



众安集团
ZHONG AN GROUP

众安智慧生活服务有限公司 Zhong An Intelligent Living Service Limited

(Incorporated in the Cayman Islands with limited liability)
(於開曼群島註冊成立的有限公司)

Stock Code 股份代號: 2271

ANNUAL REPORT
年報 **2024**



Contents 目錄

		<i>Pages</i> 頁次
Corporate Information	公司資料	2
Definitions	釋義	4
Financial Highlights	財務摘要	7
Chairman's Statement	主席報告	8
Management Discussion and Analysis	管理層討論與分析	12
Corporate Governance Report	企業管治報告	30
Biographical Details of Directors and Senior Management	董事及高級管理人員履歷	48
Report of the Directors	董事會報告	59
Independent Auditor's Report	獨立核數師報告	73
Consolidated Statements of Profit or Loss and Other Comprehensive Income	合併損益及其他全面收益表	79
Consolidated Statement of Financial Position	合併財務狀況表	80
Consolidated Statement of Changes in Equity	合併權益變動表	82
Consolidated Statement of Cash Flows	合併現金流量表	83
Notes to Financial Statements	財務報表附註	85
Summary of Financial Information	財務資料概要	152

Corporate Information

公司資料

BOARD OF DIRECTORS

Executive Directors

Mr. Shi Zhongan (*Chairman*)
Ms. Ding Shuchun (*Chief Executive Officer*)
(*newly appointed with effect on 18 January 2025*)
Mr. Sun Zhihua (*Vice Chairman, Co-chief Executive Officer*)
Mr. Yang Guang (*resigned with effect on 18 January 2025*)
Mr. Ding Lei
Ms. Xu Jianying

Independent Non-executive Directors

Mr. Liang Xinjun
Mr. Chung Chong Sun
Mr. Chiu Ngam

COMPANY SECRETARY

Mr. Lin Caihe

AUTHORISED REPRESENTATIVES

Mr. Sun Zhihua
Mr. Lin Caihe

AUDIT COMMITTEE

Mr. Chung Chong Sun (*Chairman*)
Mr. Liang Xinjun
Mr. Chiu Ngam

REMUNERATION COMMITTEE

Mr. Liang Xinjun (*Chairman*)
Mr. Sun Zhihua
Ms. Xu Jianying
Mr. Chung Chong Sun
Mr. Chiu Ngam

NOMINATION COMMITTEE

Mr. Shi Zhongan (*Chairman*)
Mr. Liang Xinjun
Mr. Chung Chong Sun

REGISTERED OFFICE

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

HEADQUARTERS AND PRINCIPAL PLACE OF BUSINESS IN THE PRC

Room 527, 5th Floor
Building 6, Xinhang Business Center
Xihu, Hangzhou
Zhejiang Province
the PRC

董事會

執行董事

施中安先生 (主席)
丁曙春女士 (行政總裁)
(於2025年1月18日履新)
孫志華先生 (副主席、聯席行政總裁)
楊光先生 (於2025年1月18日辭任)
丁磊先生
徐建穎女士

獨立非執行董事

梁信軍先生
鍾創新先生
趙岩先生

公司秘書

林才賀先生

授權代表

孫志華先生
林才賀先生

審核委員會

鍾創新先生 (主席)
梁信軍先生
趙岩先生

薪酬委員會

梁信軍先生 (主席)
孫志華先生
徐建穎女士
鍾創新先生
趙岩先生

提名委員會

施中安先生 (主席)
梁信軍先生
鍾創新先生

註冊辦事處

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

總部及中國主要營業地點

中國
浙江省
杭州市西湖區
新杭商務中心6號樓
5樓527室



Corporate Information (Continued) 公司資料(續)

PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Room 4009, 40/F
China Resources Building
26 Harbour Road
Wanchai
Hong Kong

STOCK CODE

2271

COMPANY'S WEBSITE

www.zazhsh.com

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE IN THE CAYMAN ISLANDS

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

HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

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

PRINCIPAL BANKERS

Bank of China (Hong Kong) Limited
Xiaoshan Rural Commercial Bank
Agricultural Bank of China

AUDITOR

Ernst & Young
Certified Public Accountants
Registered Public Interest Entity Auditor
27/F, One Taikoo Place
979 King's Road
Quarry Bay
Hong Kong

LEGAL ADVISER AS TO HONG KONG LAWS

Jingtian & Gongcheng LLP
Suites 3203-3207
32/F., Edinburgh Tower
The Landmark
15 Queen's Road Central
Hong Kong

COMPLIANCE ADVISER

Rainbow Capital (HK) Limited
Office No. 710, 7/F,
Wing On House,
71 Des Voeux Road Central,
Hong Kong

香港主要營業地點

香港
灣仔
港灣道26號
華潤大廈
40樓4009室

股份代號

2271

公司網址

www.zazhsh.com

開曼群島股份過戶登記總處

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

香港股份過戶登記分處

卓佳證券登記有限公司
香港
夏慤道16號
遠東金融中心17樓

主要往來銀行

中國銀行(香港)有限公司
蕭山農商銀行
中國農業銀行

核數師

安永會計師事務所
執業會計師
註冊公眾利益實體核數師
香港
鰂魚涌
英皇道979號
太古坊一座27樓

有關香港法律的法律顧問

競天公誠律師事務所有限法律責任合夥
香港
皇后大道中15號
置地廣場
公爵大廈32樓
3203-3207室

合規顧問

泓博資本有限公司
香港中環
德輔道中71號
永安集團大廈
7樓710室

Definitions

釋義



“2023 Same Period” 「2023年同期」	指	the year ended 31 December 2023 截至2023年12月31日止年度
“Annual General Meeting” 「股東週年大會」	指	the forthcoming annual general meeting of the Company to be held on Thursday, 5 June 2025 將於2025年6月5日（星期四）舉行的應屆股東週年大會
“Articles of Association” 「組織章程細則」	指	the articles of association of the Company 本公司組織章程細則
“associate” 「聯繫人」	指	has the meaning ascribed to it under the Listing Rules 具有《上市規則》賦予該詞的涵義
“Auditor” 「核數師」	指	Ernst & Young, the auditor of the Company 本公司核數師安永會計師事務所
“Audit Committee” 「審核委員會」	指	the audit committee of the Company 本公司審核委員會
“Board” 「董事會」	指	the board of Directors of the Company 本公司董事會
“Board Committees” 「董事會委員會」	指	collectively, the Audit Committee, the Remuneration Committee and the Nomination Committee 審核委員會、薪酬委員會及提名委員會的統稱
“CG Code” 「企業管治守則」	指	the Corporate Governance Code in Appendix C1 to the Listing Rules 《上市規則》附錄C1所載企業管治守則
“Chief Executive Officer” 「行政總裁」	指	the chief executive officer of the Company 本公司行政總裁
“CIA” 「中指院」	指	the China Index Academy 中國指數研究院
“CNC” 「中國新城市」	指	China New City Group Limited 中國新城市集團有限公司
“Company” or “our Company” 「本公司」	指	Zhong An Intelligent Living Service Limited (众安智慧生活服务有限公司), an exempted company with limited liability incorporated in the Cayman Islands on 16 November 2020, whose shares are listed on the Main Board of the Stock Exchange (stock code: 2271) 众安智慧生活服务有限公司，一家於2020年11月16日在開曼群島註冊成立的獲豁免有限責任公司，其股份於聯交所主板上市（股份代號：2271）
“Director(s)” 「董事」	指	the director(s) of the Company 本公司董事
“Global Offering” 「全球發售」	指	the initial public offering of the Company 本公司首次公開發售
“Group” 「本集團」	指	the Company and all of its subsidiaries 本公司及其全部附屬公司

