云知声
Unisound

Unisound AI Technology Co., Ltd.
雲知聲智能科技股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

Stock Code : 9678

2025 ANNUAL REPORT

Contents

DEFINITIONS

In this annual report, unless the context otherwise requires, the following terms shall have the following meanings. These terms and their definitions may not correspond to any industry standard definitions, and may not be directly comparable to similarly titled terms adopted by other companies operating in the same industries as our Company.

"2016 Employee Incentive Scheme"	the share incentive scheme of the Company adopted by a resolution of our Shareholders on June 5, 2020 as an amendment, restatement and consolidation of the previous employee share incentive scheme adopted by the Company since 2016, a summary of principal terms of which is set out in "Statutory and General Information — D. Employee Incentive Schemes — 1. 2016 Employee Incentive Scheme" in Appendix VI to the prospectus
"2023 Employee Incentive Scheme"	the share incentive scheme of the Company as adopted on April 12, 2023, a summary of principal terms of which is set out in "Statutory and General Information — D. Employee Incentive Schemes — 2. 2023 Employee Incentive Scheme" in Appendix VI to the prospectus
"Articles of Association"	the articles of association of the Company, as amended, supplemented or otherwise modified from time to time
"Associate(s)"	has the meaning ascribed thereto in the Listing Rules
"Audit Committee"	the audit committee of the board of Directors of the Company
"Board" or "Board of Directors"	the board of Directors of the Company
"PRC" or "China"	the People's Republic of China, for the purpose of this annual report and for geographical reference only, excluding Hong Kong, Macau Special Administrative Regions of the PRC and Taiwan
"Companies Ordinance"	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
"Company" or "our Company" or "the Company"	Unisound AI Technology Co., Ltd. (雲知聲智能科技股份有限公司), a company initially established in the PRC with limited liability on 29 June 2012, and converted into a joint stock company with limited liability on 24 June 2019, and the H Shares of which are listed on the Main Board of the Stock Exchange (stock code: 9678)
"Connected person(s)"	has the meaning ascribed thereto in the Listing Rules
"Connected transaction(s)"	has the meaning ascribed thereto in the Listing Rules
"Controlling Shareholders"	has the meaning ascribed thereto in the Listing Rules, unless the context otherwise requires, refer to Dr. Liang Jia'en, Dr. Huang Wei, Dr. Kang Heng, Tianjin Yunsheng, Yunsi Shangyi and Yunchuang Hudong

"Corporate Governance Code"	the Corporate Governance Code in Appendix C1 to the Listing Rules, as amended, supplemented or otherwise modified from time to time
"Director(s)"	the director(s) of the Company
"Domestic Unlisted Share(s)"	ordinary share(s) issued by the Company, with a nominal value of RMB1.00 each, which were subscribed for or credited as paid in Renminbi and held by domestic Shareholders
"Employee Incentive Platform(s)"	each of Yunchuang Hudong, Yunsi Shangxin and Yunsi Shangzhi
"Global Offering"	has the meaning ascribed thereto in the Prospectus
"Group" or "our Group" or "we" or "us"	our Company and its subsidiaries (or our Company and any one or more of its subsidiaries, as the context may require)
"H Share(s)"	the overseas listed foreign ordinary share(s) in the ordinary share capital of our Company with a nominal value of RMB1.00 each, which is/are listed on the Stock Exchange and is/are traded in HK dollars
"H Shareholder(s)"	holder(s) of H Share(s)
"HK$" or "HK dollars"	Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Hong Kong Stock Exchange" or "Stock Exchange"	The Stock Exchange of Hong Kong Limited
"IFRS"	International Financial Reporting Standards, which include standards, amendments and interpretations promulgated by the International Accounting Standards Board and the International Accounting Standards and interpretation issued by the International Accounting Standards Committee
"Independent Third Party(ies)"	any entity or person who is not a connected person of our Company within the meaning ascribed thereto under the Listing Rules
"Latest Practicable Date"	29 April 2026, being the latest practicable date for the purpose of ascertaining certain information contained in this annual report
"Listing Date"	30 June 2025, being the date on which the Company's H shares were listed on the Main Board of the Stock Exchange
"Listing Rules"	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, supplemented or otherwise modified from time to time

DEFINITIONS

"Main Board"	the stock exchange (excluding the option market) operated by the Hong Kong Stock Exchange which is independent from and operated in parallel with the GEM of the Hong Kong Stock Exchange
"Model Code"	the Model Code for Securities Transactions by Directors of Listed Issuers contained in Appendix C3 to the Listing Rules, as amended, supplemented or otherwise modified from time to time
"Prospectus"	the prospectus of the Company dated 20 June 2025
"Reporting Period"	year ended 31 December 2025
"RMB" or "Renminbi"	Renminbi, the lawful currency of the PRC
'Securities and Futures Ordinance" or "SFO"	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
"Share(s)"	ordinary shares in the share capital of our Company with a nominal value of RMB1.00 each
"Shareholder(s)"	holder(s) of the Share(s)
"Shenzhen Unisound"	Shenzhen Unisound Information Technology Co., Ltd. (深圳雲知聲信息技術有限公司), a company established in the PRC with limited liability on December 28, 2015 and a wholly-owned subsidiary of our Company
"Subsidiary(ies)"	has the meaning ascribed thereto in section 15 of the Companies Ordinance
"Substantial shareholder(s)"	has the meaning ascribed thereto in the Listing Rules
"Supervisor(s)"	former member(s) of the Supervisory Committee
"Supervisory Committee"	the former Supervisory Committee of the Company
"Tianjin Yunsheng"	Tianjin Yunsheng Information Technology Co., Ltd. (天津市雲盛信息技術有限公司), a company established in the PRC on 3 March 2016 and one of our Controlling Shareholders
"Treasury shares"	has the meaning ascribed thereto in the Listing Rules
"Unlisted Foreign Shares"	ordinary share(s) in the share capital of our Company, with a nominal value of RMB1.00 each, which were subscribed for or credited as paid in U.S. dollars and held by foreign Shareholders

"Xiamen Unisound"	Xiamen Unisound Intelligence Technology Co., Ltd. (廈門雲知芯智能科技有限公司), a company established in the PRC with limited liability on October 18, 2017 and a wholly-owned subsidiary of our Company
"Yunchuang Hudong"	Beijing Yunchuang Hudong Investment Management Consulting Partnership (Limited Partnership) (北京雲創互動投資管理諮詢合夥企業 (有限合夥)), a limited partnership established in the PRC on May 13, 2015, and one of our Employee Incentive Platforms and Controlling Shareholders
"Yunmao Internet"	Yunmao Internet Intelligent Technology (Xiamen) Co., Ltd. (雲茂互聯智能科技(廈門)有限公司), a company established in the PRC with limited liability on April 17, 2019 and a non-wholly owned subsidiary of the Company
"Yunsi Shangyi"	Yunsi Shangyi (Tianjin) Enterprise Management Partnership (Limited Partnership) (雲思尚義 (天津) 企業管理合夥企業 (有限合夥)), a limited partnership established in the PRC on March 28, 2016 and one of our Controlling Shareholders
"%"	per cent

CORPORATE INFORMATION

BOARD

Executive Directors

Dr. Liang Jia'en *(Chairman of our Board, deputy general manager and chief technology officer)*
Dr. Huang Wei *(chief executive officer and general manager)*
Dr. Kang Heng *(vice president of IoT department)*
Dr. Li Xiaohan *(vice president of R&D)*
Dr. Liu Shengping *(employee representative Director and vice president of R&D)*
Dr. Li Peng *(director of R&D, retired on 10 December 2025)*

Non-executive Directors

Mr. Duane Ziping Kuang *(retired on 10 December 2025)*
Mr. Li Zhichao
Dr. Wang Cunfu *(retired on 10 December 2025)*
Mr. Li Ang *(resigned on 6 March 2026)*

Independent non-executive Directors

Mr. Hu Jianjun
Dr. Fan Jian
Dr. Jin Huihua
Dr. Zhang Kun
Mr. Chen Hua *(retired on 10 December 2025)*

AUDIT COMMITTEE

Mr. Hu Jianjun *(Chairman)*
Dr. Jin Huihua
Dr. Fan Jian

REMUNERATION COMMITTEE

Dr. Zhang Kun *(Chairman)*
Dr. Fan Jian
Dr. Huang Wei

NOMINATION COMMITTEE

Dr. Jin Huihua *(Chairman) (appointed as Chairman of the Nomination Committee on 10 December 2025)*
Mr. Chen Hua *(Chairman) (retired on 10 December 2025)*
Dr. Liang Jia'en
Dr. Fan Jian *(appointed on 10 December 2025)*

JOINT COMPANY SECRETARIES

Ms. Li Na
Ms. Wong Wai Yee, Ella

AUTHORISED REPRESENTATIVES FOR THE PURPOSES OF THE LISTING RULES

Dr. Huang Wei
Ms. Wong Wai Yee, Ella

LEGAL ADVISORS

As to Hong Kong laws
Clifford Chance
27/F, Jardine House
One Connaught Place
Central
Hong Kong

As to PRC law and data security law
Grandway Law Offices, Beijing
23/F, S2, The Bund Finance Center, No. 600, Zhongshan No. 2, Road (E)
Huangpu District, Shanghai
PRC

COMPLIANCE ADVISOR

Haitong International Capital Limited
Suites 3001–3006 & 3015–3016 30/F
One International Finance Centre
No. 1 Harbour View Street
Central
Hong Kong

AUDITOR

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

REGISTERED OFFICE

No. 101, 1/F, Building One
Xisanqi Jiancaicheng
Haidian District, Beijing
PRC

HEADQUARTER AND PRINCIPAL PLACE OF BUSINESS IN THE PRC

No. 101–124, 1/F, Building N6, BBMG
Intelligent Manufacturing Workshop
No. 27 Xisanqi Jiancaicheng Zhonglu
Haidian District, Beijing
PRC

PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Room 1915, 19/F
Lee Garden One
33 Hysan Avenue
Causeway Bay
Hong Kong

PRINCIPAL BANK

Industrial and Commercial Bank of China
branch in Beijing Garden East Road
No. 3 Garden East Road
Haidian District, Beijing
PRC

H SHARE REGISTRAR

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

COMPANY WEBSITE

www.unisound.com

STOCK CODE

9678

FINANCIAL HIGHLIGHTS

Key Financial Highlights

The following is a summary of the results and of the assets and liabilities of the Group for the past four financial years:

	Year ended 31 December			
	2025	2024	2023	2022
	(Expressed in RMB'000, unless otherwise indicated)			
Revenue	**1,211,383**	939,017	727,316	600,619
Cost of sales and services	**(774,341)**	(574,537)	(432,808)	(360,732)
Gross profit	**437,042**	364,480	294,508	239,887
Loss for the year	**(329,462)**	(454,211)	(376,244)	(375,391)
Loss attributable to:				
Owners of the Company	**(326,626)**	(452,364)	(375,461)	(366,012)
Non-controlling interests	**(2,836)**	(1,847)	(783)	(9,379)
Non-IFRS measure:				
Adjusted net loss for the year	**(126,518)**	(168,382)	(136,591)	(183,205)

	As of 31 December			
	2025	2024	2023	2022
	(Expressed in RMB'000, unless otherwise indicated)			
Total assets	**1,516,937**	1,079,976	1,104,606	568,844
Total liabilities	**843,956**	3,832,884	3,403,363	2,480,082
Total equity/(deficit)	**672,981**	(2,752,908)	(2,298,757)	(1,911,238)

Note: The Company was listed on the Main Board of the Stock Exchange on 30 June 2025. Certain amounts and percentage figures included in this annual report have been subject to rounding adjustments or have been rounded to one or two decimal places. Any discrepancies between totals and sums of amounts listed in any table, chart or elsewhere are due to rounding.

MESSAGE FROM CHAIRMAN AND CEO

In 2025, AI technology rapidly evolved and was at a critical turning point, transitioning from technological innovation to real-world productivity. The support of a favorable policy environment, the rising market demand, and the improvement of the industrial ecosystem enabled the AI industry to shift from conceptual hype to value realisation. We always firmly believe that the future of AI lies not in the size of parameters, but in its industrial implementation capabilities; not in conceptual showmanship, but in its ability to empower industries.

For us, 2025 was a year of transformation. On 30 June 2025, the Company was successfully listed on the Main Board of The Stock Exchange of Hong Kong Limited, marking a crucial leap from quiet diligence to public recognition. Throughout this year, in the face of a complex and ever-changing external environment, we remained steadfast in our corporate mission. Regardless of the shifting technological tides or market fluctuations, we consistently focused on the fundamental needs of our customers. By deepening our core technologies and optimising our business presence, we found our direction amidst uncertainty, transforming external pressure into a driving force for internal improvement. Listing is not an end, but a new beginning for us to practice our long-term vision. We will continuously leverage the capital platform to further deepen our core technologies, optimise our industrial presence, move ahead steadily amid changes, and continue to create sustainable value for our customers, partners, and Shareholders.

In 2025, we worked as one and forged ahead. We firmly implemented our “one vertical, one horizontal” business strategy, vertically deepening the professional intelligent healthcare business and horizontally expanding the diversified intelligent daily life business, with coordinated advancement and rapid expansion. We delivered our first performance report after listing. The Group’s total revenue for 2025 amounted to RMB1,211 million, a year-on-year increase of 29.0%. The Group’s adjusted net loss for 2025 was RMB127 million, a year-on-year decrease of 24.9%. Full-year revenue from large model related business was RMB610 million, a more than tenfold year-on-year increase.

During the Reporting Period, the growth rate of our revenue was significantly higher than that of our R&D expenses, signaling that our R&D investments began to earn commercial returns and our R&D efficiency also significantly improved. We have always adhered to the strategy of “strengthening foundation models and deepening their applications”: on one hand, we strive to build a self-developed, controllable, and world-class general-purpose large foundation model; on the other hand, we deeply integrate the foundation model with industrial scenarios, knowledge, and data, and in this wave of AI, we do not just compete on parameters and concepts, but use our products to genuinely solve real problems and create real value.

As a trendsetter in the AI industry, we are well aware that true leadership lies in bringing technology down to every corner that needs it. In 2026, we will cast aside the clamorous race of concepts and, based on the established strategy of “strengthening foundation models and deepening their applications,” continue to refine our foundation model capabilities with reverence, break through application boundaries with courage, maintain the acuity and composure of a surfer, ride the waves forward, and face the great test of value realization.

Liang Jia’en
Chairman, Deputy General Manager and Chief Technology Officer

Huang Wei
Executive Director, Chief Executive Officer and General Manager

MANAGEMENT DISCUSSION AND ANALYSIS

I. Industry Landscape

In 2025, the trajectory of artificial intelligence (AI) development underwent a profound shift from technological exploration to application-driven transformation. The evolution of large language models (LLMs) not only reshaped the competitive landscape of the global tech industry but also unveiled the dawn of a new era of intelligence. During the Reporting Period, technological iterations accelerated markedly, with multi-modal capabilities becoming increasingly promising. The widespread adoption of mixture of experts (MoE) significantly enhanced computational efficiency while maintaining the number of parameters within a model. The deep integration of reinforcement learning notably improved the reliability and alignment of models in complex reasoning and long-chain tasks. Of particular note in 2025 was that AI agents moved from concept to large-scale commercial deployment, becoming the main tool for harnessing the capabilities of large models. This marked AI's official entry into a new phase of autonomy beyond mere perception and understanding.

The advancement of technology facilitated the rapid application of large models, with industry focus shifting from "bigger" to "better", and from the "digital world" to the "physical world", ultimately culminating in the commercial principle of "value creation". Amidst this expansive backdrop, the industrial landscape also evolved. Tech giants such as OpenAI and Google continued to lead the frontier of technology, while a diverse array of enterprising, innovative large model vendors, leveraging their deep expertise in their respective domains, created distinct competitive advantages, thereby injecting robust momentum into AI's flourishing development.

From the domestic perspective, a favourable policy environment provided a solid foundation for the thriving AI industry. In August 2025, the State Council officially issued the Opinions on Deeply Implementing the "AI+" Initiative (《關於深入實施"人工智能+"行動的意見》), which advocated for the vigorous promotion of large-scale commercial applications of AI and establishment of a virtuous cycle of innovation-driven applications and application-driven innovation. This marked China's entry into the phase of AI development centred on practical applications. Meanwhile, the "15th Five-Year Plan" proposal positioned AI at the core of strategic focus, outlining a grand vision of its comprehensive integration with industrial development, cultural construction, livelihood protection, and social governance. As of the end of 2025, the number of large model filings in China had surpassed 500, covering over 30 key industries.

As 2026 began, policy support intensified further. China's 2026 Government Work Report, for the third consecutive year, mentioned "AI+", and for the first time included "creating new forms of smart economy". It clearly advocated for the deepening and expansion of "AI+", the accelerated promotion of new-generation intelligent terminals and agents, and the commercialisation and large-scale application of AI in key industry sectors. This policy clearly signalled that AI is moving beyond its phase of technological exploration and entering a new stage of deep integration with the real economy. According to third-party reports, from 2025 to 2030, China's AI solutions market is expected to expand rapidly. It is expected to exceed a value of RMB1 trillion by 2030, with a projected compound annual growth rate (CAGR) exceeding 36%.

II. Company Development

1. Technological Leap: Building a Matrix of Large Models to Forge Core AGI Capabilities

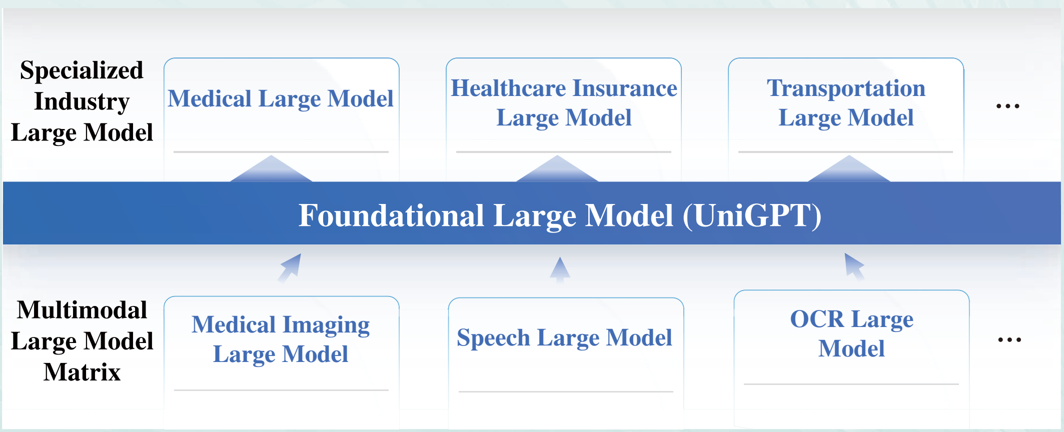
In the rapidly evolving AI landscape, we steadfastly adhere to our core strategy of "strengthening foundation models and deepening their applications" and views this approach as the cornerstone of corporate growth. We firmly believe that a self-developed, controllable, world-class, reliable foundation model, which is reliably applicable, is not only the bedrock for achieving significant industry empowerment but also the sole pathway to realising our grand vision of artificial general intelligence ("**AGI**"). Since May 2024, when we launched UniGPT and became the fourth company in China to publicly release a foundation model, we have consistently invested in the research and development ("**R&D**") of large models. By 2024, our technical capabilities in large models placed us among the industry's leading ranks, with several key metrics reaching state-of-the-art ("**SOTA**") levels in authoritative evaluations.

Stepping into 2025, we have focused on three core research directions: multimodal capability expansion, breakthroughs in deep reasoning and thinking abilities, and comprehensive enhancements in agent capabilities. We continue to deepen our efforts in the technological development and capability iteration of our self-developed UniGPT. In multimodal expansion, we have achieved deep alignment of text, images, audio, and cross-modal semantics. We have innovatively developed an efficient hybrid inference mode for UniGPT, allowing it to intelligently switch to the optimal inference path based on task difficulty. This significantly enhances the model's capabilities in complex logical reasoning, causal inference, long-chain thinking, and interpretability. It addresses the challenge of model hallucinations in serious scenarios, advancing the model's function from merely "information retrieval and generation" to "expert-like deep thinking". In the area of agent capability enhancement, we have upgraded the foundational architecture with native support for agents by incorporating a full range of core capabilities such as intelligent task splitting, autonomous tool utilisation, dynamic corrections, and multi-agent collaborative scheduling. This greatly improves the end-to-end completion rate of complex tasks in open environments, realising the large model's transition from a "conversation tool" to an "agent capable of autonomously completing complex tasks".

Meanwhile, leveraging the advanced capabilities of our general foundation model and an efficient, specialised model-building mechanism, we built the UniGPT matrix in 2025, which is hierarchically structured, co-evolving, and closely integrated with our business operations. While possessing the foundational capability to compete on par with global giants, we combine these core capabilities with real-world needs to create commercial value. For example, leveraging UniGPT Medical Large Model 5.0 released at the end of 2025, we innovatively adopt a dual-core architecture comprising a "medical text large model + medical multimodal large model", enabling parallel processing of diverse and heterogeneous medical data from medical records, medical images, and biochemical tests. This advancement is supported by the continuous iteration of our multimodal foundation model, deep modelling of medical knowledge, and innovative algorithms for complex cognitive tasks such as multi-hop reasoning and dynamic treatment path planning. In the authoritative MedBench 4.0 evaluation, this model was crowned champion in medical language, medical imaging, and medical agent dimensions, strongly validating its professionalism and reliability within the industry.

As we move into 2026, our model matrix continues to iterate. In January 2026, we launched the "UniGPT·Audio 2.0" speech large model. This model abandons the traditional cascaded architecture in favour of a new end-to-end, full-duplex paradigm. This means the model can read, think and make predictions like humans, creating an exceptionally smooth experience where it can be interrupted at any time, respond immediately, and ask follow-up questions coherently. We have reduced the initial packet delay to within 90 milliseconds. Behind this achievement lies a complex streaming attention mechanism, efficient acoustic encoding and language decoding collaborative algorithms, as well as the result of rigorous training on tens of thousands of hours of speech data. The model's precise recognition and synthesis capabilities for over 12 Chinese dialects and 10 foreign languages, along with its nuanced reproduction of emotions and non-verbal sounds, establish it as an undisputed benchmark in current speech interaction technology.

In February 2026, we officially launched the first industrial-grade document intelligence foundation model, "Unisound U1-OCR", ushering in the OCR 3.0 era of document intelligence. This model adopts a ViT+LLM architecture, with the visual encoder incorporating the NaViT architecture for dynamic handling of document resolution. It has a 3-billion-parameter scale, balancing computational efficiency and deep semantic understanding. In terms of technological innovations, U1-OCR pioneered the "semantic-driven + dynamic focus" strategy. This combined with a comprehensive task reinforcement learning scheme, has boosted model inference efficiency by over 80%. It achieves precise pixel-level positioning and builds a complete chain of evidence, effectively addressing the industry's pain point of "unverifiable results" in traditional document processing. In authoritative evaluations, U1-OCR, with its 3-billion-parameter scale, scored 95.1 on the OmniDocBench V1.5 evaluation, achieving SOTA status and surpassing many mainstream models. It has completed a qualitative leap from "character perception" to "document cognition", further solidifying our leading position in multimodal perception and document intelligence.



We firmly believe in the strategic philosophy of "strengthening foundation models and deepening their applications", seeing the two as two sides of the same coin that enhance each other and perform best together. Without the ambition and experience of independently pre-training world-class foundation models, we would be unable to understand the limits and mechanisms of model capabilities, thereby becoming mere followers at the application level. Conversely, without the determination and action to delve into industry frontlines, the models we train would be nothing more than impractical solutions. Only by mastering the full-stack capabilities from model development to application, realising the structured reasoning abilities of large models across various professional fields, accelerating their practical applications, and using these applications to inform model evolution, can we truly seize the initiative in commercial competition, transforming technological potential into an unshakable market advantage and business barrier.

2. Rapid Business Expansion: Practical Applications and Value Realisation

Leveraging our leading position in technology and forward-looking strategic planning, the Group's revenue from large model-related business reached RMB610 million for the year ended 31 December 2025, representing an explosive growth of more than ten times compared to RMB51.87 million for the year ended 31 December 2024. This accomplishment signifies that we have successfully bridged the gap between the development of cutting-edge technology and the realisation of scalable commercial application, laying a solid foundation for sustained high-speed growth in the future.

As a whole, the Group's total revenue for the year ended 31 December 2025 reached RMB1.211 billion, representing a year-on-year increase of 29.0%. By business segment, we steadfastly follow the strategy "One Vertical and One Horizontal Businesses". The vertical business represents our **Smart Healthcare** business, which requires deep industry expertise and years of commitment. This segment achieved revenues of RMB244 million for the year ended 31 December 2025, representing a year-on-year increase of 22.3%. The horizontal business covers our **Smart Life** business, which spans a broader and more diverse range of scenarios. This segment generated revenues of RMB968 million for the year ended 31 December 2025, representing a year-on-year increase of 30.8%. These two business segments progress in synergy, driving the overall value of the Company to continue its stable growth.

	Year ended 31 December			
	2025		2024	
	Amount RMB'000	**%**	Amount RMB'000	%
Smart Life	**967,781**	**79.9%**	739,830	78.8%
— Solutions	**846,037**	**69.8%**	622,534	66.3%
— Products	**121,744**	**10.1%**	117,296	12.5%
Smart Healthcare	**243,600**	**20.1%**	199,180	21.2%
Others[1]	**2**	**0.0%**	7	0.0%
Total	**1,211,383**	**100.0%**	939,017	100.0%

Note:

(1) Others primarily consist of fees for use of office premises, excluding income from sublease.

A. *Smart Life*

In the expansive landscape of Smart Life, we focus on two primary business pillars: AI solutions and AI products. Our goal is to transform the general capabilities of large models into tangible commercial value. We strongly believe that the true value of technology lies in addressing the real needs of industries, rather than existing in isolation or pursuing exploration without direction. Therefore, our development path is guided by two key principles: firstly, enhancing and upgrading our existing business foundation through large model empowerment; secondly, driving technological iterations based on the actual demands of industries. Following this path, we strategically select core sectors characterised by large economic scale, high levels of informatisation, abundant professional field data, and leading international development. This ensures that the integration of AI leads to profound paradigm shifts and unlocks vast opportunities for value creation and commercial expansion.

a) *Solutions*

In the realm of AI solutions, we leverage our robust "UniGPT" foundation model and the "Beast Tooth" Intelligent Agent platform to encapsulate complex AI capabilities into standardised intelligent agents. These provide solutions including "smart customer service" and "smart marketing", efficiently empowering a multitude of industries through the large models.

The smart transportation sector is the segment with more significant growth within our solutions portfolio, representing a year-on-year increase of nearly 40%. China leads the world in the construction volume and operational mileage of rail transit, with substantial demand and budget for intelligent upgrades. Our mature industrial experience also allows us to accumulate the most professional expertise and data. Therefore, we have strategically chosen to expand in this segment. Currently, we have launched smart transportation projects in over 10 cities, including Qingdao, Ningbo, Shenzhen, and Nanning, offering one-stop smart rail transit intelligent agent application platform. In 2025, we partnered with Shanghai Shentong Metro (上海申通地鐵) to build a smart rail transit platform comprising over eight intelligent agent modules, such as intelligent technical review, knowledge Q&A, and intelligent data inquiry, showcasing our leading comprehensive delivery capability in this domain. In the same year, the "Cloud Customer Service" system we co-developed for Jinan Metro (濟南地鐵) was officially launched. As the first remote, centralised intelligent customer service model in China's rail transit sector, this system achieved a 100% service connection rate and reduced average response time to 9 seconds, setting an innovative industry standard for "intelligence-led, human-assisted" service.

Moreover, the smart cockpit segment is one of our fastest-growing areas in 2025. China is one of the world's fastest-developing and most mature markets for smart cockpits, with human-machine interaction being the core capability. This rigid demand aligns perfectly with our technical strengths. We entered the market by leveraging our atomic capabilities in voice AI and have since evolved to offer a fully integrated device-cloud voice solution powered by multimodal large models and on-device large models. At the core of this solution is our cockpit on-device intent understanding large model. Using advanced model distillation techniques, we compressed our large cloud model to a 0.5-billion parameter scale, enabling it to run smoothly on automobile chips with the computing power of 30 tera operations per second (TOPS) and achieve a response speed as low as 350 milliseconds. It not only achieves precise intent understanding without network connectivity but also offers users a lossless, natural, and efficient interaction experience through three key technologies: integrated interaction (gesture + voice), fuzzy intent understanding (deep demand analysis), and edge learning (personalised preference memory), redefining the interaction standards of next-generation smart cockpits. Currently, this solution has been commercialised in partnership with several vehicle manufacturers, marking a significant breakthrough in the automobile field.

b) *Products*

In terms of AI products, our self-developed AI chip and module business continues to solidify the Company's absolute leading position in specific markets such as home appliances. Our "Swift" and "Hummingbird" AI chips stand out in a competitive market due to their excellent performance and energy efficiency. We not only serve top home appliance brands such as Midea, GREE, and TCL but have also expanded our market share to numerous appliance and equipment manufacturers. As of the end of the Reporting Period, our cumulative AI chip shipments have surpassed 110 million units. This achievement is underpinned by our full-stack support for customers, from chip hardware and algorithm optimisation to development toolchains, as well as our deep insights into market demands and rapid response capabilities.

B. *Smart Healthcare*

Since establishing a landmark partnership with Peking Union Medical College Hospital (北京協和醫院) in 2016, we have been exploring the AI healthcare sector for nearly a decade. This long and determined journey has enabled us to establish three core advantages in customers, data, and engineering, forming a formidable barrier to competition. Firstly, in terms of customer advantages, by consistently adhering to our strategy of "significant investments in premium markets", we have forged strong relationships with top-tier medical institutions. By the end of the Reporting Period, we had partnered with almost 450 hospitals nationwide, covering almost 35% of the hospitals with a comprehensive ranking of A++ or above in China. In 2025, almost 85% of our partner hospitals were tertiary hospitals, with more than a third of our customers having engaged with us for over three consecutive years. These lighthouse customers in the medical industry not only contribute stable revenue but also provide authoritative endorsements that bolster our credibility in expanding into broader markets.

The strong customer relationships have led to an unparalleled data advantage. Through close collaboration with top-tier Grade-A tertiary hospitals, we have been able to legally and compliantly accumulate high-quality, continuous medical data in real-world clinical settings. As of the Latest Practicable Date, our medical knowledge graph has amassed over 10.02 million medical relationships and 5.19 million medical terms. This real-world data at the ten-million level serves as exclusive fuel for training our medical large models, ensuring their unparalleled professionalism and reliability.

Finally, our extensive hands-on experience has honed our exceptional engineering advantages. We deeply understand the complexities and challenges of implementing large models across hospitals, insurance companies, and regulatory bodies. We have accumulated significant practical experience in ensuring data security compliance, rapid model adaptation and deployment, and seamless system integration, creating a robust engineering barrier.

Supported by this strong barrier, our medical product matrix focuses on applications in hospitals, aiming to empower core processes such as medical consultations, surgeries, and hospitalisations through large models, achieving improvements in medical quality and efficiency. A typical example is our medical record entry and generation product. This product accurately extracts key medical information from fragmented, unstructured natural language exchanges between doctors and patients and quickly generates structured medical records in compliance with standards of the National Health Commission. This capability is enabled by the synergy of our three-tiered technological advantages: the underlying voice entry hardware ensures that even in noisy environments like consulting rooms, large models can capture clear human voices and separates roles distinctly; the intermediate foundation model provides powerful semantic understanding and information integration, transforming disjointed and sometimes contradictory doctor-patient dialogues into coherent structured text; and finally, the top-tier medical large model deeply understands complex medical terminology and colloquial expressions used by healthcare professionals in clinical practice, achieving an accuracy rate of over 90% in generating medical records. In 2025, we strengthened our collaboration with Beijing Friendship Hospital, Capital Medical University (首都醫科大學附屬北京友誼醫院), deeply integrating this product into its clinical workflows, resulting in an increase of more than tenfold in the number of medical records generated compared to the previous year. This has not only enhanced doctor productivity but also significantly improved the quality of the hospital's medical records.

Building on this, we further delved into core diagnosis and treatment processes, using our medical electronic document quality control system to help hospitals mitigate diagnostic and treatment risks and enhance service quality. This system applies AI capabilities to deeply understand the content of medical records, intelligently analyse doctors' diagnosis and treatment decisions, and automatically check for defects and issue risk alerts. In a benchmark project, this product revolutionarily increased the coverage of hospital medical records from less than 5% to 100%, with an accuracy rate of over 90% and a detection rate of over 85%, significantly enhancing medical safety and service quality while assisting hospitals in meeting healthcare regulation requirements.

Since intensively focusing on hospital applications, our core capabilities accumulated from real-world scenarios are naturally extending along the value chain of "hospitals, insurance, and regional healthcare" into broader areas. In both the public and private health insurance sectors, we offer intelligent auditing and risk control support to relevant institutions. In early 2026, we secured the contract for China's first provincial-level health insurance large model project–the Jiangsu Province Health Insurance Large Model Project. This achievement signifies strong recognition of our technology and application model by provincial regulators. In the commercial insurance sector, we primarily adopt a rolling renewal cooperation model to ensure business stability. In 2025, through technological upgrades and accumulated experience, we further enhanced accuracy in the field of claims order review, with review efficiency and effectiveness significantly outperforming traditional review methods. Through in-depth cooperation with leading insurance groups, our cost control rate was effectively improved to approximately 20%, resulting in incremental cost control of over RMB1 billion for more than 2.60 million claims order review, thereby creating outstanding commercial value for our partners. For small and medium-sized insurance institutions, we innovatively introduced a flexible cooperation mechanism with payment per order, meeting the differentiated needs of customers while developing a long-term sustainable revenue growth model.

