 018	HKD10,000	100%	100%	Investment holding
Weimob Investment Limited	Limited liability company	BVI	March 6, 2020	USD50,000	100%	100%	Investment holding
Weimob Global Limited	Limited liability company	Hong Kong	December 17, 2020	HKD10,000	100%	100%	Subscription and merchant solutions
Weimob Development (上海微盟企業發展有限公司)	Limited liability company	The PRC	September 10, 2014	RMB4,000 million	100%	100%	Subscription solutions
Beijing Weimob Information Technology Co., Ltd. (北京為盟信息科技有限公司) ("Beijing Weimob")	Limited liability company	The PRC	September 9, 2015	RMB1 million	100%	100%	Subscription and merchant solutions
Shanghai Mengju Information Technology Co., Ltd. (上海盟聚信息科技有限公司) ("Shanghai Mengju")	Limited liability company	The PRC	December 29, 2015	RMB2,200 million	100%	100%	Merchant solutions
Shanghai Mengyao Information Technology Co., Ltd. (上海盟耀信息科技有限公司) ("Shanghai Mengyao")	Limited liability company	The PRC	February 1, 2016	RMB1,600 million	100%	100%	Merchant solutions
Shanghai Mengzhun Information Technology Co., Ltd. (上海盟准信息科技有限公司)	Limited liability company	The PRC	March 21, 2019	RMB50 million	100%	100%	Merchant solutions
Shanghai Weimob Yunbing Information Technology Co., Ltd. (上海微盟雲冰信息科技有限公司) ("Weimob Yunbing")	Limited liability company	The PRC	May 10, 2019	RMB100 million	100%	100%	Investment

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For the year ended December 31, 2025

21 MAJOR SUBSIDIARIES (Continued)

Company Name	Type of legal entity	Place of incorporation/ establishment/ operation	Date of incorporation/ establishment	Registered Capital	Percentage of attributable equity interest		Principal activities
					As at December 31, 2025	As at December 31, 2024	
Shanghai Mengxiao Information Technology Co., Ltd. (上海盟效信息科技有限公司)	Limited liability company	The PRC	May 11, 2018	RMB50 million	82.5%	80%	Merchant solutions
Beijing Weimob Enterprise Development Co., Ltd (北京微盟企業發展有限公司)	Limited liability company	The PRC	December 2, 2020	RMB100 million	100%	100%	Subscription and merchant solutions
Heading (上海海鼎信息工程股份有限公司)	Company limited by shares	The PRC	January 8, 1997	RMB37.3 million	51%	51%	Subscription solutions
Shanghai Heading Information Technology Co., Ltd. ("Heading Information") (上海海鼎信息科技有限公司)	Limited liability company	The PRC	March 14, 2019	RMB31 million	37.8%*	37.8%*	Subscription solutions
Shanghai Weimeng Yunshuang Economic Development Co., Ltd. (上海微盟雲雙經濟發展有限公司) ("Weimob Yunshuang")	Limited liability company	The PRC	June 3, 2021	RMB350 million	100%	100%	Subscription and merchant solutions
Hangzhou Weimob Information Technology Co., Ltd. (杭州為盟信息科技有限公司)	Limited liability company	The PRC	August 21, 2015	RMB1 million	100%	100%	Subscription solutions
Shanghai Team Pro Information Technology Co., Ltd. (上海緹盟普洛信息科技有限公司)	Limited liability company	The PRC	February 4, 2021	RMB100 million	100%	100%	Subscription solutions
Consolidated structured entities: Weimob Teamwork (PTC) Limited (Note 34)	Limited liability company	BVI	May 30, 2018	USD50,000	100%	100%	RSU scheme trust

* The Company owned 51% equity interests in Heading and Heading owned 74.1% equity interests in Heading Information. Therefore, the Company indirectly owned 37.8% of Heading Information.

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For the year ended December 31, 2025

22 ASSOCIATES

Associates are entities over which the Group has significant influence but not control or joint control. This is generally the case where the Group holds between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting, after initially being recognised at cost. The exemption from using the equity method is available if the investments are measured at fair value through profit or loss in accordance with HKFRS 9. The Group makes this election separately for each associate at initial recognition.

The following is a list of principal investments in associates of the Company as at December 31, 2025 and 2024. The entities listed below have share capital consisting of both ordinary shares and ordinary shares with preference rights, which are held directly or indirectly by the Group. The Group has significant influence over these investments based on its representation on the respective board of directors. For investments held by the Group in common shares and has significant influence over the investees, the Group accounted for these investments in equity method. For investments made by the Group in form of redeemable preferred shares, the Group measured these investments at fair value through profit and losses (Note 25) because they are not qualified for equity accounting.

Name	Date of incorporation	Registered capital (thousand)	Place of incorporation and principal places of business	Percentage of ownership interest attribution to the Group		Principal activities	Accounting method
				As at December 31, 2025	As at December 31, 2024		
Beijing Weizhi Shuke Investment Center (Limited Partnership) ("Weizhi Shuke")	January 7, 2021	RMB 150,000	China	30.00%	30.00%	Investment	Equity method
Nanjing Chuangyi Meridian Weimob Emerging Industry Equity Investment Fund Partnership (Limited Partnership) ("Nanjing Chuangyi")	October 1, 2019	RMB 51,000	China	32.70%	32.70%	Investment	Equity method
Shanghai Weixin Investment Center (Limited Partnership) ("Shanghai Weixin")	July 7, 2022	RMB 35,000	China	37.51%	37.51%	Investment	Equity method
Xuzhou Beishang Menghe Management Consulting Partnership (Limited Partnership) (Xuzhou Beishang)	May 31, 2023	RMB 45,000	China	49.45%	49.45%	Investment	Equity method
Acewill (Note 25)	November 6, 2006	RMB 30,000	China	26.23%	26.23%	Subscription solutions	FVPL
Shanghai Banfan Information Technology Co., Ltd. ("Banfan")	March 11, 2022	RMB 12,561	China	23.90%	–	Subscription solutions	FVPL
Xiaoke (Note 25)	November 27, 2019	RMB 361,518	China	37.80%	37.80%	Subscription solutions	FVPL
Zhejiang Damo Network Technology Co., Ltd. ("Demo") (Note 25)	February 11, 2015	RMB 49,800	China	32.38%	32.38%	Subscription solutions	FVPL
Beijing Nengtong Tianxia Network Technology Co., Ltd. ("Nengtong") (Note 25 (a)(iv))	September 19, 2007	RMB 30,000	China	11.54%	13.43%	Subscription solutions	FVPL

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For the year ended December 31, 2025

22 ASSOCIATES (Continued)

Investments in associates accounted for using the equity method

	Year ended December 31,	
	2025	2024
	RMB'000	RMB'000
Weizhi Shuke (a)	146,143	126,505
Nanjing Chuangyi (a)	39,559	41,707
Shanghai Weixin (a)	36,024	33,297
Xuzhou Beishang (b)	45,000	45,000
Other immaterial associates	17,857	16,563
	284,583	263,072

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the Group's share of the post-acquisition profits or losses of the investee in profit or loss, and the Group's share of movements in other comprehensive income of the investee in other comprehensive income. Dividends received or receivable from associates are recognised as a reduction in the carrying amount of the investment.

The Group's investments accounted for using the equity method consist exclusively of interests in investment funds or vehicles, wherein the underlying portfolio companies are measured at fair value.

(a) Investments in limited-life venture funds

From 2019 to 2022, the Group made strategic investments in technology companies operating in sectors such as cloud computing, big data, information technology, SaaS, and their respective upstream and downstream industries. These investments were made through several limited-life funds, in which the Group acted as a limited partner. Given the Group's significant influence over these funds through investment committee seats, it accounted for its investments using the equity method. Since these funds meet the definition of investment entities under applicable accounting standards, their investments in portfolio companies are measured at fair value through profit or loss (FVPL) in accordance with HKFRS 9.

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For the year ended December 31, 2025

22 ASSOCIATES (Continued)

(b) Investment in Xuzhou Beishang

In May 2023, the Group made investment in a semiconductor manufacturing company through a multi-tier partnership structure. Exercising significant influence as a limited partner, the Group accounts for its interest in the first-tier partnership using the equity method. The partnerships, in turn, measure the underlying investment at fair value. As at December 31, 2025, the directors of the Company assessed the fair value of the underlying investments was close to the investment cost.

The movement of the above investment in associates accounted for using the equity method is set out below.