Definitions (Continued) 釋義(續)

“HK\$” 「港元」	指	Hong Kong dollars, the lawful currency of Hong Kong 香港法定貨幣港元
“HKICPA” 「香港會計師公會」	指	the Hong Kong Institute of Certified Public Accountants 香港會計師公會
“Hong Kong” 「香港」	指	the Hong Kong Special Administrative Region of the PRC 中國香港特別行政區
“Ideal World” 「Ideal World」	指	Ideal World Investments Limited Ideal World Investments Limited
“IFRSs” 「國際財務報告準則」	指	the International Financial Reporting Standards 國際財務報告準則
“Listing Date” 「上市日期」	指	18 July 2023 2023年7月18日
“Listing Rules” 「上市規則」	指	Rules Governing the Listing of Securities on the Stock Exchange 聯交所證券上市規則
“Model Code” 「《標準守則》」	指	the Model Code for Securities Transactions by Directors of Listed Issuers 《上市發行人董事進行證券交易的標準守則》
“Mr. Shi” 「施先生」	指	Mr. Shi Zhongan (alias Shi Kancheng) 施中安先生(又名施侃成)
“Nomination Committee” 「提名委員會」	指	the nomination committee of the Company 本公司提名委員會
“Over-allotment Option” 「超額配股權」	指	the over-allotment option as described in the Prospectus 招股說明書所述的超額配股權
“PRC” 「中國」	指	the People's Republic of China excluding, for the purpose of this report, Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan 中華人民共和國,就本報告而言,不包括香港、中國澳門特別行政區及台灣
“Prospectus” 「招股說明書」	指	the prospectus of the Company dated 30 June 2023 本公司於2023年6月30日的招股說明書
“Remaining Group” 「餘下集團」	指	CNC, together with Zhong An Group 中國新城市連同眾安集團
“Remuneration Committee” 「薪酬委員會」	指	the remuneration committee of the Company 本公司薪酬委員會
“Reporting Period” 「報告期間」	指	the year ended 31 December 2024 截至2024年12月31日止年度
“RMB” 「人民幣」	指	Renminbi, the lawful currency of the PRC 中國法定貨幣人民幣
“SFO” 「《證券及期貨條例》」	指	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time 香港法例第571章《證券及期貨條例》,經不時修訂、補充或以其他方式修改

Definitions (Continued)

釋義(續)

“Share(s)” 「股份」	指	ordinary share(s) with nominal value of HK\$0.01 each in the share capital of the Company 本公司股本中每股面值0.01港元之普通股
“Shareholder(s)” 「股東」	指	shareholders of the Company 本公司股東
“Stock Exchange” 「聯交所」	指	the Stock Exchange of Hong Kong Limited 香港聯合交易所有限公司
“subsidiary(ies)” 「附屬公司」	指	has the meaning ascribed to it under the Listing Rules 具有《上市規則》賦予該詞的涵義
“substantial shareholder(s)” 「大股東」	指	has the meaning ascribed to it under the Listing Rules 具有《上市規則》賦予該詞的涵義
“Whole Good” 「全好」	指	Whole Good Management Limited 全好管理有限公司
“Zhong An” 「眾安」	指	Zhong An Group Limited 眾安集團有限公司
“Zhong An BVI” 「眾安BVI」	指	Zhong An Service Holding Limited 眾安服務控股有限公司
“Zhong An Group” 「眾安集團」	指	Zhong An and its subsidiaries 眾安及其附屬公司

Financial Highlights

財務摘要

		For the year ended 31 December 截至12月31日止年度		Change 變動
		2024 2024年 RMB'000 人民幣千元	2023 2023年 RMB'000 人民幣千元	
Revenue	收入	412,238	351,133	
Gross profit	毛利	120,282	118,814	
Profit for the year	本年度溢利	37,341	49,424	-24.45%
Profit attributable to owners of the parent	母公司擁有人應佔溢利	38,067	49,346	-22.86%
Earnings per share attributable to ordinary equity holders of the parent – Basic and diluted	母公司普通股股權持有人應佔 每股盈利 — 基本及攤薄	RMB7.4 cents 人民幣7.4分	RMB11.2 cents 人民幣11.2分	

		As at 31 December 於12月31日		Change 變動
		2024 2024年 RMB'000 人民幣千元	2023 2023年 RMB'000 人民幣千元	
Total assets	總資產	469,846	410,085	
Net assets	淨資產	299,343	274,756	
Net assets value per share	每股資產淨值	RMB0.58 人民幣0.58元	RMB0.53 人民幣0.53元	+9.43%

Chairman's Statement

主席報告



Dear Shareholders,

On behalf of Zhong An Intelligent Living Service Limited and its subsidiaries, I am pleased to present the annual results of the Group for the year ended 31 December 2024.

Since the listing of Zhong An in November 2007 on the Stock Exchange, the Company is the second subsidiary of Zhong An to be successfully listed on the Stock Exchange through the spin-off. The first subsidiary of Zhong An successfully listed on the Stock Exchange by way of spin-off was CNC. The Company has been listed on the Main Board of the Stock Exchange since 18 July 2023. Zhong An and its subsidiaries have thus become a large-scale enterprise group with listed companies in real estate, commercial and property sectors in Zhejiang Province, China.

In 2024, the Group's revenue was approximately RMB412.2 million, representing an increase of approximately 17.4% as compared with approximately RMB351.1 million in the same period in 2023. As of 31 December 2024, the Group had 17 new projects under management, representing an increase of approximately 15.0%, and an additional area under management of approximately 3.6 million sq. m., representing an increase of approximately 21.7%.

As a comprehensive property service provider with deep roots in the Yangtze River Delta, the Group has been focusing on customer satisfaction for many years. It is committed to understanding customer needs, striving for excellence in services, and building a comprehensive service system under the "Zhong An Intelligent" brand. In the past year, while strengthening basic services, the Group has continued to expand its chain and business to provide many value-added services such as housekeeping, retail, home decoration and asset operations. It has continuously won the trust of customers with its high-quality services, and its area under management, expansion volume, revenue, and cash flow have all increased to a certain extent.