Notably, our business has further extended into regional healthcare administration. In 2025, we established deep collaborations with regional healthcare regulators, implementing business operations in areas such as regional healthcare quality management and intelligent hospital construction. This series of collaborations signifies that our large model services have advanced from delivering application-level systems to offering more foundational model capabilities. This represents a transformative leap from collaborating with individual hospitals to providing integrated, region-wide service. In light of the above, it is evident that we remain focused on top-tier medical institutions, accumulating high-value cooperative experiences and rare clinical data. This serves as the foundation for training world-class medical large models, which we then quickly expand into broader commercial areas such as medical insurance and regional healthcare. This approach creates a comprehensive flywheel effect, moving from technological development to large-scale monetisation. During the Reporting Period, the medical-related business extending from hospital applications achieved approximately 4 times revenue growth, strongly validating the success of our strategy.

III. Future Outlook

Looking ahead to 2026, we will be committed to advancing decisively along our established strategic path of "strengthening foundation models and deepening their applications".

In terms of technology, we will continue to make strategic investments in foundation models to consistently harness the vast potential of AGI. We understand that having self-developed, controllable, foundation models is not only crucial for maintaining technological leadership but also serves as a core asset for us to seize commercial initiative, deeply understand industry needs, and perform precise optimisations. In 2026, our top strategic priority will be to enhance our foundational model capabilities, keeping pace with world-class foundation model providers. Building on this, we will continue to advance the deep integration of multi-modal capabilities, delivering high-performance, low-latency AI solutions across a broader range of scenarios.

From an application perspective, expanding our MaaS ("**Model as a Service**") business will be the core growth engine, driven by a dual-pronged business strategy. In the Smart Healthcare scenarios, the successful bid for the Jiangsu Province Health Insurance Large Model Project sets an excellent, replicable, and promotable model. Building on this success, we aim to replicate it nationwide, extending our achievements in the health insurance sector to regulatory scenarios across more provinces and industries. In the Smart Life scenarios, the MaaS business is also showing strong growth momentum and will become an important force driving overall expansion. Even more exciting is that, as MaaS business scales up, the number of intelligent agent application projects will grow. This will facilitate the transition from foundational services to an intelligent ecosystem, thereby expanding our commercial boundaries and achieving exponential growth in business value.

Meanwhile, the Company is also actively exploring a second growth curve based on its existing technological strengths and business capabilities. First, amid the leapfrog upgrading of foundation models, we will advance a recurring revenue system encompassing models such as API calls and token-based billing. Second, in our advantageous fields, we will prudently evaluate opportunities for C-end products, reaching a broader base of end users through subscription models to unlock entirely new growth areas beyond the enterprise service market. Finally, in terms of internationalisation, we have entered into a strategic agreement with the People's Government of Guangxi Zhuang Autonomous Region to jointly establish the China-ASEAN Artificial Intelligence Application Cooperation Center (中國-東盟國家人工智能應用合作中心), creating a cross-border industrial ecosystem of "R&D in Beijing, Shanghai, Guangzhou + integration in Guangxi + application in ASEAN". This is expected to represent a key step in exporting China's AI technology and application standards.

FINANCIAL REVIEW

Revenue

The Group's total revenue increased by 29.0% from RMB939.02 million for the year ended 31 December 2024 to RMB1,211.38 million for the year ended 31 December 2025. The increase was primarily attributable to our powerful large model foundation and agent platform. By deploying standardized agents across multiple vertical industries, we further enhanced product competitiveness, resulting in a significant increase in revenue from large model-related business, particularly in AI solution, rail transit, healthcare and others.

Cost of Sales and Services

The Group's cost of sales and services increased by 34.8% from RMB574.54 million for the year ended 31 December 2024 to RMB774.34 million for the year ended 31 December 2025, primarily due to increased costs resulting from our active expansion of large model-related business.

Gross Profit and Gross Profit Margin

The Group's gross profit increased by 19.9% from RMB364.48 million for the year ended 31 December 2024 to RMB437.04 million for the year ended 31 December 2025. The Group's gross profit margin decreased from 38.8% for the year ended 31 December 2024 to 36.1% for the year ended 31 December 2025, mainly due to 1) structural adjustments of non-large-model business in response to the external environment; 2) the temporary increase in costs arising from the Group's active exploration and expansion of integrated solution applications of vertical large model agents in various business scenarios.

Other Income

The Group's other income decreased by 30.2% from RMB17.08 million for the year ended 31 December 2024 to RMB11.92 million for the year ended 31 December 2025. The change was mainly related to government grant projects.

Other Losses

The Group's other losses increased by 25.8% from RMB13.96 million for the year ended 31 December 2024 to RMB17.56 million for the year ended 31 December 2025, mainly due to the Group's provisions for potential losses arising from uncertainties in fulfilling specific capital investment commitments.

Selling and Marketing Expenses

The Group's selling and marketing expenses decreased by 7.7% from RMB70.71 million for the year ended 31 December 2024 to RMB65.25 million for the year ended 31 December 2025. The decrease is primarily due to the Group's enhanced industry influence following its listing and adjustment of its publicity strategy.

Administrative Expenses

The Group's administrative expenses increased by 61.2% from RMB64.11 million for the year ended 31 December 2024 to RMB103.35 million for the year ended 31 December 2025, mainly due to an increase in listing expenses and professional service fees. Listing expenses refer to professional fees and other expenses incurred in connection with the Global Offering. The Group's listing expenses increased by 105.7% from RMB21.23 million for the year ended 31 December 2024 to RMB43.68 million for the year ended 31 December 2025.

R&D Expenses

The Group's R&D expenses increased by 2.9% from RMB370.07 million for the year ended 31 December 2024 to RMB380.68 million for the year ended 31 December 2025, mainly due to the increase in R&D investment in industry application-based vertical large models and agent applications.

Finance Costs — net

The Group's net finance cost decreased by 45.2% from RMB268.65 million for the year ended 31 December 2024 to RMB147.27 million for the year ended 31 December 2025, mainly due to a decrease in interest on redemption liabilities.

Income Tax Expense/(Credit)

The Group's income tax expense/(credit) was RMB3.78 million and RMB-0.16 million for the year ended 31 December 2025 and for the year ended 31 December 2024, respectively, primarily due to the income tax paid by profitable subsidiaries and the deferred income tax expenses related to the recognition of right-of-use assets and lease liabilities arising from lease transactions.

Loss for the Year

As a result of the foregoing, the Group's loss for the year decreased by 27.5% from RMB454.21 million for the year ended 31 December 2024 to RMB329.46 million for the year ended 31 December 2025.

Non-IFRS Measure

To supplement the annual financial information presented in accordance with IFRS, we use adjusted net loss (a non-IFRS measure) as an additional financial measure, which is not required by, or presented in accordance with, IFRS. We believe that this non-IFRS measure eliminates the potential impact of items that the management does not consider to be indicative of our operating performance and provides useful information to investors and the management regarding our financial position and operating performance. However, the presentation of adjusted net loss (a non-IFRS measure) is not comparable to similarly titled measures presented by other companies. The use of this non-IFRS measure has limitations as an analytical tool, and investors should not consider it in isolation from, or as a substitute for analysis of, our results of operations or financial conditions as reported under IFRS.

We define adjusted net loss (a non-IFRS measure) as net loss for the year adjusted by adding back interest expenses on redemption liabilities, listing expenses, and potential loss on non-current assets. The following table sets forth a reconciliation of our financial measure prepared in accordance with IFRS (i.e., "**loss for the year**") to the nearest measure prepared in accordance with non-IFRS measure (i.e., "**adjusted net loss for the year**") for the years indicated:

	Year ended 31 December	
	2025	2024
	RMB'000	RMB'000
Loss for the year	**(329,462)**	(454,211)
Add:		
Interest expenses on redemption liabilities(1)	**139,264**	264,595
Listing expenses(2)	**43,680**	21,234
Potential loss on non-current assets(3)	**20,000**	—
Adjusted net loss for the year (a non-IFRS measure)	**(126,518)**	(168,382)

Notes:

(1) Interest expenses on redemption liabilities represents the non-cash, interest expense recorded to reflect interest incurred on our conditional obligation to redeem equity securities issued in our previous rounds of financing. This redemption obligation was initially measured at net present value of the redemption obligation amount and recorded as financial liabilities with interest accruing. Upon listing, the redemption liabilities were derecognised and no related interest expenses were incurred afterwards.

(2) Listing expenses relate to our Global Offering.

(3) Potential loss on non-current assets represents the Group's provisions for potential losses arising from uncertainties in fulfilling specific capital investment commitments.

Liquidity and Capital Resources

For the year ended 31 December 2025, the Group's liquidity requirements were satisfied by operating cash flow, equity and debt financing and net proceeds from the Global Offering. As at 31 December 2025 and 31 December 2024, the Group's cash and cash equivalents amounted to RMB341.22 million and RMB156.48 million, respectively.

The following table sets out the Group's cash flows for the years indicated:

	Year ended 31 December	
	2025	2024
	RMB'000	RMB'000
Net cash used in operating activities	**(212,782)**	(318,978)
Net cash (used in)/generated from investing activities	**(85,567)**	34,869
Net cash generated from financing activities	**482,970**	61,383
Net increase/(decrease) in cash and cash equivalents	**184,621**	(222,726)
Cash and cash equivalents at the beginning of the year	**156,476**	379,224
Cash and cash equivalents at the end of the year	**341,218**	156,476

Net Cash Used in Operating Activities

For the year ended 31 December 2025 and for the year ended 31 December 2024, the Group's net cash used in operating activities was RMB212.78 million and RMB318.98 million, respectively, primarily due to the continuous significant investment in R&D to support business development and build technological competitiveness.

Net Cash (Used in)/Generated from Investing Activities

For the year ended 31 December 2025, the Group's net cash used in investing activities was RMB85.57 million, mainly due to payments for the purchase of land use rights, office renovation, and investments in investee companies. For the year ended 31 December 2024, the Group's net cash generated from investing activities was RMB34.87 million, mainly due to the redemption of wealth management products upon maturity.

Net Cash Generated from Financing Activities

For the year ended 31 December 2025, the Group's net cash generated from financing activities was RMB482.97 million, mainly due to the financing proceeds from the Company's public offering of shares and bank borrowings. For the year ended 31 December 2024, the Group's net cash generated from financing activities was RMB61.38 million, mainly due to bank borrowings.

Bank Borrowings

As at 31 December 2025 and 31 December 2024, the Group's bank borrowings were RMB336.50 million and RMB145.38 million, respectively. All of the Group's bank borrowings are denominated in RMB. For the year ended 31 December 2025, the effective annual interest rate of the Group's unsecured bank borrowings ranged from 1.80% to 5.60% per annum. As at 31 December 2025, the Group's unutilised bank facilities amounted to approximately RMB303.50 million.

Lease Liabilities

The Group's lease liabilities increased from RMB18.25 million as at 31 December 2024 to RMB32.31 million as at 31 December 2025, mainly due to the renewal of the Company's office lease upon expiry and the addition of leased office space by the subsidiaries Jiangsu Yunzhisheng Shanhai Technology Co., Ltd. (江蘇雲知聲山海科技有限公司) and Unisound (Hangzhou) AI Technology Co., Ltd. (雲知聲(杭州)智能科技有限公司) during the year.

Gearing Ratio

The Group's gearing ratio (calculated as total liabilities/total assets) decreased from 354.9% as at 31 December 2024 to 55.6% as at 31 December 2025, primarily due to the successful listing of the Company and the termination of redemption obligations for equity securities issued in earlier rounds of financing, resulting in a reduction in redemption liabilities.

Contingent Liabilities

As at 31 December 2025, the Group did not have any material contingent liabilities.

Pledge of Assets

As at 31 December 2025, the Group had no material pledge of assets.

Significant Investments Held

As at 31 December 2025, the Group did not hold any significant investments (i.e. any investment in an investee company with a value of 5% or more of the Group's total assets as at 31 December 2025).

Future Plans for Material Investments and Capital Assets

For the year ended 31 December 2025, save as disclosed in the section headed "Future Plans and Use of Proceeds" in the Prospectus, the Group did not have any other plans for material investments and capital assets that would account for 5% or more of its total assets.

Material Acquisitions and/or Disposals of Subsidiaries, Associates and Joint Ventures

For the year ended 31 December 2025, the Group did not have any material acquisitions and/or disposals of subsidiaries, associates and joint ventures.

Exposure to Fluctuations in Exchange Rates

The functional currency of the Group's entities is RMB. During the Reporting Period, the Group primarily conducted its business operations in PRC. The Group currently does not have a foreign exchange hedging policy; however, the Group's management continuously monitors foreign exchange risks and will consider hedging significant foreign exchange risks when necessary.

Use of Proceeds from Listing

The Company issued 1,560,980 H Shares pursuant to the Global Offering and listed on the Main Board of the Hong Kong Stock Exchange on 30 June 2025, at an issue price of HK$205.00 per share, with a nominal value of RMB1.0 per share. Subsequently, the Company fully exercised the over-allotment option on 25 July 2025, involving a total of 234,140 H Shares, at an issue price of HK$205.00 per share, with a nominal value of RMB1.0 per share. As a result, the Company issued a total of 1,795,120 H Shares under the Global Offering, with a nominal value of RMB1,795,120, raising total proceeds of HK$368.00 million. After deducting underwriting fees, commissions, and expenses related to the Global Offering, the net proceeds from the listing amounted to approximately HK$236.94 million (net proceeds per share were approximately HK$131.99).

The proceeds from the Listing will be used in accordance with the purposes and proportions disclosed in the section headed "Future Plans and Use of Proceeds" in the Prospectus, and in the Company's announcement on full exercise of the over-allotment option, stabilising actions and end of the stabilisation period dated 25 July 2025. Due to continuous research and development investments and thriving business opportunities, the expected timeline for the full utilisation of the net proceeds is earlier than that disclosed in the Prospectus. The breakdown and explanation of the use of the proceeds from the listing are as follows:

Intended use of net proceeds		Net proceeds from the Listing available (HKD in million)	Percentage of use of proceeds raised (%)	Actual net amount utilised from the Listing Date up to 31 December 2025 (HKD in million)	Unutilised net amount as of 31 December 2025 (HKD in million)	Expected timeline for full utilisation of unutilised net amount	Expected timeline as disclosed in the Prospectus
Enhance R&D capabilities	Invest in Atlas AI infrastructure	73.00	30.81%	61.85	11.15	On or before 30 September 2026	Within five years after listing
	Upgrade the UniBrain	18.30	7.72%	17.53	0.77	On or before 30 September 2026	
	Talent cultivation and joint R&D	16.75	7.07%	4.07	12.68	On or before 30 September 2026	
Invest in emerging business opportunities and increase the adoption and penetration of products in vertical industries and scenarios	R&D personnel investment	64.45	27.20%	11.06	53.39	On or before 30 September 2026	Within five years after listing
	Sales personnel investment	36.33	15.33%	1.64	34.69	On or before 30 September 2026	
	Marketing activity expenses	10.58	4.47%	0.39	10.19	On or before 30 September 2026	
Working capital and general corporate use	Inventory	17.53	7.40%	5.27	1.91	On or before 30 September 2026	—
	Service fees			6.13			
	Rentals and property management fees			2.12			
	Other working capital expenditures			2.10			
Total		**236.94**	**100.00%**	**112.16**	**124.78**	**—**	**—**

Note: Due to rounding, there may be a difference between the sum of the individual sub-values and the total amount. The expected timeline for fully utilising unutilised net amount is based on the Group's forecasts, which is subject to the current and future development of the market conditions.

Going Concern

Based on current financial forecasts and available financing, the Group has sufficient financial resources to continue its operations in the foreseeable future. Therefore, the annual financial information has been prepared on a going concern basis.

Compliance with Laws and Regulations

Although the Company's shares are listed on the Hong Kong Stock Exchange, the Group's business operations are primarily conducted in PRC. The businesses operated by the Group are subject to the laws of relevant jurisdictions in the PRC and Hong Kong. For the year ended 31 December 2025 and as at the Latest Practicable Date, the Group has complied with relevant laws and regulations that have a significant impact on the Group in the applicable jurisdictions. During the Reporting Period, the Group did not have any material non-compliance with such laws and regulations.

Employees, Trainings, and Remuneration Policies

As at 31 December 2025, the Group had 480 full-time employees (as at 31 December 2024: 464). The following table sets forth the number of our employees by function:

Employee Function	Number of Employees	% of Total
R&D	330	68.8%
Sales and marketing	85	17.7%
Administration	65	13.5%
Total	480	100.0%

We primarily recruit our employees through online channels, including social media and our company official website, and internal referral program. We are committed to establishing competitive and fair remuneration. In order to effectively motivate our employees, we continually refine our remuneration and incentive policies through market research. We conduct performance evaluation of our employees annually to provide feedback on their performance. Compensation for our employees typically consists of basic salary and a performance-based bonus.

In order to advance the skills and knowledge of our employees as well as to explore new potential from our workforce, we invest in continuing education and training programmes for our management and ordinary staff members to update their skills and knowledge periodically to ensure their awareness and compliance with our policies and procedures, as well as the relevant laws and regulations. As required under PRC regulations, we participate in various employee social security plans that are organised by applicable local municipal and provincial governments, including housing, pension, medical, work-related injury, maternity, and unemployment benefit plans. We enter into employment contracts and agreements regarding confidentiality, intellectual property and non-competition with our executive officers, managers and employees.

For the year ended 31 December 2025, the total employee compensation and benefits expenses of the Group amounted to RMB190.62 million.

The Group has adopted two employee incentive schemes to attract and retain talent, and to provide incentives to the Group's employees and individuals who have contributed to the Group's development, with a view to promoting the Group's long-term development. Details of the employee incentive schemes are set out in the prospectus and the "Pre-IPO Employee Incentive Schemes" under the "Directors' Report" of the annual report..

We provide remuneration to executive directors, supervisors, and senior management (who are also employees of the Group) in the form of wages, salaries, retirement benefits, housing subsidies, and other in-kind benefits. Non-executive Directors will not receive any remuneration or director's fees from the Company during their tenure. Independent non-executive directors receive remuneration based on their respective positions and responsibilities, including serving as chairs or members of board special committees. When determining the remuneration for directors, supervisors, and senior management, we consider the corporate policies and objectives established by the board of directors, remuneration paid by comparable companies, time commitment and responsibilities of directors, and the employment conditions of other positions within the Group.

Purchase, Sale, Redemption or Cancellation of Listed Securities of the Company

The Over-allotment Option has been fully exercised by the Overall Coordinators (for themselves and on behalf of the International Underwriters), on Friday, 25 July 2025 (after trading hours), in respect of an aggregate of 234,140 H Shares (the "**Over-allotment Shares**"), representing approximately 15.00% of the total number of the Offer Shares initially available under the Global Offering before any exercise of the Over-allotment Option. The Over-allotment Shares will be issued and allotted by the Company at HK$205.00 per H Share (exclusive of brokerage of 1.0%, SFC transaction levy of 0.0027%, AFRC transaction levy of 0.00015% and the Stock Exchange trading fee of 0.00565%), being the Offer Price per H Share under the Global Offering. For details on the full exercise of the Over-allotment Option, please refer to the Company's announcement dated 25 July 2025.

Save for the Global Offering and save as disclosed above, from the Listing Date up to the end of the Reporting Period, the Company and its subsidiaries have not purchased, sold, redeemed, or cancelled any of the Company's listed securities (including the sale of treasury shares). As at 31 December 2025, the Company did not hold any treasury shares.

Events After the Reporting Period

January 2026 Placing

In order to further consolidate and enhance the Company's leading position in the industry, the Company will continue to strengthen the investment in R&D capabilities, emerging business opportunities and working capital and general corporate purposes to ensure that the Company's core competitiveness remains robust and sustainable. Therefore, on 16 January 2026 (before trading hours of the Stock Exchange), the Company and the Placing Agent entered into the Placing Agreement, pursuant to which the Company has agreed to appoint the Placing Agent and the Placing Agent has agreed to act as the agent for the Company and on a best effort basis, to procure not less than six (6) independent Placees (who and whose ultimate beneficial owners are independent third parties) to subscribe for 780,000 new H Shares with a nominal value of RMB1.00 per share at the Placing Price of HK$252.00 per H Share ("**January 2026 Placing**"). The total nominal value of the Placing Shares under the January 2026 Placing was RMB780,000. The gross proceeds and net proceeds (after deducting the commissions and estimated expenses) from the January 2026 Placing amounted to HK$196.56 million and approximately HK$191.69 million, respectively. The net issue price was approximately HK$245.76 per H Share. The closing price of the Company's H Shares as quoted on the Stock Exchange on 15 January 2026, being the date on which the Placing Price was fixed, was HK$300.00 per H Share. The closing price of the Company's H Shares as quoted on the Stock Exchange on 16 January 2026, being the date on which the placing agreement was entered into, was HK$280.20 per H Share. The January 2026 Placing was completed on 22 January 2026. For details of the January 2026 Placing, please refer to the Company's announcements dated 16 January 2026 and 22 January 2026.

The breakdown and description of the use of proceeds from the January 2026 Placing are as follows:

Intended use of the Net Proceeds		Net proceeds from the January 2026 Placing available (HK$ million)	Percentage of use of proceeds raised (%)	Actual net amount utilized as at 31 March 2026 (HK$ million)	Unutilized net amount as at 31 March 2026 (HK$ million)	Expected timeline for full utilization of unutilized net proceeds	Expected timeline as disclosed in the announcement of the January 2026 Placing
Enhance R&D capabilities	Strengthen the Atlas AI Infrastructure	46.01	24.00%	33.16	12.85	On or before 31 December 2026	On or before 31 December 2026
	Upgrade UniBrain centered on AI agents	38.34	20.00%	13.16	25.18		
	Talent Cultivation and Joint R&D	11.50	6.00%	–	11.50		
Invest in Emerging Business Opportunities	Regional AI infrastructure and application platform	76.68	40.00%	–	76.68		
	Industry AI agent products						
Working capital and general corporate use	The Group's rental and property expenses	19.17	10.00%	0.68	17.24		
	Renovation costs for newly established offices, showrooms, and other facilities			0.56			
	Administrative staff costs			–			
	Other daily operating expenses			0.69			
Total	–	191.69	100.00%	48.25	143.45	–	–

Note: Due to rounding, there may be a difference between the sum of the individual sub-values and the total amount. The expected timeline for fully utilizing unutilized net amount is based on the Group's forecasts, which is subject to the current and future development of the market conditions.

February 2026 Placing

In order to deepen and accelerate the established technology roadmap, seize the industrialization turning point of intelligent agents and consolidate the Company's long-term core competitiveness, on 3 February 2026 (before trading hours of the Stock Exchange), the Company and the Placing Agent entered into the Placing Agreement, pursuant to which the Company has agreed to appoint the Placing Agent and the Placing Agent has agreed to act as the agent for the Company and on a best effort basis, to procure not less than six (6) independent Placees (who and whose ultimate beneficial owners are independent third parties) to subscribe for 1,008,000 new H Shares with a nominal value of RMB1.00 per share at the Placing Price of HK$310 per H Share ("**February 2026 Placing**"). The total nominal value of the Placing Shares under the February 2026 Placing was RMB1,008,000. The gross proceeds and net proceeds (after deducting the commissions and estimated expenses) from the February 2026 Placing amounted to HK$312.48 million and approximately HK$307.19 million, respectively. The net issue price was approximately HK$304.75 per H Share. The closing price of the Company's H Shares as quoted on the Stock Exchange on 2 February 2026, being the date on which the Placing Price was fixed, was HK$376.60 per H Share. The closing price of the Company's H Shares as quoted on the Stock Exchange on 3 February 2026, being the date on which the placing agreement was entered into, was HK$352.20 per H Share. The February 2026 Placing was completed on 9 February 2026. For details of the February 2026 Placing, please refer to the Company's announcements dated 3 February 2026 and 9 February 2026.

The breakdown and description of the use of proceeds from the February 2026 Placing are as follows:

<table>
<tr><th colspan="2">Intended use of the Net Proceeds</th><th>Net proceeds from the February 2026 Placing available (HK$ million)</th><th>Percentage of use of proceeds raised (%)</th><th>Actual net amount utilized as at 31 March 2026 (HK$ million)</th><th>Unutilized net amount as at 31 March 2026 (HK$ million)</th><th>Expected timeline for full utilization of unutilized net proceeds</th><th>Expected timeline as disclosed in the announcement of the February 2026 Placing</th></tr>
<tr><td rowspan="3">Core technology research and development</td><td>Develop the "UniGPT@ Atlas" Unified Intelligence & Compute Base</td><td>49.15</td><td>16%</td><td>—</td><td>49.15</td><td rowspan="5">31 December 2027</td><td rowspan="5">31 December 2027</td></tr>
<tr><td>Develop the core of the "UniGPT • DeepLogic" professional agent</td><td>101.37</td><td>33%</td><td>—</td><td>101.37</td></tr>
<tr><td>Upgrade the "UniGPT • OmniSense" edge-side multimodal agent</td><td>49.15</td><td>16%</td><td>—</td><td>49.15</td></tr>
<tr><td rowspan="2">Enhance the core competitiveness of main products and solutions</td><td>Industry AI agent development</td><td>48.84</td><td>15.9%</td><td>—</td><td>48.84</td></tr>
<tr><td>Development and operation of smart health management ToC products</td><td>58.67</td><td>19.1%</td><td>—</td><td>58.67</td></tr>
<tr><td>Total</td><td>–</td><td>307.19</td><td>100.00%</td><td>—</td><td>307.19</td><td>—</td><td>—</td></tr>
</table>

Note: Due to rounding, there may be a difference between the sum of the individual sub-values and the total amount. The expected timeline for fully utilizing unutilized net amount is based on the Group's forecasts, which is subject to the current and future development of the market conditions.

Save as disclosed above, after the Reporting Period and up to the Latest Practicable Date, there have been no undisclosed material subsequent events.

Dividend

The Board does not recommend the payment of a final dividend for the year ended 31 December 2025 (for the year ended 31 December 2024: Nil).

BIOGRAPHIES OF DIRECTORS AND SENIOR MANAGEMENT

Directors

Dr. Liang Jia'en (梁家恩) ("**Dr. Liang**"), aged 49, is a co-founder, chairman of the Board, an executive Director, deputy general manager and chief technology officer of the Company. Dr. Liang joined the Group in May 2012.

Prior to founding our Group, Dr. Liang worked in the Institute of Automation Chinese Academy of Science (中國科學院自動化研究所) from July 2006 to February 2011, where he was primarily responsible for the R&D, optimisation and application of speech recognition technologies, including key word detection technologies, large-scale consecutive speech recognition, and objective standard-based automatic oral evaluation system which was applied in high school entrance exams of Jiangsu and Wenzhou. Dr. Liang was qualified as a senior engineer (正高級工程師) in October 2024. In June 2025, Dr. Liang was appointed as a member of the Guangxi Artificial Intelligence Strategic Advisory Expert Committee.

Dr. Liang obtained his bachelor's degrees in automatic control from University of Science and Technology of China (中國科學技術大學) in Anhui Province, PRC in July 2001, and his Ph. D. in pattern recognition and intelligent system from Institute of Automation Chinese Academy of Science (中國科學院自動化研究所) in Beijing, PRC in July 2006.

Dr. Liang, Dr. Huang and Dr. Kang, our executive Directors, by virtue of their acting-in-concert arrangement, are collectively interested in 7,063,697 H Shares and 16,481,964 Domestic Shares.

Dr. Huang Wei (黃偉) ("Dr. Huang"), aged 49, is a co-founder, an executive Director, chief executive officer and general manager of the Company. Dr. Huang joined the Group in June 2012.

Dr. Huang worked in Motorola China Research Center (摩托羅拉中國研究中心) from September 2006 to July 2009, where he was primarily responsible for the development of voice and speech recognition technologies. Dr. Huang served as a director in Shanghai Yinlong Information Technology Co., Ltd. (上海吟隆信息科技有限公司) from August 2012 to November 2015.

Dr. Huang obtained his doctor's degree in signal and information processing from University of Science and Technology of China in Anhui Province, PRC in June 2004, and engaged in postdoctoral research of biomedical engineering in Shanghai Jiao Tong University (上海交通大學) in Shanghai, PRC from July 2004 to June 2006.

Dr. Huang was a supervisor of Changzhou Chaoxun Information Technology Co., Ltd. (常州超訊信息科技有限公司) ("**Changzhou Chaoxun**") and was not involved in the daily operations of Changzhou Chaoxun. In July 2021, due to Changzhou Chaoxun's cessation of business, Dr. Huang submitted a liquidation application to dissolve Changzhou Chaoxun. On 20 November 2023, Changzhou Chaoxun was deregistered.

Dr. Liang, Dr. Huang and Dr. Kang, our executive Directors, by virtue of their acting-in-concert arrangement, are collectively interested in 7,063,697 H Shares and 16,481,964 Domestic Shares.

Dr. Kang Heng (康恒) ("Dr. Kang"), aged 47, is an executive Director and vice president of the IoT department of the Company. Dr. Kang joined the Group in March 2012.

Before joining our Group, Dr. Kang successively served as a researcher in Canon Information Technology (Beijing) Co., Ltd. (佳能信息技術(北京)有限公司) from April 2007 to August 2011, where he was primarily responsible for the R&D of multilingual speech synthesis technology and multi-model interaction technology.

Dr. Kang obtained his bachelor's degree in mechanical engineering from Tsinghua University (清華大學) in Beijing, PRC in July 2000, and his doctoral degree in pattern recognition and intelligent system from the Institute of Automation, Chinese Academy of Sciences (中國科學院自動化研究所) in Beijing, PRC in January 2007.

Dr. Liang, Dr. Huang and Dr. Kang, our executive Directors, by virtue of their acting-in-concert arrangement, are collectively interested in 7,063,697 H Shares and 16,481,964 Domestic Shares.

Dr. Li Xiaohan (李霄寒) ("Dr. Li"), aged 47, is an executive Director and vice president of R&D of the Company. Dr. Li joined the Group in June 2015.

Before joining the Group, Dr. Li worked as a technology manager of Motorola Mobile Communication Technology Co., Ltd. (摩托羅拉移動通信技術有限公司) (formerly known as Lenovo Mobile Telecommunication Co., Ltd. (聯想移動上海有限責任公司)) from July 2003 to September 2005, where he was primarily responsible for R&D of embedded applications. He also worked in Motorola China Research Center from September 2005 to July 2009, where he was primarily responsible for the development of AI technology on embedded application.

Dr. Li obtained his bachelor's degree in electronic engineering and his doctor's degree in signal and information systems from University of Science and Technology of China in Anhui Province, PRC in July 1998 and July 2003, respectively. In October 2023, Dr. Li passed the qualification evaluation conducted by the Senior Engineer Qualification Review Committee of the Engineering and Technical Series of the Chinese Academy of Sciences and was granted the qualification of senior engineer.

Dr. Liu Shengping (劉升平) ("Dr. Liu"), aged 48, is an executive Director (employee representative Director) and vice president of R&D of the Company. Dr. Liu joined the Group in December 2012.

Before joining our Group, Dr. Liu worked as a research staff in IBM China Investment Company Limited (IBM (中國)投資有限公司) from July 2005 to July 2011, where he was primarily responsible for the R&D on application of semantic and knowledge graph technology.

Dr. Liu obtained his bachelor's degree from Xi'an Jiaotong University (西安交通大學) in Shaanxi Province, PRC in July 1999, and his doctor's degree in applied mathematics from Peking University (北京大學) in Beijing, PRC in July 2005.

Mr. Li Zhichao (李志超) ("Mr. Li"), aged 44, is a non-executive Director of the Company. Mr. Li joined the Group in June 2019.

Mr. Li served as a project manager in China Mobile Communications Group Tianjin Co., Ltd. (中國移動通信集團天津有限公司) from July 2007 to March 2011, a researcher in Sinolink Securities (Hong Kong) Company Limited (國金證券(香港)有限公司) (formerly known as Guangdong Securities Limited (粵海證券(香港)有限公司)) from March 2011 to March 2012, and joined Beijing Grains Valley Venture Capital Co., Ltd. (北京磐谷創業投資有限責任公司) since March 2012 and is now serving as a partner.

Mr. Li obtained his bachelor's degree in automation from Beijing University of Chemical Technology (北京化工大學) in Beijing, the PRC in July 2004, and his master's degree in business management from Tsinghua University (清華大學) in July 2007.

Mr. Hu Jianjun (胡建軍) ("Mr. Hu"), aged 50, is an independent non-executive Director of the Company. Mr. Hu joined the Group in June 2019.

Mr. Hu has served as a partner of Baker Tilly International (Special General Partnership Accounting Firm) (天職國際會計師事務所（特殊普通合夥）) since March 2012, and currently serves as the director of its Shanghai branch and Shanghai Pilot Free Trade Zone branch, and the chairman of its IPO professional committee. He has served as a director of Jinko Power Technology Co., Ltd. (晶科電力科技股份有限公司) (a company listed on the Shanghai Stock Exchange, stock code: 601778. SH) from June 2017 to September 2025, an independent director of Ikd Co., Ltd. (愛柯迪股份有限公司) (a company listed on the Shanghai Stock Exchange, stock code: 600933.SH) from August 2018 to September 2024, and an independent director of Nanjing Medlander Medical Technology Co., Ltd. (南京麥瀾德醫療科技有限公司) (a company listed on the STAR Market of the Shanghai Stock Exchange, stock code: 688273.SH) from September 2020 to September 2023.

Mr. Hu is a director of Shanghai Institute of Certified Public Accountants (上海註冊會計師協會), and a member of the Chinese Institute of Certified Public Accountants (中國註冊會計師協會), the CPA Australia and the IPA Australia.

Mr. Hu obtained his bachelor's degree in accounting from Hunan University (湖南大學) in PRC in December 2001, and his master's degree in accounting from The Chinese University of Hong Kong in December 2009 and master's degree in business administration from China Europe International Business School (中歐國際工商學院) in April 2018.

Dr. Fan Jian (樊健) ("Dr. Fan"), aged 43, is an independent non-executive Director of the Company. Dr. Fan joined the Group in June 2019.

Dr. Fan has served as an associate professor of the School of Law in Shanghai University of Finance and Economics (上海財經大學) since July 2021, and a part-time lawyer of Zhejiang T&C Law Firm (Shenzhen) (浙江天冊（深圳）律師事務所) since July 2025.