	Year ended December 31,	
	2025	2024
	RMB'000	RMB'000
At the beginning of the year	263,072	297,581
Dividend declared	–	(9,600)
The Group's share of profit/(losses)	21,511	(24,909)
At the end of the year	284,583	263,072

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

23 FINANCIAL INSTRUMENTS BY CATEGORY

The Group holds the following financial instruments:

		As at December 31,	
		2025	2024
	<i>Note</i>	RMB'000	RMB'000
Financial assets			
Financial assets at FVPL (current)	25	90,158	77,383
Financial assets at FVPL (non-current)	25	528,843	511,120
Financial assets at FVOCI (current)	24	380,739	450,490
Financial assets at amortised cost:			
– Trade and notes receivables	29	322,525	166,307
– Other receivables (current and non-current portions)	28	1,138,456	1,522,037
– Term deposits (current and non-current portions)	30	20,000	–
– Restricted cash (current and non-current portions)	30	535,247	526,930
– Cash and cash equivalents	30	1,469,005	1,194,203
		4,484,973	4,448,470
Financial liabilities			
Financial liabilities at FVPL (current)	25	13,906	21,269
Financial liabilities at FVPL (non-current)	25	37,595	37,595
Financial liabilities at amortised cost:			
– Trade and other payables (excluding advances from advertisers and subscription solution customers, payroll and welfare payables, and other taxes payable)	32	607,501	859,991
– Other non-current liabilities (excluding deferred government funding)	32	24,442	2,906
– Bank borrowings (current and non-current)	31	2,064,496	2,222,746
– Convertible bonds at amortised cost (current and non-current)	26	3,676	238,247
– Lease liabilities (current and non-current portions)	18	19,016	37,950
– Put option liability	26	137,958	131,856
		2,908,590	3,552,560

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24 FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

	As at December 31,	
	2025	2024
	RMB'000	RMB'000
Other receivables at FVOCI	382,235	453,059
Less: Provision for impairment of other receivables at FVOCI	(1,496)	(2,569)
	380,739	450,490

Receivables due from certain advertisers with high reputation or long-term business relationship with Group are held for collection of contractual cash flows and for selling the financial assets by factoring and are measured at FVOCI. Movements on the receivables measured at FVOCI were disclosed in Note 4.3.

As of December 31, 2025 and 2024, the directors of the Company assessed the carrying amount of trade and other receivables at FVOCI approximated their fair values due to short maturities.

25 FINANCIAL ASSETS AND LIABILITIES AT FAIR VALUE THROUGH PROFIT OR LOSS

The Group classifies the following financial assets and liabilities at fair value through profit or loss:

- debt instruments that do not qualify for measurement at either amortised cost or at fair value through other comprehensive income;
- equity investments that are held for trading; and
- equity investments for which the entity has not elected to recognise fair value gains or losses through other comprehensive income.

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25 FINANCIAL ASSETS AND LIABILITIES AT FAIR VALUE THROUGH PROFIT OR LOSS (Continued)

Financial assets and liabilities measured at FVPL include the following:

	As at December 31,	
	2025	2024
	RMB'000	RMB'000
Current assets		
Structured deposits <i>(Note 4.3(i)(a))</i>	10,000	–
Bank wealth management products <i>(Note 4.3(i)(a))</i>	64,454	57,876
Derivative financial instrument – currency swap	–	9,956
Investment in Listed companies	15,704	9,551
Total current financial assets	90,158	77,383
Non-current assets		
Long-term investments measured at FVPL <i>(Note 4.3(i)(b))</i>		
– Xiaoke <i>(a)(i)</i>	106,524	109,188
– Acewill <i>(a)(ii)</i>	171,215	254,892
– Demo <i>(a)(iii)</i>	68,598	67,306
– Nengtong <i>(a)(iv)</i>	27,397	27,472
– Banfan <i>(a)(v)</i>	14,653	–
– Genstore <i>(a)(vi)</i>	89,835	–
– Wuhan Fund <i>(b)</i>	10,000	10,000
Derivative assets in relation to Xiangxinyun <i>(Note 4.3(i)(d))</i>	39,121	38,762
Others	1,500	3,500
Total non-current financial assets	528,843	511,120
Total financial assets	619,001	588,503
Current liabilities		
Derivative financial instrument – currency swap	2,801	–
Financial liability in relation to Acewill <i>(Note 4.3(i)(f))</i>	11,105	21,269
Total Current liabilities	13,906	21,269
Non-current liabilities		
Contingent payable for the acquisition of Heading <i>(Note 4.3(i)(e))</i>	37,595	37,595
Total non-current liabilities	37,595	37,595
Total financial liabilities	51,501	58,864

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

25 FINANCIAL ASSETS AND LIABILITIES AT FAIR VALUE THROUGH PROFIT OR LOSS (Continued)

(a) Long-term investments in Unlisted Companies and related liabilities measured at FVPL

The Group has made equity investments in several unlisted companies with certain preferential rights, including but not limited to redemption rights and liquidation preferences. In accordance with HKFRS 9, the Group accounts for these investments at FVPL.

(i) *Investment in a SaaS company - "Xiaoke"*

As of December 31, 2024 and 2025, the Group held a 37.80% equity interest in Xiaoke, comprising 34.80% redeemable preferred shares and 3.00% common shares. All equity interests in Xiaoke are classified as financial assets at FVTPL. Fair value change losses of RMB 2,664,000 were recognized in "Other losses, net" for the year ended December 31, 2025 (2024: loss RMB 265,433,000).

(ii) *Investment in a SaaS Company – "Acewill"*

As of December 31, 2024 and 2025, the Group owned 26.23% redeemable preferred shares in Acewill. Fair value change losses of RMB 83,677,000 were recognized in "Other losses, net" for the year ended December 31, 2025 (2024: loss RMB26,226,000).

(iii) *Investment in a SaaS Company – "Demo"*

As at December 31, 2024 and 2025, the Group owned 32.38% redeemable preferred shares in Demo.

Fair value change gain of RMB 1,292,000 were recognized in "Other losses, net" for the year ended December 31, 2025 (2024: loss RMB12,537,000).

(iv) *Investment in a SaaS Company "Nengtong"*

During the year ended December 31, 2025, an existing investor of Nengtong exercised its right to convert debt into equity at a pre-agreed conversion price. Following the completion of this transaction, the equity stake held by the Group in Nengtong was diluted from 13.43% to 11.54%. Fair value change losses of RMB 75,000 were recognized in "Other losses, net" for the year ended December 31, 2025. (2024: RMB2,901,000 loss).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

25 FINANCIAL ASSETS AND LIABILITIES AT FAIR VALUE THROUGH PROFIT OR LOSS (Continued)

(a) Long-term investments in Unlisted Companies and related liabilities measured at FVPL (Continued)

(v) *Investment in a short-video-making Company "Banfan"*

In February 2025, the Group acquired equity interests of 23.90% in Banfan for cash consideration of RMB12,561,000. Fair value change gain of RMB 2,092,000 were recognized in "Other losses, net" for the year ended December 31, 2025.

(vi) *Investment in an oversea SaaS Company – "Genstore"*

In July 2025, the Group acquired equity interests of 17.5% in Genstore, an oversea SaaS Company, for cash consideration of USD7,000,000 (appropriately equivalents to RMB49,202,000). The investment carries preferential rights, including redemption and liquidation preferences, and are classified as financial assets at fair value through profit or loss. As of December 31, 2025, the total fair value of the investment amounted to USD12,781,000 (appropriately equivalents to RMB89,835,000) by making reference to a recent round of financing in January 2026 (Note 41(b)) with USD5,781,000 (appropriately equivalents to RMB40,633,000) gain recognised in "Other losses, net" for the year ended December 31, 2025.

As disclosed in Note 41, in January 2026, the Group increased its investment in Genstore and appointed a representative to its board of directors. Consequently, Genstore has since been accounted for as an associate of the Group. The Group provided software development services to Genstore, charging software development service fees based on actual development costs plus certain markup. For the year ended December 31, 2025, the Group recognized appropriately RMB54,320,000 revenue, of which RMB27,200,000 was received within the year. As of December 31, 2025, the account receivable due from Genstore was RMB30,380,000.

(b) Investment in Wuhan Fund

In December 2024, the Group, in collaboration with twelve other partnerships, established a seven-year limited life fund named Wuhan Fund. The Group contributed RMB10,000,000 and holds 1% of the equity interest of Wuhan Fund as one of the limited partners and holds no seats on the investment committee. The partnership agreement outlines a predetermined profit distribution mechanism contingent upon the performance of Wuhan Fund. The Group accounts for its investment in Wuhan Fund as financial asset at FVPL. As at December 31, 2025 and 2024, the directors of the Company assessed the fair value of the underlying investments was close to the investment cost.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

26 FINANCIAL LIABILITIES MEASURED AT AMORTISED COST

	As at December 31,	
	2025 RMB'000	2024 RMB'000
Current		
2024 Convertible Bonds (a)	316	323
Non-current		
2024 Convertible Bonds (a)	3,360	237,924
Put option liability (b)	137,958	131,856
	141,318	369,780
Total	141,634	370,103

(a) 2024 Convertible Bonds

On April 29, 2024, the Group issued an equity-linked cash-settle bond ("2024 Bonds") of USD85,000,000. The 2024 Bonds mature on April 29, 2029 (the "Maturity Date") and carry an annual interest rate of 7.50%, with interest payments made semi-annually on April 29 and October 29 of each year. On September 5, 2024, 2024 Bonds were early settled by the Company through issuance of USD90,000,000 (approximately RMB623,727,000) of guaranteed convertible bonds (the "2024 Convertible Bonds") at a price of USD97.625 per unit.