致各位股東：

本人謹代表众安智慧生活服务有限公司連同其附屬公司，欣然提呈本集團截至2024年12月31日止年度之全年業績。

本公司是眾安自2007年11月在聯交所上市後，眾安第二家通過分拆上市模式，成功在聯交所上市的附屬公司。眾安第一次通過分拆上市模式，成功分拆上市的附屬公司是中國新城市。本公司自2023年7月18日於聯交所主板上市。眾安及其附屬公司也因此成為中國浙江省內一家同時擁有房產、商業和物業上市公司的大型企業集團。

2024年本集團收入約人民幣412.2百萬元對比2023年同期約人民幣351.1百萬元增幅約17.4%。截至2024年12月31日，本集團新增在管項目17個，增幅約15.0%，新增在管面積約3.6百萬平方米，增幅約21.7%。

作為一家深耕長三角的綜合物業服務提供商，本集團多年以來一直以客戶滿意為中心，致力了解客戶需求，對服務精益求精，打造「眾安智慧」品牌的全方面服務體系。在過去的一年裡，本集團在夯實基礎服務的同時，不斷做長鏈條做寬業務，提供家政、零售、美居、資產運營等多項增值服務。憑藉高品質服務不斷贏得客戶信賴，在管面積、拓展數量、收入和現金流均得到一定著提升。



Chairman's Statement (Continued) 主席報告 (續)

According to CIA, the Group has been included in the list of the Top 100 Property Management Companies in China (中國物業服務百強企業) since 2016 and our ranking rose from 82nd in 2016 to 37th in 2024, reflecting the Group's growing property management capabilities and comprehensive strength.

Over the course of the Group's development, in addition to the efforts in managing residential property projects, we also focused on non-residential property projects comprising primarily commercial and office buildings, serviced apartments, industrial parks, public and other properties (such as office buildings of PRC governmental bodies, industrial parks, hospitals, schools and parks). The management of the Group believes that the development of our non-residential property projects portfolio would enable the Group to provide more personalized and professional service offerings and enhance its service standards, which would in turn allow the Group to provide our customers with better quality services and elevate the Group's brand reputation and image. Meanwhile, we are actively developing new models for business expansion. Through strategic cooperation with enterprises under the State-owned Assets Supervision and Administration Commission, we lay the foundation for business growth. By providing consulting services to small and medium-sized enterprises, we explore new growth opportunities of the operational business.

根據中指院之資料，本集團自2016年起連續被納入中國物業服務百強企業中，排名由2016年的第82位上升至2024年的第37位，反映出本集團的物業管理能力不斷提升以及綜合實力不斷增強。

自本集團發展以來，除了在管理住宅物業專案方面作出努力外，亦專注於提供非住宅物業項目，其中主要包括商業及辦公樓、服務式公寓、產業園、公共場所及其他物業（例如中國政府機關之辦公樓、工業園區、醫院、學校及公園）。本集團管理層相信，發展非住宅物業組合專案將使本集團能夠提供更具個性及專業的服務產品，並提高本集團的服務水準，從而讓本集團向客戶提供更好的優質服務，並提升本集團的品牌聲譽及形象。於此同時，我們積極開發業務拓展新模式，通過與國資委背景企業的合作，奠定業務增長基礎，通過為中小企業提供諮詢服務，開發經營類業務新的增長點。

Chairman's Statement (Continued)

主席報告(續)



During the Reporting Period, the Group has always adhered to “providing better services to homeowners” as the Group’s business goal. We have improved and optimized the product line system and operation management system, and promoted management and service standardization. In terms of service quality, we have established strict service standards and achieved their visualization through the production of standardized videos and pocket guides. At the same time, we have strengthened employee training to enhance the standardization of services. Meanwhile, we have implemented our dual initiatives of “Quality Supervision Officer” and “General Manager Reception Day,” complemented by four supporting programs namely “Listening Quality Improvement Month”, “Happy Labor Day”, “Doing One Thing for Our Residents”, and “Four Seasons at Home” to establish core brand standards, aiming to empower the front line through management, better understand the actual needs of customers, and accurately improve the service quality of each project, thereby improving customer satisfaction.

In terms of smart services, the Group has continued to promote smart fire protection, smart security, and smart access systems, as well as devices such as sweeping robots and delivery robots, thereby providing more convenient and efficient integrated services to meet customer needs. In 2024, the Group officially established an intelligent service platform, integrating smart fire protection systems, smart security systems, smart access systems, as well as online reporting and repair services, to further advance intelligent management and services. At the same time, efforts were made to gradually increase the adoption rate of intelligent robots in fundamental property services. Currently, sweeping robots, delivery robots, and similar devices have been put into service in multiple projects. At the same time, in order to cater to the needs of homeowners more accurately, on the value-added service side, we have diversified into offerings such as retail-to-home, housekeeping services, car washing and beautification services, and home renovation and decoration services. In 2024, we introduced new pet services, further enhancing the “Last Kilometer” initiative and building a diversified, one-stop community service ecosystem to make the lives of homeowners more convenient and efficient. The Group has also continued to explore and research business development in multiple new areas, and formulated multiple new business tracks based on business needs and the Company’s development direction, which will be gradually implemented in future development. The Group endeavored to understand the needs of our customers, refine our services and build an all-rounded service system under the “Zhong An Intelligent Living” brand.

本集團在報告期內，始終堅持以「為業主提供更優質服務」作為本集團的經營目標，我們完善及優化產品線體系及運營管理體系，推行管理及服務標準化。在服務品質上，我們嚴格制定服務標準，並通過標準化視頻、口袋書的製作，實現標準可視化，同時加強員工培訓，提升服務的標準化水平。同時，我們通過兩主「品質督導官、總經理接待日」四輔「聆聽品質提升月、幸福勞動日、我為業主做一件事、四季有家」核心品牌標準建設，通過管理層賦能一線，更加了解客戶實際需求，精準提升各項目的服務品質，從而提升客戶滿意度。

在智慧化服務上，本集團持續推薦智慧消防、智慧安防、智慧通行系統以及掃地機器人、送餐機器人等，從而提供更方便和更高效的綜合服務，以滿足客戶的需求。本集團於2024年度正式搭建智慧化服務平台，連接智慧消防系統、智慧安防系統與智慧通行系統以及線上報事報修等，進一步推進智慧化管理與服務。同時，逐步推薦智能機器人在基礎物業服務領域的覆蓋率。目前，掃地機器人、送餐機器人等已在多個專案投入使用。與此同時，為了更準確的迎合業主的需求，在增值服務端，我們多元化開展零售到家、家政服務、汽車洗美、裝修美居等業務，其中2024年新拓展寵物服務，進一步為「最後1公里」加碼，構建多元化一站式社區生態服務體系，使業主的生活更加便捷和高效。本集團還不斷探索及研究多個新領域的業務發展，根據業務需求及公司發展方向，擬定多個新的業務賽道，在未來的發展中，逐步進行推進。本集團致力了解客戶的需求，對服務精益求精，打造「眾安智慧生活」品牌的全方位服務體系。



Chairman's Statement (Continued) 主席報告(續)



Through precise control of corporate development by the Company's senior management and the efforts of all employees of the Company, the Group once again secured numerous accolades, including being ranked among the 2024 Top 50 Integrated Strength Property Management Companies in China, placed 36th in the 2024 Top 100 Property Management Companies in China, recognized as the 2024 Leading Chinese Company in Property Service Quality, and listed among the 2024 Top 100 Property High Quality Service Providers in China. Additionally, the Group earned titles such as the 2024 Growth Leading Enterprise of China Property Service Enterprises, 2024 Annual Property Service Enterprise with Sense of Social Responsibility in China, 2024 Top 100 China Property Management Companies in terms of Brand Influence, and 2024 Leading Intelligent Property Services Company in China. During the same year, the Group also obtained the Enterprise Integrity Management System Certification.