Dr. Fan served as an independent director of Xinling Electrical Co., Ltd. (欣靈電氣股份有限公司) (a company listed on the ChiNext of the Shenzhen Stock Exchange, stock code: 301388.SZ) from August 2020 to March 2023, and has served as an independent director of Shanghai Shangshi Aviation Engine Co., Ltd. (上海尚實航空發動機股份有限公司) since November 2021, Shanghai Phoenix Enterprise (Group) Co., Ltd. (上海鳳凰企業（集團）股份有限公司) (a company listed on the Shanghai Stock Exchange, stock code: 600679.SH) since February 2022, and Shanghai Tongling Automotive Technologies, Inc. (上海通領汽車科技股份有限公司) (a company listed on the Beijing Stock Exchange, stock code: 920187.BJ) since August 2022.

Dr. Fan obtained his bachelor's degree in law from Shanghai University of Finance and Economics (上海財經大學) in PRC in June 2006, his master's degree in civil and commercial law from China University of Political Science and Law in Beijing, PRC in June 2009, and his doctor's degrees in law from Tsinghua University (清華大學) in Beijing, PRC and Graduate School of Law, Tohoku University (日本國立東北大學法學研究科) in July 2013 and September 2013, respectively.

Dr. Jin Huihua (金慧華) ("Dr. Jin"), aged 56, is an independent non-executive Director of the Company. Dr. Jin joined the Group in June 2023.

Dr. Jin worked at Pucheng People's Court of Fujian Province (福建浦城人民法院) from July 1991 to November 1996 (during which period she was a postgraduate student at East China University of Political Science and Law (華東政法大學) from September 1993 to June 1996). Dr. Jin served as a lecturer from November 1998 to November 2001, an associate professor from December 2001 to November 2009 and a professor since December 2009 of the school of law of Shanghai Lixin University of Accounting and Finance (上海立信會計金融學院). She was a visiting scholar of Queen Mary University of London from November 2017 to November 2018. Dr. Jin has served as a lawyer of Shulun & Partners (Shanghai) (上海序倫律師事務所) since September 2013. Dr. Jin is currently an arbitrator of Shanghai Arbitration Commission (上海仲裁委員會) and Shanghai International Economic and Trade Arbitration Commission (上海國際經濟貿易仲裁委員會).

Dr. Jin obtained her bachelor's degree in international economic law from the China University of Political Science and Law (中國政法大學) in Beijing, PRC in July 1991, and her master's and doctor's degrees in law from East China University of Political Science and Law (華東政法大學) in Shanghai, PRC in June 1996 and January 2007, respectively.

Dr. Zhang Kun (張坤) ("Dr. Zhang"), aged 46, is an independent non-executive Director of the Company. Dr. Zhang joined the Group in June 2023.

Dr. Zhang has an extensive background in academia and a wealth of experience in the field of machine learning. Dr. Zhang, currently the Acting Chair and Professor in the Machine Learning Department, and the director of the Center of Integrative AI at Mohamed bin Zayed University of Artificial Intelligence since October 2023, also holds the position of Professor in the Department of Philosophy and affiliate faculty member in the Machine Learning Department at Carnegie Mellon University since July 2025. Prior to that, he served as an Assistant Professor at Carnegie Mellon University from August 2015. Dr. Zhang's distinguished career includes the role of Senior Researcher at the Max-Planck Institute for Intelligent Systems in Tübingen, Germany. Additionally, he has contributed significantly to the academic community as an Associate Editor for prestigious journals such as JASA, JMLR, T-PAMI, ACM Computing Surveys and Pattern Recognition, and a General and Program Chair of the 1st Conference on Causal Learning and Reasoning (CleaR 2022) and a program chair of the 38th Conference on Uncertainty in Artificial Intelligence (UAI 2022), showcasing his dedication to advancing the field.

Dr. Zhang obtained a bachelor's degree in Automation from the University of Science and Technology of China (中國科學技術大學) in Anhui Province, PRC in July 2001, and a doctorate's degree in Computer Science from The Chinese University of Hong Kong (香港中文大學) in December 2005.

Senior Management

For the biographies of Dr. Liang Jia'en, Dr. Huang Wei, Dr. Kang Heng, Dr. Li Xiaohan and Dr. Liu Shengping, please refer to the section on biographies of Directors.

Ms. Li Na (李娜) ("Ms. Li"), aged 44, is our joint company secretary of the Company. She also has been the chief financial officer of the Company since July 2015 and secretary to the Board since June 2019. Ms. Li joined the Group in July 2015.

Prior to joining our Group, Ms. Li served in Taiping Life Insurance Co., Ltd. Foshan Branch (太平人壽保險股份有限公司佛山分公司) from September 2008 to June 2010, in Foshan Huaxin Packaging Co., Ltd. (佛山華新包裝股份有限公司) from June 2010 to February 2012, a financial manager in Huawei Technology Co., Ltd. (華為技術有限公司) from March 2012 to January 2013, and the deputy manager of financial department in Yangtze Three Gorges Equipment and Materials Co., Ltd. (長江三峽設備物資有限公司) from January 2013 to July 2015.

Ms. Li obtained her bachelor's degree in accounting from Zhongnan University of Economics and Law (中南財經政法大學) in Hubei, PRC in June 2003 and her master's degree in accounting from Sun Yat-sen University (中山大學) in Guangdong, PRC in December 2008.

Joint Company Secretaries

For the biographies of Ms. Li Na, please refer to the section on biographies of Senior Management.

Ms. Wong Wai Yee, Ella ("**Ms. Wong**"), is our joint company secretary of the Company. Ms. Wong is a director of the Company Secretarial Services of Tricor Services Limited (a member of Vistra Group). Ms. Wong has over 20 years of experience in the corporate secretarial field and has been providing professional corporate services to Hong Kong listed companies as well as multinational, private and offshore companies. Ms. Wong is a Chartered Secretary, a Chartered Governance Professional and a Fellow of both The Hong Kong Chartered Governance Institute ("**HKCGI**") and The Chartered Governance Institute in the United Kingdom.

Ms. Wong obtained her bachelor's degree of Economics from The University of Hong Kong and a Postgraduate Diploma in Corporate Administration from the City University of Hong Kong.

Changes in Information of Directors and Senior Management

On 10 December 2025, upon the expiration of the second session of the Board of the Company, Dr. Li Peng, a former executive Director, Mr. Duane Ziping Kuang and Dr. Wang Cunfu, former non-executive Directors, and Mr. Chen Hua, a former independent non-executive Director, retired and did not stand for re-election as candidates for Directors of the third session of the Board. Meanwhile, Dr. Li Peng also ceased to be a senior management member of the Company.

On 6 March 2026, due to a change in work arrangements, Mr. Li Ang tendered his resignation as a non-executive Director, with his resignation taken effect from 6 March 2026.

DIRECTORS' REPORT

The Board of Directors of the Company is pleased to present this directors' report and the consolidated financial statements of the Group for the year ended 31 December 2025.

Board

The Directors who held office from the Listing Date and up to the Latest Practicable Date were:

Executive Directors

Dr. Liang Jia'en *(Chairman of our Board, deputy general manager and chief technology officer)*
Dr. Huang Wei *(chief executive officer and general manager)*
Dr. Kang Heng *(vice president of IoT department)*
Dr. Li Xiaohan *(vice president of R&D)*
Dr. Liu Shengping *(employee representative Director and vice president of R&D)*
Dr. Li Peng *(director of R&D, retired on 10 December 2025)*

Non-executive Directors

Mr. Duane Ziping Kuang *(retired on 10 December 2025)*
Mr. Li Zhichao
Dr. Wang Cunfu *(retired on 10 December 2025)*
Mr. Li Ang *(resigned on 6 March 2026)*

Independent non-executive Directors

Mr. Hu Jianjun
Dr. Fan Jian
Dr. Jin Huihua
Dr. Zhang Kun
Mr. Chen Hua *(retired on 10 December 2025)*

Each of Directors has entered into a service contract or a letter of appointment with the Company for a term of three years and may serve a consecutive term if re-elected upon expiration of their term of office. The term of office of a Director shall commence from the date of taking the position until the expiry of the term of office of the current session of the Board.

All the Directors shall be elected or replaced at the general meeting, and may be removed from their office by the general meeting prior to expiration of the term of office under the Articles of Association. A Director shall serve a term of three years, and may serve a consecutive term if re-elected upon expiration of their term of office.

Biographies of Directors and Senior Management

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

Save as disclosed in the annual report, there is no other information on the changes of the Directors and chief executives of the Company that is required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules.

Principal Activities

With the Atlas intelligent computing platform and the UniGPT as its core foundation, the Group has full-stack service capabilities, including industry large models, multi-modal large models, engineering capabilities, and a data flywheel. We firmly implement our "one vertical, one horizontal" business strategy, vertically deepening the professional intelligent healthcare business and horizontally expanding the diversified intelligent daily life business, and launching highly competitive products and agent applications.

Business Review

A fair review of the Group's business as required by Schedule 5 to the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) is set out in the "Message from Chairman and CEO" and "Management Discussion and Analysis" sections and this section of this annual report, which includes a discussion and analysis of the Group's performance during the Reporting Period, particulars of important events affecting the Group that have occurred since the end of the financial year, and an indication of likely future development in the Group's business. All discussions constitute part of this annual report.

Results

The results of the Group for the year ended 31 December 2025 are set out in the consolidated financial statements of the Group.

Dividend

Dividends can only be declared or paid out of profits and reserves legally available for distribution. In view of its accumulated losses, the Company shall not declare or pay dividends until the accumulated losses have been covered by after-tax profits and sufficient statutory general reserves have been set aside in accordance with relevant laws and regulations. Therefore, the Group did not declare or pay any dividends during the Reporting Period, or did not recommend the payment of a final dividend for the Reporting Period.

To the best of the Directors' knowledge, there are no arrangements under which any Shareholder has waived or agreed to waive any dividends.

Environmental Policy and Performance

The Group strictly complies with national and local environmental laws and regulations and conducts its business activities in an environmentally friendly manner to reduce the negative impact of its business activities on the environment.[1] To the best of the Directors' knowledge, the Group complied with all applicable laws and regulations regarding environmental protection during the Reporting Period. Details of the Company's environmental, social and governance performance are set out in its 2025 Environmental, Social and Governance Report.

1 Although the Group's business may involve the use and disposal of hazardous materials and waste, it is not engaged in a highly polluting industry.

Compliance with Relevant Laws and Regulations

We may from time to time be involved in legal proceedings in the ordinary course of our business. During the Reporting Period and up to the date of this report, the Group complied in all material respects with the relevant laws, regulations and regulatory requirements that have a significant impact on it. For the year ended 31 December 2025, the Directors were not aware of any material litigation or claims that were pending or threatened the Group.

During the Reporting Period and up to the Latest Practicable Date, none of the Directors, Supervisors and senior management of the Group and the Company has been subject to any investigation or administrative penalty by the China Securities Regulatory Commission, market entry ban, deemed an unsuitable person, publicly censured by the Stock Exchange, subject to compulsory measures, referred to judicial authorities or prosecuted for criminal liability, nor have they been involved in any other litigation, arbitration or administrative proceedings that would have a material adverse effect on its business, financial condition or operating results.

Principal Risks and Uncertainties

The following is a summary of certain principal risks and uncertainties faced by the Group:

1. The AI industry in which we operate is rapidly evolving. If we fail to continuously develop and innovate our technologies and provide products and solutions that meet customer expectations, our business, financial condition and operating results may be adversely affected.

2. The AI industry in which we operate is highly competitive. If we fail to distinguish ourselves from our existing or future competitors, our business, financial condition and operating results may be adversely affected.

3. If we are unable to retain existing customers, attract new customers or increase their spending, our business, financial condition and operating results may be adversely affected.

4. The AI industry is subject to evolving and extensive regulation in China. Future laws and regulations may impose additional requirements and other obligations, which could adversely affect our business, financial condition and operating results.

5. We are subject to complex and evolving laws, regulations and governmental policies regarding data security, privacy and personal information. Actual or alleged failure to comply with privacy and data protection laws, regulations and governmental policies could damage our reputation, deter current and potential customers from using our products and solutions and could subject us to significant legal, financial and operational consequences.

6. AI technologies are in nascent stage of development. Misuse of AI technologies by us or other third parties, whether actual or perceived, intended or unintended, could have a negative impact on our business, reputation and the general acceptance of AI solutions by society.

Major Customers and Suppliers

For the year ended 31 December 2025, excluding the parties participating in the Global Offering and the services provided by them, the total purchases attributable to the top five suppliers of the Group accounted for approximately 45.2%, and the purchases attributable to the largest supplier of the Group accounted for approximately 17.9%.

For the year ended 31 December 2025, the revenue attributable to the top five customers of the Group accounted for approximately 31.4%, and the revenue attributable to the largest customer of the Group accounted for approximately 10.7%.

For the year ended 31 December 2025, none of the Directors, Supervisors or their close associates (as defined under the Listing Rules) or any Shareholder (who to the knowledge of the Directors owns more than 5% of the issued share capital of the Company) had any interest in any of our five largest suppliers or customers.

Key Relationships with Stakeholders

The Group understands that various stakeholders, including investors, employees, suppliers, customers and other stakeholders who have a significant influence on the Company and on whom the Company's success depends, are key to its success. The Group communicates, cooperates and cultivates solid relationships with them, striving to achieve sustainable development.

Details of the Company's key relationships with its investors, employees, suppliers, customers and other stakeholders who have a significant influence on the Company and on whom the Company's success depends are set out in the 2025 Environmental, Social and Governance Report of the Company.

Employees and Remuneration Policy

The remuneration of the Group's employees (including Directors) is determined based on their performance, qualifications and abilities. The Group strives to attract and retain employees by providing them with underlying shares and employee benefits, including but not limited to performance-based bonuses and cash incentives, as well as promotions based on the annual performance appraisal process, to recognise their commitments and achievements.

Pre-emptive Rights

There are no provisions regarding pre-emptive rights under the Articles of Association or laws of the PRC which would require the Company to offer new Shares on a pro-rata basis to existing Shareholders.

Tax Relief and Exemptions for Holders of Listed Securities

The Company is not aware of any tax relief available to Shareholders by reason of their holding of its securities. If Shareholders are uncertain about the tax implications of purchasing, holding, selling, dealing in the Shares or exercising any of their rights in relation thereto, they should consult an expert.

Property, plant and equipment

Details of changes in the Group's property, plant and equipment for the year ended 31 December 2025 are set out in Note 15 to the consolidated financial statements in this annual report.

Foreign Exchange Risk Management

The functional currency of the Group's entities is Renminbi. During the Reporting Period, the Group primarily conducted its business operations in PRC. The Group currently does not have a foreign exchange hedging policy; however, the Group's management continuously monitors foreign exchange risks and will consider hedging significant foreign exchange risks when necessary.

Bank Loans and Other Borrowings

Details of the Group's bank loans and other borrowings during the Reporting Period are set out in Note 34 to the consolidated financial statements in this annual report. During the Reporting Period, the Company did not breach any terms of loan agreements that had a significant impact on the operations of the Group.

Continuing Disclosure Obligations under the Listing Rules

For the purpose of this annual report, the Company does not have any other disclosure obligations under Rules 13.20, 13.21 and 13.22 of the Listing Rules.

Subsidiaries

Details of the Company's subsidiaries are set out in Note 12 to the consolidated financial statements in this annual report.

Reserves

Details of changes in the Group's reserves during the Reporting Period are set out in the consolidated statement of changes in equity/(deficit) and Note 26 to the consolidated financial statements in this annual report.

Distributable Reserves

As at 31 December 2025, the Company did not have any distributable reserves.

Share Capital

Details of changes in the Company's share capital for the year ended 31 December 2025 are set out in Note 25 to the consolidated financial statements.

Issued Debentures

For the year ended 31 December 2025, the Group did not issue any debentures.

Equity-linked Agreements

From the Listing Date and up to 31 December 2025, no equity-linked agreement was entered into by the Group or existed.

Directors' service Contracts

The Group has entered into a service contract or a letter of appointment with each of the Directors, with respect to, among others, (i) an initial term of three years; and (ii) termination in accordance with their respective terms. The service contracts or letters of appointment may be renewed in accordance with the Articles of Association and the applicable Listing Rules.

None of the Directors has entered into a service contract or a letter of appointment with the Group which is not terminable by the Group within one year without payment of compensation (other than statutory compensation).

Directors' and Supervisors' Material Interests in Material Transactions, Arrangements or Contracts of significance

Save as disclosed in this annual report, the Company or any of its subsidiaries, at the end of the Reporting Period or at any time during the Reporting Period, did not enter into any material transaction, arrangement or contract of significance on the business of the Group, in which a Director or Supervisor or a connected entity of any Director or Supervisor had a material interest, directly or indirectly.

Interests of the Controlling Shareholders in Material Contracts

Save as disclosed in this annual report, from the Listing Date and up to 31 December 2025, neither the Company nor any of its subsidiaries had entered into any material contract (including terms of service) with the Controlling Shareholders.

Directors' and Supervisors' Remuneration

The remuneration of the Directors, Supervisors and senior management of the Group is determined by the Board with reference to the recommendations of the Remuneration Committee, taking into account, among others, the remuneration paid by comparable companies, the time commitment and responsibilities, and the employment conditions of other positions within the Group.

Details of the remuneration of the Directors, Supervisors and the five highest paid individuals are respectively set out in Notes 38 and 10 to the consolidated financial statements in this annual report.

During the Reporting Period, no remuneration was paid by the Group to any of the Directors, Supervisors or the five highest paid individuals as an inducement to join or upon joining the Group or as compensation for loss of office. During the Reporting Period, there was no arrangement under which any Director waived or agreed to waive any remuneration.

Independent Non-Executive Directors' Confirmation of Independence

The Company has received, from each of the independent non-executive Directors, an annual confirmation of his independence pursuant to Rule 3.13 of the Listing Rules. The Company considers all the independent non-executive Directors are independent.

Retirement Benefit Schemes

The employees of the Company and the Group's subsidiaries in the PRC are required to participate in a central pension scheme operated by the local municipal government. Accordingly, the Company and the Group's subsidiaries in the PRC are required to contribute a certain percentage of their payroll costs to the central pension scheme. In accordance with the relevant laws and regulations, the Group has no right to forfeit the contributions to the scheme, and therefore no contributions have been used by the Group to reduce the existing contribution levels of such schemes.

The Group's subsidiaries in Hong Kong have established a defined contribution mandatory provident fund retirement benefits scheme (the "**MPF Scheme**") for their eligible employees in Hong Kong under the Mandatory Provident Fund Schemes Ordinance. Contributions are made based on a certain percentage of employees' basic salaries and are fully vested to employees when employers' contributions from subsidiaries are paid into the MPF Scheme, and accordingly no such contributions have been used by the Group to reduce the existing level of contributions under the MPF Scheme.

Management Contracts

From the Listing Date to 31 December 2025, no contracts concerning the management and administration of the whole or any substantial part of the business of the Company (as defined in Section 543 of the Companies Ordinance) were entered into or existed.

Permitted Indemnity Provision

Subject to the relevant laws and regulations, every Director shall be indemnified against all costs, charges, expenses, losses and liabilities which he/she may sustain or incur in the performance of his/her duties or in related matters. The Company has purchased insurance to cover the liabilities and related expenses that may be incurred by the Directors in the course of legal proceedings.

Interests and Short Positions of the Directors and Chief Executives in the Shares, Underlying Shares and Debentures of the Company

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

H Shares

Name of Directors	Capacity/Nature of interest	Total number of Shares[(6)]	Approximate percentage of interest in the relevant class of Shares held[(3)] (%)	Approximate percentage of total issued share capital held[(5)] (%)
Dr. Huang Wei[(1)]	Interests in controlled corporations	5,804,961 (L)	13.95%	8.15%
	Interests held jointly with other persons	7,063,697 (L)	16.97%	9.92%
Dr. Liang Jia'en[(1)]	Beneficial interest	786,710 (L)	1.89%	1.11%
	Interests held jointly with other persons	7,063,697 (L)	16.97%	9.92%
Dr. Kang Heng[(1)]	Beneficial interest	472,026 (L)	1.13%	0.66%
	Interests held jointly with other persons	7,063,697 (L)	16.97%	9.92%
Mr. Li Zhichao[(2)]	Interest in controlled corporation	152,097 (L)	0.37%	0.21%

Domestic Unlisted Shares

Name of Directors	Capacity/Nature of interest	Total number of Shares[6]	Approximate percentage of interest in the relevant class of Shares held[4] (%)	Approximate percentage of total issued share capital held[5] (%)
Dr. Huang Wei[1]	Interest in controlled corporation	13,544,911 (L)	54.19%	19.03%
	Interests held jointly with other persons	16,481,964 (L)	65.94%	23.15%
Dr. Liang Jia'en[1]	Beneficial interest	1,835,658 (L)	7.34%	2.58%
	Interests held jointly with other persons	16,481,964 (L)	65.94%	23.15%
Dr. Kang Heng[1]	Beneficial interest	1,101,395 (L)	4.41%	1.55%
	Interests held jointly with other persons	16,481,964 (L)	65.94%	23.15%
Mr. Li Zhichao[2]	Interest in controlled corporation	176,477 (L)	0.71%	0.25%

Notes:

(1) The general partner of each of Yunsi Shangyi and Yunchuang Hudong is Tianjin Yunsheng, which is held as to 99% of equity interests by Dr. Huang Wei and 1% of equity interests by Dr. Liu Shengping, our executive Director. Dr. Huang Wei is also the largest limited partner of Yunsi Shangyi with 82.59% partnership interest. Each of Yunsi Shangyi and Yunchuang Hudong is controlled by Dr. Huang. Each of Tianjin Yunsheng and Dr. Huang is deemed to be interested in the Shares held by Yunsi Shangyi and Yunchuang Hudong for the purpose of Part XV of the SFO. Among which, Yunsi Shangyi directly held 5,013,214 H Shares and 11,697,500 Domestic Unlisted Shares, and Yunchuang Hudong directly held 791,747 H Shares and 1,847,411 Domestic Unlisted Shares.

Dr. Huang Wei, Dr. Liang Jia'en and Dr. Kang Heng, our Executive Directors, by virtue of their acting-in-concert arrangement, were collectively interested in 7,063,697 H Shares and 16,481,964 Domestic Unlisted Shares of the Company.

(2) Mr. Li Zhichao, our non-executive Director, is the general partner of Tianjin Pushu Enterprise Management Consulting Partnership (Limited Partnership) ("**Tianjin Pushu**"). As such, Mr. Li Zhichao is deemed to be interested in the Shares held by Tianjin Pushu for the purpose of Part XV of the SFO.

(3) The calculation is based on 41,621,883 H Shares issued as of 31 December 2025.

(4) The calculation is based on 24,995,061 Domestic Unlisted Shares issued as of 31 December 2025.

(5) The calculation is based on the total number of issued Shares of 71,187,593 shares held by the relevant class of Shares as of 31 December 2025.

(6) The letter "L" represents a long position (as defined in Part XV of the SFO) in the Shares of the Company held by that person.

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

Rights to Subscribe for Shares or Debentures

Save as disclosed in the section headed "Interests and Short Positions of the Directors and Chief Executives in the Shares, Underlying Shares and Debentures of the Company" above or elsewhere in this annual report, no Director, Supervisor or their respective spouses or children under the age of 18 have been granted any rights to acquire benefits by means of the acquisition of Shares or debentures of the Company, or exercise such rights; or neither the Company nor any of its subsidiaries have entered into any arrangement to enable the Directors, Supervisors or their respective spouses or children under the age of 18 to acquire such rights in any other body corporate from the Listing Date to the date of this annual report.

Interests and Short Positions of Substantial Shareholders in Shares and Underlying Shares

So far as is known to the Company based on public information, as at 31 December 2025, the following persons (other than the Directors and chief executives of the Company) had interests or short positions in the Shares and underlying Shares of the Company (within the meaning of Part XV of the SFO) which would fall to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO (including interests or short positions which they are taken or deemed to have under such provisions of the SFO), or which would be recorded in the register required to be kept by the Company under Section 336 of the SFO, were set out below:

H Shares

Name of Shareholders	Capacity/Nature of interest	Total number of Shares(11)(12)	Approximate percentage of interest in the relevant class of Shares held(8) (%)	Approximate percentage of total issued share capital held(10) (%)
Yunsi Shangyi(1)	Beneficial interest	5,013,214 (L)	12.04%	7.04%
	Interest held jointly with other persons	7,063,697 (L)	16.97%	9.92%
Yunchuang Hudong(1)	Beneficial interest	791,747 (L)	1.90%	1.11%
	Interest held jointly with other persons	7,063,697 (L)	16.97%	9.92%
Tianjin Yunsheng(1)	Interest in controlled corporation	5,804,961 (L)	13.95%	8.15%
	Interest held jointly with other persons	7,063,697 (L)	16.97%	9.92%
Mr. Sun Ge(2)	Interest in controlled corporation	3,021,549 (L)	7.26%	4.24%
Heyi Guyu Equity Investment Partnership (Limited Partnership)(2)	Beneficial interest	2,985,422 (L)	7.17%	4.19%
Li Shujun(3)	Interest in controlled corporation	8,649,868 (L)	20.78%	12.15%
TBP Sound Cloud Holdings (HK) Limited(3)	Beneficial interest	6,202,020 (L)	14.90%	8.71%
TBP Sound Cloud Holdings Limited(3)	Interest in controlled corporation	6,202,020 (L)	14.90%	8.71%

Name of Shareholders	Capacity/Nature of interest	Total number of Shares[11][12]	Approximate percentage of interest in the relevant class of Shares held[8] (%)	Approximate percentage of total issued share capital held[10] (%)
Trustbridge Partners V, L.P.[3]	Interest in controlled corporation	6,202,020 (L)	14.90%	8.71%
TB Partners GP5, L.P.[3]	Interest in controlled corporation	6,202,020 (L)	14.90%	8.71%
TB Partners GP5 Limited[3]	Interest in controlled corporation	6,202,020 (L)	14.90%	8.71%
TBP Sound Cloud Holdings (HK) II Limited[3]	Beneficial interest	2,447,848 (L)	5.88%	3.44%
TBP Sound Cloud Holdings II Limited[3]	Interest in controlled corporation	2,447,848 (L)	5.88%	3.44%
Trustbridge Partners VII, L.P.[3]	Interest in controlled corporation	2,447,848 (L)	5.88%	3.44%
TB Partners GP7, L.P[3]	Interest in controlled corporation	2,447,848 (L)	5.88%	3.44%
TB Partners GP7 Limited[3]	Interest in controlled corporation	2,447,848 (L)	5.88%	3.44%
China Internet Investment Fund (Limited Partnership)	Beneficial interest	4,419,328 (L)	10.62%	6.21%
China International Capital Corporation Limited[4]	Interest in controlled corporation	3,678,521 (L)	8.84%	5.17%
	Interest in controlled corporation	234,140 (S)	0.56%	0.33%
CICC Capital Management Co., Ltd.[5]	Interest in controlled corporation	3,143,916 (L)	7.55%	4.42%
Beijing JD Shangke Information Technology Co., Ltd.[6]	Beneficial interest	2,265,944 (L)	5.44%	3.18%
Beijing Jingdong Century Trade Co., Ltd[6]	Interest in controlled corporation	2,265,944 (L)	5.44%	3.18%
JD.com International Limited[6]	Interest in controlled corporation	2,265,944 (L)	5.44%	3.18%
JD.com, Inc[6]	Interest in controlled corporation	2,265,944 (L)	5.44%	3.18%
Max Smart Ltd[6]	Interest in controlled corporation	2,265,944 (L)	5.44%	3.18%
UBS Nominees Limited[6]	Interest in controlled corporation	2,265,944 (L)	5.44%	3.18%
UBS Trustees (B.V.I.) Limited[6]	Trustee	2,265,944 (L)	5.44%	3.18%
Liu Qiangdong Richard[7]	Trust Beneficiary	2,265,944 (L)	5.44%	3.18%

Domestic Unlisted Shares

Name of Shareholders	Capacity/Nature of interest	Total number of Shares[11]	Approximate percentage of interest in the relevant class of Shares held[9] (%)	Approximate percentage of total issued share capital held[10] (%)
Yunsi Shangyi[1]	Beneficial interest	11,697,500 (L)	46.80%	16.43%
	Interest held jointly with other persons	16,481,964 (L)	65.94%	23.15%
Yunchuang Hudong[1]	Beneficial interest	1,847,411 (L)	7.39%	2.60%
	Interest held jointly with other persons	16,481,964 (L)	65.94%	23.15%
Tianjin Yunsheng[1]	Interest in controlled corporation	13,544,911 (L)	54.19%	19.03%
	Interest held jointly with other persons	16,481,964 (L)	65.94%	23.15%

Notes:

(1) Yunsi Shangyi directly held 5,013,214 H Shares and 11,697,500 Domestic Unlisted Shares, while Yunchuang Hudong directly held 791,747 H Shares and 1,847,411 Domestic Unlisted Shares. The general partner of each of Yunsi Shangyi and Yunchuang Hudong is Tianjin Yunsheng, which is held as to 99% of equity interests by Dr. Huang Wei and 1% of equity interests by Dr. Liu Shengping, our executive Director. Dr. Huang Wei is also the largest limited partner of Yunsi Shangyi with 82.59% partnership interest. Each of Yunsi Shangyi and Yunchuang Hudong is controlled by Dr. Huang Wei. As such, each of Tianjin Yunsheng and Dr. Huang Wei is deemed to be interested in the Shares held by Yunsi Shangyi and Yunchuang Hudong for the purpose of Part XV of the SFO.

Dr. Huang Wei, Dr. Liang Jia'en and Dr. Kang Heng, our Executive Directors, by virtue of their acting-in-concert arrangement, were collectively interested in 7,063,697 H Shares and 16,481,964 Domestic Unlisted Shares of the Company.

(2) The general partner of Heyi Guyu Equity Investment Partnership (Limited Partnership) ("**Heyi Guyu**") is Mr. Sun Ge, and the general partner of Tianjin Zhongguancun Pangu Turing Equity Investment Fund Partnership (Limited Partnership) ("**Pangu Turing**") is Beijing Pangu Venture Investment Co., Ltd., which is held as to 99% of equity interests by Mr. Sun Ge. As such, Mr. Sun Ge is deemed to be interested in the Shares held by Heyi Guyu and Pangu Turing for the purpose of Part XV of the SFO.

(3) TBP Sound Cloud Holdings (HK) Limited beneficially owned 6,202,020 H Shares, all of which were owned as to 100% by TBP Sound Cloud Holdings Limited. TBP Sound Cloud Holdings Limited is owned as to 100% by Trustbridge Partners V, L.P., while Trustbridge Partners V, L.P. is owned as to 100% by TB Partners GP5, L.P., which is owned as to 100% by TB Partners GP5 Limited.

TBP Sound Cloud Holdings (HK) II Limited beneficially owned 2,447,848 H Shares, all of which were owned as to 100% by TBP Sound Cloud Holdings II Limited. TBP Sound Cloud Holdings II Limited is owned as to 100% by Trustbridge Partners VII, L.P., while Trustbridge Partners VII, L.P. is owned as to 100% by TB Partners GP7, L.P., which is owned as to 100% by TB Partners GP7 Limited.

All of TB Partners GP5 Limited and TB Partners GP7 Limited were owned as to 100% by Li Shujun. As such, Li Shujun is deemed to be interested in 6,202,020 H Shares held by TBP Sound Cloud Holdings (HK) Limited and 2,447,848 H Shares held by TBP Sound Cloud Holdings (HK) II Limited for the purpose of Part XV of the SFO.

(4) China International Capital Corporation Limited indirectly held 100% of the equity interest in CICC Capital Management Co., Ltd. ("**CICC Capital**"), whose general partner is CICC Jiatai Phase II (Tianjin) Equity Investment Fund Partnership (Limited Partnership). The general partner of Henan Southeast Zhanxin Industry Venture Capital Fund Partnership (Limited Partnership) is Henan CICC Huirong Private Equity Fund Management Co., Ltd., ("**Henan CICC Huirong**"), and 50% of equity interests of Henan CICC Huirong are held by CICC Capital. These interests include in respect of physically deliverable unlisted derivatives, long positions in 3,662,181 H Shares including Over-allotment Option, and short positions in 234,140 H Shares including the obligation to deliver the Shares to the Shareholders. Therefore, China International Capital Corporation Limited is deemed to have interests and short positions in the H Shares held by CICC Capital for the purpose of Part XV of the SFO.

(5) The general partner of CICC Jiatai Phase II (Tianjin) Equity Investment Fund Partnership (Limited Partnership) is CICC Capital. The general partner of Henan Southeast Zhanxin Industry Venture Capital Fund Partnership (Limited Partnership) (河南豫東南戰新產業創業投資基金合夥企業（有限合夥）) is Henan CICC Huirong, and 50% of equity interests of Henan CICC Huirong are held by CICC Capital. As such, CICC Capital is deemed to be interested in the H Shares held by CICC Jiatai Phase II (Tianjin) Equity Investment Fund Partnership (Limited Partnership) and Henan Southeast Zhanxin Industry Venture Capital Fund Partnership (Limited Partnership) for the purpose of Part XV of the SFO.

(6) Beijing JD Shangke Information Technology Co., Ltd. (北京京東尚科信息技術有限公司) beneficially owned 2,265,944 H Shares, all of which were owned as to 100% by Beijing Jingdong Century Trade Co., Ltd. (北京京東世紀貿易有限公司), which is owned as to 100% by JD.com International Limited, which is owned as to 100% by JD.com, Inc., which is owned as to 68.10% by Max Smart Ltd, which is owned as to 100% by UBS Nominees Limited, which is owned as to 100% by UBS Trustees (B.V.I.) Limited.

(7) For the purpose of Part XV of the SFO, Liu Qiangdong indirectly owned the equity interest of 2,265,944 H Shares through Max Smart Ltd, UBS Nominees Limited and UBS Trustees (B.V.I.) Limited.