The Group accounted the 2024 Convertible Bonds as compound financial instruments which contain both a liability component and an equity component. The early redemption option granted to the bondholders of the 2024 Convertible Bonds was not closely related to the host debt. Therefore, it was bifurcated from the host liability component and separately recorded as a derivative instrument at initial recognition and subsequently measured at fair value through profit or loss.

As of December 31, 2024, principal amount of USD49,600,000 of the 2024 Convertible Bonds were converted into ordinary shares of the Company at conversion price of HKD1.30 per ordinary share.

For the year ended December 31, 2025, principal amount of USD39,800,000 were converted into ordinary shares of the Company at conversion price of HKD1.30 per ordinary share. The carrying amount of the liability component with early redemption option and equity component immediately before the conversions was USD32,751,000 (equivalent to approximately RMB235,432,000) and USD10,664,000 (equivalent to approximately RMB75,701,000), respectively. The conversions resulted in the increases in share capital and share premium of USD24,000 (equivalent to approximately RMB172,000) and USD43,391,000 (equivalent to approximately RMB311,916,000), respectively.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

26 FINANCIAL LIABILITIES MEASURED AT AMORTISED COST (Continued)

(a) 2024 Convertible Bonds (Continued)

Movement of the liability components, early redemption options and equity components of 2024 Convertible Bonds is presented as follows:

	Debt host RMB'000	Early redemption option (i) RMB'000	Equity component RMB'000
At January 1, 2025	238,247	–	76,842
Interest expenses (Note 12)	1,251	–	–
Conversion	(235,432)	–	(75,701)
Interest paid	(322)	–	–
Currency translation differences	(68)	–	–
At December 31, 2025	3,676	–	1,141

	Debt host RMB'000	Early redemption option (i) RMB'000	Equity component RMB'000
At January 1, 2024	522,459	2,314	171,182
Interest expenses (Note 12)	18,107	–	–
Fair value changes in the redemption option	–	(1,044)	–
Conversion	(291,162)	(1,292)	(94,340)
Interest paid	(17,749)	–	–
Currency translation differences	6,592	22	–
At December 31, 2024	238,247	–	76,842

(i) As of December 31, 2024 and 2025, the Company assessed the fair value of early redemption option was close to zero.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

26 FINANCIAL LIABILITIES MEASURED AT AMORTISED COST (Continued)

(a) 2024 Convertible Bonds (Continued)

Accounting policy of convertible bonds

For convertible bonds issued in a currency other than the functional currency of the issuer within the Group, the instrument is designated at fair value through profit or loss upon initial recognition.

For convertible bonds denominated in the same currency as the functional currency of the issuer within the Group, they are classified as compound financial instruments, consisting of both a liability component and an equity component. The fair value of the liability portion of a convertible bond is determined using a market interest rate for an equivalent non-convertible bond. This amount is recorded as a liability on an amortised cost basis until extinguished on conversion or maturity of the bonds. The remainder of the proceeds is allocated to the conversion option. This is recognised and included in shareholders' equity, net of income tax effects.

(b) Put option liability

In January 2022, the Group acquired 51.89% of the total equity interests in Xiangxinyun, a domestic service provider of pan-retail operation digitalization. At the same time, the Group entered into an agreement with another shareholder of Xiangxinyun, Shenzhen Tencent Industrial Fund Co., Ltd. ("Tencent Fund"). In accordance with this agreement with Tencent Fund, if Xiangxinyun fails to submit application to a qualified stock exchanges within 60 months following the acquisition closing date, Tencent Fund shall have the right to ask the Group to repurchase all its equity interests in Xiangxinyun at a price of RMB115,333,000 plus 6% annual interest on the principal. As neither Xiangxinyun nor the Group has the unconditional right to avoid delivering cash or financial assets in other forms when Tencent Fund exercises its redemption right, a financial liability was recorded at amortized cost based on the estimated future cash outflows on the acquisition date.

Movement of the put option liability is presented as follows:

	Year ended December 31	
	2025	2024
	RMB'000	RMB'000
Beginning balance	131,856	126,014
Interest expenses (Note 12)	6,102	5,842
Ending balance	137,958	131,856

Accounting policy of Put option liability

The rights granted to Tencent Fund constitute as the Group's obligations to repurchase all its equity interests in a certain subsidiary. These obligations were recognized as redemption liabilities which are initially measured at the present value of the redemption amount and subsequently measured at amortized cost. The redemption amount was determined by the principal plus interest. Interests from the redemption liabilities are charged in finance cost.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

27 DEFERRED INCOME TAX (Continued)

(i) Deferred tax assets (Continued)

	Provision for impairment of trade and notes receivables RMB'000	Tax losses RMB'000	Others RMB'000	Total RMB'000
Movements				
As at January 1, 2025	76,875	21,689	41,466	140,030
Recognized in the profit or loss	(7,713)	(5,271)	(474)	(13,458)
As at December 31, 2025	69,162	16,418	40,992	126,572
As at January 1, 2024	71,845	70,590	47,862	190,297
Recognized in the profit or loss	5,030	(48,901)	(6,396)	(50,267)
As at December 31, 2024	76,875	21,689	41,466	140,030

Deferred income tax assets are recognized for tax losses carrying forwards and deductible temporary differences to the extent that realization of the related tax benefits through the future taxable profits is probable. As at December 31, 2025, the Group did not recognize net deferred income tax assets in respect of the tax losses and deductible temporary differences of RMB6,471,121,479 (2024: RMB6,073,416,327) and RMB691,792,724 (2024: RMB822,702,474), respectively. These tax losses will expire from 2026 to 2034.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

27 DEFERRED INCOME TAX (Continued)

(ii) Deferred tax liabilities

	As at December 31 2025 RMB'000	2024 RMB'000
The balance comprises temporary differences attributable to:		
– Intangible assets arising from business combinations	(17,147)	(23,385)
– Accrued rebate to be received from advertising platform	(71,688)	(34,890)
– Contract acquisition cost related to SaaS products	(9,086)	(11,003)
– Others	(11,196)	(9,320)
Total gross deferred tax liabilities	(109,117)	(78,598)
Set-off of deferred tax liabilities pursuant to set-off provisions	109,117	77,022
Net deferred tax liabilities	–	(1,576)

	As at December 31 2025 RMB'000	2024 RMB'000
Deferred income tax liabilities:		
To be recovered within 12 months	–	(1,576)

	Contract acquisition cost related to SaaS products RMB'000	Accrued rebate to be received from advertising platforms RMB'000	Intangible assets arising from business combination RMB'000	Others RMB'000	Total RMB'000
Movements					
As at January 1, 2025	(11,003)	(34,890)	(23,385)	(9,320)	(78,598)
Recognised in the profit or loss	1,917	(36,798)	6,238	(1,876)	(30,519)
As at December 31, 2025	(9,086)	(71,688)	(17,147)	(11,196)	(109,117)
As at January 1, 2024	(27,735)	(74,294)	(44,540)	(27,315)	(173,884)
Recognised in the profit or loss	16,732	39,404	21,155	17,995	95,286
As at December 31, 2024	(11,003)	(34,890)	(23,385)	(9,320)	(78,598)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

27 DEFERRED INCOME TAX (Continued)

(iii) Accounting policy of current and deferred income tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

(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 dates in the countries where the Company and its subsidiaries and associates operate and generate taxable income.

(b) Deferred income tax

Deferred income tax is provided in full, 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 recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

28 PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES

	As at December 31	
	2025 RMB'000	2024 RMB'000
Non-current		
Deposits – third parties	5,123	4,900
Recoverable value-added tax	30,787	–
Receivables due from related parties (<i>Note 38(c)</i>)	204,276	–
	240,186	4,900
Less: provision for impairment of other receivables (<i>Note 4.1(iii)</i>)	(161,780)	–
	78,406	4,900
Current		
Other receivables in relation to payment on behalf of advertisers – third parties (<i>a</i>)	1,308,876	1,596,266
Prepayments for purchasing advertising traffic	190,599	165,440
Recoverable value-added tax	105,148	130,038
Prepayments to other vendors	68,828	107,765
Deposits – third parties	43,817	50,503
Contract fulfillment cost (<i>Note 7.2(v)</i>)	32,199	27,993
Receivables in relation to value-added tax refund (<i>Note 10(a)</i>)	6,676	4,731
Other receivables due from related parties (<i>Note 38(c)</i>)	4,219	182,489
Other loan receivables due from a third party	–	9,506
Others	10,800	10,810
	1,771,162	2,285,541
Less: provision for impairment of other receivables (<i>Note 4.1(iii)</i>)	(282,551)	(336,168)
	1,488,611	1,949,373

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

28 PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES (Continued)

- (a) The Group usually receives advance payments from advertisers before remitting funds to media publishers to purchase advertising traffic on their behalf. The Group also from time to time makes prepayments to the media publishers on behalf of the advertisers without receiving advance payments from the advertisers. These payments made on behalf of advertisers for advertising traffic that has been consumed and prepayments made are recognised as other receivables.