Looking ahead, Zhong An Intelligent Living will continue to establish its strategic foundation on "returning to the essence of services and reshaping the quality-price matching system" and adhere to the operational philosophy of "creating value through services". By building the "two primary and four auxiliary" core brand standards, the Group aims to precisely identify homeowners' core needs and enhance customer satisfaction. In response to the profound transformations within the property industry, the Group will continuously consolidate its leading position in the industry, thereby achieving a transformative upgrade from a traditional property service provider to a trusted intelligent lifestyle service provider.

On behalf of the Board, I would like to take this opportunity to express my heartfelt gratitude to all Shareholders, investors, customers and suppliers, and to all employees for their contribution and hard work, and we will wholeheartedly create the greatest value and achieve the best returns for Shareholders and investors.

Shi Zhongan
Chairman

The People's Republic of China, 27 March 2025

通過公司高層對企業發展的精準把控及公司全體員工的努力，本集團蟬聯2024中國物業服務企業綜合實力50強、2024中國物業服務力百強企業第36名、2024中國物業服務質量領先企業、2024中國物業高品質服務力百強企業、2024中國物業服務成長性領先企業、2024中國物業服務年度社會責任感企業、2024中國物業品牌影響力百強企業、2024中國物業智慧物業服務領軍企業等多項榮譽。同年，本集團通過企業誠信管理體系認證。

展望未來，眾安智慧生活將繼續以「回歸服務本質，重塑質價匹配體系」為戰略根基，堅持「服務創造價值」的運營哲學，通過「兩主四輔」核心品牌標準建設，精準洞察業主核心訴求，提高客戶滿意度。順應物業行業深度變革趨勢，持續鞏固行業領先地位，實現從傳統物業服務商向客戶信賴的智慧生活服務商的跨越式升級。

本人藉此機會代表董事會向全體股東、投資者、客戶及供應商，向全體員工的貢獻和辛勤努力，致以衷心的謝意，並竭誠為股東及投資者創造最大的價值，實現最佳回報。

施中安
主席

中華人民共和國，2025年3月27日

Management Discussion and Analysis

管理層討論與分析

BUSINESS REVIEW

Since the listing of Zhong An in November 2007 on the Stock Exchange, the Company is the second subsidiary of Zhong An to be successfully listed on the Stock Exchange through the spin-off. The first subsidiary of Zhong An successfully listed on the Stock Exchange by way of spin-off was CNC. The Company has been listed on the Main Board of the Stock Exchange since 18 July 2023.

The Group is a reputable integrated property management service provider headquartered in Hangzhou with deep roots in Zhejiang province and the Yangtze River Delta Region. Through over 25 years of operations since our establishment in 1998, the Group has grown from a local property management service provider in Hangzhou to an integrated regional property management service provider with a major presence in Zhejiang province.

According to China Index Academy, the Group has been listed on the list of the Top 100 Property Management Companies in China (中國物業服務百強企業) since 2016 and our ranking among the Top 100 Property Management Companies in China rose from 82nd in 2016 to 37th in 2024, reflecting the Group's growing property management capabilities and overall strength.

In 2024, the Group once again secured numerous accolades, including being ranked among the 2024 Top 50 Integrated Strength Property Management Companies in China, placed 36th in the 2024 Top 100 Property Management Companies in China, recognized as the 2024 Leading Chinese Company in Property Service Quality, and listed among the 2024 Top 100 Property High Quality Service Providers in China. Additionally, the Group earned titles such as the 2024 Growth Leading Enterprise of China Property Service Enterprises, 2024 Annual Property Service Enterprise with Sense of Social Responsibility in China, 2024 Top 100 China Property Management Companies in terms of Brand Influence, and 2024 Leading Intelligent Property Services Company in China. During the same year, the Group also obtained the Enterprise Integrity Management System Certification.

As of 31 December 2024, the Group had a total of 145 contracted projects with a contracted area of approximately 21.75 million sq.m., covering 21 cities and eight provinces in China. As of 31 December 2024, the Group had 130 projects under management, with area under management of approximately 20.00 million sq.m., covering 20 cities and seven provinces in China.

業務回顧

本公司是眾安自2007年11月在聯交所上市後，眾安第二家通過分拆上市模式，成功在聯交所上市的附屬公司。眾安第一次通過分拆上市模式，成功分拆上市的附屬公司是中國新城市。本公司自2023年7月18日於聯交所主板上市。

本集團是一家深耕於浙江省及長江三角洲地區，總部位於杭州的知名綜合物業管理服務提供商。自1998年成立以來，通過逾25年的經營，本集團已從杭州的一家地方物業管理服務供應商，晉升成長為一家業務版圖主要覆蓋浙江省的綜合區域性物業管理服務供應商。

根據中國指數研究院之資料，本集團自2016年起被列入中國物業服務百強企業中，排名由2016年的第82位上升至2024年的第37位，反映出本集團的物業管理能力不斷提升以及綜合實力不斷增強。

2024年，本集團蟬聯2024中國物業服務企業綜合實力50強、2024中國物業服務力百強企業第36名、2024中國物業服務質量領先企業、2024中國物業高品質服務力百強企業、2024中國物業服務成長性領先企業、2024中國物業服務年度社會責任感企業、2024中國物業品牌影響力百強企業、2024中國物業智慧物業服務領軍企業等多項榮譽。同年，本集團通過企業誠信管理體系認證。

截至2024年12月31日，本集團共有145個合約項目，合約面積約為2,175萬平方米，涵蓋中國21個城市及八個省份。截至2024年12月31日，本集團有130個在管項目，在管面積約為2,000萬平方米，涵蓋中國20個城市及七個省份。

Management Discussion and Analysis (Continued) 管理層討論與分析(續)

The following table sets forth the revenue from property management services and GFA under management by types of property for the years indicated:

下表載列截至所示年度按物業類型劃分的物業管理服務收入及在管建築面積：

For the Year ended 31 December 截至12月31日止年度									
		2024 2024年				2023 2023年			
		Number of projects 數目	GFA under management 在管建築面積 (sq.m'000) (千平方米)	Revenue 收入 (RMB'000) (人民幣千元)	Percentage 佔比	Number of projects 數目	GFA under management 在管建築面積 (sq.m'000) (千平方米)	Revenue 收入 (RMB'000) (人民幣千元)	Percentage 佔比 (%)
Residential properties	住宅物業	117	18,262	269,444	77.6%	87	13,864	182,859	70.0%
Non-residential properties	非住宅物業	13	1,736	77,774	22.4%	26	2,563	78,341	30.0%
Total	總計	130	19,998	347,218	100.0%	113	16,427	261,200	100.0%

Benefitting from the Long-term Support of the Remaining Group whilst Expanding Our Business to Independent Third-Party Customers

Zhong An is one of the leading real estate developers in the Yangtze River Delta Region, whilst the Remaining Group is a major commercial property developer in the Yangtze River Delta Region. Their development projects include residential properties, commercial complexes, hotels and other properties. As of 31 December 2024, to the best knowledge of the Group after consulting the Remaining Group, it had about 23 property projects under development or held for development in the PRC, with a total GFA of approximately 4.9 million sq.m. Among the projects mentioned above, we have obtained service agreements in respect of 13 property projects with a total GFA of approximately 2.4 million sq.m. as of 31 December 2024.