(8) The calculation is based on 41,621,883 H Shares issued as of 31 December 2025.

(9) The calculation is based on 24,995,061 Domestic Unlisted Shares issued as of 31 December 2025.

(10) The calculation is based on the total number of issued Shares of 71,187,593 shares held by the relevant class of Shares as of 31 December 2025.

(11) The letter "L" represents a long position (as defined in Part XV of the SFO) in the Shares of the Company held by that person.

(12) The letter "S" represents a short position (as defined in Part XV of the SFO) in the Shares of the Company held by that person.

Unlisted Foreign Shares

Name of Shareholder	Capacity/Nature of interest	Total number of Shares(4)	Approximate percentage of interest in the relevant class of Shares held(2) (%)	Approximate percentage of total issued share capital held(3) (%)
Ming Fu Investments Limited	Beneficial interest	4,570,649 (L)	100%	6.42%
Qiming Venture Partners III, L.P.	Interest in controlled corporation	4,570,649 (L)	100%	6.42%
Qiming GP III, L.P.	Interest in controlled corporation	4,570,649 (L)	100%	6.42%
Qiming Corporate GP III, Ltd.	Interest in controlled corporation	4,570,649 (L)	100%	6.42%

Notes:

(1) Ming Fu Investments Limited (a private joint stock company incorporated in Hong Kong) is directly held as to 96.94% by Qiming Venture Partners III, L.P., and the general partner of Qiming Venture Partners III, L.P. is Qiming GP III, L.P., and the general partner of which is Qiming Corporate GP III, Ltd., an exempted company incorporated in the Cayman Islands which is an Independent Third Party. As such, each of Qiming Venture Partners III, L.P., Qiming GP III, L.P. and Qiming Corporate GP III, Ltd. are deemed to be interested in the Unlisted Foreign Shares held by Ming Fu Investments Limited.

(2) The calculation is based on 4,570,649 Unlisted Foreign Shares issued as of 31 December 2025.

(3) The calculation is based on the total number of issued Shares of 71,187,593 shares held by the relevant class of Shares as of 31 December 2025.

(4) The letter "L" represents a long position (as defined in Part XV of the SFO) in the Shares of the Company held by that person.

Save as disclosed above, as at 31 December 2025, so far as is known to the Directors, no other persons (who were not Directors and chief executives of the Company) had an interest or short position in the Shares or underlying Shares of the Company which would fall to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO; or which would be recorded in the register required to be kept by the Company under Section 336 of the SFO.

Directors' Interests in Competing Business

During the Reporting Period and up to the Latest Practicable Date, none of the Directors was considered to have an interest in any business which, under the Listing Rules, competes or is likely to compete, either directly or indirectly, with the business of the Group, and which would require disclosure under Rule 8.10(2) of the Listing Rules.

Connected Transactions

During the Reporting Period, the Group had not conducted any connected transactions that were subject to the reporting, announcement or independent shareholders' approval requirements under Chapter 14A of the Listing Rules.

Related Party Transactions

Details of the related party transactions of the Group for the year ended 31 December 2025 are set out in Note 36 to the consolidated financial statements in this annual report. The related party transactions disclosed in Note 36 were not considered as connected transactions or continuing connected transactions and were exempt from the reporting, announcement and shareholders' approval requirements under the Listing Rules. The Company is of the view that it has complied with the disclosure requirements of Chapter 14A of the Listing Rules.

Sufficient Public Float

Based on information that is publicly available to the Company and to the knowledge of the Directors, as at the Latest Practicable Date prior to the publication of this annual report, the Company has maintained the sufficient public float of its issued Shares as prescribed in the Listing Rules.

Charitable Donations

On the afternoon of 26 November 2025, a No. 5 alarm fire broke out at Wang Fuk Court in Tai Po, Hong Kong. The severe disaster attracted great attention from all sectors of society. Upon learning of the disaster, the Company immediately activated its emergency response mechanism and donated RMB500,000 to the affected area, specifically for the emergency relief and post-disaster reconstruction work for the affected families.

Pre-IPO Employee Incentive Schemes

The Company has adopted the 2016 Employee Incentive Scheme and the 2023 Employee Incentive Scheme to recognise the contributions of our key employees, incentivize our management team, retail talent and promote our long-term sustainable development. Neither the 2016 Employee Incentive Scheme nor the 2023 Employee Incentive Scheme is subject to the provisions of Chapter 17 of the Listing Rules as neither of them involves any grant of share options or awards by the Company after the Listing.

All the awards under the 2016 Employee Incentive Scheme were granted and vested before 31 December 2024, and all the awards under the 2023 Employee Incentive Scheme were granted, vested and exercised before 31 December 2024, and there are no Shares underlying the Employee Incentive Platforms, which are reserved for grant of awards to future grantees under the 2016 Employee Incentive Scheme and the 2023 Employee Incentive Scheme. At the beginning and the end of the Reporting Period, the Company had no unvested awards, and no awards were granted, vested/exercised, cancelled or lapsed during the Reporting Period. Therefore, the weighted average number of the number of awards which may be authorised for issuance under the schemes at the beginning and end of the Reporting Period and the number of Shares which may be issued for grant of awards under all the schemes of the Company during the Reporting Period divided by Shares of the relevant class in issue during the Reporting Period (excluding treasury shares) is not applicable to the Company.

For details of the 2016 Employee Incentive Scheme and the 2023 Employee Incentive Scheme, see the section headed "Appendix VI — Statutory and General Information — D. Employee Incentive Schemes" in the Prospectus.

2016 Employee Incentive Scheme

1. Purpose

The Company adopted the 2016 Employee Incentive Scheme by resolutions of Shareholders on 5 June 2020, as an amendment, restatement and consolidation of the previous employee share incentive schemes adopted by the Company since 2016, to recognise the contributions of key employees, incentivize the management team and retail talent and promote long-term sustainable development.

2. Participants of the 2016 Employee Incentive Scheme

The participants of the 2016 Employee Incentive Scheme shall include (i) key employees of the Group; (ii) employees who have positively contributed to the operating performance, technology research and development and future development of our Group; and (iii) other employees as determined by the Company.

3. Number of Shares and Share Upper Limit for Each Incentive Recipient

The aggregate number of Shares under the 2016 Employee Incentive Scheme was 4,271,915 Shares, representing 5.85% of the Company's issued Shares (excluding treasury shares) as at the date of this annual report.

Under the 2016 Employee Incentive Scheme, there is no upper limit on the awards that can be granted to each participant under the 2016 Employee Incentive Scheme. The maximum award actually granted to a single participant under the 2016 Employee Incentive Scheme is equivalent to 906,286 Shares.

4. Restrictions on Transfer and Disposal

An award under the 2016 Employee Incentive Scheme gives a Participant in the 2016 Employee Incentive Scheme a conditional right when granted the Award to obtain interests in the Employee Incentive Platform at the consideration separately agreed in the share incentive agreement entered into among the Company, Tianjin Yunsheng and the relevant Participant. Upon becoming the limited partner of the Employee Incentive Platforms, the selected Participants indirectly receive economic interest in the corresponding number of underlying Shares held by the Employee Incentive Platforms. Awards under the 2016 Employee Incentive Scheme have no vesting period.

Pursuant to the terms of the 2016 Employee Incentive Scheme, unless otherwise agreed in the share incentive agreement, the selected Participants may not dispose of, transfer, pledge or otherwise encumber his or her interest in the limited partnership without the consent of the general partner of the Employee Incentive Platforms.

Upon the listing of the Company and the expiration of the lock-up period of the Shares, the Participants are entitled to apply to transfer all or partial of the Awards under the organization of the General Partner in accordance with the 2016 Employee Incentive Scheme. The tax applicable to such transfer shall be borne by the Participants.

5. *Purchase Price and Basis of Determination*

Subject to the specific terms and conditions agreed with each participant, the actual subscription price for the awards under the 2016 Employee Incentive Scheme may vary individually, however, after rounding, the overall subscription price is substantially RMB1 per Share, which was determined with reference to the par value of the Shares of the Company.

6. *Validity Period of the Scheme*

The 2016 Employee Incentive Scheme adopted by resolutions of Shareholders on 5 June 2020 as an amendment, restatement and consolidation of the previous employee share incentive scheme adopted by the Company since 2015. It shall continue to be effective so long as the Employee Incentive Platforms hold Shares, subject to termination pursuant to applicable laws and regulations.

Details of the awards granted under the 2016 Employee Incentive Scheme are as follows:

Type and name of the grantees	Relationship with the Group	Number of incentive Shares held	Approximate percentage of aggregate amount of the Shares (excluding treasury shares) in issue of the Company as at the date of this annual report
Connected persons			
Dr. Li Xiaohan (李霄寒)	Executive Director and a supervisor of Shanghai Unisound	820,402	1.12%
Dr. Liu Shengping (劉升平)	Executive Director (employee representative Director)	416,808	0.57%
Dr. Li Peng (李鵬)	Former Executive Director	366,063	0.50%
Mr. Shan Bo (單波)	Former Supervisor	110,454	0.15%
Mr. Ren He (任禾)	Former Supervisor	108,487	0.15%
Mr. Chen Jisheng (陳吉勝)	A director of Shanghai Unisound and Yunmao Hulian and a supervisor of Shenzhen Unisound	123,588	0.17%
Mr. Liu Qingsong (劉青松)	A supervisor of Xiamen Unisound	110,454	0.15%
Mr. Liang Jiameng (梁家盟)	A software development engineer of the Company and a sibling of Dr. LIANG Jia'en, one of the executive Directors	22,091	0.03%
Sub-total		2,078,347	2.85%
Independent Third Parties			
Employees and former employees of the Group	26 employees or former employees of the Group	2,193,568	3.01%
Total	—	4,271,915	5.85%

2023 Employee Incentive Scheme

1. Purpose

The Company adopted the 2023 Employee Incentive Scheme by resolutions of Shareholders on 12 April 2023 to recognise the contributions of our key employees, incentivize our management team and retail talent and promote our long-term sustainable development.

2. Participants of the 2023 Employee Incentive Scheme

The participants of the 2023 Employee Incentive Scheme shall include employees of the Group as determined by the Company.

3. Number of Shares and Share Upper Limit for Each Incentive Recipient

The aggregate number of Shares underlying the options under the 2023 Employee Incentive Scheme was 60,555 Shares, representing 0.08% of the Company's issued Shares (excluding treasury shares) as at the date of this annual report.

Under the 2023 Employee Incentive Scheme, there is no upper limit on the awards that can be granted to each participant under the 2023 Employee Incentive Scheme. The aggregate number of Shares underlying the options granted to the Scheme Participants was 60,555 Shares (all of which were granted to, vested and exercised by seven employees of the Group, who were Independent Third Parties).

4. Vesting and Exercise of the Options

The Options granted shall be vested in full on the sixth anniversary of the date of joining the Group by the Scheme Participants.

A Scheme Participant may exercise his or her awards in whole or in part by paying the full subscription price in respect of the Option to be exercised, as stipulated in the exercise notice, within 15 days from the date of receipt of such exercise notice issued by the General Partner.

5. Exercise Price and Basis of Determination

The exercise price of the Share Options under the 2023 Employee Incentive Scheme is RMB1 per Share Option, which was determined with reference to the par value of the Shares of the Company.

6. Validity Period of the Scheme

The 2023 Employee Incentive Scheme was adopted on 12 April 2023 and shall continue to be effective so long as the Employee Incentive Platforms hold Shares, subject to termination pursuant to applicable laws and regulations. The 2023 Employee Incentive Scheme has no validity period or remaining validity period as required under Chapter 17 of the Listing Rules.

Corporate Governance

The Company is committed to maintaining the highest standards of corporate governance practices. Information on the corporate governance practices adopted by the Company is set out in the Corporate Governance Report in this annual report.

PURCHASES, SALE, REDEMPTION or CANCELLATION OF LISTED SECURITIES

For the details of purchase, sale, redemption and cancellation of listed securities of the Company, please refer to the "Management Discussion and Analysis" in this annual report.

Material Events after the Reporting Period

Save as disclosed in the "Management Discussion and Analysis" section, there were no material events affecting the Company that occurred during the year ended 31 December 2025 and up to the Latest Practicable Date.

Material Litigation

As at 31 December 2025, the Company was not involved in any material litigation, arbitration or administrative proceedings that would have a material adverse effect on its financial condition or operating results, and to the best of the Company's knowledge, there were no material litigation, arbitration or administrative proceedings that were pending or threatened the Company.

Future Plans for Material Investments and Capital Assets

As at 31 December 2025, save as disclosed in the section headed Future Plans and Use of Proceeds of the Prospectus, the Group did not have any existing plans for the acquisition of other material investments or capital assets.

Auditor

On 17 October 2025, the Shareholders passed an ordinary resolution at the extraordinary general meeting of the Company to re-appoint PricewaterhouseCoopers as the auditor of the Company for the year ended 31 December 2025.

The consolidated financial statements for the year ended 31 December 2025 have been audited by PricewaterhouseCoopers.

There has been no change in the Company's auditor since the Listing Date.

On behalf of the Board
Executive Director and Chairman

PRC, 26 March 2026

CORPORATE GOVERNANCE REPORT

The Board is pleased to present this Corporate Governance Report (the "**CG Report**") in the Group's annual report during the period from the Listing Date to 31 December 2025.

CORPORATE GOVERNANCE PRACTICES

The Company is committed to maintaining high standards of corporate governance and achieving good corporate governance by an effective Board with a view to safeguarding the interests of its Shareholders. The principles of the Company's corporate governance are to promote effective internal control measures, to enhance transparency of the work of the Board, and to strengthen accountability to all the Shareholders.

Since the Listing Date, the Company has complied with the applicable code provisions (the "**Code Provision**") under the Corporate Governance Code set out in Part 2 of Appendix C1 to the Listing Rules and has adopted them as the standard for the Company's corporate governance practices. The Company will continue to review and monitor its corporate governance practices to ensure compliance with the CG Code.

CORPORATE GOVERNANCE CULTURE

A healthy corporate culture across the Group is integral to attaining its vision and strategy. The Company is committed to ensuring that its affairs are conducted in accordance with good corporate governance practices, which seek to ensure that overall business risk of the Group is assessed and managed appropriately and sustainable returns can be delivered to its Shareholders.

The Board is committed towards lawful, ethical and responsible operation of our business. In order to promote honesty-based and win-win cooperation in the operating environment, the Company has designed and adopted strict internal procedures to ensure the compliance of its business operations with the relevant rules and regulations. The CG Code published by the Stock Exchange sets out the principles of good corporate governance, and the Group manages its corporate affairs (such as its board composition, audit, internal control and risk management) in accordance with such principles. The Company implemented strict internal procedures with respect to anti bribery, anti-corruption and anti-fraud which enable the Company to improve long-term sustainable performance. This corporate governance report provides a channel through which Shareholders may evaluate how the Group has applied such principles to its business.

The Board is also committed to ensuring that the Company's corporate culture is aligned with its purpose, core values and development strategy. To this end, the Board actively cultivates and promotes the following three levels of core values to guide employee behavior and shape a unified value orientation: at the personal level, the Company upholds the principles of integrity, openness, and proactiveness, advocates for honesty, ethics, and incorruptibility, and encourages employees to embrace change, maintain an optimistic mindset, and continuously improve themselves; at the professional level, the Company emphasizes teamwork and the pursuit of excellence, requiring all employees to be accountable, continuously break through their limits, and drive business development and operational performance with high standards; and at the value realization level, the Company adheres to the fundamental principle of "Customer First", focusing on customer needs to continuously improve product and service quality, and consistently create and enhance customer value.

CORPORATE GOVERNANCE FUNCTIONS

The Company is committed to maintaining the highest level of corporate governance, and the Board of Directors is an important institution for maintaining good corporate governance. The corporate governance functions of the Board of Directors and its special committees include:

(a) to formulate and review the Company's corporate governance policies and practices and to make recommendations to the Board of Directors;

(b) to review and monitor the training and continuous professional development of directors and senior management;

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

(d) to formulate, review and monitor the code of conduct and compliance manual (if any) for employees and directors; and

(e) to review the Company's compliance with the Corporate Governance Code and the disclosure in the Corporate Governance Report.

COMPLIANCE WITH THE MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code as set out in Appendix C3 to the Listing Rules as its code of conduct regarding Directors' securities transactions. Specific enquiries have been made to all the Directors and the Directors have confirmed that they have complied with the Model Code regarding directors' securities transactions during the period from the Listing Date to 31 December 2025.

The Company has also, in accordance with the requirements set out in Code Provision C.1.3 of the CG Code, established written guidelines no less exacting than the Model Code for securities transactions by employees who are likely to be in possession of unpublished inside and price-sensitive information of the Company. No incident of non-compliance of such guidelines by the employees was noted by the Company during the period from the Listing Date to 31 December 2025.

RESPONSIBILITIES, ACCOUNTABILITIES AND CONTRIBUTIONS OF THE BOARD AND MANAGEMENT

The Board is the primary decision-making body of the Company and is responsible for leadership of the Company, overseeing the Group's businesses, strategic decisions and performance and is collectively responsible for promoting the success of the Company by directing and supervising its affairs and acting in the best interests of the Company and its Shareholders. The Board makes decisions objectively in the interests of the Company. All Directors have full and timely access to all the information of the Company, and may upon request, seek independent professional advice in appropriate circumstances at the Company's expenses for discharging their duties. All Directors, including the non-executive Directors and independent non-executive Directors, have brought a wide spectrum of valuable business experience, knowledge and professionalism to the Board for its efficient and effective functioning. The Group's senior management is responsible for the day-to-day management of the Group's business and is responsible for overseeing the overall operation, business development, finance and marketing situation.

The Board reserves for its decision on all major matters relating to policy matters, 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 of the Company. Responsibilities relating to implementing decisions of the Board, directing and coordinating the daily operation and management of the Company are delegated to the management. The Directors acknowledge their responsibility for preparing the consolidated financial statements of the Company for the Reporting Period. The Directors are not aware of any material uncertainties relating to events or conditions that may cast significant doubt upon the Company's ability to continue as a going concern. The statement of the independent auditor of the Company about their reporting responsibilities on the consolidated financial statements is set out in the "Independent Auditor's Report" in this annual report.

To oversee particular aspects of the Company's affairs, the Board has established three special committees, including the Audit Committee (the "**Audit Committee**"), the Remuneration Committee (the "**Remuneration Committee**") and the nomination committee (the "**Nomination Committee**", together with the Audit Committee and the Remuneration Committee, the "**Committees**"). The Board has delegated to the Committees responsibilities as set out in their respective terms of reference.

BOARD COMPOSITION

As of the Latest Practicable Date, the Board comprises 10 Directors, consisting of 5 executive Directors, 1 non-executive Director and 4 independent non-executive Directors.

Executive Directors

Dr. Liang Jia'en *(Chairman)*
Dr. Huang Wei
Dr. Kang Heng
Dr. Li Xiaohan
Dr. Liu Shengping *(Employee Representative Director)*

Non-executive Director

Mr. Li Zhichao

Independent Non-executive Directors

Mr. Hu Jianjun
Dr. Fan Jian
Dr. Jin Huihua
Dr. Zhang Kun

The Board considers that the composition of the Board provides a strong independent element with a balance of skills, experience and diversity of perspectives appropriate for the requirements of the business of the Company.

Save as disclosed in the biographies of the Directors as set out in the section headed “Biographies of Directors and Senior Management” of this annual report, none of the Directors and senior management is connected with any other Directors, senior management or substantial or controlling Shareholders of the Company, and there is no relationship (including financial, business, family or other material/relevant relationship) between the Directors (including Chairman and CEO).

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.

As regards the Code Provisions under the CG Code requiring directors to disclose the number and nature of offices held in public companies or organisations 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.

CHAIRMAN OF THE BOARD AND CEO

The position of Chairman of the Board is held by Dr. Liang Jia’en and that of CEO is held by Dr. Huang Wei. The Chairman of the Board is responsible for the leadership and effective functioning of the Board. The CEO focuses on the Company’s business development and daily management and operations generally.

INDEPENDENT NON-EXECUTIVE DIRECTORS

Since the Listing Date to the date of CG Report, the Board at all times met the requirements of the Listing Rules relating to the appointment of at least three independent non-executive Directors representing at least one-third of the Board with one of whom possessing appropriate professional qualifications or accounting or related financial management expertise. All independent non-executive Directors have confirmed their independence pursuant to the factors set out in Rule 3.13 of the Listing Rules. The Board has assessed their independence and concluded that all independent non-executive Directors are independent as they were free from any business or other relationship which could affect their ability to discharge their duties independently.

BOARD INDEPENDENCE EVALUATION

The Board seeks the development of an effective working environment for the executive and independent non-executive Directors so as to improve the quality of the decisions made by the Board without constraining the independent views of the independent non-executive Directors. The Group has established a mechanism during the year to ensure independent views and inputs are available to the Board by including allowing the independent non-executive Directors to directly contact the Chairman of the Board for expressing their independent views in an open and candid manner and exercising judgment to better safeguard Shareholders' interests as well as in confidential manner (in case of any conflict of interest).

The Board will review the implementation and effectiveness of such mechanism(s) on an annual basis to ensure independent views and inputs are available to the Board.

ATTENDANCE RECORDS OF DIRECTORS AND COMMITTEE MEMBERS

The Board is scheduled to meet regularly at least four times a year (does not include obtaining Board consent through circulating written resolutions) at approximately quarterly intervals, to discuss the overall strategy as well as the operational and financial performance of the Company. Other Board meetings will be held when necessary. Such Board meetings involve the active participation, either in person or through other electronic means of communication, of a majority of Directors.

At least 14 days' notices are given to all Directors in advance for attending regular Board meetings, and at least 3 days' notice shall be given to all Directors in advance for attending interim Board meetings. Meeting agendas and other relevant information are provided to the Directors at least 3 days before the date of the Board meetings. All Directors are consulted to include additional matters in the agenda for Board meetings and have access to the advice and services of the company secretary with a view to ensuring that Board procedures, and all applicable rules and regulations, are followed.

If a Director considers independent views and input are necessary in the process of discharging his/her duty and in handling meeting agendas (including Board special committee meetings), he/she may inform the company secretary to appoint external experts or consultants to provide the necessary information. Depending the complexity of the issue involved and the required fee level, the appointment of external experts or consultants can be tabled in the meeting agenda for the approval by the Directors attending the meeting. The Board and each of the special committees are provided with sufficient resources to perform their duties. The Board has reviewed this mechanism and considered it appropriate and effective.

Both draft and final versions of the minutes are sent to all Directors for their comments and records. Minutes of Board and special committee meetings are kept by the company secretary and such minutes are open for inspection at any reasonable time on reasonable prior notice by any Directors.

The Company was listed on the Stock Exchange on 30 June 2025. From the Listing Date to 31 December 2025, the Board held three meetings for reviewing and approving the interim results and reports, the financial and operational performance, and considering and approving the overall strategies and policies of the Company.

Apart from regular Board meetings, the Chairman also held a meeting with the Independent Non-executive Directors without the presence of other Directors during the year ended 31 December 2025, during which executive Directors are not permitted to attend.

The Directors attended the meetings via video or telephone conference, or in person.

The summary of the attendance record of each Director at the Board meetings, special committee meetings and the general meetings from the Listing Date to 31 December 2025 is set out below:

Attendance/Number of Meetings during Tenure of Office

Name of Director	Board (Note 4)	Audit Committee	Remuneration Committee	Nomination Committee	The 2025 Second Extraordinary General Meeting (Note 1)	The 2025 Third Extraordinary General Meeting (Note 2)	Meeting between Chairman and independent non-executive Directors (Note 3)
Executive Directors							
Dr. Liang Jia'en	3/3	—	—	2/2	1/1	1/1	1/1
Dr. Huang Wei	3/3	—	1/1	—	1/1	1/1	—
Dr. Kang Heng	3/3	—	—	—	1/1	1/1	—
Dr. Li Xiaohan	3/3	—	—	—	1/1	1/1	—
Dr. Liu Shengping	3/3	—	—	—	1/1	1/1	—
Dr. Li Peng *(retired on 10 December 2025)*	2/2	—	—	—	1/1	1/1	—
Non-executive Directors							
Mr. Duane Ziping Kuang *(retired on 10 December 2025)*	1/2	—	—	—	1/1	0/1	—
Mr. Li Zhichao	3/3	—	—	—	1/1	0/1	—
Dr. Wang Cunfu *(retired on 10 December 2025)*	2/2	—	—	—	1/1	1/1	—
Mr. Li Ang *(resigned on 6 March 2026)*	3/3	—	—	—	1/1	1/1	—
Independent Non-executive Directors							
Mr. Hu Jianjun	3/3	3/3	—	—	1/1	1/1	1/1
Dr. Fan Jian	3/3	3/3	1/1	—	1/1	1/1	1/1
Dr. Jin Huihua	3/3	3/3	—	2/2	1/1	1/1	1/1
Dr. Zhang Kun	3/3	—	1/1	—	1/1	0/1	1/1
Mr. Chen Hua *(retired on 10 December 2025)*	2/2	—	—	2/2	1/1	1/1	—

Note:

(1) The 2025 second extraordinary general meeting of the Company was held on 17 October 2025.

(2) The 2025 third extraordinary general meeting of the Company held on 10 December 2025.

(3) The meeting of the Chairman and the independent non-executive Directors was held on 10 December 2025.

(4) From the Listing Date to 31 December 2025, the Company held 3 Board meetings.

SHAREHOLDERS' GENERAL MEETING

The Shareholders' general meeting is the organ of highest authority of our Company and exercises the duties and powers in accordance with the laws and the Articles of Association. In order to protect the rights of Shareholders, our Company will convene the Shareholders' general meeting in strict compliance with the relevant rules and procedures such that all Shareholders are treated equally and can exercise their rights fully. Separate resolutions will be proposed at the Shareholders' general meeting on each substantial issue. Each resolution submitted to the Shareholders' general meeting will be voted pursuant to the Listing Rules, and the voting result will be published on the websites of the HKExnews of Stock Exchange and the Company after the meeting.

From the Listing Date to 31 December 2025, the Company held two general meeting with the Shareholders.

The attendance records of the general meeting of the Company are set out under "Attendance Records of Directors and Committee Members" on page 57 of this CG Report.

APPOINTMENT OF DIRECTORS

Each of the Directors (including independent non-executive Directors) has entered into a service contract or a letter of appointment with the Company for a term of three years.

DIRECTORS' RESPONSIBILITY IN RESPECT OF THE FINANCIAL STATEMENTS

The Directors acknowledge their responsibilities for preparing the financial statements of the Group for the year ended 31 December 2025.

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

There is no disagreement between the Board and the Audit Committee regarding the selection, appointment, resignation or dismissal of the external auditor.

CONTINUING PROFESSIONAL DEVELOPMENT

On appointment to the Board, each Director received a comprehensive induction package covering business operations, policy and procedures of the Company as well as the general, statutory and regulatory obligations of being a Director to ensure that he/she is sufficiently aware of his/her responsibilities under the Listing Rules and other relevant regulatory requirements.

By providing all Directors with relevant guidelines, updated materials and training regarding the relevant laws and applicable regulations, the duties and responsibilities of being a Director, and relevant disclosure requirements, the Group also ensures that each Director understands and is familiar with the latest development of the relevant rules.

On an ongoing basis, Directors are encouraged to keep all matters relevant to the Group and also provided funding to each Director, to encourage Directors to participate in various continuous professional development courses, attend briefings, seminars and relevant training courses as appropriate. The Directors are requested to provide the Company with their respective training record pursuant to the requirement of the CG Code on continuous professional development.

From the Listing date to 31 December 2025, all the Directors of the Company had participated in various trainings and/or read materials of relevant topics, including:

— Corporate strategic management/corporate operational management

— Financial strategic management

— Investment strategies

— Research on audit development strategies

— Risk management and internal controls

— Environmental, social and governance management

The training records of the Directors for the year ended 31 December 2025 are summarized as follows:

Name of Director	Type of Training (Note)
Executive Directors	
Dr. Liang Jia'en	A&B
Dr. Huang Wei	A&B
Dr. Kang Heng	A&B
Dr. Li Xiaohan	A&B
Dr. Liu Shengping	A&B
Dr. Li Peng *(retired on 10 December 2025)*	A&B
Non-executive Directors	
Mr. Duane Ziping Kuang *(retired on 10 December 2025)*	A&B
Mr. Li Zhichao	A&B
Dr. Wang Cunfu *(retired on 10 December 2025)*	A&B
Mr. Li Ang *(resigned on 6 March 2026)*	A&B
Independent Non-executive Directors	
Mr. Hu Jianjun	A&B
Dr. Fan Jian	A&B
Dr. Jin Huihua	A&B
Dr. Zhang Kun	A&B
Mr. Chen Hua *(retired on 10 December 2025)*	A&B

Note:

Type of Training

A: Attending training sessions, including but not limited to briefings, seminars, conferences and workshops

B: Reading relevant news alerts, newspapers journals, magazines and relevant publications

Each of the Directors confirms that he or she (i) has obtained the legal advice referred to under Rule 3.09D of the Listing Rules prior to the Listing Date; and (ii) understands his or her obligations as a director of the Company.

BOARD SPECIAL COMMITTEES

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

SUPERVISORY COMMITTEE

The Company has established a supervisory committee (the "**Supervisory Committee**"), the functions and duties of the Supervisory Committee include reviewing financial reports, profit distribution plans prepared by the Board and overseeing the financial and business performance of our Group.

In order to facilitate the implementation of the new Company Law of the PRC (the "**Company Law**"), the Company ceased to establish the Supervisory Committee and supervisors of the Company effective from 17 October 2025. The relevant duties of the Supervisory Committee shall be exercised by the Audit Committee under the Board of Directors.

The abolition of the Supervisory Committee has been approved and passed as the special resolutions at the 2025 second extraordinary general meeting of the Company on 17 October 2025.

For further details, please refer to the announcements of the Company dated 28 August 2025 and 17 October 2025.

AUDIT COMMITTEE

The Company has established the Audit Committee with written terms of reference in compliance with Rules 3.21 and 3.22 of the Listing Rules and the paragraph D.3 of the CG Code. The principal duties of the Audit Committee include making recommendations to the Board on the appointment and removal of the external auditor, reviewing the financial statements and making recommendations on the financial reports and overseeing the Group's internal control procedures. An entire version of the terms of reference of the Audit Committee is available on the websites of the Company and the HKExnews of Stock Exchange.

The responsibilities of the Audit Committee include but not limited to: (1) making recommendations to the Board on the appointment, re-appointment and removal of the external auditor; (2) reviewing and monitoring the external auditor's independence and objectivity and the effectiveness of the audit process in accordance with applicable standards; (3) developing and implementing a policy on the engagement of the external auditor to provide non-audit services; (4) monitoring the integrity of the Company's financial statements, interim reports and annual reports, and reviewing significant financial reporting judgements contained in them; (5) monitoring and evaluating the Company's financial reporting system, risk management and internal control systems; (6) reviewing the financial control of the Company; (7) discussing with management on the risk management and internal control systems to ensure that management has fulfilled its responsibilities and the effective systems have established; (8) investigating significant findings related to risk management and internal control matters; (9) ensuring the coordination between internal and external auditors, guaranteeing that the internal audit function has sufficient resources and appropriate status within the Company, and reviewing and monitoring its effectiveness; (10) reviewing the financial and accounting policies and practices of the Group; (11) examining the "Explanatory Statement on Audit" provided by the external auditor to management, any significant queries raised by the external auditor to the management regarding accounting records, financial accounts, or control systems, and the responses made by management; (12) ensuring that the Board can promptly addresses issues raised in the "Explanatory Statement on Audit" provided by the external auditor to management; (13) reporting to the Board on matters covered in items (1) to (12); and (14) considering other special issues as defined or assigned by the Board from time to time.

As of the Latest Practical Date, the Audit Committee consists of three independent non-executive Directors, namely Mr. Hu Jianjun, Dr. Jin Huihua and Dr. Fan Jian. Mr. Hu Jianjun is the chairman of the Audit Committee with appropriate professional qualifications, accounting and related financial management expertise as required by Rule 3.10(2) of the Listing Rules. None of the members of the Audit Committee is a former partner of the Company's current auditor, being PricewaterhouseCoopers.

From the Listing Date to 31 December 2025, the Audit Committee held three meetings, during which it reviewed, among other matters, the interim financial results announcement and report of the Group, internal control and risk management systems, scope of work and engagement of the external auditor.

The Audit Committee also met the external auditor twice without the presence of the executive Directors.

The attendance records of the Audit Committee meeting of the Company are set out under "Attendance Records of Directors and Committee Members" on page 57 of this CG Report.

REMUNERATION COMMITTEE

The Company has established the Remuneration Committee with written terms of reference in compliance with Rules 3.25 and 3.26 of the Listing Rules and the paragraph E.1 of the CG Code. Its terms of reference are available on the websites of the Company and the HKExnews of Stock Exchange.

The Remuneration Committee will review the remuneration of Directors and senior management and make recommendations to the Board. The Board will have final authority to approve the recommendations made by the Remuneration Committee. The primary duties of the Remuneration Committee also include making recommendations to the Board on the overall remuneration policy and structure relating to all Directors and senior management of the Group, reviewing and approving compensation payable to executive Directors and senior management for any loss or termination of office or appointment as well as the compensation arrangements relating to dismissal or removal of Directors for misconduct, ensuring none of the Directors determine their own remuneration, and reviewing and/or approving matters relating to share schemes under Chapter 17 of the Listing Rules. The emoluments of executive Directors are determined based on the skills, knowledge, individual performance as well as contributions, the scope of responsibility and accountability of such Directors, taking into consideration of the Company's performance and prevailing market conditions. The remuneration policy of non-executive Directors (including independent non-executive Directors) is to ensure that the non-executive Directors are adequately compensated for their efforts and time dedicated to the Company's affairs including their participation in respective Board special committees. The emoluments of Directors are also determined with reference to their skills, experience, knowledge, duties and market trends.

As of the Latest Practical Date, the Remuneration Committee consists of two independent non-executive Directors, namely Dr. Zhang Kun and Dr. Fan Jian, and one executive Director, namely Dr. Huang Wei. Dr. Zhang Kun is the chairman of the Remuneration Committee.