Derecognition of other receivables

During the year ended December 31, 2024, the Group entered into factoring agreements with Sinopharm Rosino (Shanghai) Commercial Factoring Co., Ltd. (the "Factor"). Pursuant to the agreements, the Group transferred other receivables amounting in aggregate to RMB 198,513,000 to the Factor. The transfer involved the transfer of substantially all the risks and rewards of ownership of these receivables in exchange for cash consideration of RMB 198,513,000. Consequently, the transferred receivables were derecognized in their entirety. Related service charges of RMB 890,000 incurred in connection with the factoring were recognized in "Other losses, net" in the consolidated statement of comprehensive income. No such factoring arrangements were conducted during the year ended December 31, 2025.

29 TRADE AND NOTES RECEIVABLES

	As at December 31	
	2025 RMB'000	2024 RMB'000
Trade receivables due from third parties	386,184	210,758
Trade receivables due from related parties (Note 38(c))	5,025	3,962
Notes receivables	3,132	3,849
Less: Provision for impairment of trade and notes receivables	(71,816)	(52,262)
	322,525	166,307

The Group usually grants a credit period of 30 to 90 days to its customers. Aging analysis of trade and notes receivables (before allowance for doubtful debts) based on recognition date is as follows:

	As at December 31	
	2025 RMB'000	2024 RMB'000
0 – 90 days	324,664	157,878
90 – 180 days	4,360	5,717
Over 180 days	65,317	54,974
	394,341	218,569

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

29 TRADE AND NOTES RECEIVABLES (Continued)

As at December 31, 2024 and 2025, the carrying amounts of trade and notes receivables were primarily denominated in RMB and approximated their fair values. The Group holds the trade and notes receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method.

See Note 3.3 and Note 4.1 for a description of the Group's impairment policies. Movements on the Group's allowance for impairment of trade and notes receivable have been disclosed in Note 4.1(iii).

30 CASH AND BANK BALANCES

(a) Cash and cash equivalents

	As at December 31	
	2025 RMB'000	2024 RMB'000
Cash at bank	1,465,951	1,191,751
Cash equivalents (i)	3,043	2,441
Cash on hand	11	11
	1,469,005	1,194,203
Maximum exposure to credit risk	1,468,994	1,194,192

(i) Cash equivalents represent cash balances kept in third party payment platforms, such as Ali-pay and WeChat account which can be withdrawn by the Group at any time.

For the purpose of presentation in the statement of cash flows, cash and cash equivalents include cash on hand, deposits held at call with banks, 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.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

30 CASH AND BANK BALANCES (Continued)

(a) Cash and cash equivalents (Continued)

Cash and cash equivalents are denominated in the following currencies:

	As at December 31	
	2025 RMB'000	2024 RMB'000
RMB	1,447,029	1,163,855
USD	11,106	17,104
HKD	8,227	11,170
AUD	842	860
EUR	1,247	648
JPY	554	566

(b) Restricted cash

	As at December 31	
	2025 RMB'000	2024 RMB'000
Restricted cash in relation to letter of guarantee deposit	300	–
Sub-total of non-current restricted cash	300	–
Offshore deposits pledged for domestic bank borrowings	521,945	510,327
Deposits pledged for foreign currency swaps	8,314	16,057
Restricted cash in relation to letter of guarantee deposit	4,158	–
Restricted cash in relation to litigation	530	546
Sub-total of current restricted cash	534,947	526,930
Total restricted cash	535,247	526,930

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

30 CASH AND BANK BALANCES (Continued)

(c) Term deposit

	As at December 31	
	2025 RMB'000	2024 RMB'000
Term deposit – current	10,000	–
Term deposit – non-current	10,000	–

31 BANK BORROWINGS

	As at December 31	
	2025 RMB'000	2024 RMB'000
Long-term bank borrowings (a)	242,046	158,642
Sub-total of non-current borrowings	242,046	158,642
Short-term bank borrowings (b)	1,347,510	1,155,700
Letter of credit (c)	420,000	450,000
Long-term bank borrowings due for repayment within 1 year (a)	52,643	455,218
Interest payable	2,297	3,186
Sub-total of current borrowings	1,822,450	2,064,104
Total bank borrowings	2,064,496	2,222,746

(a) As at December 31, 2025, long-term bank borrowing of RMB294,689,000 including RMB52,643,000 due for repayment within one year was used to finance the building construction and was collateralized on the Group's certain land use rights with net carrying amount of RMB286,245,000, property, plant and equipment with net carrying amount of RMB452,273,000, and investment properties with net carrying amount of RMB48,711,000 (collectively "Collateralized Assets") and equity interests of Weimob Yunshuang, a subsidiary within the Group who owns the Collateralized Assets.

(b) As at December 31, 2025, short-term bank borrowing was RMB1,347,510,000, among which, RMB400,000,000 were domestic loan secured by the Group's pledged offshore bank deposits with total carrying amount approximately RMB416,125,000 (Note 30) and RMB747,510,000 was secured by other subsidiaries within the Group and RMB200,000,000 was unsecured.

(c) As at December 31, 2025, letter of credit was RMB420,000,000, among which RMB100,000,000 was secured by the pledge of bank deposits with carrying amount of approximately RMB105,820,000 (Note 30) and RMB320,000,000 was secured by other subsidiaries within the Group



NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

31 BANK BORROWINGS (Continued)

As at December 31, 2025, the Group did not breach any loan covenant requirements for on-hands outstanding bank borrowings.

As at December 31, 2025, the Group had unutilized financing facilities of RMB160,490,000.

As at December 31, 2025, annual average interest rate of the total balance of bank borrowings and letter of credit was 2.69% (2024: 3.32%).

Accounting policies of borrowings

Borrowings are initially recognised at fair value, net of transaction costs. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption value is recognised in profit and loss over the period of the borrowings using the effective interest method.

Borrowings are removed from the consolidated statement of financial position when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in statement of comprehensive loss as finance costs.

Borrowings are presented as current liabilities unless the Group has an unconditional right to defer settlement for at least 12 months after the reporting period.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

32 TRADE AND OTHER PAYABLES

	As at December 31	
	2025 RMB'000	2024 RMB'000
Non-current		
Payable related to property, plant and equipment	21,536	–
Payable related to business acquisition	2,906	2,906
Deferred government funding	1,083	–
	25,525	2,906
Current		
Advance from advertisers – third parties (a)	925,202	908,179
Trade payables for purchasing advertising traffic (b)	308,374	485,312
Payroll and welfare payables	226,069	264,191
Payables related to investments and prior year business acquisitions	83,062	84,062
Other taxes payable	82,551	104,077
Trade payables related to subscription solutions (b)	68,712	48,882
Commission payable	56,234	60,517
Payables related to property, plant and equipment	39,838	129,790
Advance from subscription solution customers – third parties (a)	37,405	50,981
Other payables and accruals	34,812	37,226
Deposits	13,211	11,197
Auditors' remuneration accrual	3,000	3,000
Amounts due to related parties (Note 38(c))	7,916	5
	1,886,386	2,187,419
Total	1,911,911	2,190,325

Trade and other payables are recognized initially at fair value and subsequently measured at amortised cost using the effective interest method. Trade and other 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.

(a) Advances received from advertisers in relation to advertising support services are refundable prior to traffic consumption. Advances received from subscription solutions customers are refundable before the rendering of the relevant services. Upon commencement of the service, such advances are recognized as contract liabilities.

(b) As at December 31, 2025 and 2024, the aging of the trade payables is all within 3 months.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

33 SHARE CAPITAL, SHARES HELD FOR RSU SCHEME AND SHARE PREMIUM

	Number of ordinary shares	Share capital RMB'000	Share premium RMB'000	Shares held for RSU scheme RMB'000
As at January 1, 2025	3,376,163,627	2,298	9,449,301	(144)
Issuance of ordinary shares (a)	344,247,000	244	715,812	–
Share issuance costs (a)	–	–	(10,293)	–
Conversion of convertible bonds into ordinary shares (Note 26 (a))	239,724,581	172	311,916	–
Transfer of vested RSUs (Note 35)	–	–	–	2
As at December 31, 2025	3,960,135,208	2,714	10,466,736	(142)
	Number of ordinary shares	Share capital RMB'000	Share premium RMB'000	Shares held for RSU scheme RMB'000
As at January 1, 2024	2,794,594,990	1,882	8,784,371	(161)
Issuance of ordinary shares (b)	277,000,000	197	283,855	–
Share issuance costs (b)	–	–	(6,700)	–
Issuance of ordinary shares for RSU Scheme (c)	5,816,400	4	–	(4)
Conversion of convertible bonds into ordinary shares (Note 26 (a))	298,752,237	215	387,775	–
Transfer of vested RSUs (Note 35)	–	–	–	21
As at December 31, 2024	3,376,163,627	2,298	9,449,301	(144)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

33 SHARE CAPITAL, SHARES HELD FOR RSU SCHEME AND SHARE PREMIUM (Continued)

- (a) On September 17, 2025 and October 11, 2025, the Company entered into a subscription agreement (the "Subscription Agreement") and a supplemental agreement to the Subscription Agreement (collectively, the "Agreement") with Infini Capital Management Limited (the "Subscriber"). Pursuant to the Agreement, the Company agreed to privately place 688,494,000 ordinary shares (the "Subscription Shares") to the Subscriber at a price of HK\$2.26 per share. The Subscription Shares are to be issued and allotted in four tranches, each comprising 172,123,000 shares, with all tranches required to be completed by January 17, 2026 (the "Longstop Date").