受惠於餘下集團的長期支援，同時將我們的業務範圍擴大至獨立協力廠商客戶

眾安為長江三角洲地區的領先房地產開發商之一，而餘下集團為長江三角洲地區主要的商業房地產開發商，其開發專案包括住宅物業、商業綜合體、酒店及其他物業。截至2024年12月31日，本集團諮詢餘下集團後所深知，其於中國擁有約23個開發中或持作開發的物業專案，總建築面積約為4.9百萬平方米。就上述項目而言，截至2024年12月31日，本集團已就總建築面積約為2.4百萬平方米的13個物業專案取得服務協定。

Management Discussion and Analysis (Continued)

管理層討論與分析(續)

Diversified Service Offerings and Revenue Streams Balanced our Business Development

Over the course of the Group's development, in addition to the efforts in managing residential property projects, we also focused on non-residential property projects comprising primarily commercial and office buildings, serviced apartments, industrial parks, public and other properties (such as office buildings of PRC governmental bodies, hospitals, schools and parks). The management of the Group believes that the development of our non-residential property projects portfolio would enable the Group to provide more personalized and professional service offerings and enhance its service standards, which would in turn allow the Group to provide our customers with better quality services and elevate the Group's brand reputation and image. Meanwhile, we are actively developing new models for business expansion. Through strategic cooperation with enterprises under the State-owned Assets Supervision and Administration Commission, we lay the foundation for business growth. By providing consulting services to small and medium-sized enterprises, we explore new growth opportunities of the operational business.

During the Reporting Period, the Group has always adhered to "providing better services to homeowners" as the Group's business goal. We have improved and optimized the product line system and operation management system, and promoted management and service standardization. In terms of service quality, we have established strict service standards and achieved their visualization through the production of standardized videos and pocket guides. At the same time, we have strengthened employee training to enhance the standardization of services. Meanwhile, we have implemented our dual initiatives of "Quality Supervision Officer" and "General Manager Reception Day," complemented by four supporting programs namely "Listening Quality Improvement Month", "Happy Labor Day", "Doing One Thing for Our Residents", and "Four Seasons at Home" to establish core brand standards, aiming to empower the front line through management, better understand the actual needs of customers, and accurately improve the service quality of each project, thereby improving customer satisfaction. In terms of smart services, the Group has continued to promote smart fire protection, smart security, and smart access systems, as well as devices such as sweeping robots and delivery robots, thereby providing more convenient and efficient integrated services to meet customer needs. In 2024, the Group officially established an intelligent service platform, integrating smart fire protection systems, smart security systems, smart access systems, as well as online reporting and repair services, to further advance intelligent management and services. At the same time, efforts were made to gradually increase the adoption rate of intelligent robots in

多元化服務產品及收入流使我們的業務發展得以平衡

自本集團發展以來，除了在管理住宅物業專案方面作出努力外，亦專注於提供非住宅物業項目，其中主要包括商業及辦公樓、服務式公寓、產業園、公共場所及其他物業（例如中國政府機關之辦公樓、醫院、學校及公園）。本集團管理層相信，發展非住宅物業組合專案將使本集團能夠提供更具個性及專業的服務產品，並提高本集團的服務水準，從而讓本集團向客戶提供更好的優質服務，並提升本集團的品牌聲譽及形象。於此同時，我們積極開發業務拓展新模式，通過與國資委背景企業的戰略合作，奠定業務增長基礎，通過為中小企業提供諮詢服務，開發經營類業務新的增長點。

本集團在報告期內，始終堅持以「為業主提供更優質服務」作為本集團的經營目標，我們完善及優化產品線體系及運營管理體系，推行管理及服務標準化。在服務品質上，我們嚴格制定服務標準，並通過標準化視頻、口袋書的製作，實現標準可視化，同時加強員工培訓，提升服務的標準化水平。同時，我們通過兩主「品質督導官、總經理接待日」四輔「聆聽品質提升月、幸福勞動日、我為業主做一件事、四季有家」核心品牌標準建設，通過管理層賦能一線，更加了解客戶實際需求，精準提升各項目的服務品質，從而提升客戶滿意度。在智慧化服務上，本集團持續推薦智慧消防、智慧安防、智慧通行系統以及掃地機器人、送餐機器人等，從而提供更方便和更高效的綜合服務，以滿足客戶的需求。本集團於2024年度正式搭建智慧化服務平台，連接智慧消防系統、智慧安防系統與智慧通行系統以及線上報事報修等，進一步推進智慧化管理與服務。同時，逐步推薦智能機器人在基礎物業服務領域的覆蓋率。目前，掃地機器人、送餐機器人等已在多個專案投入使用。與此同時，為了更準確的迎合業主的需求，在增值服務端，我們多元化開

Management Discussion and Analysis (Continued) 管理層討論與分析(續)

fundamental property services. Currently, sweeping robots, delivery robots, and similar devices have been put into service in multiple projects. At the same time, in order to cater to the needs of homeowners more accurately, on the value-added service side, we have diversified into offerings such as retail-to-home, housekeeping services, car washing and beautification services, and home renovation and decoration services. In 2024, we introduced new pet services, further enhancing the “Last-mile” initiative and building a diversified, one-stop community service ecosystem to make the lives of homeowners more convenient and efficient. The Group has also continued to explore business development in multiple new areas, and formulated multiple new business tracks based on business needs and the Company’s development direction, which will be gradually implemented in future development. The Group endeavored to understand the needs of our customers, refine our services and build an all-rounded service system under the “Zhong An Intelligent Living” brand.

FINANCIAL REVIEW

Revenue

For the Reporting Period, revenue of the Group amounted to approximately RMB412.2 million (2023: RMB351.1 million), representing an increase of 17.4% as compared with the 2023 Same Period. The Group’s revenue was derived from three major business lines: (i) property management services; (ii) value-added services mainly to property developers; and (iii) community value-added services.