From the Listing Date to 31 December 2025, the Remuneration Committee held one meeting, during which it made recommendations to the Board on the remuneration packages of executive Directors and non-executive Directors (including independent non-executive Directors).

The attendance records of the Remuneration Committee meeting of the Company are set out under "Attendance Records of Directors and Committee Members" on page 57 of this CG Report.

REMUNERATION OF SENIOR MANAGEMENT

Pursuant to Code Provision E.1.5 of the CG Code, the remuneration of the members of the senior management (other than the Directors) of the Company by band for the year ended 31 December 2025 is set out below:

Remuneration band (in RMB'000)	Number of people
501–1,000	1

Details of the remunerations payable to the Directors, Supervisors and senior management of the Group and the five highest paid individuals for the year ended 31 December 2025 are respectively set out in Notes 38 and 10 to the consolidated financial statements in this annual report.

NOMINATION COMMITTEE

The Company has established the Nomination Committee with written terms of reference in compliance with Rules 3.27A and 3.27B of the Listing Rules and the paragraph B.3 of the CG Code. Its terms of reference are available on the websites of the Company and the HKExnews of Stock Exchange.

The primary duties of the Nomination Committee are to review the structure, size, composition and diversity policy of the Board (the "**Board Diversity Policy**"), including the measurable objectives, the implementation and effectiveness of the Board Diversity Policy, on an annual basis; identify individuals suitably qualified to become Board members; assess the independence of independent non-executive Directors; and make recommendations to the Board on relevant matters relating to the appointment or re-election of Directors. When identifying suitable candidates for directorship, the Nomination Committee will carry out the selection process by making reference to a series of criteria as bases, including but not limited to gender, age, cultural, skills, experience, educational background, professional knowledge, personal integrity and time commitments of the proposed candidates, and taking into consideration of the Company's Board Diversity Policy. All candidates must be able to meet the standards as set forth in Rules 3.08 and 3.09 of the Listing Rules. A candidate who is to be appointed as an independent non-executive Director should also meet the independence criteria set out in Rule 3.13 of the Listing Rules. Qualified candidates will then be recommended to the Board for making discussion and be approved by Shareholders in the general meeting of the Company.

As of the Latest Practical Date, the Nomination Committee comprises two independent non-executive Directors, namely Dr. Jin Huihua and Dr. Fan Jian, and one executive Director, namely Dr. Liang Jia'en. Dr. Jin Huihua is the chairman of the Nomination Committee.

The attendance records of the Nomination Committee meeting of the Company are set out under "Attendance Records of Directors and Committee Members" on page 57 of this CG Report.

The Company also adopted a nomination policy setting out the procedure for selection, appointment and re-appointment of directors.

In evaluating and selecting any candidates for directorship, the Nomination Committee and/or the Board shall consider the following criteria, including, but not limited to, character and integrity, qualifications including professional qualifications, skills, knowledge and experience relevant to the Company's business and strategy, and diversity elements mentioned in the Board Diversity Policy, any measurable targets adopted for attaining diversity of the members of the Board and willingness and ability to devote adequate time to discharge duties as a member of the Board and special committees under the Board. The Board also reviewed the implementation and effectiveness of the Board Diversity Policy annually.

Nomination process of directors of the Company is as follows:

(a) Appointment of new directors

(i) The Nomination Committee and/or the Board may select candidates for directors from various channels, including but not limited to internal promotion, re-designation, referral by other members of the management and external recruitment agents.

(ii) The Nomination Committee and/or the Board shall, upon receipt of the proposal on appointment of new director and the biographical information (or relevant details) of the candidate, evaluate such candidate based on the criteria as set out above to determine whether such candidate is qualified for directorship.

(iii) If the process yields one or more desirable candidates, the Nomination Committee and/or the Board shall rank them by order of preference based on the needs of the Company and reference check of each candidate (where applicable).

(iv) The Nomination Committee should then recommend to the Board to appoint the appropriate candidate for directorship, as applicable.

(v) For any person that is nominated by a shareholder for election as a director at the general meeting of the Company, the Nomination Committee and/or the Board shall evaluate such candidate based on the criteria as set out above to determine whether such candidate is qualified for directorship.

Where appropriate, the Nomination Committee and/or the Board shall make recommendation to shareholders in respect of the proposed election of directors at the general meeting of the Company.

(b) Re-election of director at general meeting

(i) The Nomination Committee and/or the Board shall review the overall contribution and service to the Company of the retiring and re-electing director and the level of participation and performance on the Board.

(ii) The Nomination Committee and/or the Board should also review and determine whether the retiring and re-electing director continues to meet the criteria as set out above.

(iii) The Nomination Committee and/or the Board should then make recommendation to shareholders in respect of the proposed re-election of director at the general meeting of the Company.

From the Listing Date to 31 December 2025, the Nomination Committee held two meetings, during which it reviewed and assessed, among other matters, the structure, size and composition of the Board, and the independence of the independent non-executive Directors and the nomination policy, to consider the qualification of the retiring Directors standing for re-election at the extraordinary general meeting, and recommended to the Board the re-appointment of certain retiring Directors standing for re-election as Directors of the third session of the Board of the Company. It also concluded that the Company's Board Diversity Policy has been properly implemented.

BOARD DIVERSITY POLICY

To enhance the efficiency of the Board and maintain a high standard of corporate governance, the Company has adopted the Board Diversity Policy which sets out the approach to achieve and maintain diversity in the Board. Pursuant to the Company's Board Diversity Policy, the selection of Board candidates will be based on a range of diversity perspectives, including but not limited to gender, age, cultural and educational background, industry experience, technical capabilities, professional qualifications and skills, knowledge, length of service and other related factors. The Company will also consider its business model and special needs. The ultimate selection of Director candidates will be based on the merits of the candidates and the contribution that the candidates will bring to the Board. The Directors possess a balanced range of knowledge and skills, encompassing overall management and strategy planning, human resources, administration and training, business development, sales, accounting and corporate finance, as well as administrative and legal compliance matters.

For the purpose of implementation of the Board Diversity Policy, the following measurable objectives were adopted:

(a) at least one-third of the members of the Board shall be independent non-executive Directors;

(b) at least one of the members of the Board shall have obtained accounting or relevant financial management professional qualifications;

(c) at least 50% of the members of the Board shall have 10 years or more of experience in the industry he/she is specialised in;

(d) at least 2 of the members of the Board shall have China-related work experience; and

(e) the Board comprises male and female members and at least one director of a different gender on the nomination committee.

As of the date of this report, the Board comprises 10 members. We have 4 independent non-executive Directors with different industry backgrounds, representing 40% of the members of our Board. In terms of gender diversity, the executive Directors include a female, namely Dr. Jin Huihua. In terms of age diversity, the ages of each director range from 43 to 56 years old. On such premise, our Board is well balanced and diversified, and has achieved the above measurable targets, which are aligned with the business development and strategy of our Group. Taking into account our existing business model and specific needs as well as the different backgrounds of our directors, the composition of our Board satisfies our Board Diversity Policy.

Our Nomination Committee is responsible for ensuring the diversity of our Board members and they will review the Board Diversity Policy to ensure its continued effectiveness on an annual basis. The Board reviewed the implementation and effectiveness of the Company's Board Diversity Policy for the year ended 31 December 2025, and concluded that the Board Diversity Policy, including its measurable objectives, is appropriate and effective in supporting the Group's strategic goals and maintaining its sustainable development. In considering the succession of the Board of Directors, the Board will use various channels to identify suitable candidates for directorship, including recommendations from directors, shareholders, employees and the management of our Group, as well as engaging external headhunting firms. Such measures will ensure that the Board will be able to build a pipeline of potential successors to the Board, so that the Board will be able to take the opportunity to further enhance the level of diversity of the Board (including but not limited to the proportion of female members of the Board) when opportunities arise and appropriate candidates are identified, taking into account the selection criteria outlined in the paragraph "Nomination Procedures" above.

GENDER DIVERSITY OF WORKFORCE

As of the end of the reporting period, the Company had a total of 344 male full-time employees (including senior management), accounting for 71.7%, and 136 female employees, accounting for 28.3%. The Board of Directors considers that all employees of the Company (including senior management) have achieved gender diversity, and therefore has not established any plans or measurable objectives to achieve gender diversity among employees. During the reporting period, the Board of Directors was not aware of any factors or circumstances that would make achieving gender diversity among all employees (including senior management) more challenging or less relevant.

JOINT COMPANY SECRETARIES

Ms. Li Na is our chief financial officer of the Company. Ms. Li Na was appointed as the joint company secretary of the Company from the Listing Date. For her biographical details, please refer to the section headed "Biographies of Directors and Senior Management — Company Secretary" in this annual report.

Ms. Wong Wai Yee, Ella was appointed as the joint company secretary of the Company from the Listing Date. For her biographical details, please refer to the section headed "Biographies of Directors and Senior Management — Company Secretary" in this annual report. The primary contact person of Ms. Wong Wai Yee at the Company is Ms. Li Na (currently serving as the chief financial officer, secretary to the Board of Directors and joint company secretary of the Company).

All Directors are entitled to seek advice and services from the joint company secretaries on matters regarding corporate governance and Board practices. As at 31 December 2025, both Ms. Li Na and Ms. Wong Wai Yee, Ella have completed no less than 15 hours of relevant professional training according to the requirements of Rule 3.29 of the Listing Rules.

AUDITOR'S REMUNERATION

The Company appointed PricewaterhouseCoopers ("**PwC**") as the external auditor for the year ended 31 December 2025. An analysis of the remuneration paid to the external auditor of the Company in respect of audit services and non-audit services for the year ended 31 December 2025 is set out below:

Service Category	**Fees Paid/Payable RMB'000**
Audit services — Current year	4,800
Non-audit services (note)	200
Total	5,000

Note: The scope of work of non-audit services during the year ended 31 December 2025 was Environmental, Social and Governance service. The remuneration paid to PwC network for the non-audit services amounted to approximately 4% of the total remuneration paid to PwC network and was not significant as part of the auditor's remuneration.

RISK MANAGEMENT AND INTERNAL CONTROLS

The Board has undertaken the overall responsibility for overseeing the Group's risk management and internal control systems on an on-going basis and reviewing their effectiveness at least annually in order to safeguard the interests of the Shareholders and the assets of the Group. The Board acknowledges its responsibility for evaluating and determining the nature and extent of the risks it is willing to take in achieving the Group's strategic objectives and ensuring that the Group has established and maintained appropriate and effective risk management and internal control systems. The systems are designed to manage rather than eliminate the risk of failure to achieve business objectives and can only provide reasonable and not absolute assurance against material misstatement or loss.

Meanwhile, the Group has engaged an external legal advisors and compliance advisor to assist the Group in complying with the relevant requirements of the Listing Rules, strengthening our risk management and internal control capabilities, and preventing non-compliance incidents as much as possible.

During the year ended 31 December 2025, the Company has adopted various measures to ensure the effective implementation of its internal control and risk management systems, including (i) establishing the Audit Committee to review and supervise our financial reporting process and internal control system; (ii) organizing training sessions for our Directors and senior management; (iii) conducting regular internal training for our employees and management on applicable laws and regulations to ensure their awareness and compliance which cover various aspects of employee behavior during the ordinary business operations; (iv) appointing Clifford Chance (as to Hong Kong laws) and Grandway Law Office (as to PRC law and data security law) Haitong International Capital Limited as our legal advisors and compliance adviser to advise on ongoing compliance with the Listing Rules and other applicable securities laws and regulations in Hong Kong.

Procedures for identifying, evaluating and managing significant risks

Our Group conducts a comprehensive risk assessment annually, including but not limited to risks arising from business, market, financial, operational, and compliance aspects. The Board of Directors and its Audit Committee continuously review and evaluate our Group's existing risk strategies, metrics and objectives, as well as the internal control systems, and will incorporate and implement any improvement measures to manage and mitigate the relevant risks identified.

Risk management framework and main responsibilities

The Board of Directors assumes the ultimate responsibility for risk management and internal control, establishes the Company's risk management strategies and objectives, and ensures that our Group establishes and maintains appropriate and effective risk management and internal control systems. The Audit Committee assists the Board of Directors in monitoring the risk level and the effectiveness of the design and operation of the risk management and internal control systems to ensure that the management has fulfilled its relevant duties. The management of the Company is responsible for designing, implementing and monitoring the risk management and internal control systems, assessing major risks and formulating risk response plans.

Our Group has established "three lines of defense" for risk management and internal control. The first line of defense is undertaken by the various business departments of the Company, which are responsible for proactively identifying, assessing, responding to and reporting risks in daily operations, ensuring that risk control measures are integrated into the business front end; The second line of defense is composed of the Company's legal, compliance and other departments, which are responsible for coordinating the establishment of risk control policies and standards, continuously monitoring the risk status and guiding the work of the first line of defense; As the third line of defense for risk management and internal control, the internal audit department reviews the material risk management and internal control aspects of our Group, including financial, operational , compliance and management, and reports to the Board of Directors and the Audit Committee. The various departments and institutions of the Company perform their respective duties in a progressive and mutually constraining manner, jointly building a solid barrier for sound operation and sustainable development.

During the year ended 31 December 2025, the Board has conducted a review of the effectiveness of internal control and risk management system of the Group (including financial, operational and compliance controls) and is of the view that such system is effective and adequate. The Board of Directors has also obtained confirmation from the management on the effectiveness of our Group's risk management. In the review, the Board of Directors did not identify any significant matters of concern. During the reporting period, our Group did not implement any material changes to its risk management and internal control policies.

WHISTLEBLOWING POLICY

The Board has adopted a whistleblowing policy (the "**Whistleblowing Policy**"). The purpose of the Whistleblowing Policy is to (i) foster a culture of compliance, ethical behaviour and good corporate governance across the Group; and (ii) promote the importance of ethical behaviour and encourage the reporting of misconduct, unlawful and unethical behavior.

The nature, status and the results of the complaints received under the Whistleblowing Policy are reported to the chairman of the Audit Committee or the officer of the office of the Board. No incident of fraud or misconduct that has material effect on the Group's financial statements or overall operations for the year ended 31 December 2025 has been discovered.

The Whistleblowing Policy is reviewed annually by the Audit Committee to ensure its effectiveness.

ANTI-CORRUPTION POLICY

The Board has adopted an anti-corruption policy (the "**Anti-corruption Policy**"). The Group is committed to achieving the highest standards of integrity and ethical behaviour in conducting its business. The Anti-corruption Policy forms an integral part of the Group's corporate governance framework. The Anti-corruption Policy sets out the specific behavioural guidelines that the Group's personnel and business partners must follow to combat corruption. It demonstrates the Group's commitment to the practice of ethical business conduct and the compliance of the anti corruption laws and regulations that apply to its local and foreign operations. In line with this commitment and to ensure transparency in the Group's practices, the Anti-corruption Policy has been prepared as a guide to all Group's employees and third parties dealing with the Group.

The Anti-corruption Policy is reviewed and updated periodically to align with the applicable laws and regulations as well as the industry best practice.

DISCLOSURE OF INSIDE INFORMATION

The Group has in place an Information Disclosure Policy which sets out the procedures and internal controls for handling and dissemination of inside information.

The policy provides guidelines to the directors, officers and all relevant employees of the Group to ensure proper safeguards exist to prevent the Company from breaching the statutory disclosure requirements. It also includes appropriate internal control and reporting systems to identify and assess potential inside information. To avoid unfair dissemination of inside information, the dissemination of inside information of the Company shall be conducted by publishing the relevant information on the websites of the Company and the HKExnews of Stock Exchange.

DIVIDENDS POLICY

The Company is a company incorporated in the PRC, any declaration and payment of dividends by it, as well as the amount of dividends, will be subject to the Articles of Association of the Company and Company Law. No dividend however, shall be declared in excess of the amount recommended by the Board. The declaration, payment and amount of dividends will depend on the Group's financial condition, earnings, capital requirements and surplus, contractual and legal restrictions, its ability to receive dividend payments from its subsidiaries, and other factors that the Directors deem relevant. As of the date of this report, the Group did not have any specific dividend policy nor any pre-determined dividend payout ratio.

The Company Law requires that dividends be paid only out of net profit calculated according to PRC accounting principles, which may differ from generally accepted accounting principles in other jurisdictions, including HKFRSs. The Company's subsidiaries in the PRC that are required to set aside part of their net profit as statutory reserves in accordance with the requirements of relevant Chinese laws and the provisions of their respective articles of association. The portions of these subsidiaries' net profits are not available for distribution as cash dividends. Distributions from the Company's PRC subsidiaries may also be restricted if they incur debt or losses, or in accordance with any restrictive covenants in bank credit facilities or other agreements that the Group may enter into in the future.

AMENDMENTS TO ARTICLES OF ASSOCIATION

During the year ended 31 December 2025, the amendments of the Articles of Association have been approved by the Shareholders of the Company by way of the special resolutions on the extra-ordinary general meeting on 17 October 2025 and 10 December 2025 respectively.

Pursuant to the resolution passed at the third extraordinary general meeting of the Company for 2025 held on 10 December 2025 regarding the granting of a general mandate to the Board to issue additional shares of the Company, the Board may increase the registered capital of the Company following the issuance of new shares by the Company and make such amendments to the Articles of Association of the Company relating to the total share capital, shareholding structure and other relevant matters as the Board of Directors considers appropriate and necessary. Since the January 2026 Placing and the February 2026 Placing were completed on 22 January 2026 and 9 February 2026 respectively, in order to reflect the registered capital and the total number of shares of the Company as a result of issuance of additional Shares under the General Mandate, the Board has made corresponding amendments to the Articles of Association. For details, please refer to the announcements of the Company dated 22 January 2026 and 9 February 2026, respectively.

To capture the opportunities arising from the large model industry, the Company intends to launch MaaS, Agent and C-end paid products. In accordance with the Company Law and other laws, regulations and regulatory documents, and in order to carry out user direct-charging payment services in compliance with regulations, improve the commercial closed loop, broaden revenue channels, enhance the monetization capability of AI services, and align with the Company's strategic development and market-oriented operational needs, the Company made corresponding amendments to the clauses of the Articles of Association at its first extraordinary general meeting for 2026 held on 8 April 2026 to expand its scope of business.

Save as disclosed above, as of the Latest Practicable Date, there is no further amendment to the Articles of Association.

The latest version of the amended Articles of Association is available on the websites of the Company at www.unisound.com and the HKExnews of Stock Exchange at www.hkexnews.hk.

SHAREHOLDERS' RIGHTS

Convene a General Meeting and Put Forward Proposals

According to Article 55 and 58 of the Articles of Association, shareholders individually or jointly holding 10% or more of the voting shares of the Company (on a one share for one vote basis) shall have the right to request the Board to convene an EGM, and shall make such request to the Board in writing. The Board shall, pursuant to relevant laws, administrative regulations, and the Articles of Association, give a written reply on whether to convene the EGM or not within 10 days after receipt of the proposal.

Where the Board of Directors agrees to convene an extraordinary general meeting, it shall issue a notice of the general meeting within 5 days after the adoption of the relevant resolution of the Board of Directors. Any changes to the original request in the notice shall be agreed by the relevant shareholders.

Where the Board disagrees to convene the extraordinary general meeting or does not reply within 10 days upon receipt of the proposal, shareholders individually or collectively holding more than 10% of the voting shares of the Company are entitled to request the Audit Committee in writing to convene an extraordinary general meeting.

Where the Audit Committee agrees to convene an extraordinary general meeting, it shall issue a notice of the general meeting within 5 days upon receipt of the request. Any changes to the original request in the notice shall be agreed by the relevant shareholders.

Where the Audit Committee fails to issue a notice of general meeting within the prescribed time limit, it shall be deemed that the Audit Committee does not convene and preside over the general meeting, and Shareholders holding individually or in aggregate more than 10% of the voting shares of the Company for more than 90 consecutive days can convene and preside over the general meeting by themselves.

When the Company intends to convene a general meeting, the Board of Directors, the Audit Committee, and the shareholder(s) individually or jointly holding not less than 1% of the shares with voting rights of the Company shall have the right to make proposals to the Company.

Shareholders individually or jointly holding more than 1% of the Company's voting shares may put forward an interim proposal and submit it in writing to the convenor no later than 10 days before the holding of the general meeting or the deadline for the despatch of the supplemental circular for the general meeting as required under the Hong Kong Listing Rules, whichever is earlier. As regards proposing a person for election as a Director, the procedures are available on the website of the Company.

COMMUNICATION WITH SHAREHOLDERS AND INVESTOR RELATIONS

The Board recognises the importance of good communications with all Shareholders. The Company believes that maintaining a high level of transparency is a key to enhance investor relations. The Company is committed to a policy of open and timely disclosure of corporate information to its Shareholders and public investors.

The Company updates its Shareholders on its latest business developments and financial performance through its corporate publications including interim and annual financial results announcements and reports. Extensive information about the Company's activities for the year ended 31 December 2025 has been provided in this annual report. While the general meeting provides a valuable forum for direct communication between the Board and its shareholders, the Company also maintains its website (www.unisound.com) to provide an alternative communication channel for the public and its Shareholders. All corporate communication and the Company's latest updates are available on the Company's website for public information.

Shareholders' enquires to the Board may be made in writing and sent to the Company's headquarters in the PRC or principal place of business in Hong Kong to contact the Company's investor relations team. The addresses are as follows:

Headquarter in the PRC

No. 101–124, 1/F, Building N6, BBMG Intelligent Manufacturing Workshop
No. 27 Xisanqi Jiancaicheng Middle Road
Haidian District, Beijing
PRC

Principal Place of Business in Hong Kong

Room 1915, 19/F, Lee Garden One
33 Hysan Avenue, Causeway Bay
Hong Kong

To facilitate and encourage more Shareholders to attend the Company's general meetings, according to Article 51 of the Articles of Association permit general meetings to be held by other electronic means such as telephone conferences, video conferences, online conferences, etc. approved or required by the securities regulatory authorities. When the Company convenes a general meeting electronically, it must ensure that participating Shareholders can engage in real-time communication and discussion and vote through modern information technology, such as online voting platforms. Shareholders participating in the general meeting through these means will be deemed present. Board members, in particular, either the chairmen of Board special committees or their delegates, appropriate management executives and external auditor will attend the forthcoming annual general meeting to answer Shareholders' questions. Each shareholder has the right to speak at a general meeting and the Board members could communicate with Shareholders directly. The Company has set up a dedicated investor relations team to communicate with Shareholders and to handle Shareholders' enquires on an ongoing basis. The team members are familiar with the information disclosure requirements and guidance of Listing Rules and relevant provisions, who summarise and reflect the Shareholders' opinion and feedback to the Board and management team. Such information is considered by the Board and management team when reviewing the existing policies and formulating future strategies. By reviewing the various channels used to communicate with shareholders, the Board considers that the shareholders' communication policy implemented since the Listing Date was open and effective.

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Unisound AI Technology Co., Ltd.
(incorporated in the People's Republic of China with limited liability)

Opinion

What we have audited

The consolidated financial statements of Unisound AI Technology Co., Ltd. (the "**Company**") and its subsidiaries (the "**Group**"), which are set out on pages 79 to 170, comprise:

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

Our opinion

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

Basis for Opinion

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

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

Independence

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

Key Audit Matters

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

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

- Revenue recognition — revenue recognized at a point in time
- Expected credit losses assessment of trade receivables and contract assets

Key Audit Matter	How our audit addressed the Key Audit Matter
Revenue recognition — revenue recognized at a point in time	
Refer to note 2.1.6 and note 6 to the consolidated financial statements. During the year ended 31 December 2025, the Group recognized revenue at a point in time and over time of RMB1,188.8 million and RMB22.6 million, respectively. The revenue recognized at a point in time is primarily from the sales of AI products and solutions applied in Smart Life and Smart Healthcare scenarios. Majority of the Group's revenue is recognized at a point in time upon transfer of control of AI products or AI solutions to the customers in accordance with the terms of the contracts. We focused on this area and devoted significant audit resources to this area due to the large volume of revenue transactions from various customers.	Our audit procedures in relation to the revenue recognized at a point in time mainly included: • We understood and evaluated management's internal controls relating to the revenue recognized at a point in time, and tested the key controls over revenue transactions of the Group; • We assessed the appropriateness of the Group's revenue recognition policies with reference to the requirements of the prevailing accounting standards; • We tested the sales transactions, on a sample basis, by tracing to relevant supporting documents including sales contracts, customers' acceptance reports, underlying invoices and other process documents; and • We tested sales transactions recorded before and after the balance sheet date, on a sample basis, by tracing to the respective customers' acceptance reports to assess whether revenue was recognized in the appropriate reporting period. Based on above procedures performed, we found that the Group's revenue recognition was supportable by the evidence that we have obtained.

Key Audit Matters (Continued)

Key Audit Matter	How our audit addressed the Key Audit Matter
Expected credit losses assessment of trade receivables and contract assets	
Refer to note 3.1(b), note 4(b), note 6 and note 21 to the consolidated financial statements. As at 31 December 2025, the gross amount of the Group's trade receivables and contract assets amounted to RMB1,085.3 million and RMB12.1 million, respectively, and the loss allowance for these trade receivables and contract assets amounted to RMB303.9 million and RMB1.5 million, respectively. The Group applies the IFRS 9 simplified approach to measure expected credit losses under which the lifetime expected credit losses for all trade receivables and contract assets are estimated. To measure the expected credit losses, trade receivables and contract assets have been grouped based on shared credit risk characteristics, such as the nature of customers and recovery patterns, unless assessed individually. The expected loss rates are based on the historical payment records and data published by external credit rating institutions, adjusted to reflect forward-looking information on macroeconomic factors affecting the ability of the debtors to settle the receivables. We focused on this area due to the significant balance of trade receivables and contract assets and the subjectivity of significant judgements applied by management and the complexity of estimates made in assessing the expected credit losses.	Our audit procedures in relation to expected credit losses assessment of trade receivables and contract assets mainly included: • We understood the management's internal control and assessment process of expected credit losses and assessed the inherent risk of material misstatement by considering the degree of estimation uncertainty and level of other inherent risk factors; • We assessed the appropriateness of the expected credit loss model adopted by management; • We tested, on a sample basis, the accuracy of the aging schedule of trade receivables and contract assets by tracing to related supporting documents including customers' acceptance reports; • We evaluated the reasonableness of grouping of trade receivables and contract assets based on their shared credit risk characteristics; • We performed following procedures to assess the appropriateness of the assumptions adopted in the expected credit loss model: — Analysing the historical payment records and aging of account receivables and contract assets; — Assessing the relevance and reliability of the credit rating data used by considering the information obtained from our independent data source research; — Assessing the reasonableness of the forward-looking information including relevant macroeconomic variables by considering the industry and macroeconomic information obtained from our independent data source research;

Key Audit Matters (Continued)

Key Audit Matter	How our audit addressed the Key Audit Matter
	• We tested the mathematical accuracy of the calculation of the expected credit losses; and • We also assessed the adequacy of the disclosures related to expected credit losses in the context of the applicable financial reporting framework. Based on above procedures performed, we considered that the significant judgements applied and the estimates made in respect of the expected credit losses assessment of trade receivables and contract assets were supportable by the evidence obtained.

Other Information

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

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

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

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

Responsibilities of Directors and the Audit Committee for the Consolidated Financial Statements

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

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

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

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

Auditor’s Responsibilities for the Audit of the Consolidated Financial Statements (Continued)

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

- Conclude on the appropriateness of the directors’ use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group’s ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor’s report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor’s report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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

The engagement partner on the audit resulting in this independent auditor’s report is TSANG, Man Kam, Peter.

PricewaterhouseCoopers
Certified Public Accountants

Hong Kong, 26 March 2026

CONSOLIDATED STATEMENT OF COMPREHENSIVE LOSS

	Notes	Year ended 31 December 2025 RMB'000	2024 RMB'000
Revenue	6	**1,211,383**	939,017
Cost of sales and services	9	**(774,341)**	(574,537)
Gross profit		**437,042**	364,480
Operating expenses:			
Selling and marketing expenses	9	**(65,252)**	(70,705)
Administrative expenses	9	**(103,346)**	(64,105)
Research and development expenses	9	**(380,676)**	(370,073)
Net impairment losses on financial assets and contract assets	3	**(60,544)**	(48,438)
Other income	7	**11,920**	17,077
Other losses — net	8	**(17,562)**	(13,964)
Total operating expenses		**(615,460)**	(550,208)
Finance income		**567**	2,298
Finance costs		**(147,832)**	(270,943)
Finance costs — net	11	**(147,265)**	(268,645)
Loss before income tax		**(325,683)**	(454,373)
Income tax (expense)/credit	13	**(3,779)**	162
Loss for the year		**(329,462)**	(454,211)
Loss is attributable to:			
Owners of the Company		**(326,626)**	(452,364)
Non-controlling interests		**(2,836)**	(1,847)
		(329,462)	(454,211)

CONSOLIDATED STATEMENT OF COMPREHENSIVE LOSS

		Year ended 31 December	
		2025	2024
	Notes	**RMB'000**	RMB'000
Other comprehensive (loss)/income			
Currency translation differences		**(91)**	60
Total other comprehensive (loss)/income for the year net of tax		**(91)**	60
Total comprehensive loss for the year		**(329,553)**	(454,151)
Total comprehensive loss for the year is attributable to:			
Owners of the Company		**(326,717)**	(452,304)
Non-controlling interests		**(2,836)**	(1,847)
		(329,553)	(454,151)
Loss per share attributable to owners of the Company			
Basic and diluted loss per share (RMB)	14	**(4.65)**	(6.52)

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

CONSOLIDATED BALANCE SHEET

		As at 31 December	
		2025	2024
	Notes	**RMB'000**	RMB'000
Assets			
Non-current assets			
Property, plant and equipment	15	**25,415**	28,081
Right-of-use assets	16	**37,119**	10,385
Intangible assets	17	**5,897**	8,791
Deferred income tax assets	31	**904**	295
Financial assets at fair value through profit or loss	23	**83,749**	24,347
Financial lease receivables		**1,511**	3,725
Other non-current assets	18	**47,393**	47,393
Total non-current assets		**201,988**	123,017
Current assets			
Inventories	22	**68,028**	140,292
Contract assets	6	**10,617**	4,969
Trade receivables	21	**781,356**	559,242
Prepayments and other receivables	20	**58,162**	89,530
Financial lease receivables		**3,295**	2,909
Cash and cash equivalents	24	**341,218**	156,476
Restricted cash	24	**52,273**	3,541
Total current assets		**1,314,949**	956,959
Total assets		**1,516,937**	1,079,976
Equity/(deficit)			
Equity/(deficit) attributable to owners of the Company			
Share capital	25	**71,187**	69,392
Treasury stock	26	**—**	(2,563,637)
Reserves	26	**3,435,119**	2,245,700
Accumulated losses	27	**(2,811,869)**	(2,485,243)
		694,437	(2,733,788)
Non-controlling interests		**(21,456)**	(19,120)
Total equity/(deficit)		**672,981**	(2,752,908)

CONSOLIDATED BALANCE SHEET

	Notes	As at 31 December 2025 RMB'000	 2024 RMB'000
Liabilities			
Non-current liabilities			
Lease liabilities	16	**16,829**	7,583
Redemption liabilities	28	**—**	3,303,051
Other non-current liabilities	33	**32,779**	29,625
Total non-current liabilities		**49,608**	3,340,259
Current liabilities			
Trade and other payables	30	**358,779**	232,895
Contract liabilities	6	**68,313**	86,265
Salary and welfare payable	32	**15,273**	15,052
Borrowings	34	**336,500**	145,378
Financial liabilities at fair value through profit or loss	29	**—**	2,370
Lease liabilities	16	**15,483**	10,665
Total current liabilities		**794,348**	492,625
Total liabilities		**843,956**	3,832,884
Net current assets		**520,601**	464,334
Total liabilities and equity/(deficit)		**1,516,937**	1,079,976

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

The consolidated financial statements on pages 79 to 170 were approved by the Board of Directors of the Company on 26 March 2026 and were signed on its behalf by:

Liang Jia'en
Director

Huang Wei
Director

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY/(DEFICIT)

	Notes	Attributable to owners of the Company					Non-controlling interests	Total (deficit)/ equity
		Share capital	Treasury stock	Reserves	Accumulated deficit	Sub-total		
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Balance at 1 January 2025		**69,392**	**(2,563,637)**	**2,245,700**	**(2,485,243)**	**(2,733,788)**	**(19,120)**	**(2,752,908)**
Comprehensive losses								
Loss for the year		—	—	—	(326,626)	(326,626)	(2,836)	(329,462)
Currency translation differences		—	—	(91)	—	(91)	—	(91)
Total comprehensive losses for the year		**—**	**—**	**(91)**	**(326,626)**	**(326,717)**	**(2,836)**	**(329,553)**
Transactions with owners in their capacity as owners								
Shares issued in initial public offering ("**IPO**")	25, 26	1,795	—	333,713	—	335,508	—	335,508
Incremental cost of share issuance	26	—	—	(22,881)	—	(22,881)	—	(22,881)
Derecognition of redemption liabilities	26	—	2,563,637	878,678	—	3,442,315	—	3,442,315
Capital injection from non-controlling interests		—	—	—	—	—	500	500
Total transactions with owners in their capacity as owners		**1,795**	**2,563,637**	**1,189,510**	**—**	**3,754,942**	**500**	**3,755,442**
Balance at 31 December 2025		**71,187**	**—**	**3,435,119**	**(2,811,869)**	**694,437**	**(21,456)**	**672,981**

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY/(DEFICIT)

	Attributable to owners of the Company						
	Share capital RMB'000	Treasury stock RMB'000	Reserves RMB'000	Accumulated deficit RMB'000	Sub-total RMB'000	Non-controlling interests RMB'000	Total deficit RMB'000
Balance at 1 January 2024	69,392	(2,563,637)	2,245,640	(2,032,879)	(2,281,484)	(17,273)	(2,298,757)
Comprehensive losses							
Loss for the year	—	—	—	(452,364)	(452,364)	(1,847)	(454,211)
Currency translation differences	—	—	60	—	60	—	60
Total comprehensive losses for the year	—	—	60	(452,364)	(452,304)	(1,847)	(454,151)
Balance at 31 December 2024	69,392	(2,563,637)	2,245,700	(2,485,243)	(2,733,788)	(19,120)	(2,752,908)

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

CONSOLIDATED STATEMENT OF CASH FLOWS

		Year ended 31 December	
		2025	2024
	Notes	**RMB'000**	RMB'000
Cash flows from operating activities			
Cash used in operations	37	**(164,608)**	(316,778)
Interest received		**567**	2,298
Income tax paid		**(9)**	(957)
Addition of restricted cash		**(48,732)**	(3,541)
Net cash used in operating activities		**(212,782)**	(318,978)
Cash flows from investing activities			
Payments for investments in financial assets at fair value through profit or loss	3.3(iii)	**(58,501)**	(82,250)
Proceeds from investments in financial assets at fair value through profit or loss	3.3(iii)	**—**	150,006
Payments for acquisition of property, plant and equipment, intangible assets and other long-term assets		**(27,967)**	(32,887)
Disposal of investments in financial assets at fair value through profit or loss	3.3(iii)	**901**	—
Net cash (used in)/generated from investing activities		**(85,567)**	34,869
Cash flows from financing activities			
Proceeds from IPO	25	**311,722**	—
Payment of listing expenses		**(2,325)**	—
Capital injection from non-controlling interests		**500**	—
Proceeds from bank borrowings		**346,122**	195,378
Repayment of bank borrowings		**(155,000)**	(115,000)
Interest paid for bank borrowings		**(7,342)**	(5,034)
Payments of lease liabilities	16	**(10,707)**	(12,956)
Repayment of borrowing from sales and leaseback		**—**	(1,000)
Interest paid for borrowing from sales and leaseback		**—**	(5)
Net cash generated from financing activities		**482,970**	61,383
Net increase/(decrease) in cash and cash equivalents		**184,621**	(222,726)
Cash and cash equivalents at beginning of the year	24	**156,476**	379,224
Exchange change effect on cash and cash equivalents		**121**	(22)
Cash and cash equivalents at end of the year	24	**341,218**	156,476

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

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1 General information

Beijing Yunzhisheng Information Technology Co., Ltd. (北京雲知聲信息技術有限公司, the "**Predecessor Company**") was incorporated in Beijing, the People's Republic of China (the "**PRC**") on 29 June 2012 as a limited liability company. The Predecessor Company was jointly founded by Dr. Liang Jiaen and Dr. Kang Heng (referred to as the "**Founding Shareholders**"). In June 2019, the Predecessor Company was converted into a joint stock company with limited liability under the Company Law of the PRC and was renamed as Unisound AI Technology Co., Ltd. (雲知聲智能科技股份有限公司, the "**Company**"). The registered office of the Company is No. 101, 1st Floor, Building 1, XisanqiJiancaicheng, Haidian District, Beijing, the PRC. Since its incorporation, the Company has completed several rounds of financing including Series Angel, Series A, Series B, Series C, Series C+, Series D, Series D+, Series D1, Series D2 and Series D3 (The corresponding investors are collectively referred to as the "**Investors**"), each leading to an increase in the capital of the Company. The Company successfully listed on The Stock Exchange of Hong Kong Limited on 30 June 2025.