The Agreement meets the definition of a derivative instrument, as it contains underlying variables linked to the Company's stock price, requires no initial net investment, and provides for settlement at a future date. The Company's functional currency is RMB, while the subscription is denominated in HKD. As a result, the instrument does not qualify for equity classification and is accounted for as a derivative financial liability. The derivative is measured at fair value through profit or loss, with changes in fair value recognized in "Other losses, net" in the consolidated statement of comprehensive income.

On October 21, 2025 and November 6, 2025, the Company issued the first two tranches, each of 172,123,000 placing shares, to the Subscriber at the placing price of HK\$2.26 per share. Gross proceeds from these issuances totaled approximately HK\$777,996,000 (equivalent to approximately RMB 709,751,000). The difference between the placing price and the closing stock price on the respective issuance dates amounted to RMB 6,305,000, representing the fair value change of the derivative up to those dates, which was recorded in "Other losses, net." The completion of these tranches resulted in an increase in share capital of approximately RMB 244,000, with the balance of proceeds RMB 715,812,000 allocated to share premium. Share issuance costs directly attributable to the placement amounted to approximately RMB 10,293,000 and were deducted from the related share premium arising from the issuance.

As of December 31, 2025, the Company's stock price was significantly below the placing price specified in the Agreement. Accordingly, the fair value of the derivative associated with the two remaining tranches was assessed to be immaterial.

On January 14, 2026, the Company extended the Long Stop Date to April 12, 2026, pursuant to a supplemental agreement with the Subscriber. On February 4, 2026, the Company completed the third tranche subscription (Note 41(a)).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

33 SHARE CAPITAL, SHARES HELD FOR RSU SCHEME AND SHARE PREMIUM (Continued)

- (b) On April 26, 2024, the Company issued 277,000,000 placing shares to certain investors at the placing price of HK\$1.13 per share and raised gross proceeds of approximately HKD313,010,000 (equivalent to approximately RMB284,052,000). The respective share capital amount was approximately RMB197,000 and share premium arising from the issuance was approximately RMB283,855,000. Share issuance costs that are directly attributable to the issue of the new shares recorded as a deduction against the share premium arising from the issuance were amounting to approximately RMB6,700,000.
- (c) During the year ended December 31, 2024, the Company issued 5,816,400 shares to Weimob Teamwork (PTC) Limited for RSU Scheme with nil consideration. The share capital amount was approximately RMB4,000. The ordinary shares held for the Company's RSU Scheme were regarded as treasury shares and presented as a deduction in equity as "Shares held for RSU Scheme".
- (d) **Accounting policies**
Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds.

Where any group company purchases the Company's equity instruments, for example as the result of a share buy-back or a share-based payment plan, the consideration paid, including any directly attributable incremental costs (net of income taxes) is deducted from equity attributable to the owners of the Company as "Treasury shares" 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 owners of the Company.

Shares held by the Company employee share trust are disclosed as "Shares held for RSU scheme" and deducted from equity attributable to the owners of the Company.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

34 OTHER RESERVES

	Capital reserves RMB'000	Share-based payments RMB'000	Currency translation differences RMB'000	Others RMB'000	Total RMB'000
As at January 1, 2025	(1,190,372)	457,285	(2,999)	139,243	(596,843)
Currency translation differences	–	–	(2,621)	–	(2,621)
Gain on revaluation of land and buildings	–	–	–	1,030	1,030
Transfer of vested RSUs (<i>Note 35(a)</i>)	–	(2)	–	–	(2)
Share-based compensation expenses for employees (<i>Note 35(a)</i>)	–	15,784	–	–	15,784
Transaction with non-controlling interests (<i>Note 35(b)</i>), (<i>a</i>)	(3,493)	2,683	–	–	(810)
As at December 31, 2025	(1,193,865)	475,750	(5,620)	140,273	(583,462)

	Capital reserves RMB'000	Share-based payments RMB'000	Currency translation differences RMB'000	Others RMB'000	Total RMB'000
As at January 1, 2024	(1,177,418)	429,463	(1,395)	(106,565)	(855,915)
Currency translation differences	–	–	(1,604)	–	(1,604)
Transfer of vested RSUs (<i>Note 35(a)</i>)	–	(21)	–	–	(21)
Change in fair value of financial liabilities from own credit risk (<i>Note 26(b)</i>)	–	–	–	(157)	(157)
Transfer the accumulated fair value changes presented in other comprehensive income to retained earnings upon derecognition of the financial liabilities (<i>Note 26(b)</i>)	–	–	–	157	157
Buy-back of 2021 Convertible Bonds	–	–	–	245,808	245,808
Share-based compensation expenses for employees (<i>Note 35(a)</i>)	–	25,490	–	–	25,490
Transaction with non-controlling interests (<i>Note 35(b)</i>), (<i>a</i>)	(12,954)	2,353	–	–	(10,601)
As at December 31, 2024	(1,190,372)	457,285	(2,999)	139,243	(596,843)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

34 OTHER RESERVES (Continued)

- (a) During the years ended December 31, 2024 and 2025, the Group acquired additional equity interests in certain subsidiaries from their non-controlling shareholders for total considerations of approximately RMB13,000,000 and RMB3,000,000, respectively. The acquisitions resulted in an increase in the Group's ownership percentage. The excess of the carrying amounts of the acquired non-controlling interests over the consideration paid, amounting to approximately RMB12,954,000 and RMB3,493,000 for the respective years, was recognized directly in equity as a capital transaction.

35 SHARE-BASED PAYMENTS

The share-based compensation expenses recognised for the years ended December 31, 2025 and 2024 are summarised in the following table:

	Year ended December 31	
	2025 RMB'000	2024 RMB'000
Share-based compensation expenses for employees (a)	15,784	25,490
Share-based compensation expenses for non-controlling interests (b)	795	1,539
Total	16,579	27,029

(a) Share-based compensation plans of the Company

2020 RSU Scheme

The 2020 restricted share unit scheme (the "2020 RSU Scheme") of the Company was approved by the Board on May 25, 2020 and was approved by the Shareholders at the annual general meeting of the Company held on June 29, 2020.

The vesting periods of RSUs granted under the 2020 RSU Scheme before December 31, 2024 varies from one to four years subject to employees' continuous service to the Group and the purchase price of the RSUs granted under 2020 RSU Scheme is nil. The Group did not grant to any suppliers, customers and any other persons who provide service to the Group.

On July 16, 2025, the Company granted 3,861,000 RSUs under the 2020 RSU Scheme to certain employees of the Group ("Grantees"). The RSUs granted shall vest in four tranches to the Grantees within four years.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

35 SHARE-BASED PAYMENTS (Continued)

(a) **Share-based compensation plans of the Company (Continued)**
2020 RSU Scheme (Continued)

Movements in the number of RSUs granted and not yet vested is as follows:

	Number of RSUs (in thousand)	Weighted Average Fair value per RSU (RMB)
As at January 1, 2025	12,433	3.03
Granted	3,861	1.80
Vested	(8,811)	1.98
Forfeited	(1,502)	2.11
As at December 31, 2025	5,981	1.66
As at January 1, 2024	34,380	2.61
Vested	(13,324)	1.55
Forfeited	(8,623)	1.49
As at December 31, 2024	12,433	3.03

(i) The fair value at grant date was determined based on the market price of the Company's shares on that date.

No RSUs were expired during the years ended December 31, 2025 and 2024.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

35 SHARE-BASED PAYMENTS (Continued)

(b) Share-based compensation plan of Xiangminiao

The Group acquired 66.98% equity interests in Xiangminiao in May 2021. Pursuant to the relevant share purchase and subscription agreements, each of the co-founders of Xiangminiao committed a five-years post-combination services period. The number of shares subject to transfer is calculated on a time proportion basis. The post-combination services commitment was treated as service condition of the share-based compensation to the founders.