The following table sets forth a breakdown of our revenue by business line for the years indicated, both in absolute amount and as a percentage of total revenue:

For the Year ended 31 December 截至12月31日止年度					
		2024 2024年		2023 2023年	
(RMB in thousands, except for percentages) (人民幣千元，百分比率除外)					
Property management services	物業管理服務	347,218	84.2%	261,200	74.4%
Value-added services mainly to property developers	主要面向房地產開發商的增值服務	36,815	8.9%	58,069	16.5%
Community value-added services	社區增值服務	28,205	6.9%	31,864	9.1%
		412,238	100.0%	351,133	100.0%

展零售到家、家政服務、汽車洗美、裝修美居等業務，其中2024年新拓展寵物服務，進一步為「最後一公里」加碼，構建多元化一站式社區生態服務體系，使業主的生活更加便捷和高效。本集團還不斷探索多個新領域的業務發展，根據業務需求及公司發展方向，擬定多個新的業務賽道，在未來的發展中，逐步進行推進。本集團致力了解客戶的需求，對服務精益求精，打造「眾安智慧生活」品牌的全方位服務體系。

財務回顧

收入

於本報告期間，本集團實現收入約人民幣412.2百萬元（2023年：人民幣351.1百萬元），較2023年同期增加17.4%。本集團的收入來自三個主要業務範圍：(i)物業管理服務；(ii)主要面向房地產開發商的增值服務；及(iii)社區增值服務。

下表載列所示年度按業務範圍劃分的收入明細（以絕對金額及佔總收入的百分比列示）：

Management Discussion and Analysis (Continued)

管理層討論與分析(續)

Property Management Services

During the Reporting Period, revenue from property management services amounted to approximately RMB347.2 million, representing an increase of 32.9% as compared with approximately RMB261.2 million in the 2023 Same Period. As at 31 December 2024, the Group had a total GFA under management of approximately 20.0 million sq.m., representing an increase of approximately 3.6 million sq.m. or 22.0% as compared with approximately 16.4 million sq.m. in the 2023 Same Period. The increase was primarily attributable to the increase in projects delivered by the Remaining Group and the Remaining Group's joint ventures and associates, as well as our further expansion into independent third-party property developers. As of 31 December 2024, GFA managed by independent third-party property developers was approximately 9.1 million sq.m., representing an increase of 20.3% from approximately 7.5 million sq.m. as of 31 December 2023.

A majority of our revenue from property management services is generated from services provided to properties developed by Remaining Group. As of 31 December 2024, we had 57 properties (2023: 53 properties) developed by Remaining Group under our management, with a total GFA under the management of approximately 9.9 million sq.m. (2023: approximately 8.0 million sq.m.).

The following table sets forth a breakdown of revenue from property management services and GFA under our management by type of property developers for the years indicated:

物業管理服務

於本報告期間，物業管理服務收入約達人民幣347.2百萬元，較2023年同期約人民幣261.2百萬元增加32.9%。於2024年12月31日，本集團在管總建築面積約20.0百萬平方米，較2023年同期約16.4百萬平方米增加約3.6百萬平方米，增長率為22.0%。該增長主要可歸因於餘下集團和餘下集團的合營企業及聯營公司的交付項目之增加，以及我們進一步加大對獨立第三方房地產開發商的拓展力度，截至2024年12月31日管理由獨立第三方房地產開發商的建築面積約為9.1百萬平方米較2023年12月31日的約7.5百萬平方米增加了20.3%。

我們物業管理服務的大部分收入乃產生自向餘下集團所開發的物業提供的服務。截至2024年12月31日，我們有57個（2023年：53個）在管物業項目由餘下集團所開發，在管總建築面積約為9.9百萬平方米（2023年：約為8.0百萬平方米）。

下表載列所示年度按房地產開發商類型劃分來自物業管理服務的收入及在管建築面積明細：

For the Year ended 31 December 截至12月31日止年度									
		2024 2024年				2023 2023年			
		Number of projects 數目	GFA under management 在管建築面積 (sq.m'000) (千平方米)	Revenue 收入 (RMB'000) (人民幣千元)	Percentage 佔比	Number of projects 數目	GFA under management 在管建築面積 (sq.m'000) (千平方米)	Revenue 收入 (RMB'000) (人民幣千元)	Percentage 佔比
Remaining Group ⁽¹⁾	餘下集團 ⁽¹⁾	57	9,865	235,294	67.8%	53	8,005	168,851	64.6%
Joint ventures and associates of the Remaining Group ⁽²⁾	餘下集團的 合營企業及 聯營公司 ⁽²⁾	7	1,060	20,546	5.9%	6	881	6,315	2.5%
Independent third-party property developers ⁽³⁾	獨立第三方 房地產 開發商 ⁽³⁾	66	9,073	91,378	26.3%	54	7,541	86,034	32.9%
Total	總計	130	19,998	347,218	100.0%	113	16,427	261,200	100.0%

Management Discussion and Analysis (Continued) 管理層討論與分析(續)

Notes:

- (1) Refer to properties solely developed by the Remaining Group or jointly developed by the Remaining Group and independent third-party property developers where the Remaining Group held a controlling interest in such properties.
- (2) Refer to properties jointly developed by the Remaining Group and independent third-party property developers where the Remaining Group did not hold a controlling interest in such properties.
- (3) Refer to properties solely developed by independent third-party property developers.

附註：

- (1) 指餘下集團單獨開發或餘下集團與獨立第三方房地產開發商共同開發的物業，而餘下集團持有該等物業的控股權益。
- (2) 指餘下集團與獨立第三方房地產開發商共同開發的物業，而餘下集團並無持有該等物業的控股權益。
- (3) 指獨立第三方房地產開發商單獨開發的物業。

Our Geographical Presence

The Yangtze River Delta Region is one of the more economically developed regions in China. Its urbanization rate and per capita annual disposable income are higher than the national averages and it has a national-leading level of urban digitalization infrastructure. Therefore, the Yangtze River Delta Region has always been and will continue to be our focus of development.

The following table sets forth a breakdown of our total GFA under management by region for the periods indicated:

我們的地理分佈

長江三角洲地區為中國經濟較發達地區之一，城市化率及人均年可支配收入高於中國國家水平且該地區於城市數字化基礎設施方面處於國家級領先水平，因此，長江三角洲地區一直並將繼續作為我們發展的重點。

下表載列所示期間我們按區域劃分的在管總建築面積明細：

For the Year ended 31 December 截至12月31日止年度							
		2024 2024年			2023 2023年		
		Number of projects 數目	GFA under management 在管建築面積 (sq.m'000) (千平方米)	Percentage 佔比	Number of projects 數目	GFA under management 在管建築面積 (sq.m'000) (千平方米)	Percentage 佔比
Second-tier cities ⁽¹⁾	二線城市 ⁽¹⁾	78	11,420	57.1%	68	10,015	61.0%
Third-tier cities ⁽¹⁾	三線城市 ⁽¹⁾	7	1,179	5.9%	5	817	5.0%
Other cities ⁽¹⁾	其他城市 ⁽¹⁾	45	7,399	37.0%	40	5,595	34.0%
Total	總計	130	19,998	100.0%	113	16,427	100.0%

Note:

- (1) For the purpose of this table, "second-tier cities" include Hangzhou, Ningbo, Hefei and Qingdao; "third-tier cities" include Jinhua and Wenzhou; and "other cities" include Lishui, Huzhou, Chuzhou, Huaibei, Taizhou and Zhoushan.