The Company together with its subsidiaries (collectively referred to as the "**Group**") are primarily engaged in the sales of artificial intelligence ("**AI**") products and AI solutions.

2 Summary of accounting policies

The principal accounting policies applied in the preparation of the consolidated financial statements are set out below. These policies have been consistently applied for the years ended 31 December 2025 and 2024, unless otherwise stated.

2.1 Material accounting policies

2.1.1Basis of preparation

(i) Compliance with IFRS Accounting Standards and the disclosure requirements of HKCO

The consolidated financial statements of the Group have been prepared in accordance with IFRS Accounting Standards and the disclosure requirements of the Hong Kong Companies Ordinance Cap. 622 ("**the disclosure requirements of HKCO**").

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

2 Summary of accounting policies (Continued)

2.1 Material accounting policies (Continued)

2.1.1 Basis of preparation (Continued)

(ii) Historical cost convention

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

(iii) New and amended standards adopted by the Group

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

Amendments to IAS 21 — Lack of Exchangeability

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

(iv) New/amended standards and interpretations not yet adopted

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

	Effective for annual periods beginning on or after
Amendments to IFRS 9 and IFRS 7 — Amendments to the Classification and Measurement of Financial Instruments	1 January 2026
Annual Improvements to IFRS Accounting Standards — Volume 11	1 January 2026
Contracts Referencing Nature-dependent Electricity — Amendments to IFRS 9 and IFRS 7	1 January 2026
IFRS 19 Subsidiaries without Public Accountability: Disclosures	1 January 2027
IFRS 18 Presentation and Disclosure in Financial Statements	1 January 2027
Amendment to IAS 21 — Translation to a Hyperinflationary Presentation Currency	1 January 2027

2 Summary of accounting policies (Continued)

2.1 Material accounting policies (Continued)

2.1.1 Basis of preparation (Continued)

(iv) New/amended standards and interpretations not yet adopted (Continued)

IFRS 18 will replace IAS 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 IFRS 18 will not impact the recognition or measurement of items in the financial statements, its impacts on presentation and disclosure are expected to be pervasive, in particular those related to the 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.

Management is currently assessing the implication of applying IFRS 18, and preliminarily identified the fair value gains/(losses) on financial assets currently presented in the line item 'other losses — net' within operating profit and finance income on cash and cash equivalents would be classified in the investing category, and certain additional disclosures would be added, other than that, there would not be significant impact on the group's financial position and performance when adopting IFRS 18.

Except for the impact of IFRS 18 above, other new/amended standards are either not relevant to the Group or not expected to have a material impact on the Group's consolidated financial statements when they become effective.

2.1.2 Trade receivables

Trade receivables are amounts due from customers for goods sold or services provided in the ordinary course of business. If collection of trade receivables is expected in one year or less (or in the normal operating cycle of the business if longer), they are classified as current assets. If not, they are presented as non-current assets.

Trade receivables are recognized initially at the amount of consideration that is unconditional unless they contain significant financing components, when they are recognized at fair value. The Group holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortized cost using the effective interest method. See note 3.1 for a description of the Group's impairment policies.

2 Summary of accounting policies (Continued)

2.1 Material accounting policies (Continued)

2.1.3 Share capital and treasury stock

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 its equity instruments, 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 stock until the shares are canceled or reissued. Where such 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.

Treasury stock is recorded to reflect the carrying amount of the redemption liabilities when it is initially reclassified from equity and will be reversed back to equity when the redemption liabilities are derecognized upon the Group's obligations in connection with those redemption liabilities are discharged, canceled or expired.

2.1.4 Redemption liabilities

A contract that contains an obligation to purchase the Company's equity instruments for cash or another financial asset gives rise to a financial liability for the present value of the redemption amount, even if the Company's obligations to purchase is conditional on the counterparty exercising a right to redeem. The Company undertakes such redemption obligations as certain preferred rights are granted to the Investors in the Company's financing process, such redemption obligation is recognized as financial liability initially at the present value of the redemption amount and subsequently measured at amortized cost with interest charged in finance costs.

The Group derecognizes redemption liabilities when, and only when, the redemption obligations are discharged, canceled or expired. The carrying amount of the redemption liabilities derecognized is then credited into equity.

2 Summary of accounting policies (Continued)

2.1 Material accounting policies (Continued)

2.1.5 Financial liabilities at fair value through profit or loss

The Investors were granted with preferred rights, such as an "anti-dilution right", pursuant to which the Investors have a right to require: (1) the Founding Shareholders to transfer the equity interests of the Company they directly or indirectly held to the Investors at the lowest price allowed by law; or (2) the Company to issue new shares for nominal consideration to the Investors; or (3) the Company or Founding Shareholders to compensate the Investors in cash. The specific method shall be selected and determined by the Investors, and the Company and its Founding Shareholders shall be liable for this jointly and severally. The anti-dilution right is out of the control of the Company.

Any anti-dilution right granted is bifurcated and accounted for within financial liabilities at fair value through profit or loss. It is initially recognized at fair value and subsequently carried at fair value with fair value changes recognized in "other losses — net" in the consolidated statements of comprehensive loss. The financial liabilities are classified as non-current liabilities unless the Company has an obligation to settle the liabilities within 12 months after the end of the reporting period.

The Company derecognizes such financial liabilities when, and only when, the Company's obligations are discharged, canceled or have expired. The carrying amount of the financial liabilities derecognized is then credited into equity.

2.1.6 Revenue recognition

Revenue is recognized when, or as, the control of goods or services is transferred to the customers. Depending on the terms of the contracts, control of the goods and services may be transferred over time or at a point in time.

Control of the goods and services is transferred over time if the Group's performance:

- provides all the benefits received and consumed simultaneously by the customers;
- creates or enhances an asset that the customers control as the Group performs; or
- does not create an asset with an alternative use to the Group and the Group has an enforceable right to payment for performance completed to date.

If control of the goods and services transfers over time, revenue is recognized over the period of the contract by reference to the progress towards complete satisfaction of that performance obligation. Otherwise, revenue is recognized at a point in time when the customer obtains control of the goods and services.

2 Summary of accounting policies (Continued)

2.1 Material accounting policies (Continued)

2.1.6 Revenue recognition (Continued)

Contracts with customers may include multiple performance obligations. For such arrangements, the Group allocates revenue to each performance obligation based on its relative standalone selling price. The Group generally determines standalone selling prices based on the prices charged to customers. If the standalone selling price is not directly observable, it is estimated using expected cost plus a margin approach or residual approach, depending on the availability of observable information. Assumptions and estimations have been made in estimating the relative selling price of each distinct performance obligation, and changes in judgements on these assumptions and estimates may impact the revenue recognition.

A contract asset is the Group's right to consideration in exchange for goods and 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 a right to an amount of consideration that is unconditional, before the Group transfers a good or service to the customers, the Group presents the contract as a contract liability when the payment is made, or the receivable is recorded (whichever is earlier). A contract liability is the Group's obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customers.

The revenue is measured at the transaction price agreed under the contract. Amounts disclosed as revenue are net of returns, trade allowances and amounts collected on behalf of third parties. In those agreements where the transaction period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year, revenue is measured at transaction prices adjusted for the time value of money. The variable consideration is estimated by applying the most likely amount method.

2 Summary of accounting policies (Continued)

2.1 Material accounting policies (Continued)

2.1.6 Revenue recognition (Continued)

Determining whether revenue of the Group should be reported gross, or net is based on a continuing assessment of various factors. When determining whether the Group is acting as the principal or agent in offering goods or services to the customer, the Group first identifies who controls the specified goods or services before they are transferred to the customer. The Group follows the accounting guidance for principal-agent considerations to assess whether the Group controls the specified goods or service before it is transferred to the customer, the indicators of which include but are not limited to (a) whether the entity is primarily responsible for fulfilling the promise to provide the specified service; (b) whether the entity has inventory risk before the specified service has been transferred to a customer; and (c) whether the entity has discretion in establishing the prices for the specified goods or service. The management considers the above factors in totality, as none of the factors individually are considered presumptive or determinative and applies judgement when assessing the indicators depending on each different circumstance.

The Group categorises its revenue based on different application scenarios, i.e., Smart Life and Smart Healthcare.

Smart Life

Revenue from goods and services used for residential scenarios, commercial or transportation purpose is categorised under Smart Life. For AI solutions, revenue is recognized at a point in time when the integrated hardware and software are delivered to the customer's designated place and accepted by the customer after installation and trial run is completed. For AI products, revenue is recognized at a point in time when the AI products are delivered to the customer's designated place, accepted by the customer. For certain AI platform services that are provided during a period, such as speaking evaluation services, revenue is recognized over time.

Smart Healthcare

Revenue from audio medical transcription solutions, AI in medical record quality management solutions and other AI empowered medical solutions to medical institutions is categorised under Smart Healthcare. Revenue is recognized upon customer acceptance after the system is launched and a trial run, if applicable, is completed.

The Group has analysed the nature of goods and services included in each of the contracts to assess whether there are different performance obligations as below:

2 Summary of accounting policies (Continued)

2.1 Material accounting policies (Continued)

2.1.6 Revenue recognition (Continued)

Smart Healthcare (Continued)

The Group provides standalone AI products, such as AI software, software-embedded hardware, and AI platform services separately, in which cases revenue is recognized separately. The Group also provides AI solutions which are an integration of AI software, hardware, infrastructure and technology services. These components are assessed by management to be highly interdependent and interrelated, and therefore they are accounted for as a single performance obligation. Cloud services in certain AI solutions and certain AI products are accounted for as a separate performance obligation and revenue are recognized over the period of cloud services committed.

Warranties provided for these AI solutions and AI products are normally for periods within 2 years and are regarded as assurance-type warranties, while any extension of warranties extended for periods normally beyond two years are regarded as service-type warranties. The assurance-type warranties are accounted for in accordance with note “2.2.15 Provisions”, and the service-type warranties are accounted for as a separate performance obligation and the transaction price will be allocated to each performance obligation based on the standalone selling prices.

2.1.7 Leases

The Group assesses whether a contract is or contains a lease at inception of a contract. It recognizes right-of-use assets and corresponding lease liabilities with respect to all lease contracts in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets, at the date at which the leased asset is available for use by the Group.

(i) As lessee

Contracts may contain both lease and non-lease components. The Group allocates the consideration in the contract to the lease and non-lease components based on their relative standalone prices.

2 Summary of accounting policies (Continued)

2.1 Material accounting policies (Continued)

2.1.7 Leases (Continued)

(i) As lessee (Continued)

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable,
- variable lease payment that are based on an index or a rate, initially measured using the index or rate as at the commencement date,
- amounts expected to be payable by the Group under residual value guarantees,
- the exercise price of a purchase option if the Group is reasonably certain to exercise that option, and payments of penalties for terminating the lease, if the lease term reflects the Group exercising that option.

Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be 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 payments are allocated between principal and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

2 Summary of accounting policies (Continued)

2.1 Material accounting policies (Continued)

2.1.7 Leases (Continued)

(i) As lessee (Continued)

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability,
- any lease payments made at or before the commencement date less any lease incentives received,
- any initial direct costs, and
- restoration costs.

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. If the Group is reasonably certain to exercise a purchase option, the right-of-use asset is depreciated over the underlying asset's useful life.

Initial direct costs incurred in obtaining an operating lease are added to the carrying amount of the underlying asset and recognized as expense over the lease term on the same basis as lease income. The respective leased assets are included in the balance sheet based on their nature.

Payments associated with short-term leases of equipment and vehicles and all leases of low-value assets are recognized on a straight-line basis as an expense in profit or loss.

(ii) As lessor

When the Group acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease. A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to the ownership of an underlying assets to the lessee. If this is not the case, the lease is classified as an operating lease.

2 Summary of accounting policies (Continued)

2.1 Material accounting policies (Continued)

2.1.7 Leases (Continued)

(iii) Sublease

In a sublease where the Group is both a lessee and a lessor for the same underlying asset, the Group separately accounts for the head lease and sublease unless it is relieved of its primary obligation under the head lease.

The Group firstly determines the classification of the sublease based on the underlying asset.

For a sublease classified as a financial lease, the Group derecognizes the right-of-use asset and recognizes the net investment in the sublease. Finance income on the sublease and interest expense on the head lease are recognized in the other (losses)/gains — net and finance costs respectively.

For a sublease classified as an operating lease, the Group retains the right-of-use asset, recognizes a depreciation charge for the right-of-use asset and interest on the lease liability, and recognizes lease income from the sublease. Lease income from operating leases where the Group is a lessor is recognized in revenue on a straight-line basis over the lease term.

2.2 Other accounting policies

2.2.1 Principles of consolidation and equity accounting

(i) Subsidiaries

Subsidiaries are all entities over which the Group has control. The Group controls an entity where 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 deconsolidated from the date that control ceases.

Inter-company transactions, balances and unrealized gains on transactions between group companies are eliminated. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. 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 statements of comprehensive loss, statements of changes in equity/(deficit) and balance sheets respectively.

2 Summary of accounting policies (Continued)

2.2 Other accounting policies (Continued)

2.2.1 Principles of consolidation and equity accounting (Continued)

(ii) Associates

Associates are all 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 (see (iii) below), after initially being recognized at cost.

(iii) Equity method

Under the equity method of accounting, the investments are initially recognized at cost and adjusted thereafter to recognize 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 recognized as a reduction in the carrying amount of the investment.

Where the Group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the Group does not recognize further losses, unless it has incurred obligations or made payments on behalf of the other entity.

Unrealized gains on transactions between the Group and its associates are eliminated to the extent of the Group's interest in these entities. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of equity-accounted investees have been changed where necessary to ensure consistency with the policies adopted by the Group.

The carrying amount of equity-accounted investments is tested for impairment in accordance with the policy described in note 2.2.4.

2 Summary of accounting policies (Continued)

2.2 Other accounting policies (Continued)

2.2.1 Principles of consolidation and equity accounting (Continued)

(iv) Changes in ownership interests

When the Group ceases to consolidate or equity account for an investment because of a loss of control, or significant influence, any retained interest in the entity is remeasured to its fair value with the change in carrying amount recognized 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 recognized in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognized in other comprehensive income are reclassified to profit or loss or transferred to another category of equity as specified/permitted by the applicable IFRS Accounting Standards.

2.2.2 Separate financial statements

Investments in subsidiaries are accounted for at cost less impairment. Cost includes direct attributable costs of investment. The results of subsidiaries are accounted for by the Company on the basis of dividends received and receivable.

Impairment testing of the investments in subsidiaries is required upon receiving a dividend from these investments if the dividend exceeds the total comprehensive income of the subsidiary in the period the dividend is declared or if the carrying amount of the investment in the separate financial statements exceeds the carrying amount in the consolidated financial statements of the investee's net assets including goodwill.

2.2.3 Segment reporting

Operating segment is reported in a manner consistent with the internal reporting provided to the chief operating decision maker ("**CODM**"). The CODM, who is responsible for allocating resources, assessing performance of the operating segment, has been identified as the chief executive officer of the Group.

2 Summary of accounting policies (Continued)

2.2 Other accounting policies (Continued)

2.2.4 Impairment of non-financial assets

Assets that have a definite useful life are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. Assets that have an indefinite useful life are not subject to amortization and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash 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.

2.2.5 Investments and other 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 ('OCI') or through profit or loss), and
- those to be measured at amortized cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or OCI. For investments in equity instruments that are not held for trading, this will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income (FVOCI).

The Group reclassifies debt investments when and only when its business model for managing those assets changes.

2 Summary of accounting policies (Continued)

2.2 Other accounting policies (Continued)

2.2.5 Investments and other financial assets (Continued)

(ii) Recognition and derecognition

Regular way purchases and sales of financial assets are recognized on the 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 fair value through profit or loss (FVPL), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVPL are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

Debt instruments

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. There are two measurement categories into which the Group classifies its debt instruments:

- Amortized cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost. Interest income from these financial assets is included in finance income using the effective interest rate method. Any gain or loss arising on derecognition is recognized directly in profit or loss and presented in "other losses — net" together with foreign exchange gains and losses. Impairment losses are presented as separate line item in the statement of comprehensive income.

2 Summary of accounting policies (Continued)

2.2 Other accounting policies (Continued)

2.2.5 Investments and other financial assets (Continued)

(iii) Measurement (Continued)

Debt instruments (Continued)

- 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 recognized in profit or loss. When the financial asset is derecognized, the cumulative gain or loss previously recognized in OCI is reclassified from equity to profit or loss and recognized in "other losses — net". Interest income from these financial assets is included in "finance income" using the effective interest rate method. Foreign exchange gains and losses are presented in "other losses — net" and impairment losses are presented as separate line item in the consolidated income statements.

- FVPL: Assets that do not meet the criteria for amortized cost or FVOCI are measured at FVPL. A gain or loss on a debt investment that is subsequently measured at FVPL is recognized in profit or loss and presented net within "other losses — net" in the period in which it arises.

Equity instruments

The Group subsequently measures all equity investments at fair value. Where the Group's management has elected to present fair value gains and losses on equity investments in OCI, there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment. Dividends from such investments continue to be recognized in profit or loss as other income when the Group's right to receive payments is established.

Changes in the fair value of financial assets at FVPL are recognized in profit or loss and presented within "other losses — net" in the statement of comprehensive income 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.

2 Summary of accounting policies (Continued)

2.2 Other accounting policies (Continued)

2.2.5 Investments and other financial assets (Continued)

(iv) Impairment

The Group assesses on a forward-looking basis for the expected credit losses on financial assets (including trade receivables, other receivables, financial lease receivables, and cash and cash equivalent), which is subject to impairment under IFRS 9. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables, the Group applies the simplified approach permitted by IFRS 9, which requires expected lifetime losses to be recognized from initial recognition of the receivables, see note 3.1 (b) and note 21 for details.

For other financial assets, it is measured as either 12-month expected credit losses or lifetime expected credit loss, depending on whether there has been a significant increase in credit risk since initial recognition. If a significant increase in credit risk of a receivable has occurred since initial recognition, then impairment is measured as lifetime expected credit losses.

2.2.6 Offsetting financial instruments

Financial assets and liabilities are offset, and the net amount is reported in the balance sheet where the Company currently has a legally enforceable right to offset the recognized amounts, and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Group or the counterparty.

2.2.7 Inventories

Inventories are stated at the lower of cost and net realizable value. Cost comprises direct materials, direct labor and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity. Cost of direct material is determined on weighted average basis. Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

2 Summary of accounting policies (Continued)

2.2 Other accounting policies (Continued)

2.2.7 Inventories (Continued)

For contract fulfillment cost, it mainly comprises direct hardware and software costs, as well as direct labor cost incurred while delivering the AI solutions to the customers. The contract fulfillment cost is recognized as assets and presented in inventory only if those costs meet all of the following criteria:

— the costs relate directly to a contract or to an anticipated contract that the entity can specifically identify;

— the costs generate or enhance resources of the entity that will be used in satisfying (or in continuing to satisfy) performance obligations in the future; and

— the costs are expected to be recovered.

The contract fulfillment cost recognized will be transferred directly to profit or loss at the time that related revenue of AI solutions is recognized.

The Group recognizes an impairment loss in profit or loss to the extent that the carrying amount of contract fulfillment cost recognized exceeds:

— the remaining amount of consideration that the entity expects to receive in exchange for the services to which the asset relates; less

— the costs that relate directly to providing those services and that have not been recognized as expenses.

2.2.8 Prepayments and other receivables

Prepayments and other receivables comprise mainly upfront payments made to suppliers, deductible value-added tax, deposits and others.

Prepayments to suppliers for services will be subsequently recorded in the consolidated statements of comprehensive income in accordance with the applicable performance requirements within one year or less and therefore are all classified as current assets.

Prepayments to suppliers due for transfer to property, plant and equipment are classified as other non-current assets.

2 Summary of accounting policies (Continued)

2.2 Other accounting policies (Continued)

2.2.9 Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes 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.

2.2.10 Trade and other payables

Trade and other payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. 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.

Trade and other payables are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method.

2.2.11 Borrowings

Borrowings are initially recognized at fair value, net of transaction costs incurred, and subsequently measured at amortized cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognized in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognized as transaction costs of the loan to the extent that it is probable that some or all the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs. To the extent there is no evidence that it is probable that some or all the facility will be drawn down, the fee is capitalized as a prepayment for liquidity services and amortized over the period of the facility to which it relates.

Borrowings are removed from the consolidated balance sheets when the obligation specified in the contract is discharged, canceled 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 recognized in profit or loss as finance costs.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

2 Summary of accounting policies (Continued)

2.2 Other accounting policies (Continued)

2.2.12 Borrowing costs

General and specific borrowing costs that are directly attributable to an acquisition, construction or production of a qualifying asset are capitalized during the period that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings, pending their expenditure on qualifying assets, is deducted from the borrowing costs eligible for capitalisation.

Other borrowing costs are expensed in the period in which they are incurred.

2.2.13 Income tax

The income tax comprises current and deferred income tax. The income tax expense or credit for the period is recognized in the consolidated statement of comprehensive income, except to the extent that it relates to items recognized in other comprehensive income or directly in equity, in which case the income tax is also recognized in other comprehensive income or directly in equity, respectively.

(i) Current income tax

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the Company and its subsidiaries and associates operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

2 Summary of accounting policies (Continued)

2.2 Other accounting policies (Continued)

2.2.13 Income tax (Continued)

(ii) 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 income tax liabilities are not recognized 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 substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realized, or the deferred income tax liability is settled.

Deferred income tax assets are recognized only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses.

(iii) Offsetting

Deferred income tax assets and liabilities are offset where there is a legally enforceable right to offset current income tax assets and liabilities and where the deferred income tax balances relate to the same taxation authority. Current income 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 realize the asset and settle the liability simultaneously.

2 Summary of accounting policies (Continued)

2.2 Other accounting policies (Continued)

2.2.14 Employee benefits

(i) Pension obligations, housing funds and other social welfare benefits

Full-time employees of the Group in the Chinese Mainland are entitled to staff welfare benefits including pension, work-related injury benefits, maternity insurances, medical insurances, unemployment benefits and housing fund plans through a PRC government-mandated defined contribution plan. Chinese labor regulation requires that the Group make contributions to the government for these benefits based on certain percentage of the employees' salaries, up to a maximum amount specified by the local government. The Group has no legal obligation for the benefits beyond the required contributions. Under these plans, the Group contributes on a monthly basis and expensed as incurred. The Group has no further payment obligation for post-retirement benefits beyond the required contributions.

(ii) Bonus plans

The expected cost of bonuses is recognized as a liability when the Group has a present legal or constructive obligation for payment of bonus as a result of services rendered by employees and a reliable estimate of the obligation can be made. Liabilities for bonus plans are expected to be settled within 1 year and are measured at the amounts expected to be paid when they are settled.

(iii) Termination benefits

Termination benefits are payable when employment is terminated by the Group before the normal retirement date, or when an employee accepts voluntary redundancy in exchange for these benefits. The Group recognizes 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 recognizes costs for a restructuring that is within the scope of IAS 37 and involves the payment of terminations 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 the reporting period are discounted to present value.

2 Summary of accounting policies (Continued)

2.2 Other accounting policies (Continued)

2.2.14 Employee benefits (Continued)

(iv) Employees 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.

2.2.15 Provisions

Provisions are recognized when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognized for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognized even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognized as interest expense.

2.2.16 Government grants

Grants from the government are recognized 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 expenses items are deferred and recognized in the consolidated statement of comprehensive income over the period necessary to match them with the expenses that they are intended to compensate.

Government grants relating to property and equipment, and other non-current assets are included in liabilities and are credited to comprehensive income on a straight-line basis over the expected lives of the related assets.

2 Summary of accounting policies (Continued)

2.2 Other accounting policies (Continued)

2.2.17 Interest income

Interest income from financial assets at FVPL is included in the net fair value gains/(losses) on these assets. Interest income from financial assets at amortized cost and financial assets at FVOCI calculated using the effective interest method is recognized in profit or loss as part of other income. Interest income from current deposits is included in finance income.

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. For credit-impaired financial assets, the effective interest rate is applied to the net carrying amount of the financial asset (after deduction of the loss allowance).

2.2.18 Loss per share

(i) Basic loss per share

Basic loss per share is calculated by dividing:

- the loss attributable to owners of the Company, excluding any costs of servicing equity other than ordinary shares,
- by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the year and excluding treasury shares.

(ii) Diluted loss per share

Diluted loss per share adjusts the figures used in the determination of basic loss 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.

2 Summary of accounting policies (Continued)

2.2 Other accounting policies (Continued)

2.2.19 Property, plant and equipment

Property, plant and equipment are stated at historical cost less accumulated depreciation and impairment losses (if any). Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives, as follows:

- Electronic equipment — 3 years
- Office furniture — 3–5 years
- Leasehold improvement — Shorter of remaining lease term or 5 years

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount (note 2.2.4).

Gains and losses on disposals are determined by comparing proceeds with carrying amount and are recognized in other losses — net in the consolidated statement of comprehensive loss.

2 Summary of accounting policies (Continued)

2.2 Other accounting policies (Continued)

2.2.20 Intangible assets

(i) Software

Acquired software is initially capitalized on the basis of the costs incurred to acquire. Costs associated with maintaining computer software programs are recognized as an expense when incurred. Software is stated at historical cost less accumulated amortisation and impairment losses (if any).

The Group amortizes software with a limited useful life using the straight-line method over 1–10 years. The amortisation period and amortisation method are reviewed at each reporting period. The effects of any revision are recognized as profit or loss when the changes arise.

(ii) Research and development

Research expenditure is recognized as expense when incurred. Development costs that are directly attributable to the design and testing of identifiable and unique software products controlled by the Group are recognized as intangible assets when the following criteria are met:

- it is technically feasible to complete the software 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.

Development costs previously recognized as an expense are not recognized as an asset in a subsequent period.

During the year ended 31 December 2025 and 2024, there were no internally generated development costs that met the criteria listed above and capitalized as intangible assets.

2 Summary of accounting policies (Continued)

2.2 Other accounting policies (Continued)

2.2.21 Foreign currency translation

(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'). Functional currency of the Company and its subsidiaries incorporated in Chinese Mainland is Renminbi ("**RMB**"). Functional currency of the Company's subsidiary in Hong Kong is US Dollar ("**USD**"). As the major operations of the Group are within the Chinese Mainland, the Group determined to present the consolidated financial statements in RMB.

(ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognized in profit or loss, except when deferred in equity if they are attributable to part of the net investment in a foreign operation.

Foreign exchange gains and losses that relate to borrowings are presented in the statement of comprehensive income, within finance costs. All other foreign exchange gains and losses are presented in the statement of comprehensive income on a net basis within "other losses — net".

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss.

2 Summary of accounting policies (Continued)

2.2 Other accounting policies (Continued)

2.2.21 Foreign currency translation (Continued)

(iii) Group companies

The results and financial position of foreign operations (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- assets and liabilities for each balance sheet presented are translated at the closing rate at the date of that balance sheet.

- income and expenses for each statement of profit or loss and statement of comprehensive income are translated at average exchange rates (unless this 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 dates of the transactions), and

- all resulting exchange differences are recognized in other comprehensive income.

On consolidation, exchange differences arising from the translation of any net investment in foreign entities are recognized 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.

2.2.22 Dividend distribution

Dividend distribution to the Company's shareholders is recognized as a liability in the consolidated financial statements in the year in which the dividends are approved by the Company's shareholders or directors, where appropriate.

During the years ended 31 December 2025 and 2024, there was no dividend distribution.

3 Financial risk management

3.1 Financial risk factors

The Group's activities expose it to a variety of financial risks: market risk (including foreign exchange risk, interest rate risk, and 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. The Group does not use any derivative financial instruments to hedge certain risk exposures during the years ended 31 December 2025 and 2024.

(a) Market risk

(i) Foreign exchange risk

Foreign exchange risk primarily arises from recognized assets and liabilities denominated in a currency that is not the respective group entities' functional currency. The Group mainly operates in the PRC with most of the transactions settled in RMB.

The Group's exposure to foreign exchange risk on 31 December 2025 and 2024 was insignificant as each of the group entities did not hold significant assets and liabilities denominated in a currency other than its functional currency.

(ii) Interest rate risk

The Group's interest rate risk primarily arises from redemption liabilities, borrowings, lease liabilities and cash and cash equivalents. Those carried at floating rates expose the Group to cash flow interest rate risk whereas those carried at fixed rates expose the Group to fair value interest rate risk.

If the interest rate of borrowings with a floating rate had been 10% higher/lower, the loss before income tax for the years ended 31 December 2025 and 2024 would have been approximately RMB690 thousand and RMB504.7 thousand higher/lower, respectively. This analysis does not include the effect of interest capitalized.

If the interest rate of cash and cash equivalents and restricted cash had been 10% higher/lower, the loss before income tax for the years ended 31 December 2025 and 2024 would have been approximately RMB78.9 thousand and RMB36.5 thousand lower/higher, respectively.

The fair value interest rate risk arises from financial assets and liabilities carried at fixed rates is not significant for the Group.

The Group regularly monitors its interest rate risk to ensure there is no undue exposure to significant interest rate movements.

3 Financial risk management (Continued)

3.1 Financial risk factors (Continued)

(a) Market risk (Continued)

(iii) Price risk

The Group is exposed to price risk in respect of the long-term investments, and wealth management products held by the Group and classified in the balance sheet as financial assets at FVPL. The Group is not exposed to commodity price risk. To manage its price risk arising from the investments, the Group diversifies its portfolio. The investments are managed by management one by one, either for strategic purposes, or for the purpose of achieving investment yield and balancing the Group's liquidity level simultaneously. The sensitivity analysis is performed by management, see note 3.3 for details.

(b) Credit risk

(i) Risk management

The Group is exposed to credit risk primarily in relation to its cash and cash equivalents and restricted cash, trade receivables, contract assets, financial lease receivables and other receivables (included in "**prepayments and other receivables**"). The carrying amount of each class of the above financial assets represents the Group's maximum exposure to credit risk in relation to the corresponding class of financial assets.

To manage this risk arising from cash and cash equivalents and restricted cash, cash at banks of the Group are mainly placed with state-owned or national financial institutions in the PRC. There has been no recent history of default in relation to these financial institutions.

To manage risk arising from trade receivables and contract assets, the Group has policies in place to ensure that sales with credit terms are made to counterparties with an appropriate credit history and the management performs ongoing credit evaluations of its counterparties. The credit period granted to the customers is usually no more than 180 days and the credit quality of these customers is assessed by taking into account their financial position, past experience and other factors. The Company is in the progress of enhancing the collection of existing receivables, it plans to enforce a more stringent customer selection policy, considering factors such as the historic overdue amount and duration of previous contracts.