In addition, the share purchase and subscription agreements with Xiangminiao also stipulated that if Xiangminiao achieved certain performance targets in the two years since the acquisition date, the Group shall transfer 3% common shares of Xiangminiao to the founders for free each year. The achievement of performance target was treated as performance condition of the share-based compensation to the founders.

For the year ended December 31, 2025, the service expense amounting to RMB795,000 (2024: RMB1,539,000) was charged to "general and administrative expenses" in the consolidated statement of comprehensive loss and credited to "non-controlling interests" as consideration was settled by equity of Xiangminiao instead of the Company's common shares.

The difference of RMB2,190,000 (2024: RMB2,399,000) between the amount of changes in non-controlling interests and the cost of common share vested is recognised in reserve within equity attributable to owners of the Group.

(c) Accounting policies of share-based payment

The Group operates an equity-settled share-based compensation plan, under which the Group receives service from its employees in exchange for the equity instruments of the Company. The fair value of the employee service received in exchange for the grant of RSUs is recognised as an expense, which is determined by reference to the fair value of the equity instruments granted:

- (i) Including any market performance conditions (for example, an entity's share price);
- (ii) Excluding the impact of any service and non-market performance vesting conditions (for example, profitability, sales growth targets and remaining an employee of the entity over a specified time period); and
- (iii) Including the impact of any non-vesting conditions.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

35 SHARE-BASED PAYMENTS (Continued)

(c) Accounting policies of share-based payment (Continued)

The total expense is recognised over the vesting period, which is the period over which all the specified vesting conditions are to be satisfied. Non-market performance and service conditions are included in assumptions about the number of equity instruments that are expected to vest.

At the end of each reporting period, the Group revises its estimates of the number of RSUs that are expected to vest based on the non-marketing performance and service conditions. It recognises the impact of the revision to original estimates, if any, in profit or loss, with a corresponding adjustment to equity.

Where there is any modification of terms and conditions which increases the fair value of the equity instruments granted, the Group includes the incremental fair value granted in the measurement of the amount recognized for the services received over the remainder of the vesting period. The incremental fair value is the difference between the fair value of the modified equity instrument and that of the original equity instrument, both estimated as at the date of the modification. An expense based on the incremental fair value is recognized over the period from the modification date to the date when the modified equity instruments vest in addition to any amount in respect of the original instrument, which should continue to be recognized over the remainder of the original vesting period. Furthermore, if the entity modifies the terms or conditions of the equity instruments granted in a manner that reduces the total fair value of the share-based payment arrangement, or is not otherwise beneficial to the employee, the entity shall nevertheless continue to account for the services received as consideration for the equity instruments granted as if that modification had not occurred (other than a cancellation of some or all the equity instruments granted).

The grant by the Company of its equity instruments to the employees of its subsidiaries is treated as a capital contribution. The fair value of employee services received, measured by reference to the grant date fair value, is recognised over the vesting period as an increase to investments in subsidiaries, with a corresponding credit to equity in the parent entity accounts.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

36 NET CASH USED IN OPERATION

(a) Cash used in operations

	Year ended December 31	
	2025 RMB'000	2024 RMB'000
Loss before income tax	(196,786)	(1,787,203)
Adjustment for:		
Depreciation of property, plant and equipment (Note 17)	16,272	14,649
Depreciation of right-of-use assets	29,397	40,943
Amortisation of intangible assets (Note 20)	37,179	229,378
Loss on disposal of property, plant and equipment	118	3,062
Fair value loss on bonds and convertible bonds	–	69,394
Net fair value loss on other financial assets and liabilities at FVPL	25,566	265,852
Fair value loss on investment properties (Note 19)	6,262	2,430
Share-based payment expenses (Note 9)	16,579	27,029
Interest expenses (Note 12)	75,306	250,189
Loss on the modification of 2024 Bonds and issuance of 2024 Convertible Bonds	–	6,026
Issuance costs of 2024 Bonds offering	–	17,531
Interest income from bank deposits held for cash management purpose (Note 13)	(3,932)	(12,006)
Interest income from term deposits and loans to third and related parties (Note 10)	(22,350)	(10,966)
Foreign exchange loss, net	1,983	16,305
Net impairment losses on financial assets (Note 4.1(iii))	126,644	91,362
Share of net (gains)/loss of investments accounted for using equity method (Note 22)	(21,511)	24,909
Impairment loss of goodwill (Note 11)	–	41,909
Impairment provision for intangible assets (Note 20)	–	179,388
Others	(3,773)	4,228
	86,954	(525,591)
Changes in working capital:		
Increase in inventories	(5,215)	–
Increase in restricted cash	(4,442)	(546)
(Increase)/Decrease in trade and notes receivables	(175,772)	140,960
Decrease in contract liabilities	(9,299)	(63,653)
Decrease/(Increase) in financial assets at FVOCI	70,824	(201,741)
Decrease/(Increase) in prepayments, deposits and other receivables	295,698	(360,798)
Decrease in contract acquisition cost	9,370	51,725
(Decrease)/Increase in trade and other payables	(195,329)	704,435
Cash used in operations	72,789	(255,209)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

36 NET CASH USED IN OPERATION (Continued)

(a) Cash used in operations (Continued)

In the consolidated statement of cash flow, proceeds from disposal of property, plant and equipment comprise:

	Year ended December 31	
	2025 RMB'000	2024 RMB'000
Net book amount	183	3,169
Net loss on disposal of property, plant and equipment	(118)	(3,062)
Proceeds from disposal of property, plant and equipment	65	107

(b) Net debt reconciliation

	Year ended December 31	
	2025 RMB'000	2024 RMB'000
Cash and cash equivalents	1,469,005	1,194,203
Restricted cash (current and non-current)	535,247	526,930
Term deposits (current and non-current)	20,000	–
Other financial liabilities at FVPL (current and non-current)	(51,501)	(58,864)
Bank borrowings (current and non-current)	(2,064,496)	(2,222,746)
Convertible bonds at amortised cost (current and non-current)	(3,676)	(238,247)
Put option liability measured at amortised cost	(137,958)	(131,856)
Lease liabilities (current and non-current)	(19,016)	(37,950)
Net debt	(252,395)	(968,530)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

36 NET CASH USED IN OPERATION (Continued)

(b) Net debt reconciliation (Continued)

	Cash and cash equivalents	Term deposits (current and non-current)	Restricted cash (current and non-current)	Leases (principal elements)	Borrowings (current and non-current)	Bonds at FVPL (Note 25)	Liability component of convertible bonds at amortised cost (Note 26)	Put option liability from the 2024 Convertible Bond (Note 26)	Other financial liabilities at FVPL (current and non-current) (Note 25, 33)	Put option liability measured at amortised cost	Total
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Net debt as at January 1, 2025	1,194,203	-	526,930	(37,950)	(2,222,746)	-	(238,247)	-	(58,864)	(131,856)	(968,530)
Cash flows	277,940	20,000	1,543	21,739	224,454	-	322	-	6,305	-	552,303
Foreign exchange adjustments	(3,138)	-	(2,143)	-	-	-	68	-	-	-	(5,213)
Fair value changes	-	-	-	-	-	-	-	-	1,058	-	1,058
Other non-cash movement (i)	-	-	8,917	(2,805)	(66,204)	-	234,181	-	-	(6,102)	167,987
Net debt as at December 31, 2025	1,469,005	20,000	535,247	(19,016)	(2,064,496)	-	(3,676)	-	(51,501)	(137,958)	(252,395)
Net debt as at January 1, 2024	1,666,760	22,378	513,406	(59,834)	(1,738,243)	-	(1,305,992)	-	(61,658)	(126,014)	(1,089,197)
Cash flows	(456,182)	(23,597)	3,831	38,227	(419,766)	(11,050)	968,752	(2,314)	-	-	97,901
Foreign exchange adjustments	(16,375)	70	-	-	-	739	(10,173)	-	-	-	(25,739)
Fair value changes	-	-	-	-	-	(69,551)	-	1,044	2,794	-	(65,713)
Other non-cash movement (i)	-	1,149	9,693	(16,343)	(64,737)	79,862	109,166	1,270	-	(5,842)	114,218
Net debt as at December 31, 2024	1,194,203	-	526,930	(37,950)	(2,222,746)	-	(238,247)	-	(58,864)	(131,856)	(968,530)

- (i) Other major non-cash movement mainly includes accrued interests related to borrowings, convertible bonds and put option liability, addition of lease liabilities, conversion of convertible bonds, lease liability movement due to lease modification and early termination, and 2024 Convertible Bonds modification loss.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

36 NET CASH USED IN OPERATION (Continued)

(c) Other non-cash investing and financing activities

	Year ended December 31	
	2025	2024
	RMB'000	RMB'000
Settlement of investment in Xiaoke by debt-equity swap	–	59,220
Conversion of convertible bonds	312,088	38,990
	312,088	98,210

37 CAPITAL COMMITMENTS

Significant capital expenditure contracted for as at December 31, 2025 and 2024 but not recognised as liabilities is as follows:

	As at December 31	
	2025	2024
	RMB'000	RMB'000
Long-term investment	91,500	103,561
Buildings	–	102,575
	91,500	206,136

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

38 RELATED PARTY TRANSACTIONS

Related parties are those parties that have the ability to control, jointly control or exert significant influence over the other party in holding power over the investee; exposure or rights to variable returns from its involvement with the investee; and the ability to use its power over the investee to affect the amount of the investor's returns. Parties are also considered to be related if they are subject to common control or joint control. Related parties may be individuals or other entities.