附註：

- (1) 就此列表而言，「二線城市」包括杭州、寧波、合肥及青島；「三線城市」包括金華及溫州；及「其他城市」包括麗水、湖州、滁州、淮北、台州及舟山。

Management Discussion and Analysis (Continued)

管理層討論與分析(續)

Portfolio of Properties under Management

While the majority of properties under our management are primarily attributable to residential properties, we continuously sought to provide property management services to non-residential properties in the Reporting Period. The non-residential properties under our management are diverse, including commercial and office buildings, serviced apartments, and public and other properties (such as office buildings of PRC governmental bodies, industrial parks, hospitals, schools, and museums). We believe that by accumulating our experience and recognition for the quality of our property management services to both residential and non-residential properties, we will be able to continue to diversify our portfolio of properties under management and further enlarge our customer base.

The following table sets forth a breakdown of the revenue from property management services and GFA under management by types of property for the years indicated:

在管物業組合

儘管我們在管的物業大部分源自住宅物業，我們在本報告期間仍不斷尋求為非住宅物業提供物業管理服務。我們在管的非住宅物業非常豐富，包括商業樓宇及寫字樓、服務式公寓、公共及其他物業（如中國政府機關辦公樓、工業園區、醫院、學校及博物館）。我們相信，憑藉我們在為住宅及非住宅物業提供優質物業管理服務時積累的經驗及聲譽，我們將能繼續多元化在管物業組合及進一步擴大我們的客戶群。

下表載列截至所示年度按物業類型劃分的物業管理服務收入及在管建築面積明細：

For the Year ended 31 December 截至12月31日止年度									
		2024 2024年				2023 2023年			
		Number of projects 數目	GFA under management 在管建築面積 (sq.m'000) (千平方米)	Revenue 收入 (RMB'000) (人民幣千元)	Percentage 佔比 (%)	Number of projects 數目	GFA under management 在管建築面積 (sq.m'000) (千平方米)	Revenue 收入 (RMB'000) (人民幣千元)	Percentage 佔比 (%)
Residential properties	住宅物業	117	18,262	269,444	77.6%	87	13,864	182,859	70.0%
Non-residential properties	非住宅物業	13	1,736	77,774	22.4%	26	2,563	78,341	30.0%
Total	總計	130	19,998	347,218	100.0%	113	16,427	261,200	100.0%

Management Discussion and Analysis (Continued) 管理層討論與分析(續)

Value-added Services Mainly to Property Developers

主要面向房地產開發商的增值服務

The following table sets forth a breakdown of the revenue of the value-added services mainly to property developers for the periods indicated, both in absolute amount and as a percentage of total revenue:

下表載列所示期間主要面向房地產開發商的增值服務的收入明細(以絕對金額及佔總收入的百分比列示)：

		For the Year ended 31 December 截至12月31日止年度			
		2024 2024年		2023 2023年	
		(RMB in thousands, except for percentages) (人民幣千元，百分比率除外)			
Sales office management services	銷售辦事處管理服務	23,252	63.1%	44,404	76.5%
Preliminary planning and design consultancy services	前期規劃及設計諮詢服務	9,119	24.8%	5,723	9.9%
Pre-delivery inspection services	交付前檢查服務	4,444	12.1%	7,942	13.6%
		36,815	100.0%	58,069	100.0%

We provide a range of value-added services mainly to property developers covering different stages of property development projects, which primarily comprise (i) sales office management services mainly including the provision of management services at property sales venues and display units of property developers, (ii) preliminary planning and design consultancy services to property developers and (iii) pre-delivery inspection services.

我們主要向房地產開發商提供一系列涵蓋物業開發項目不同階段的增值服務，主要包括(i)銷售辦事處管理服務，主要包括向物業銷售場地及房地產開發商展示單位提供管理服務；(ii)向房地產開發商提供前期規劃及設計諮詢服務；及(iii)交付前檢查服務。

During the Reporting Period, revenue from value-added services mainly to property developers amounted to approximately RMB36.8 million, representing a decrease of approximately RMB21.3 million as compared with approximately RMB58.1 million in the 2023 Same Period.

於本報告期間主要面向房地產開發商的增值服務收入約人民幣36.8百萬元，較2023年同期約人民幣58.1百萬元減少約人民幣21.3百萬元。

The decrease was primarily attributable to the combined results of (i) a decrease in the pre-delivery inspection services of approximately RMB3.5 million and (ii) a decrease in the provision of sales office management services of approximately RMB21.1 million.

有關減少乃主要由於以下各項的綜合結果所致：(i)交付前檢查服務減少約人民幣3.5百萬元；及(ii)提供銷售辦事處管理服務減少約人民幣21.1百萬元。

Management Discussion and Analysis (Continued)

管理層討論與分析(續)

Community Value-added Services

The following table sets forth a breakdown of the revenue of community value-added services for the periods indicated, both in absolute amount and as a percentage of total revenue:

		For the Year ended 31 December			
		截至12月31日止年度			
		2024		2023	
		2024年		2023年	
		(RMB in thousands, except for percentages)			
		(人民幣千元，百分比率除外)			
Common area management services	公共區域管理服務	16,273	57.7%	17,851	56.0%
Renovation waste disposal services	裝修廢物處理服務	4,165	14.8%	2,546	8.0%
Car parking space sales agency services	車輛停車位銷售代理服務	5,833	20.7%	11,467	36.0%
Community retail services	社區零售服務	1,532	5.4%	—	—
Community car washing and beautification service	社區汽車洗美服務	402	1.4%	—	—
		28,205	100.0%	31,864	100.0%

We mainly provide community value-added services principally to property owners and residents of our managed properties, which primarily comprise (i) common area management services where we assist property owners to lease out common areas for advertisement placements and operation or promotion of businesses which help facilitate the living convenience of the community, (ii) renovation waste disposal services where we assist the property owners in disposing of the waste generated as a result of the renovation work carried out in their units and (iii) car parking space sales agency services where we assist the Remaining Group to sell and purchasers to purchase car parking spaces in certain property projects we managed or under our management.

Revenue from community value-added services was approximately RMB28.2 million during the Reporting Period, representing a decrease of approximately RMB3.7 million compared with approximately RMB31.9 million in the 2023 Same Period. The decrease was mainly due to subdued consumer spending and an increasingly competitive market environment.

社區增值服務

下表載列所示期間社區增值服務收入的明細(以絕對金額及佔總收入的百分比列示)：

我們主要向在管物業的物業業主及住戶提供社區增值服務，其主要包括(i)公共區域管理服務，協助物業業主出租公共區域以放置廣告，以及營運或推廣業務，有助於促進社區生活便利；(ii)裝修廢物處理服務，協助物業業主處理因彼等單位內進行翻新工作而產生的廢物；及(iii)車輛停車位銷售代理服務，於我們曾經管理或在管若干物業項目中協助餘下集團銷售停車位及買家購買停車位。

於本報告期間，社區增值服務收入約人民幣28.2百萬元，較2023年同期約人民幣31.9百萬元減少約人民幣3.7百萬元。該減少主要由於居民消費低迷，行業競爭加劇的市場環境。

Management Discussion and Analysis (Continued) 管理層討論與分析(續)

Cost of Sales

Our cost of sales primarily consists of (i) staff costs which refer to the costs of our on-site staff directly providing property management services, value-added services mainly to property developers and community value-added services; (ii) expenses for cleaning and gardening services including cleaning, waste and sewerage charges; (iii) expenses for maintenance services and consumables including equipment repair expenses; and (iv) utilities expenses including water and electricity charges, office supplies for property management offices and communication charges.