3 Financial risk management (Continued)

3.1 Financial risk factors (Continued)

(b) Credit risk (Continued)

(i) Risk management (Continued)

For other receivables (included in "**prepayments and other receivables**") and financial lease receivables, management makes periodic collective assessments as well as individual assessments on the recoverability of other receivables based on historical settlement records and past experiences. In view of the history of cooperation with debtors and the collection history of receivables due from them, management believes that the credit risk inherent in the Group's outstanding other receivables balances is low.

(ii) Impairment of financial assets and contract assets

The Group performs impairment assessments under the expected credit loss ("**ECL**") model on financial assets at amortized cost (mainly including trade receivables, other receivables and financial lease receivables) and contract assets. The amount of ECL is updated at each reporting date to reflect changes in credit risk since initial recognition.

Cash and cash equivalents

While cash and cash equivalents are also subject to the impairment requirements of IFRS 9, the impairment loss is immaterial, as they are mainly placed with state-owned banks in the PRC, and there has been no recent history of default in relation to these banks. These instruments are considered to have low credit risk because they have a low risk of default, and the counterparty has a strong capacity to meet its contractual cash flow obligations in the near term.

Trade receivables and contract assets

The Group applies the IFRS 9 simplified approach to measuring expected credit losses under which the lifetime expected credit losses for all trade receivables and contract assets are estimated. To measure the expected credit losses, trade receivables and contract assets have been grouped based on shared credit risk characteristics, such as the nature of customers and recovery patterns, unless assessed individually. The expected loss rates are based on the historical payment records and data published by external credit rating institutions, adjusted to reflect and forward-looking information on macroeconomic factors affecting the ability of the debtors to settle the receivables. The Group has identified the Purchasing Manager Index (採購經理指數), Gross Domestic Product (國內生產總值) and Producer Price Index (工業生產者出廠價格指數) of Chinese Mainland in which it provides services to be the most relevant factors, and accordingly adjusts the loss rates based on expected changes in certain combination of factors for each group with similar credit risk characteristics.

3 Financial risk management (Continued)

3.1 Financial risk factors (Continued)

(b) Credit risk (Continued)

(ii) Impairment of financial assets and contract assets (Continued)

Trade receivables and contract assets (Continued)

Details of loss allowance of trade receivables and contract assets as at 31 December 2025 and 2024 were included in note 21 and note 6, respectively.

The movements on the provision for impairment of trade receivables and contract assets are as follows:

	Year ended 31 December	
	2025	2024
	RMB'000	RMB'000
At beginning of the year	**(242,028)**	(213,360)
Provision for impairment	**(63,412)**	(48,383)
Reversal of previous impairment losses	**2,982**	—
(Recovery)/write-offs of provision	**(2,911)**	19,715
At end of the year	**(305,369)**	(242,028)

Other receivables and financial lease receivables

Other receivables mainly include deposits. Financial lease receivables are generated from subleasing as mentioned in note 2.1.7 (iii). For other receivables and financial lease receivables management makes periodic collective assessments as well as individual assessment on the recoverability based on historical settlement records, past experience and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables.

3 Financial risk management (Continued)

3.1 Financial risk factors (Continued)

(b) Credit risk (Continued)

(ii) Impairment of financial assets and contract assets (Continued)

Other receivables and financial lease receivables (Continued)

The Group measures credit risk of other receivables and financial lease receivables using probability of default, exposure at default and loss given default.

— Financial instruments that are not credit-impaired on initial recognition are classified in 'Stage 1' and have their credit risk continuously monitored by the Group. The expected credit loss is measured on a 12-month basis.

— If a significant increase in credit risk (specifically, when the debtor is more than 30 days past due on its contractual payments) since initial recognition is identified, the financial instrument is moved to 'Stage 2' but is not yet deemed to be credit impaired. The expected credit loss is measured on lifetime basis.

— If the financial instrument is credit-impaired (specifically, when the debtor is more than 90 days past due on its contractual payments), the financial instrument is then moved to 'Stage 3'. The expected credit loss is measured on lifetime basis.

As there has been no significant increase in credit risk since initial recognition, most of the Group's other receivables and financial lease receivables as at 31 December 2025 and 2024 were classified in Stage 1 and their expected credit losses were measured on a 12-month basis.

As at 31 December 2025 and 2024, the loss allowance of impaired other receivables and financial lease receivables is determined as follows:

	As at 31 December	
	2025	2024
Expected credit loss rate	**1.1%**	1.7%
Gross carrying amount (RMB'000)		
— Other receivables	**9,725**	6,242
— Financial lease receivables	**4,885**	6,736
Loss allowance (RMB'000)		
— Other receivables	**(88)**	(122)
— Financial lease receivables	**(79)**	(102)

3 Financial risk management (Continued)

3.1 Financial risk factors (Continued)

(b) Credit risk (Continued)

(ii) Impairment of financial assets and contract assets (Continued)

Other receivables and financial lease receivables (Continued)

The movements on the provision for impairment of other receivables and financial lease receivables are as follows:

	Year ended 31 December	
	2025	2024
	RMB'000	RMB'000
At beginning of the year	**(224)**	(169)
Provision for impairment	**(114)**	(142)
Reversal of previous impairment losses	**—**	87
Write-offs of provision	**171**	—
At end of the year	**(167)**	(224)

Write-off policy

Financial assets and contract assets are written off when there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include ceasing enforcement activity. Where 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 recognized in profit or loss.

3 Financial risk management (Continued)

3.1 Financial risk factors (Continued)

(b) Credit risk (Continued)

(iii) Net impairment losses on financial assets and contract assets recognized in profit or loss

During the years presented, the following net impairment losses were recognized in profit or loss in relation to impaired financial assets:

	Year ended 31 December	
	2025	2024
	RMB'000	RMB'000
Impairment losses on		
— Trade receivables and contract assets (note 21, note 6)	**(60,430)**	(48,383)
— Other receivables (note 20) and financial lease receivables	**(114)**	(55)
	(60,544)	(48,438)

(c) Liquidity risk

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

The table below analyzes the Group's financial liabilities into relevant maturity groupings 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. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

3 Financial risk management (Continued)

3.1 Financial risk factors (Continued)

(c) Liquidity risk (Continued)

	Less than 1 year RMB'000	Between 1 and 2 years RMB'000	Between 2 and 5 years RMB'000	Total
At 31 December 2025				
Trade and other payables (excluding tax payables)	**339,861**	**—**	**—**	**339,861**
Borrowings (including interest)	**339,939**	**—**	**—**	**339,939**
Lease liabilities	**15,549**	**12,544**	**5,542**	**33,635**
	695,349	**12,544**	**5,542**	**713,435**
At 31 December 2024				
Trade and other payables (excluding tax payables)	219,941	—	—	219,941
Borrowings (including interest)	146,609	—	—	146,609
Lease liabilities	11,048	5,349	2,893	19,290
	377,598	5,349	2,893	385,840

Upon the Company successfully achieves the qualified Initial Public Offering ("**QIPO**") on 30 June 2025, the redemption liabilities and derivative financial liabilities arising from anti-dilution rights were automatically derecognized (please refer to note 28 and note 29 for more details). Therefore, the Group did not include the liabilities arising from the redemption rights and the anti-dilution rights granted to the Investors in comparative figures as at 31 December 2024.

3 Financial risk management (Continued)

3.2 Capital risk management

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

The Group monitors capital on basis of the liability-to-asset ratio. The ratio is calculated as total liabilities divided by total assets. The liability-to-asset ratio as at 31 December 2025 and 2024 were as follows:

	As at 31 December	
	2025	2024
Total liabilities	**843,956**	3,832,884
Total assets	**1,516,937**	1,079,976
Liability-to-asset ratio	**55.60%**	354.90%

3.3 Fair value estimation

(a) Financial assets and liabilities

(i) Fair value hierarchy

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

3 Financial risk management (Continued)

3.3 Fair value estimation (Continued)

(a) Financial assets and liabilities (Continued)

(i) Fair value hierarchy (Continued)

Recurring fair value measurements As at 31 December 2025	**Level 1 RMB'000**	**Level 2 RMB'000**	**Level 3 RMB'000**	**Total RMB'000**
Financial assets				
Financial assets at fair value through profit or loss				
— Unlisted equity investments	**—**	**—**	**83,749**	**83,749**

Recurring fair value measurements As at 31 December 2024	Level 1 RMB'000	Level 2 RMB'000	Level 3 RMB'000	Total RMB'000
Financial assets				
Financial assets at fair value through profit or loss				
— Unlisted equity investments	—	—	24,347	24,347
Financial liabilities				
Financial liabilities at fair value through profit or loss				
— Anti-dilution rights granted to the Investors (note 2.1.5)	—	—	2,370	2,370

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

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

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities and financial liabilities at fair value through profit or loss.

3 Financial risk management (Continued)

3.3 Fair value estimation (Continued)

(a) Financial assets and liabilities (Continued)

(ii) Valuation techniques used to determine fair values

The valuation of the level 3 instruments mainly included financial assets at fair value through profit or loss in unlisted equity investments (note 23) and financial liabilities at fair value through profit or loss (note 29). As these instruments are not traded in an active market, their fair values have been determined by using various applicable valuation techniques, including discounted cash flows and market approach etc.

The finance department of the Group involves an independent valuer to perform the valuations of unlisted equity investments and financial liabilities at fair value through profit or loss. This independent valuer reports directly to the chief financial officer (CFO). Discussions of valuation processes and results are held between the CFO and the independent valuer on a periodical basis, in line with the Group's reporting periods.

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

There are no transfers of financial assets or liabilities between levels 2 and 3 during the years ended 31 December 2025 and 2024.

The following table presents the changes in level 3 instruments of financial assets and financial liabilities measured at fair value through profit or loss for the years ended 31 December 2025 and 2024.

3 Financial risk management (Continued)

3.3 Fair value estimation (Continued)

(a) Financial assets and liabilities (Continued)

(iii) Fair value measurements using significant unobservable inputs (level 3) (Continued)

	Financial assets at FVPL — wealth management products RMB'000	Financial assets at FVPL — unlisted equity investments RMB'000	Financial liabilities at FVPL — Anti-dilution rights granted to the Investors RMB'000
Opening balance at 1 January 2025	**—**	**24,347**	**(2,370)**
Additions	**—**	**58,501**	**—**
Disposals	**—**	**(936)**	**—**
Gains recognized in other losses — net (note 8)	**—**	**1,837**	**2,370**
Closing balance at 31 December 2025	**—**	**83,749**	**—**
Opening balance at 1 January 2024	69,010	30,588	(2,383)
Additions	80,000	2,250	—
Disposals	(150,006)	—	—
Gains/(losses) recognized in other losses — net (note 8)	996	(8,491)	13
Closing balance at 31 December 2024	—	24,347	(2,370)

3 Financial risk management (Continued)

3.3 Fair value estimation (Continued)

(a) Financial assets and liabilities (Continued)

(iii) Fair value measurements using significant unobservable inputs (level 3) (Continued)

Description	Fair value As at 31 December 2025 RMB'000	Fair value As at 31 December 2024 RMB'000	Significant unobservable inputs	Value of inputs As at 31 December 2025	Value of inputs As at 31 December 2024	Relationship of unobseravable inputs to fair value
Financial assets at FVPL — unlisted equity investments*	**83,749**	24,347	Discount for lack of marketability ("**DLOM**")	**20.0%**	20.0%	The higher the DLOM, the lower the fair value
			Enterprise value/ Sales	**4.8**	5.5	The higher the Enterprise value/ Sales, the higher the fair value
Financial liabilities at FVPL — anti-dilution right granted to the Investors	**—**	2,370	Discount rate	**n/a**	15.0%	The higher the discount rate, the lower the fair value
			Volatility	**n/a**	53.1%	The higher the volatility, the higher the fair value
			Risk-free interest rate	**n/a**	1.0%	The higher the risk-free interest rate, the lower the fair value
			DLOM	**n/a**	10.0%	The higher the DLOM, the lower the fair value

* On 20 August 2025, a subsidiary of the Company, entered into an investment agreement with a total consideration of 54 million. This transaction was completed on 24 October 2025, based on the latest valuation of the underlying investment and considered no significant changes in the main business from 24 October 2025 to 31 December 2025, the fair value change of the unlisted equity securities during this period is immaterial.

If the DLOM the unlisted equity investments measured at FVPL held by the Group be 10% higher/lower, the loss before income tax for the years ended 31 December 2025 and 2024 and would be RMB679 thousand/RMB677 thousand lower/higher and RMB634.0 thousand/RMB633.0 thousand lower/higher, respectively.

Fair value of financial liabilities at FVPL is affected by changes in the fair value of the underlying equity of the Company. If the Company's equity value was higher/lower by 10% with all other variables held constant, the loss before income tax for the years ended 31 December 2025 and 2024 would be nil/nil, RMB838.8 thousand/RMB901.8 thousand lower/higher, respectively.

4 Critical accounting estimates and judgements

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

(a) Current and deferred income tax

The Group is subject to corporate income taxes in Chinese Mainland and Hong Kong. Judgement is required in determining the amount of the provision for taxation and the timing of payment of the related taxations. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business.

Deferred tax assets relating to certain temporary differences and tax losses are recognized when management considers it to be probable that future taxable profits will be available against which the temporary differences or tax losses can be utilized.

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 deferred tax provisions in the period in which such determination is made.

(b) Impairment of financial assets

The loss allowance for financial assets disclosed in note 3.1 is based on assumptions about risk of default and expected loss rate. The Group uses judgement in making these assumptions and selecting inputs to the impairment calculation, based on the Group’s past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

(c) Fair value of unlisted equity investments classified as financial assets at FVPL

The fair value of unlisted equity investments that are not traded in an active market is determined by using valuation techniques. The Company uses its judgement to select appropriate method and makes 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 investments. Details of the assumptions and estimates in determination of the fair value are disclosed in note 3.3.

5 Segment information

During the years ended 31 December 2025 and 2024, the Group's business activities are primarily providing sales of AI products, solutions and charging service fees for using its AI platform and solutions. The Group's CODM, who has been identified as the chief executive officer, reviews consolidated results when making decisions about allocating resources and assessing performance of the Group as a whole and hence, the Group has only one reportable segment.

No geographical segment information is presented as the revenue and operating losses of the Group are mainly derived within the PRC and all the operating assets of the Group are located in the PRC, which is considered as one geographic location with similar risks and returns.

6 Revenue

Disaggregation of revenue from contracts with customers by revenue streams is as follows:

	Year ended 31 December	
	2025	2024
	RMB'000	RMB'000
Smart Life	**967,781**	739,830
Smart Healthcare	**243,600**	199,180
Others	**2**	7
	1,211,383	939,017

Disaggregation of revenue from contracts with customers by the timing of revenue recognition is as follows:

	Year ended 31 December	
	2025	2024
	RMB'000	RMB'000
Revenue		
— recognized at a point in time	**1,188,786**	910,961
— recognized over time	**22,597**	28,056
	1,211,383	939,017

For the year ended 31 December, 2025, revenue of approximately RMB129.8 million was derived from an external customer which accounted for approximately 10.7% of the Group's revenue.

6 Revenue (Continued)

Contract assets and contract liabilities

The Group has recognized the following revenue-related contract assets and liabilities:

	As at 31 December	
	2025	2024
	RMB'000	RMB'000
Contract assets (i)		
Smart Life	**9,565**	3,265
Smart Healthcare	**2,527**	2,482
	12,092	5,747
Less: allowance for impairment of contract assets	**(1,475)**	(778)
	10,617	4,969
Contract liabilities (ii)		
Smart Life	**48,380**	80,884
Smart Healthcare	**19,933**	5,381
	68,313	86,265

(i) Contract assets are the Group's right to consideration in exchange for goods or services that the Group transferred to the customer where that right is conditional on something other than the passage of time. As at end of each year of 2025 and 2024, the contract assets were mainly the unsettled part of contract fees relating to quality guarantee.

The Group applies the IFRS 9 simplified approach to measure expected credit losses which uses a lifetime expected loss allowance for all contract assets.

(ii) Contract liabilities mainly arise from the advance payments from customers upon which the performance obligations have been established while the underlying services are yet to be provided.

6 Revenue (Continued)

Revenue recognized in relation to contract liabilities

The following table shows how much of the revenue, which was included in the contract liability balance at the beginning of each period, recognized during years ended 31 December 2025 and 2024 related to carried-forward contract liabilities.

	Year ended 31 December	
	2025	2024
	RMB'000	RMB'000
Smart Life	**51,579**	21,243
Smart Healthcare	**3,584**	6,264
	55,163	27,507

Unsatisfied performance obligations

The following table shows unsatisfied performance obligations as at 31 December 2025 and 2024:

	As at 31 December	
	2025	2024
	RMB'000	RMB'000
Smart Life	**259,419**	310,701
Smart Healthcare	**72,484**	50,992
	331,903	361,693

Management expects that 86.6% and 79.3% of the transaction price allocated to the unsatisfied contracts as at 31 December 2025 and 2024 will be recognized as revenue within one year. The remaining 13.4% and 20.7% will be recognized over one year.

7 Other income

	Year ended 31 December	
	2025	2024
	RMB'000	RMB'000
Government grants (i)	**11,649**	16,084
Others	**271**	993
	11,920	17,077

(i) The Group received government grants from local governments as support for research and development expenses relating to innovation activities.

8 Other losses — net

	Year ended 31 December	
	2025	2024
	RMB'000	RMB'000
Net fair value gains/(losses) on financial assets at FVPL (note 23)	**1,837**	(7,495)
Net fair value gains on financial liabilities at FVPL (note 3.3)	**2,370**	13
Potential losses on non-current assets	**(20,000)**	—
Potential loss on investments accounted for using the equity method	**—**	(4,900)
Others	**(1,769)**	(1,582)
	(17,562)	(13,964)

For the year ended 31 December 2025, the potential losses on non-current assets was related with prepayments for acquiring office space. There is significant uncertainty regarding the fulfillment of contractual obligations, and a provision of RMB20 million has been recognized for the potential loss based on the contract. Please refer to Note 35 for more information.

9 Expenses by nature

Expenses included in cost of sales and services, selling and marketing expenses, administrative expenses and research and development expenses are further analyzed as follows:

	Year ended 31 December	
	2025	2024
	RMB'000	RMB'000
Employee benefit expenses (note 10)	**190,620**	186,942
Cost of hardware	**499,284**	312,938
Software development support fees	**252,310**	237,147
Technology service fees	**230,520**	210,146
Marketing and promotional expenses	**18,450**	25,393
Server operation and cloud-based service fees	**18,247**	32,681
Depreciation of property, plant and equipment (note 15)	**15,493**	12,766
Depreciation of right-of-use assets (note 16)	**10,191**	10,086
Amortization of intangible assets (note 17)	**5,014**	2,997
Auditor's remuneration	**5,000**	—
— *Audit services*	***4,800***	—
— *Non-audit services*	***200***	—
Listing expenses	**43,680**	21,234
Other professional fees	**12,223**	4,946
Taxes and surcharges	**3,805**	3,682
Other expenses	**18,778**	18,462
	1,323,615	1,079,420

10 Employee benefit expenses

	Year ended 31 December	
	2025	2024
	RMB'000	RMB'000
Wages, salaries and bonuses	**151,395**	148,674
Pension costs	**18,936**	17,951
Housing funds	**10,328**	9,955
Other social security costs	**10,483**	10,155
Other employee welfare	**1,597**	2,900
	192,739	189,635
Less: capitalized in contract fulfillment cost	**(2,119)**	(2,693)
	190,620	186,942

(i) Five highest paid individuals

The five individuals whose emoluments were the highest in the Group for the years ended 31 December 2025 and 2024 included 3 and 3 directors respectively, whose emoluments are disclosed in note 38. The emoluments payable to the remaining 2 and 2 individuals during the years ended 31 December 2025 and 2024 respectively are as follows:

	Year ended 31 December	
	2025	2024
	RMB'000	RMB'000
Wages, salaries and bonuses	**1,495**	1,513
Pension costs	**144**	141
Housing benefits	**82**	81
Other social security costs	**85**	83
	1,806	1,818

10 Employee benefit expenses (Continued)

(i) Five highest paid individuals (Continued)

The emoluments of the 2 and 2 individuals fell within the following bands:

	Year ended 31 December	
	2025	2024
Emoluments bands:		
HK$500,000 to HK$1,000,000	**1**	1
HK$1,000,001 to HK$1,500,000	**1**	1
	2	2

During the years ended 31 December 2025 and 2024, no director or the five highest paid individuals received any emolument from the Group as an inducement to join, upon joining the Group, leave the Group or as compensation for loss of office.

11 Finance costs — net

	Year ended 31 December	
	2025	2024
	RMB'000	RMB'000
Finance income		
Interest income from bank deposits	**567**	2,298
Finance costs		
Interest expenses on redemption liabilities (note 28)	**(139,264)**	(264,595)
Interest expenses on bank borrowings	**(7,523)**	(5,323)
Interest expenses on lease liabilities (note 16)	**(1,045)**	(1,020)
Interest expenses on borrowing from sales and leaseback	**—**	(5)
Finance costs — net	**(147,265)**	(268,645)

12 Subsidiaries

The Group's principal subsidiaries are set out below. Unless otherwise stated, the proportion of ownership interests held equals to the voting rights held by the Group. The country of incorporation or registration is also their principal place of business.

Name	Type of legal entity	Place of operation and date of incorporation/ establishment	Principal activities and place of operation	Paid in capital as at 31 December 2025	Ownership interest held by the Group as at 31 December	
					2025	2024
Directly held by the Company						
Shenzhen Unisound Information Technology Co., Ltd. (深圳雲知聲信息技術有限公司) ("**Unisound Shenzhen**")	Limited liability company	Shenzhen, China 28 December 2015	Sales of AI products and solutions, research and development of technology, in Chinese Mainland	RMB 100,000,000	**100%**	100%
Xiamen Unisound AI Technology Co., Ltd. (廈門雲知芯智能科技有限公司)	Limited liability company	Xiamen, China 18 October 2017	Sales of AI products and solutions, research and development of technology, in Chinese Mainland	RMB 100,000,000	**100%**	100%
Unisound (Shanghai) Intelligent Technology Co., Ltd. (雲知聲(上海)智能科技有限公司) ("**Unisound Shanghai**")	Limited liability company	Shanghai, China 7 August 2017	Sales of AI products and solutions, research and development of technology, in Chinese Mainland	RMB 100,000,000	**100%**	100%
Yunzhisheng (Xinyang) Digital Technology Co., Ltd (雲知聲(信陽)數字科技有限公司)	Limited liability company	Xinyang, China 22 May 2023	Sales of AI products and solutions, research and development of technology, in Chinese Mainland	RMB 100,000,000	**100%**	100%
Unisound (Hangzhou) AI Technology Co., Ltd. (雲知聲(杭州)智能科技有限公司)	Limited liability company	Hangzhou, China 6 June 2023	Sales of AI products and solutions, research and development of technology, in Chinese Mainland	RMB 100,000,000	**100%**	100%
Sichuan Yunzhisheng Intelligent Technology Co., Ltd. (四川雲知聲智能科技有限公司)	Limited liability company	Sichuan, China 21 June 2023	Sales of AI products and solutions, research and development of technology, in Chinese Mainland	RMB 100,000,000	**100%**	100%
Guangxi Guiyuntong Technology Co., Ltd. (廣西桂雲通科技有限公司)	Limited liability company	Nanning, China 27 March 2023	Sales of AI products and solutions, research and development of technology, in Chinese Mainland	RMB 10,000,000	**65%**	65%

(a) Subsidiaries of the Group

The Company records in its balance sheets the "Investments in subsidiaries" including i) the paid-in capital to its directly held subsidiaries at RMB744 million and RMB591 million on 31 December 2025 and 2024, respectively, and ii) share-based compensation expenses for historical share incentives granted to certain employees of the directly held subsidiaries using the Company's equity instruments, amounted to RMB2.2 million and RMB2.2 million, on 31 December 2025 and 2024, respectively.

13 Income tax expense

(a) Hong Kong Income Tax

Subsidiary incorporated in Hong Kong is subject to Hong Kong profits tax of which the tax rate is 8.25% on assessable profits up to HKD2 million, and 16.5% on any part of assessable profits over HKD2 million for the years ended 31 December 2025 and 2024.

(b) PRC Corporate Income Tax

The income tax provision of the Group in respect of its operations in the PRC was subject to a statutory tax rate of 25% on the assessable profits for the years ended 31 December 2025 and 2024, based on the existing legislation, interpretations and practices in respect thereof.

The Company, Unisound Shenzhen and Unisound Shanghai qualified as "High and New Technology Enterprises" ("**HNTEs**") under the relevant PRC laws and regulations. Accordingly, these entities were entitled to a preferential income tax rate of 15% during the years ended 31 December 2025 and 2024. This status is subject to a requirement that they reapply for HNTEs status every three years.

The income tax expense/(credit) of the Group for the years ended 31 December 2025 and 2024 are as follows:

	Year ended 31 December	
	2025	2024
	RMB'000	RMB'000
Current tax	**4,388**	80
Deferred income tax credit (note 31)	**(609)**	(242)
Income tax expense/(credit)	**3,779**	(162)

13 Income tax expense (Continued)

(b) PRC Corporate Income Tax (Continued)

The tax on the Group's loss before tax differs from the theoretical amount that would arise using the weighted average tax rate applicable to losses of the consolidated entities as follows:

	Year ended 31 December **2025** RMB'000	2024 RMB'000
Loss before income tax credit	**(325,683)**	(454,373)
Tax calculated at statutory tax rate of 25%	**(81,421)**	(113,593)
Tax effects of:		
Effect of preferential tax rates	**28,041**	47,454
Effect of different tax rates	**2**	(30)
Expenses not deductible for tax purposes (i)	**21,587**	40,310
Super-deduction for research and development expenses (ii)	**(28,651)**	(31,663)
Tax losses and temporary differences for which no deferred income tax asset was recognized (iii)	**64,221**	57,360
	3,779	(162)

(i) Expenses not deductible for tax purposes mainly consist of interest expense on redemption liabilities (note 11) and certain non-deductible expenses.

(ii) According to the relevant laws and regulations promulgated by the State Taxation Administration of the PRC, enterprises engaging in research and development activities are entitled to claim 200% of their research and development expenses so incurred as tax deductible expenses when determining their assessable profits for that year ("**Super-deduction**"). The Group has made its best estimation for the Super-deduction to be claimed for the Group's entities in ascertaining their assessable profits for the years ended 31 December 2025 and 2024.

(iii) As at 31 December 2025 and 2024, the Group had unused tax losses of approximately RMB2,059 million and RMB1,852 million respectively that can be carried forward against future taxable income. The unused tax losses of the Group were from the subsidiaries incorporated in the PRC, where the accumulated tax losses will normally expire within 5 years. Pursuant to the relevant regulations on extension for expiries of unused tax losses of HNTEs issued in August 2018, the accumulated tax losses which have not expired by 2018 have been extended from 5 years to 10 years from then on.

13 Income tax expense (Continued)

(b) PRC Corporate Income Tax (Continued)

As at 31 December 2025 and 2024, the expiry dates of the unused tax losses are listed as below.

	Year ended 31 December	
	2025	2024
	RMB'000	RMB'000
Year ended 31 December 2025	**—**	69,210
Year ended 31 December 2026	**117,542**	118,218
Year ended 31 December 2027	**149,851**	150,270
Year ended 31 December 2028	**165,837**	165,837
Year ended 31 December 2029	**288,615**	288,615
Year ended 31 December 2030	**247,657**	202,499
Year ended 31 December 2031	**225,094**	225,435
Year ended 31 December 2032	**247,279**	247,279
Year ended 31 December 2033	**207,563**	207,563
Year ended 31 December 2034	**176,880**	176,880
Year ended 31 December 2035	**232,434**	—
	2,058,752	1,851,806

14 Loss per share

Basic loss per share for the years ended 31 December 2025 and 2024 are calculated by dividing the loss attributable to the Company's owners by the weighted average number of ordinary shares in issue during the years ended 31 December 2025 and 2024.

The calculation of loss per share is based on the following:

	Year ended 31 December	
	2025	2024
Loss for the year attributable to owners of the Company (RMB'000)	**(326,626)**	(452,364)
Weighted average number of ordinary shares in issue (thousand shares)	**70,281**	69,392
Basic and diluted loss per share (RMB yuan) (a)	**(4.65)**	(6.52)

(a) As the Group has no potential ordinary shares in issue, the diluted loss per share for the years ended 31 December 2025 and 2024 are the same as the basic loss per share for the respective years.

15 Property, plant and equipment

	Electronic equipment RMB'000	Office furniture RMB'000	Leasehold improvements RMB'000	Total RMB'000
At 1 January 2025				
Cost	**75,624**	**7,978**	**10,631**	**94,233**
Accumulated depreciation	**(57,967)**	**(5,544)**	**(2,641)**	**(66,152)**
Net book amount	**17,657**	**2,434**	**7,990**	**28,081**
Year ended 31 December 2025				
Opening net book amount	**17,657**	**2,434**	**7,990**	**28,081**
Additions	**1,586**	**1,478**	**9,908**	**12,972**
Disposals	**(130)**	**(15)**	**—**	**(145)**
Depreciation charge	**(7,544)**	**(795)**	**(7,154)**	**(15,493)**
Closing net book amount	**11,569**	**3,102**	**10,744**	**25,415**
At 31 December 2025				
Cost	**74,881**	**9,163**	**17,829**	**101,873**
Accumulated depreciation	**(63,312)**	**(6,061)**	**(7,085)**	**(76,458)**
Net book amount	**11,569**	**3,102**	**10,744**	**25,415**
At 1 January 2024				
Cost	67,882	5,425	16,137	89,444
Accumulated depreciation	(49,429)	(4,937)	(15,918)	(70,284)
Net book amount	18,453	488	219	19,160
Year ended 31 December 2024				
Opening net book amount	18,453	488	219	19,160
Additions	8,478	2,707	10,529	21,714
Disposals	(19)	(8)	—	(27)
Depreciation charge	(9,255)	(753)	(2,758)	(12,766)
Closing net book amount	17,657	2,434	7,990	28,081
At 31 December 2024				
Cost	75,624	7,978	10,631	94,233
Accumulated depreciation	(57,967)	(5,544)	(2,641)	(66,152)
Net book amount	17,657	2,434	7,990	28,081

15 Property, plant and equipment (Continued)

Depreciation expenses have been charged to profit or loss and presented in the consolidated statements of comprehensive loss as follows:

	Year ended 31 December	
	2025	2024
	RMB'000	RMB'000
Cost of sales	**—**	2,536
Selling and marketing expenses	**7,668**	4,142
Administrative expenses	**1,900**	862
Research and development expenses	**5,925**	5,226
	15,493	12,766

16 Leases

(a) Amounts recognized in the consolidated balance sheets

	As at 31 December	
	2025	2024
	RMB'000	RMB'000
Right-of-use assets		
Buildings	**24,244**	10,385
Land use rights	**12,875**	—
	37,119	10,385
Lease liabilities		
Current	**15,483**	10,665
Non-current	**16,829**	7,583
	32,312	18,248

Additions to the right-of-use assets during the years ended 31 December 2025 and 2024 were RMB37.1 million and RMB20.6 million, respectively.

16 Leases (Continued)

(b) Amounts recognized in the consolidated statements of comprehensive income

	Year ended 31 December	
	2025	2024
	RMB'000	RMB'000
Depreciation charge of right-of-use assets		
— Building	**10,191**	10,086
Interest expense (note 11)	**1,045**	1,020
Expense relating to short-term leases	**2,189**	2,145

The total cash outflows for long-term and short-term leases during the years ended 31 December 2025 and 2024 were approximately RMB25.8 million and RMB15.1 million, respectively.

17 Intangible Assets

	Software RMB'000	Others RMB'000	Total RMB'000
At 1 January 2025			
Cost	**13,517**	**600**	**14,117**
Accumulated amortization	**(5,026)**	**(300)**	**(5,326)**
Net book amount	**8,491**	**300**	**8,791**
Year ended 31 December 2025			
Opening net book amount	**8,491**	**300**	**8,791**
Additions	**2,120**	**—**	**2,120**
Amortization charge	**(4,714)**	**(300)**	**(5,014)**
Closing net book amount	**5,897**	**—**	**5,897**
At 31 December 2025			
Cost	**15,637**	**—**	**15,637**
Accumulated amortization	**(9,740)**	**—**	**(9,740)**
Net book amount	**5,897**	**—**	**5,897**
At 1 January 2024			
Cost	2,827	300	3,127
Accumulated amortization	(2,329)	(300)	(2,629)
Net book amount	498	—	498
Year ended 31 December 2024			
Opening net book amount	498	—	498
Additions	10,690	600	11,290
Amortization charge	(2,697)	(300)	(2,997)
Closing net book amount	8,491	300	8,791
At 31 December 2024			
Cost	13,517	600	14,117
Accumulated amortization	(5,026)	(300)	(5,326)
Net book amount	8,491	300	8,791

17 Intangible Assets (Continued)

Depreciation expenses have been charged to profit or loss and presented in the consolidated statements of comprehensive loss as follows:

	Year ended 31 December	
	2025	2024
	RMB'000	RMB'000
Selling and marketing expenses	**4,349**	2,522
Administrative expenses	**—**	101
Research and development expenses	**665**	374
	5,014	2,997

18 Other non-current assets

	As at 31 December	
	2025	2024
	RMB'000	RMB'000
Prepayments for acquiring office space (note 35(b))	**47,393**	47,393

19 Financial instruments by category

		As at 31 December	
		2025	2024
Financial assets	**Note**	**RMB'000**	RMB'000
Financial assets at amortized cost:			
— Trade receivables	21	**781,356**	559,242
— Other receivables (included in the "**prepayments and other receivables**")	20	**9,637**	6,120
— Cash and cash equivalents	24	**341,218**	156,476
— Restricted cash	24	**52,273**	3,541
— Financial lease receivables		**4,806**	6,634
Financial assets at fair value through profit or loss			
— Unlisted equity investments	23	**83,749**	24,347
		1,273,039	756,360

		As at 31 December	
		2025	2024
Financial liabilities	**Note**	**RMB'000**	RMB'000
Financial liabilities at amortized cost:			
— Trade and other payables (excluding tax payables)	30	**339,861**	219,941
— Borrowings	34	**336,500**	145,378
— Redemption liabilities	28	**—**	3,303,051
— Lease liabilities	16	**32,312**	18,248
Financial liabilities at fair value through profit or loss:			
— Anti-dilution rights granted to the Investors	29	**—**	2,370
		708,673	3,688,988

The Group's exposure to various risks associated with the financial instruments is discussed in note 3. The maximum exposure to credit risk at the end of the reporting period is the carrying amount of each class of financial assets mentioned above.