- (a) The directors of the Company are of the view that the following parties/companies were related parties that had significant transactions or balances with the Group for the years ended December 31, 2025 and 2024:

Name of related parties	Relationship with the Group
Xiaoke	Associate of the Group
Syoo	Associate of the Group
Clipworks	Associate of the Group
Demo	Associate of the Group
Nengtong	Associate of the Group
Acewill	Associate of the Group
Banfan	Associate of the Group
Shanghai Mengluan Information Technology Co., Ltd. ("Mengluan")	Company controlled by key management of the Group
Shanghai Weimob Canlin Information Technology Co., Ltd. ("Canlin")	Subsidiary of associate of the Group
Shanghai Beyond Science Technology Co., Ltd ("Beyond Science")	Non-controlling shareholders of Heading

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

38 RELATED PARTY TRANSACTIONS (Continued)

(b) Transactions with related parties

Operating activities:

	Year ended December 31	
	2025 RMB'000	2024 RMB'000
Provide subscription solutions service to related parties		
Xiaoke	11,778	11,965
Demo	2,994	–
Mengluan	1,530	–
	16,302	11,965
Purchase of short video services from a related party		
Clipworks	–	108
Purchase of advertising traffic on behalf of a related party		
Xiaoke	–	525
Technology service fee charged by related parties		
Xiaoke	1,490	1,820
Canlin Group	–	26
Beyond Science	–	23
Acewill	–	31
	1,490	1,900
Sales commissions paid to related parties as channel partners for subscription solutions service		
Demo	3,310	–

The prices for the above service fees were determined in accordance with the terms mutually agreed by the contract parties.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

38 RELATED PARTY TRANSACTIONS (Continued)

(b) Transactions with related parties (Continued)

Non-operating Activities:

	Year ended December 31	
	2025 RMB'000	2024 RMB'000
Loans to related parties		
Xiaoke	220,580	252,100
Nengtong	–	3,700
	220,580	255,800
Interest income from related parties		
Xiaoke	13,223	12,363
Acewill	210	83
Nengtong	–	41
Canlin	–	–
	13,433	12,487
Repayments from related parties		
Xiaoke	208,180	194,220
Banfan	9,506	–
Acewill	330	1,500
Canlin Group	–	2,500
	218,016	198,220
Debt-equity swap		
Xiaoke	–	59,220

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

38 RELATED PARTY TRANSACTIONS (Continued)

(c) Year-end balances with related parties

	As at December 31	
	2025 RMB'000	2024 RMB'000
Trade receivables from related parties		
Syoo	3,962	3,962
Mengluan	1,063	–
Gross total	5,025	3,962
Less: Provision for impairment of trade receivables	(3,962)	(3,962)
	1,063	–

Trade receivables from related parties were unsecured, interest-free and repayable on demand. Trade receivable due from Syoo was fully impaired.

	As at December 31	
	2025 RMB'000	2024 RMB'000
Other receivables from related parties		
Non-current:		
Xiaoke	204,276	–
Less: provision for impairment of other receivables	(161,780)	–
	42,496	–
Current:		
Xiaoke	–	178,150
Nengtong	3,741	3,741
Canlin Group	438	513
Syoo	40	40
Acewill	–	45
Gross total	4,219	182,489
Less: provision for impairment of other receivables	(3,743)	(22,547)
	476	159,942

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

38 RELATED PARTY TRANSACTIONS (Continued)

(c) Year-end balances with related parties (Continued)

As at December 31, 2025, other receivables due from related parties are loans to related parties, non-trade in nature and unsecured. Loans to Xiaoke carried 7% fixed interest per annum and as disclosed in Note 4.1(3)(c), the Group committed to convert its loan receivable into equity of Xiaoke. Loans to Nengtong bore a fixed interest rate of 5% per annum and were past due. Allowance of RMB165,521,000 was recognised in relation to loans to related parties during the year ended December 31, 2025 (December 31, 2024: 22,544,000).

	As at December 31	
	2025 RMB'000	2024 RMB'000
Prepayments to related parties for subscription of new shares		
Beyond Science	1,000	1,000
Other payable due to related parties		
Xiaoke	7,658	–
Banfan	253	–
Canlin	5	5
	7,916	5

(d) Key management compensation

Key management includes executive directors and the senior management of the Group. The compensation paid or payable to key management for employee services is shown below:

	Year ended December 31	
	2025 RMB'000	2024 RMB'000
Salaries and wages	4,348	6,352
Bonuses	100	100
Other social security costs, housing benefits and other employee benefits	566	598
Pension cost – defined contribution plan	328	432
Share-based compensation	1,106	6,133
	6,448	13,615

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

39 BENEFITS AND INTERESTS OF DIRECTORS

(a) Directors' and chief executive's emoluments

Remuneration of every director and the chief executive's is set out below:

	Directors' fees RMB'000	Salaries and wages RMB'000	Bonuses RMB'000	Other social welfare and employee benefits RMB'000	Pension cost-defined contribution plan RMB'000	Share-based Compensation RMB'000	Total RMB'000
For the year ended December 31, 2025							
Executive director:							
Mr. Sun Taoyong	-	1,070	-	115	71	-	1,256
Mr. Fang Tongshu	-	617	-	102	71	-	790
Mr. You Fengchun	-	592	100	70	28	-	790
Mr. Fei Leiming	-	1,056	-	104	58	369	1,587
Independent non-executive directors							
Mr. Li Xufu	271	-	-	-	-	-	271
Mr. Tang Wei	271	-	-	-	-	-	271
Mrs. Xu Xiao'ou	271	-	-	-	-	-	271
	813	3,335	100	391	228	369	5,236

	Directors' fees RMB'000	Salaries and wages RMB'000	Bonuses RMB'000	Other social welfare and employee benefits RMB'000	Pension cost-defined contribution plan RMB'000	Share-based Compensation RMB'000	Total RMB'000
For the year ended December 31, 2024							
Executive director:							
Mr. Sun Taoyong	-	1,091	-	99	71	-	1,261
Mr. Fang Tongshu	-	617	-	100	71	-	788
Mr. You Fengchun	-	601	100	54	28	-	783
Mr. Guo Junxian (i)	-	287	-	20	35	-	342
Mr. Fei Leiming (ii)	-	355	-	29	19	1,376	1,779
Independent non-executive directors							
Mr. Li Xufu	275	-	-	-	-	-	275
Mr. Tang Wei	275	-	-	-	-	-	275
Mrs. Xu Xiao'ou	275	-	-	-	-	-	275
	825	2,951	100	302	224	1,376	5,778

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

39 BENEFITS AND INTERESTS OF DIRECTORS (Continued)

(a) Directors' and chief executive's emoluments (Continued)

- (i) Mr. Guo Junxian resigned as an executive director on August 21, 2024. The above disclosure of Mr. Guo's emoluments only covered period from January 16, 2024 to August 21, 2024.
- (ii) Mr. Fei Leiming has been appointed as an executive director from August 21, 2024. The above disclosure of Mr. Fei's emoluments only covered period from August 21, 2024 to December 31, 2024.

(b) Directors' retirement and termination benefits

No retirement or termination benefits have been paid to the Company's directors for the years ended December 31, 2025 and 2024.

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

No consideration provided to third parties for making available directors' services subsisted at the end of the year or at any time for the years ended December 31, 2025 and 2024.

(d) Information about loans, quasi-loans and other dealings in favor of directors, controlled bodies corporate by and connected entities with such directors

No loans, quasi-loans or other dealings are entered into by the Company in favor of directors, controlled bodies corporate by and connected entities with such directors for the years ended December 31, 2025 and 2024.

(e) Directors' material interests in transactions, arrangements or contract

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 for the years ended December 31, 2025 and 2024.

40 CONTINGENT LIABILITIES

The Group did not have any material contingent liabilities as at December 31, 2025.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

41 SUBSEQUENT EVENTS

(a) Extension of the Long Stop Date and update on the third tranche subscription

As disclosed in Note 33, the Company agreed to allot and issue 688,494,000 ordinary shares to the Subscriber in four tranches. The first two tranches were completed on October 21, 2025 and November 6, 2025, respectively and the remaining two tranches were agreed to be completed prior to the Long Stop Date of January 17, 2026.

On January 14, 2026, the Company entered into the supplemental agreement to the Subscription Agreement with the Subscriber, pursuant to which, the parties thereto agreed to extend the Long Stop Date to April 12, 2026, or such other later date as the parties may agree in writing.

On February 4, 2026, the Company issued the 172,123,000 Tranche 2A Subscription Shares to the Subscriber at the Subscription Price of HK\$2.26 per share in accordance with the terms of the Subscription Agreement (as amended by the subscription supplemental agreements) and raised gross proceeds of HK\$388,998,000.

(b) Additional investment in Genstore and director appointment

On January 14, 2026, the Group and a third-party company entered into an agreement with Genstore and its existing shareholders to subscribe additional 12% and 8% of the total preference shares in Genstore with a cash consideration of USD15,000,000 and USD10,000,000, respectively. Following the completion of this transaction, the Group holds 26% of the total equity interests in Genstore, holds one of seven board seats, and is considered to have significant influence over Genstore. In January 2026, the Group remitted the consideration of USD 15,000,000 and appointed a representative in the board of directors in Genstore. Accordingly, Genstore has been accounted for as an associate of the Group since then.

(c) Approval of conditional grant of restricted share units

On December 3, 2025, the Company has conditionally granted a total of 234,000,000 RSUs under the 2020 RSU Scheme to 64 grantees, including four executive Directors (the "Connected Grantees") and other 60 employees. Among the total of 234,000,000 RSUs granted under the 2020 RSU Scheme, 207,000,000 RSUs are granted to the Connected Grantees. The grant of RSUs to each of the Connected Grantees was conditional upon the Company's shareholders' approval. The RSUs conditionally granted shall be vested to each grantee in tranches after a period of 12 months from the date of grant, subject to the achievement of certain performance targets.

The resolutions in relation to proposed grant to the Connected Grantees were approved at the extraordinary general meeting held on March 11, 2026.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

42 FINANCIAL POSITION AND RESERVE MOVEMENT OF THE COMPANY

(a) Financial position of the Company

	<i>Note</i>	As at December 31, 2025 RMB'000	2024 RMB'000
ASSETS			
Non-current assets			
Investment in subsidiaries	<i>(i)</i>	7,564,633	7,797,570
Total non-current assets		7,564,633	7,797,570
Current assets			
Financial assets at fair value through profit or loss		15,506	19,506
Prepayments, deposits and other receivables		1,316	1,278
Restricted cash		530,258	526,385
Cash and cash equivalents		22,655	15,142
Total current assets		569,735	562,311
Total assets		8,134,368	8,359,881
EQUITY			
Capital and reserves attributable to equity holders of the Company			
Share capital	<i>33</i>	2,714	2,298
Shares held for RSU scheme	<i>33</i>	(142)	(144)
Share premium	<i>33</i>	10,466,736	9,449,301
Other reserves		19,265	3,483
Accumulated losses		(2,517,125)	(1,365,547)
Total equity		7,971,448	8,089,391
Current liabilities			
Financial liabilities at fair value through profit or loss		2,801	–
Payables due to intercompany		144,869	259,128
Other payables and accruals		15,250	11,362
Total current liabilities		162,920	270,490
Total liabilities		162,920	270,490
Total equity and liabilities		8,134,368	8,359,881

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

42 FINANCIAL POSITION AND RESERVE MOVEMENT OF THE COMPANY (Continued)

(a) Financial position of the Company (Continued)

(i) *Investment in the subsidiary directly held by the Company (the "Direct subsidiary")*

Investments in the Direct subsidiary are accounted for at cost less impairment. Cost also includes direct attributable costs of investment. The results of the subsidiaries are accounted for by the Company on the basis of dividend and receivable.

Impairment testing of the investments in the Direct subsidiary is required upon receiving dividends from these investments if the dividend exceeds the total comprehensive income of the subsidiary in the year the dividend is declared or if the carrying amount of the investment in the separate financial statements exceeds the carrying amount in the financial information of the investee's net assets including goodwill.

The grant by the Company of its equity instruments to the employees of its subsidiaries is treated as a capital contribution. The fair value of employee services received, measured by reference to the grant date fair value, is recognized over the vesting period as an increase to investments in subsidiaries, with a corresponding credit to equity. For the year ended December 31, 2025, the Company recognized an increase in its investment in the Direct subsidiary of RMB15,784,000 (2024: RMB25,490,000) attributable to RSUs granted to employees of its subsidiaries. As of December 31, 2025, the total accumulated capital contribution related to the RSUs scheme amounted to RMB446,649,000 (December 31, 2024: RMB430,865,000).

During the year ended December 31, 2025, the Company also transferred RMB700,366,000 to its subsidiaries via the Direct subsidiary to support the Group's ongoing operations (2024: RMB120,348,000). As the Company has no intention of collecting the amount back from PRC subsidiaries, the transfers have been recognized as additional investment in subsidiaries. As of December 31, 2025, the accumulated capital injection and cash contributions to PRC subsidiaries through the Direct Subsidiary totaled RMB8,067,071,000 (December 31, 2024: RMB7,366,705,000).

An impairment loss is recognised for the amount by which the investment'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. As of December 31, 2025, the Company recorded an impairment loss of RMB949,087,000 to write down the carrying value of its investment in the Direct Subsidiary to its fair value less costs to sell.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended December 31, 2025

42 FINANCIAL POSITION AND RESERVE MOVEMENT OF THE COMPANY (Continued)

(b) Reserve movement of the Company

	Other reserves RMB'000	Accumulated losses RMB'000
As at January 1, 2025	3,483	(1,365,547)
Total comprehensive loss for the year	–	(1,151,578)
Transfer of vested RSUs (<i>Note 35</i>)	(2)	–
Share-based compensation expenses for employees (<i>Note 35</i>)	15,784	–
As at December 31, 2025	19,265	(2,517,125)
	Other reserves RMB'000	Accumulated losses RMB'000
As at January 1, 2024	(21,986)	(1,213,277)
Total comprehensive loss for the year	–	(152,270)
Transfer of vested RSUs (<i>Note 35</i>)	(21)	–
Share-based compensation expenses for employees (<i>Note 35</i>)	25,490	–
As at December 31, 2024	3,483	(1,365,547)



DEFINITIONS

“AGM”	the forthcoming annual general meeting of the Company
“Articles of Association”	the amended and restated articles of association of the Company
“Audit Committee”	the audit committee of the Company
“Award(s)”	award(s) of RSUs granted to a participant pursuant to the 2020 RSU Scheme
“Board”	the board of Directors of the Company
“Bond Issuer”	Weimob Investment Limited, a wholly-owned subsidiary of the Company
“Company”	Weimob Inc., an exempted company incorporated in the Cayman Islands with limited liability on January 30, 2018
“Corporate Governance Code”	the Corporate Governance Code contained in Appendix C1 to the Listing Rules
“Director(s)”	director(s) of the Company
“Group”, “our Group”, “the Group”, “we”, “us” or “our”	our Company and its subsidiaries (or our Company and any one or more of its subsidiaries, as the context may require)
“HK\$”	Hong Kong dollars and cents, respectively, the lawful currency of Hong Kong
“HKFRS”	Hong Kong Financial Reporting Standards
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Listing”	the listing of the Shares on the Main Board of the Stock Exchange on January 15, 2019
“Listing Date”	January 15, 2019, the date on which the Shares are listed on the Stock Exchange
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Main Board”	the stock market (excluding the option market) operated by the Stock Exchange which is independent from and operated in parallel with the GEM of the Stock Exchange
“Model Code”	the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix C3 to the Listing Rules
“Nomination Committee”	the nomination committee of the Company



DEFINITIONS

“PRC” or “China”	the People’s Republic of China. For the purposes of the Report only and except where the context requires otherwise, excludes Hong Kong, Macau and Taiwan
“Prospectus”	the prospectus of the Company dated December 31, 2018
“R&D”	research and development
“Remuneration Committee”	the remuneration committee of the Company
“Renminbi” or “RMB”	Renminbi, the lawful currency of the PRC
“Report”	the 2025 annual report of the Company
“Reporting Period”	the year ended December 31, 2025
“RSU(s)”	the restricted stock unit(s)
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Share(s)”	ordinary share(s) in the share capital of the Company with a par value of US\$0.0001
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary(ies)”	has the meaning as ascribed thereto under the Listing Rules
“Substantial Shareholders Group”	Mr. SUN Taoyong, Mr. FANG Tongshu and Mr. YOU Fengchun, a group of individuals acting in concert with each other and the single largest shareholder group of the Company
“Tencent”	Tencent Holdings Limited, a limited liability company organized and existing under the laws of the Cayman Islands and the shares of which are listed on the Main Board (stock code: 700) and/or its subsidiaries
“US\$”, “USD” or “United States dollar(s)”	United States dollar(s), the lawful currency of the United States of America
“Weimob Development”	Shanghai Weimob Enterprise Development Co., Ltd.* (上海微盟企業發展有限公司), a company established under the laws of the PRC on September 10, 2014, being a wholly-owned subsidiary of our Company

* For identification purpose only

WEIMOB INC. 微盟集團