20 Prepayments and other receivables

	As at 31 December	
	2025	2024
	RMB'000	RMB'000
Other receivables		
— Rental, bidding and other deposits	**9,695**	6,239
— Others	**30**	3
Gross other receivables	**9,725**	6,242
Less: allowance for impairment of other receivables	**(88)**	(122)
	9,637	6,120
Deductible VAT input	**5,155**	15,561
Prepayment to suppliers	**43,370**	67,849
	58,162	89,530

21 Trade receivables

	As at 31 December	
	2025	2024
	RMB'000	RMB'000
Trade receivables from contracts with customers		
— Account receivables (a)	**1,082,521**	753,258
— Note receivables (b)	**2,729**	47,234
	1,085,250	800,492
Less: allowance for impairment of trade receivables	**(303,894)**	(241,250)
	781,356	559,242

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

The Group decides trading terms with customers on a case-by-case basis. The credit terms given to trade customers are determined on an individual basis with the normal contractual credit period mainly within 180 days.

21 Trade receivables (Continued)

(a) Account receivables

	As at 31 December	
	2025	2024
	RMB'000	RMB'000
Account receivables from contracts with customers		
— Third parties	**1,082,521**	753,258
Less: allowance for impairment of account receivables	**(303,892)**	(241,246)
Total account receivables	**778,629**	512,012

The aging analysis of the account receivables based on date of revenue recognition is as follows:

	As at 31 December	
	2025	2024
	RMB'000	RMB'000
Up to 1 year	**642,645**	515,962
1–2 years	**275,957**	121,264
2–3 years	**69,881**	59,910
More than 3 years	**94,038**	56,122
	1,082,521	753,258
Less: allowance for impairment of account receivables	**(303,892)**	(241,246)
Total account receivables	**778,629**	512,012

Due to the short-term nature of the current receivables, their carrying amounts are considered to be approximately the same as their fair values.

The Group does not hold any collateral as security over these debtors as at 31 December 2025 and 2024.

21 Trade receivables (Continued)

(a) Account receivables (Continued)

(i) As at 31 December 2025, the Group did not identify any individually impaired account receivables for the assessment of loss allowance.

For account receivables that share the same characteristics with others:

At 31 December 2025	Gross amount RMB'000	Expected credit loss rate %	Loss allowance RMB'000
Up to 1 year	**642,645**	**13.0%**	**83,856**
1 to 2 years	**275,957**	**31.7%**	**87,552**
2 to 3 years	**69,881**	**55.0%**	**38,446**
More than 3 years	**94,038**	**100.0%**	**94,038**
Total	**1,082,521**	**28.1%**	**303,892**

(ii) As at 31 December 2024, the Group did not identify any individually impaired account receivables for the assessment of loss allowance.

For account receivables that share the same characteristics with others:

At 31 December 2024	Gross amount RMB'000	Expected credit loss rate %	Loss allowance RMB'000
Up to 1 year	515,962	13.5%	69,847
1 to 2 years	121,264	45.7%	55,367
2 to 3 years	59,910	100.0%	59,910
More than 3 years	56,122	100.0%	56,122
Total	753,258	32.0%	241,246

The movement on the provision for impairment of account receivables please refer to note 3.1.

21 Trade receivables (Continued)

(b) Note receivables

	As at 31 December	
	2025	2024
	RMB'000	RMB'000
Note receivables from contracts with customers		
— Third parties	**2,729**	47,234
Less: allowance for impairment of note receivables	**(2)**	(4)
	2,727	47,230

The aging analysis of the note receivables based on date of revenue recognition is as follows:

	As at 31 December	
	2025	2024
	RMB'000	RMB'000
Up to 1 year	**2,729**	47,234
Less: allowance for impairment of note receivables	**(2)**	(4)
Total note receivables	**2,727**	47,230

22 Inventories

	As at 31 December	
	2025	2024
	RMB'000	RMB'000
Purchased hardware and software	**27,467**	28,435
Contract fulfillment cost	**47,593**	119,339
	75,060	147,774
Less: allowance for impairment of inventories	**(7,032)**	(7,482)
	68,028	140,292

(a) Amounts recognized in profit or loss

Inventories recognized as cost of sales and services during the years ended 31 December 2025 and 2024 was RMB750.4 million and RMB550.1 million, respectively.

23 Financial assets at fair value through profit or loss

(a) Classification of financial assets at FVPL

Financial assets measured at FVPL include the following:

	As at 31 December	
	2025	2024
	RMB'000	RMB'000
Non-current assets		
Unlisted equity investments	**83,749**	24,347

23 Financial assets at fair value through profit or loss (Continued)

(b) Amounts recognized in profit or loss

During the years ended 31 December 2025 and 2024, the following gains were recognized in profit or loss:

	Year ended 31 December	
	2025	2024
	RMB'000	RMB'000
Fair value gains/(losses) on investments in unlisted equity investments	**1,837**	(8,491)
Fair value gains on investments in wealth management products	**—**	996
	1,837	(7,495)

Risk exposure and fair value measurements

Information about the Group's exposure to financial risk is provided in note 3.1 and information about the methods and assumptions used in determining fair value are set out in note 3.3.

24 Cash and cash equivalents

	As at 31 December	
	2025	2024
	RMB'000	RMB'000
Cash at banks	**393,491**	160,017
Less: restricted cash (a)	**(52,273)**	(3,541)
Cash and cash equivalents	**341,218**	156,476

(a) **Restricted cash**

As at 31 December 2025, the restricted cash was mainly in relation to deposits for issuance of note payables and letter of guarantee.

Cash and cash equivalents of the Group are denominated in the following currencies:

	As at 31 December	
	2025	2024
	RMB'000	RMB'000
USD	**3,227**	3,376
HKD	**52**	1
RMB	**337,939**	153,099
Total	**341,218**	156,476

25 Share capital

	Number of shares	Share capital RMB'000
Authorized and issued		
At 31 December 2024	69,392,473	69,392
Capital injection from IPO (a)	1,795,120	1,795
At 31 December 2025	**71,187,593**	**71,187**

(a) **Capital injection from IPO**

On 30 June 2025, the Company successfully listed on the Main Board of The Stock Exchange of Hong Kong Limited and issued 1,560,980 shares at an offer price of HK$205.0 per share.

On 25 July 2025, the over-allotment option has been fully exercised, in respect of an aggregate of 234,140 H Shares, representing approximately 15.0% of the total number issued in IPO before any exercise of the over-allotment option.

26 Treasury stock and reserves

			Reserve		
	Treasury stock RMB'000	Share premium RMB'000	Share-based payments reserves RMB'000	Other reserves RMB'000	Total reserves RMB'000
At 1 January 2025	**(2,563,637)**	**1,913,932**	**330,858**	**910**	**2,245,700**
Shares issued in IPO	**—**	**333,713**	**—**	**—**	**333,713**
Incremental cost of share issuance	**—**	**(22,881)**	**—**	**—**	**(22,881)**
Derecognition of redemption liabilities	**2,563,637**	**878,678**	**—**	**—**	**878,678**
Currency translation differences	**—**	**—**	**—**	**(91)**	**(91)**
At 31 December 2025	**—**	**3,103,442**	**330,858**	**819**	**3,435,119**
At 1 January 2024	(2,563,637)	1,913,932	330,858	850	2,245,640
Currency translation differences	—	—	—	60	60
At 31 December 2024	(2,563,637)	1,913,932	330,858	910	2,245,700

27 Accumulated deficit

	Year ended 31 December	
	2025	2024
	RMB'000	RMB'000
At beginning of the year	**(2,485,243)**	(2,032,879)
Net loss for the year	**(326,626)**	(452,364)
At end of the year	**(2,811,869)**	(2,485,243)

28 Redemption liabilities

	As at 31 December	
	2025	2024
	RMB'000	RMB'000
Redemption liabilities	**—**	3,303,051

Since its incorporation in 2012, the Company has completed several rounds of financing including Series Angel, Series A, Series B, Series C, Series C+, Series D, Series D+, Series D1, Series D2 and Series D3, each leading to an increase in the capital of the Company. Upon the Company successfully achieves the QIPO, the redemption liabilities were automatically derecognized on 30 June 2025.

(a) Key terms of preferred rights granted

Redemption right

Series Angel, Series A, Series B, Series C, Series C+, Series D, Series D1, Series D+, Series D2, Series D3 investors ("**Investors**") have rights to require the Company to redeem their investments if (i) the Company fails to achieve a QIPO, which means that the Company's shares be listed on a well-known stock exchange (including but not limited to Shanghai Stock Exchange and Shenzhen Stock Exchange, or other overseas exchanges) before 30 June 2026; or (ii) the application of IPO is rejected by the relevant listing regulatory authorities (including but not limited to the China Securities Regulatory Commission and the stock exchange), but exceptions are made where the Company cannot be listed due to reasons that cannot be attributed to the Company or its Founding Shareholders; or (iii) the certified public accountant appointed by the Company cannot issue an unqualified audit report, making it impossible for the Company to go public; or (iv) the chairman or general manager of the Company are legally identified as having constituted an economic crime, and the chairman or key individual of the Company who is served as or appointed by the Founding Shareholders has caused a significant adverse impact on the Company.

28 Redemption liabilities (Continued)

(a) Key terms of preferred rights granted (Continued)

Redemption right (Continued)

The redemption amount is the total amount paid by the Investors to obtain the equity interest of the Company, plus an annual simple interest rate of 10% for a period of time commencing from certain equity delivery date stated in the contracts to the date triggering redemption, reduce the dividends (if any) declared and paid to these the Investors.

Anti-dilution rights

If the Company increases its share at a price lower than the price paid by the Investors on a per share basis, the Investors have a right to require: (1) the Founding Shareholders to transfer the equity interests of the Company they directly or indirectly held to the Investors at the lowest price allowed by the law; or (2) the Company to issue new share for nominal consideration to the Investors; or (3) the Company or Founding Shareholders to compensate the Investors in cash.

(b) Presentation and classification

The redemption rights granted to the Investors constitute as the Company's obligations to repurchase its own equity instruments. These obligations were recognized as redemption liabilities which are initially measured at fair value (representing the present value of the expected cash flows for settling the related obligations if these rights are exercised by the Investors) and subsequently measured at amortized cost. Interests from the redemption liabilities are charged in finance cost.

The movements of redemption liabilities during the years ended 31 December 2025 and 2024 are:

	RMB'000
At 1 January 2025	**3,303,051**
Charged to finance costs	**139,264**
Derecognition of redemption liabilities	**(3,442,315)**
At 31 December 2025	**—**
At 1 January 2024	3,038,456
Charged to finance costs	264,595
At 31 December 2024	3,303,051

29 Financial liabilities at fair value through profit or loss

	As at 31 December	
	2025	2024
	RMB'000	RMB'000
Derivative	**—**	2,370

As at December 31, 2024, the financial liabilities at FVPL represent derivative financial liabilities arising from anti-dilution rights (note 28(i)) granted to the Investors. The financial liabilities are measured at fair value.

The Company has adopted the interpolation method, discounted cash flow method and equity allocation model to determine 100% of its equity value. Based on the fair value of 100% equity value, the Company has used the "with and without" model based on a bi-nominal model to determine the fair value of anti-dilution rights.

Key assumptions used to determine the fair value of anti-dilution rights are listed in note 3.3 (a) (iii).

Upon the Company successfully achieving the QIPO on 30 June 2025, the anti-dilution rights were automatically expired pursuant to agreements with the Investors, therefore the related financial liabilities recognised in prior periods were derecognized on 30 June 2025.

30 Trade and other payables

	As at 31 December	
	2025	2024
	RMB'000	RMB'000
Trade payables		
— Amounts due to third parties	**213,392**	164,796
— Note payables	**39,600**	—
Tax payables	**18,918**	12,954
Other payables:		
— Listing expenses	**1,941**	26,806
— Technology service fees	**57,526**	23,764
— Deposits	**1,438**	779
— Others	**25,964**	3,796
	358,779	232,895

(a) The carrying amounts of trade and other payables are considered to be approximate to their fair values, due to their short-term nature. As at 31 December 2025 and 2024, the carrying amounts of trade and other payables were all denominated in RMB.

(b) Aging analysis of the trade payables based on invoice date at the end of each reporting period are as follows:

	As at 31 December	
	2025	2024
	RMB'000	RMB'000
Up to 1 year	**157,793**	109,792
1 to 2 years	**10,917**	21,610
Over 2 years	**44,682**	33,394
	213,392	164,796

31 Deferred income tax assets and liabilities

Deferred income taxes are calculated in full on temporary differences under the liability method using the tax rates at which are expected to be applied at the time of reversal of the temporary differences.

As at 31 December 2025 and 2024, the deferred tax assets and deferred tax liabilities is as follows:

	As at 31 December	
	2025	2024
	RMB'000	RMB'000
Deferred tax assets:		
— to be recovered after 12 months	**14,738**	5,516
— to be recovered within 12 months	**2,372**	1,514
Offset by deferred tax liabilities	**(16,206)**	(6,735)
Net deferred income tax assets	**904**	295
Deferred tax liabilities:		
— to be settled after 12 months	**(14,692)**	(5,527)
— to be settled within 12 months	**(1,514)**	(1,208)
Offset by deferred income tax assets	**16,206**	6,735
Net deferred income tax liabilities	**—**	—

31 Deferred income tax assets and liabilities (Continued)

(a) The movements in deferred income tax assets and deferred income tax liabilities during the years ended 31 December 2025 and 2024 are as follows:

	Deferred tax assets — Lease liabilities RMB'000	Deferred tax assets — tax loss RMB'000	Deferred tax liabilities — Right-of-use assets RMB'000	Deferred tax liabilities — Investments measured at fair value through profit or loss RMB'000	Total RMB'000
As at 1 January 2025	**2,376**	**4,654**	**(2,081)**	**(4,654)**	**295**
Credit/(charged) to profit or loss	**3,165**	**6,915**	**(2,556)**	**(6,915)**	**609**
As at 31 December 2025	**5,541**	**11,569**	**(4,637)**	**(11,569)**	**904**
As at 1 January 2024	1,762	3,688	(1,709)	(3,688)	53
Credit/(charged) to profit or loss	614	966	(372)	(966)	242
As at 31 December 2024	2,376	4,654	(2,081)	(4,654)	295

32 Salary and welfare payables

	As at 31 December	
	2025 RMB'000	2024 RMB'000
Wages, salaries and bonuses	**9,591**	9,475
Pension costs	**2,191**	2,074
Other social security costs	**1,041**	978
Housing funds	**555**	544
Others	**1,895**	1,981
	15,273	15,052

33 Other non-current liabilities

	As at 31 December	
	2025	2024
	RMB'000	RMB'000
Deferred government grants (a)	**25,379**	22,565
Provisions	**7,400**	7,060
	32,779	29,625

(a) The Group received government grants from local governments as support for research and development expenses relating to innovation activities.

34 Borrowings

	As at 31 December	
	2025	2024
	RMB'000	RMB'000
Bank loans, secured (a)	**176,700**	50,000
Unsecured bank loans	**124,800**	60,000
Borrowings from discounted note receivables (b)	**35,000**	35,378
	336,500	145,378

As at 31 December 2025 and 2024, the Group's borrowings were repayable as follows:

	As at 31 December	
	2025	2024
	RMB'000	RMB'000
Within 1 year	**336,500**	145,378

The weighted average effective interest rate of bank loans for the years ended 31 December 2025 and 2024 was 3.1% and 3.4% per annum, respectively.

(a) As at 31 December 2025, the secured bank loans amounted to RMB176.7 million, of which RMB149.7 million was borrowed by the Company and guaranteed by a subsidiary of the Group, the remaining RMB27 million was borrowed by subsidiaries of the Group and guaranteed by the Company.

As at 31 December 2024, the secured bank loans amounted to RMB50.0 million, of which RMB20 million was borrowed by the Company and guaranteed by a subsidiary of the Group, RMB25.0 million was borrowed by subsidiaries of the Group and guaranteed by the Company, and the remaining RMB5.0 million was borrowed by a subsidiary of the Group secured by its patents.

(b) As at 31 December 2025 and 2024, the borrowings generated from discounted note receivables to a bank were amounted to RMB35.0 million and RMB35.4 million, respectively.

35 Contingencies and commitments

(a) Contingencies

The Group did not have any material contingent liabilities as at 31 December 2025 and 2024.

(b) Capital commitments

On 25 April 2023, the Group entered into an agreement with Jinan Supercomputing Industry Development Co., Ltd. (濟南超算產業發展有限公司) to acquire office space in the National Supercomputing Center Jinan Science Park (國家超算濟南中心科技園) for estimated cash consideration of between RMB90 million and RMB100 million. As at 31 December 2025, pursuant to this agreement, the Company had accumulatively paid RMB47.4 million, representing approximately 50% of the total expected purchase consideration.

(c) Investment commitments

On 9 January 2024, a subsidiary of the Group, Yunzhisheng (Xinyang) Digital Technology Co., Ltd. (雲知聲(信陽)數字科技有限公司, "**Unisound Xinyang**") and Xinyang Huaxin Construction Investment Henan Southeast Development and Construction Co., Ltd. (信陽華信建投豫東南開發建設有限公司) jointly invested to establish Xinyang Huayun Industrial Park Construction Co., Ltd. (信陽華雲產業園區建設有限公司). Unisound Xinyang promised to contribute RMB10 million in cash according to the Articles of Association, representing 5% of the shareholding. At 31 December 2025, the Group has invested RMB2.8 million, which was accounted for as financial assets at fair value through profit or loss.

On 18 July 2025, a subsidiary of the Group, Unisound (Hangzhou) AI Technology Co., Ltd. (雲知聲(杭州)智能科技有限公司, "**Unisound Hangzhou**") together with Shenzhen Zhiyuanlian Technology Co.,Ltd. (深圳市智遠聯科技有限公司) and Hangzhou Zhihe Self-owned Fund Investment Partnership (Limited Partnership) (杭州智河自有資金投資合夥企業(有限合夥)) invested to establish Hangzhou Fushengyun Artificial Intelligence Co., Ltd. (杭州富聲雲人工智能有限公司, "**Hangzhou Fushengyun**"). In accordance with the Cooperation Agreement signed between the parties, Unisound Hangzhou promised to invest RMB40 million to acquire 4% interest of Hangzhou Fushengyun. As at 31 December 2025, the Group has invested RMB4 million, which was accounted for as financial assets at fair value through profit or loss.

36 Related party transactions

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operation decisions. Parties are also considered to be related if they are subject to common control. Members of key management and their close family members of the Group are also considered as related parties.

The following transactions were carried out between the Group and its related parties during the years presented. In the opinion of the directors of the Company, the related party transactions were carried out in the normal course of business and at terms negotiated between the Group and the respective related parties.

Key management personnel compensation

Key management includes director and senior officers. The compensation paid or payable to key management for employee services is shown below:

	Year ended 31 December	
	2025	2024
	RMB'000	RMB'000
Wages, salaries and bonuses	**9,378**	9,478
Pension costs	**775**	756
Housing benefits	**541**	528
Other social security costs	**475**	464
	11,169	11,226

37 Cash flow information

(a) Cash used in operations

Reconciliation of loss for the year to cash used in operations:

		Year ended 31 December	
		2025	2024
	Note	**RMB'000**	RMB'000
Loss before income tax:		**(325,683)**	(454,373)
Adjustments for:			
Depreciation and amortization	9	**30,698**	25,849
Net fair value losses on financial liabilities at fair value through profit or loss	29	**(2,370)**	(13)
Net fair value (gains)/losses on financial assets at fair value through profit or loss	23	**(1,837)**	7,495
Net impairment losses on financial assets and contract assets recognized in profit or loss	3	**60,544**	48,438
Finance costs — net	11	**147,265**	268,645
Net impairment losses/(gains) on inventories	22	**450**	(987)
Disposal loss of property and equipment		**145**	27
Disposal loss of financial assets at fair value through profit or loss		**35**	—
Disposal (gains)/loss of right-of-use assets		**(1,071)**	745
Exchange (gains)/loss		**(1,785)**	35
Change in working capital:			
— Inventories		**71,814**	(71,452)
— Trade receivables		**(281,848)**	(197,014)
— Contract assets		**(6,345)**	(403)
— Prepayment and other receivables		**26,262**	(23,267)
— Trade and other payables		**131,096**	52,957
— Salary and welfare payable		**221**	(181)
— Contract liabilities		**(17,952)**	21,461
— Financial lease receivables		**2,599**	2,069
— Other non-current liabilities		**3,154**	3,191
Cash used in operations		**(164,608)**	(316,778)

37 Cash flow information (Continued)

(b) Non-cash investing and financing activities

The major non-cash investing and financing activities during the years ended 31 December 2025 and 2024 mainly include (i) the right-of-use assets obtained in exchange for the lease liabilities as described in note 16, and (ii) interest expense on redemption liabilities charged to finance costs as described in note 28.

(c) Net debt reconciliation

	As at 31 December	
	2025	2024
	RMB'000	RMB'000
Cash and cash equivalents	**341,218**	156,476
Redemption liabilities	**—**	(3,303,051)
Financial liabilities at fair value through profit or loss	**—**	(2,370)
Borrowings	**(336,500)**	(145,378)
Lease liabilities	**(32,312)**	(18,248)
Net debt	**(27,594)**	(3,312,571)

* The Company defines its net debt as cash and cash equivalents plus wealth management products at FVPL, minus financial liabilities at FVPL, redemption liabilities, borrowing and lease liabilities at each year.

37 Cash flow information (Continued)

(c) Net debt reconciliation (Continued)

	Liabilities from financing activities					Other assets		
	Leases RMB'000	Financial liabilities at fair value through profit or loss RMB'000	Redemption liabilities RMB'000	Borrowings RMB'000	Other payable-borrowing from sales and leaseback RMB'000	Cash and cash equivalents RMB'000	Wealth management products at fair value through profit or loss RMB'000	Total RMB'000
Net debt as at 1 January 2025	**(18,248)**	**(2,370)**	**(3,303,051)**	**(145,378)**	**—**	**156,476**	**—**	**(3,312,571)**
Cash flows	**10,707**	**—**	**—**	**(191,122)**	**—**	**184,742**	**—**	**4,327**
Changes in fair value	**—**	**2370**	**—**	**—**	**—**	**—**	**—**	**2,370**
Modification of leasing contracts	**460**	**—**	**—**	**—**	**—**	**—**	**—**	**460**
Additions of lease liabilities	**(24,186)**	**—**	**—**	**—**	**—**	**—**	**—**	**(24,186)**
Derecognition of redemption liabilities	**—**	**—**	**3,442,315**	**—**	**—**	**—**	**—**	**3,442,315**
Finance costs recognized	**(1,045)**	**—**	**(139,264)**	**—**	**—**	**—**	**—**	**(140,309)**
Net debt as at 31 December 2025	**(32,312)**	**—**	**—**	**(336,500)**	**—**	**341,218**	**—**	**(27,594)**
Net debt as at 1 January 2024	(9,598)	(2,383)	(3,038,456)	(65,000)	(1,000)	379,224	69,010	(2,668,203)
Cash flows	12,956	—	—	(80,378)	1,000	(222,748)	(70,006)	(359,176)
Changes in fair value	—	13	—	—	—	—	996	1,009
Additions of lease liabilities	(20,586)	—	—	—	—	—	—	(20,586)
Finance costs recognized	(1,020)	—	(264,595)	—	—	—	—	(265,615)
Net debt as at 31 December 2024	(18,248)	(2,370)	(3,303,051)	(145,378)	—	156,476	—	(3,312,571)

38 Benefits and interests of directors

(a) Directors' emoluments

The remuneration of every director for the years ended 31 December 2025 and 2024 were set out below:

For the Year ended 31 December 2025

	Note	Wages, salaries and bonuses RMB'000	Pension costs — defined contribution plans RMB'000	Other social security costs RMB'000	Housing benefits RMB'000	Total RMB'000
Executive directors						
Liang Jiaen	(i)	674	70	44	51	839
Huang Wei	(ii)	1,200	70	44	51	1,365
Kang Heng	(iii)	413	68	42	50	573
Li Xiaohan	(iv)	537	70	44	51	702
Liu Shengping	(v)	1,080	70	44	51	1,245
Li Peng	(vi)	1,046	70	44	51	1,211
Non-executive directors						
Kuang Duane Ziping	(vii)	—	—	—	—	—
Li Zhichao	(viii)	—	—	—	—	—
Wang Cunfu	(ix)	—	—	—	—	—
Wang Yazhuo	(x)	—	—	—	—	—
Li Ang	(xvi)	—	—	—	—	—
Independent non-executive directors						
Hu Jianjun	(xi)	200	—	—	—	200
Fan Jian	(xii)	200	—	—	—	200
Jin Huihua	(xiii)	200	—	—	—	200
Zhang Kun	(xiv)	200	—	—	—	200
Chen Hua	(xv)	189	—	—	—	189
Supervisors						
Shan Bo	(xvii)	749	70	44	51	914
Ren He	(xviii)	640	70	44	51	805
Hong Zhao	(xix)	—	—	—	—	—
		7,328	558	350	407	8,643

38 Benefits and interests of directors (Continued)

(a) Directors' emoluments (Continued)

For the Year ended 31 December 2024

	Note	Wages, salaries and bonuses RMB'000	Pension costs — defined contribution plans RMB'000	Other social security costs RMB'000	Housing benefits RMB'000	Total RMB'000
Executive directors						
Liang Jiaen	(i)	674	68	42	50	834
Huang Wei	(ii)	1,200	68	42	50	1,360
Kang Heng	(iii)	413	67	42	49	571
Li Xiaohan	(iv)	538	68	42	50	698
Liu Shengping	(v)	1,082	68	42	50	1,242
Li Peng	(vi)	1,044	68	42	50	1,204
Non-executive directors						
Kuang Duane Ziping	(vii)	—	—	—	—	—
Li Zhichao	(viii)	—	—	—	—	—
Wang Cunfu	(ix)	—	—	—	—	—
Wang Yazhuo	(x)	—	—	—	—	—
Independent non-executive directors						
Hu Jianjun	(xi)	200	—	—	—	200
Fan Jian	(xii)	200	—	—	—	200
Jin Huihua	(xiii)	200	—	—	—	200
Zhang Kun	(xiv)	200	—	—	—	200
Chen Hua	(xv)	200	—	—	—	200
Supervisors						
Shan Bo	(xvii)	763	68	42	50	923
Ren He	(xviii)	665	68	42	50	825
Hong Zhao	(xix)	—	—	—	—	—
		7,379	543	336	399	8,657

38 Benefits and interests of directors (Continued)

(a) Directors' emoluments (Continued)

(i) Mr. Liang Jiaen was appointed as a director with effect from 10 June 2019.

(ii) Mr. Huang Wei was appointed as a director with effect from 10 June 2019.

(iii) Mr. Kang Heng was appointed as a director with effect from 10 June 2019.

(iv) Mr. Li Xiaohan was appointed as a director with effect from 10 June 2019.

(v) Mr. Liu Shengping was appointed as a director with effect from 10 June 2019.

(vi) Mr. Li Peng was appointed as a director with effect from 10 June 2019 and was retired from 10 December 2025.

(vii) Mr. Kuang Duane Ziping was appointed as a director with effect from 10 June 2019 and was retired from 10 December 2025.

(viii) Mr. Li Zhichao was appointed as a director with effect from 10 June 2019.

(ix) Dr. Wang Cunfu was appointed as a director with effect from 12 April 2023 and was retired from 10 December 2025.

(x) Ms. Wang Yazhuo was appointed as a director with effect from 20 December 2023 and resigned on 31 December 2024.

(xi) Mr. Hu Jianjun was appointed as a director with effect from 10 June 2019.

(xii) Mr. Fan Jian was appointed as a director with effect from 10 June 2019.

(xiii) Ms. Jin Huihua was appointed as a director with effect from 23 June 2023.

(xiv) Dr. Zhang Kun was appointed as a director with effect from 23 June 2023.

(xv) Mr. Chen Hua was appointed as a director with effect from 23 June 2023 and was retired from 10 December 2025.

(xvi) Mr. Li Ang was appointed as a director with effect from 12 March 2025 and was resigned from 6 March 2026.

(xvii) Mr. Shan Bo was appointed as a director with effect from 10 June 2019 and was resigned from 8 August 2025 due to abolish of the Supervisory Committee, which has been approved by the extraordinary general meeting held on 17 October 2025.

(xviii) Mr. Ren He was appointed as a director with effect from 10 June 2019 and was resigned from 8 August 2025 due to abolish of the Supervisory Committee, which has been approved by the extraordinary general meeting held on 17 October 2025.

(xix) Mr. Hong Zhao was appointed as a director with effect from 10 June 2019 and was resigned from 8 August 2025 due to abolish of the Supervisory Committee, which has been approved by the extraordinary general meeting held on 17 October 2025.

38 Benefits and interests of directors (Continued)

(b) Directors' retirement and termination benefits

No retirement or termination benefits have been paid to the Company's directors for the years ended 31 December 2025 and 2024.

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

No consideration was provided to third parties for making available directors' services during the years ended 31 December 2025 and 2024.

(d) Information about loans, quasi-loans or other dealings in favour of directors, controlled bodies corporate by and connected entities with such directors

No loans, quasi-loans or other dealings were entered into by the Company in favour of directors, controlled bodies corporate by and connected entities with such directors during the years ended 31 December 2025 and 2024.

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

No significant transactions, arrangements and contracts in relation to the Group's business to which the Group was a party and in which a director of the Company had a material interest, whether directly or indirectly, subsisted at the end of the years or at any time during the years ended 31 December 2025 and 2024.

39 Subsequent events

On 22 January 2026, a total of 780,000 new H shares ("**First Placing Shares**"), representing approximately 1.84% of the H shares in issue and approximately 1.08% of the total number of shares in issue as enlarged by the allotment and issuance of the First Placing Shares immediately upon completion of the placing, have been successfully placed at the placing price of HK$252 per H share. The gross proceeds from the placing amounted to HK$196.6 million.

On 9 February 2026, a total of 1,008,000 new H shares ("**Second Placing Shares**"), representing approximately 2.32% of the H shares in issue and approximately 1.38% of the total number of shares in issue as enlarged by the allotment and issuance of the Second Placing Shares immediately upon completion of the placing, have been successfully placed at the placing price of HK$310 per H share. The gross proceeds from the placing amounted to HK$312.5 million.

40 Dividend

No dividend has been paid or declared by the Company or the companies now comprising the Group during each of the years ended 31 December 2025 and 2024.

41 Balance sheet and reserve movement of the Company

(a) Balance sheet of the Company

Assets	As at 31 December 2025 RMB'000	2024 RMB'000
Non-current assets		
Property, plant and equipment	**6,647**	10,130
Right-of-use assets	**7,215**	4,868
Intangible assets	**849**	237
Investments in subsidiaries	**746,683**	592,783
Financial assets at fair value through profit or loss	**22,998**	22,097
Amounts due from subsidiaries	**661,644**	611,549
Total non-current assets	**1,446,036**	1,241,664
Current assets		
Inventories	**11,846**	7,695
Contract assets	**2,394**	1,030
Trade receivables	**259,241**	114,639
Prepayments and other receivables	**13,089**	27,839
Cash and cash equivalents	**190,845**	12,213
Restricted cash	**40,098**	590
Total current assets	**517,513**	164,006
Total assets	**1,963,549**	1,405,670
Equity/(deficit)		
Share capital	**71,187**	69,392
Treasury stock	**—**	(2,563,637)
Reserves	**3,424,315**	2,234,805
Accumulated losses	**(2,217,091)**	(1,938,566)
Total equity/(deficit)	**1,278,411**	(2,198,006)

41 Balance sheet and reserve movement of the Company (Continued)

(a) Balance sheet of the Company (Continued)

	As at 31 December	
	2025	2024
Liabilities	**RMB'000**	RMB'000
Non-current liabilities		
Lease liabilities	**3,186**	—
Redemption liabilities	**—**	3,303,051
Other non-current liabilities	**7,532**	13,975
Total non-current liabilities	**10,718**	3,317,026
Current liabilities		
Trade and other payables	**337,787**	178,708
Contract liabilities	**30,711**	23,558
Salary and welfare payable	**7,816**	7,634
Borrowings	**294,500**	70,000
Financial liabilities at fair value through profit or loss	**—**	2,370
Lease liabilities	**3,606**	4,380
Total current liabilities	**674,420**	286,650
Total liabilities	**685,138**	3,603,676
Net current liabilities	**(156,907)**	(122,644)
Total liabilities and equity/(deficit)	**1,963,549**	1,405,670

The balance sheet of the Company was approved by the Board of Directors on 26 March 2026 and was signed on its behalf:

Liang Jia'en
Director

Huang Wei
Director

41 Balance sheet and reserve movement of the Company (Continued)

(b) Reserve movement of the Company

	Share premium RMB'000	Share-based compensation reserve RMB'000	Other reserves RMB'000	Total RMB'000
At 31 December 2024	**1,914,801**	**319,318**	**686**	**2,234,805**
Shares issued in IPO	**333,713**	**—**	**—**	**333,713**
Incremental cost of share issuance	**(22,881)**	**—**	**—**	**(22,881)**
Derecognition of redemption liabilities	**878,678**	**—**	**—**	**878,678**
At 31 December 2025	**3,104,311**	**319,318**	**686**	**3,424,315**

	Share premium RMB'000	Share-based compensation reserve RMB'000	Other reserves RMB'000	Total RMB'000
At 31 December 2023	1,914,801	319,318	686	2,234,805
Currency translation differences	—	—	—	—
At 31 December 2024	1,914,801	319,318	686	2,234,805