For the Reporting Period, the Group's cost of sales was approximately RMB292.0 million (2023: approximately RMB232.3 million), representing an increase of 25.7% compared with the 2023 Same Period. The growth rate of cost of sales was higher than that of revenue of 8.3 percentage points. The increase was primarily attributable to the expansion of the property management business, which led to an increase in the area under management and a rise in the number of employees.

During the Reporting Period, staff costs included in the cost of sales were approximately RMB238.4 million, representing an increase of approximately RMB39.8 million as compared with approximately RMB198.6 million in the 2023 Same Period.

Gross Profit and Gross Profit Margin

The following table sets forth the gross profit margin by business segment for the years indicated:

		For the Year ended 31 December 截至12月31日止年度	
		2024 2024年	2023 2023年
Property management services	物業管理服務	27.4%	31.1%
Value-added services mainly to property developers	主要面向房地產開發商的 增值服務	38.9%	41.5%
Community value-added services	社區增值服務	38.8%	42.6%
		29.2%	33.8%

The gross profit of the Group was approximately RMB120.3 million for the Reporting Period, representing a slight increase of approximately RMB1.5 million as compared with approximately RMB118.8 million in the 2023 Same Period.

銷售成本

我們的銷售成本主要包括(i)員工成本，指直接提供物業管理服務、主要面向房地產開發商的增值服務及社區增值服務的現場員工的成本；(ii)清潔和園藝服務開支，包括清潔費、廢物及污水收費；(iii)維護服務及消耗品開支，包括設備維修開支；及(iv)公共事業開支，包括水電費、物業管理辦公室的辦公用品及通訊費用。

本報告期間，本集團的銷售成本為約人民幣292.0百萬元（2023年：約人民幣232.3百萬元），較2023年同期增加25.7%。銷售成本增長率高於收入增長率8.3個百分點，該增長主要是由於物業管理業務拓展導致在管面積增加和員工人數增加所致。

於本報告期間，計入銷售成本內的員工成本約為人民幣238.4百萬元，較2023年同期約人民幣198.6百萬元增加約人民幣39.8百萬元。

毛利及毛利率

下表載列我們於所示年度按業務分部劃分的毛利率：

本集團於本報告期間的毛利為約人民幣120.3百萬元，較2023年同期約人民幣118.8百萬元輕微增加約人民幣1.5百萬元。

Management Discussion and Analysis (Continued)

管理層討論與分析(續)

The Group's gross profit margin was affected by the combined gross profit margin of the three segments of property management services, community value-added services and value-added services mainly to property developers. The gross profit margin decreased from 33.8% for the 2023 Same Period to 29.2% in the Reporting Period, which was primarily due to the decreased gross profit margin on value-added services mainly to property developers and property management services during the Reporting Period.

Administrative expenses

Our administrative expenses reached approximately RMB60.1 million, representing an increase of 21.4% from approximately RMB49.5 million for the 2023 Same Period. The administrative expense ratio (administrative expense divided by revenue) was 14.6%, representing a slight increase of 0.5 percentage point compared to 14.1% in the 2023 Same Period, which was mainly attributable to an increase in the area under management, as well as the newly added community value-added services business.

Income Tax Expenses

The income tax expenses of the Group decreased by 22.6% from approximately RMB19.9 million for the 2023 Same Period to approximately RMB15.4 million for the Reporting Period. The effective income tax rate was 29.2% (2023: 28.7%), representing an increase of 0.5 percentage point compared to the 2023 Same Period.

Profit for the Year

As a result of the foregoing, the Group's net profit was approximately RMB37.3 million for the Reporting Period, representing a decrease of 24.5% as compared with approximately RMB49.4 million for the 2023 Same Period. The net profit margin was 9.1%, representing a decrease of 5 percentage point as compared to 14.1% for the 2023 Same Period.

The profit attributable to the owners of the parent decreased by approximately 22.9% from approximately RMB49.3 million for the 2023 Same Period to approximately RMB38.1 million for the Reporting Period. The basic and diluted earnings per share attributable to ordinary equity holders of the parent were RMB7.4 cents per share (2023: RMB11.2 cents per share).

Trade receivables and prepayments, other receivables and other assets

As of 31 December 2024, trade receivables and prepayments, other receivables and other assets amounted to approximately RMB214.9 million, representing an increase of approximately 26.2% from approximately RMB170.3 million as of 31 December 2023, which was primarily attributable to (i) the expansion of GFA under management, which led to an increase in trade receivables from property management services; and (ii) the recovery of trade receivables from real estate developers has been slow due to the impact of national macroeconomic policies and market conditions in the real estate industry.

本集團的毛利率受物業管理服務、社區增值服務和主要面向房地產開發商的增值服務三大板塊組合的毛利率共同影響。毛利率由2023年同期的33.8%下降至本報告期間的29.2%，毛利率下降的主要原因是由於本報告期間主要面向房地產開發商的增值服務及物業管理服務的毛利率下降所致。

行政開支

行政開支約為人民幣60.1百萬元，較2023年同期約人民幣49.5百萬元增加21.4%。行政開支率（行政開支除以收入）為14.6%，較2023年同期的14.1%輕微上漲了0.5個百分點，主要是由於在管面積增加以及新增社區增值服務業務所致。

所得稅開支

本集團的所得稅開支由2023年同期的約人民幣19.9百萬元減少22.6%至本報告期間的約人民幣15.4百萬元。實際所得稅率為29.2%（2023年：28.7%），對比2023年同期增加了0.5個百分點。

年內利潤

基於上述原因，本集團於本報告期間的純利約為人民幣37.3百萬元，較2023年同期的約人民幣49.4百萬元減少24.5%。純利率為9.1%，較2023年同期的14.1%減少5個百分點。

母公司擁有人應佔利潤由2023年同期的約人民幣49.3百萬元減少約22.9%至本報告期間約人民幣38.1百萬元。母公司普通股股權持有人應佔每股基本及攤薄盈利為每股人民幣7.4分（2023年：每股人民幣11.2分）。

應收貿易賬款及預付款項、其他應收款項以及其他資產

截至2024年12月31日，應收貿易賬款及預付款項、其他應收款項以及其他資產約為人民幣214.9百萬元，較截至2023年12月31日約人民幣170.3百萬元增長約26.2%，主要由於(i)總在管建築面積擴張導致來自物業管理服務的應收貿易賬款增加；及(ii)應收房地產開發商貿易賬款回收進展緩慢，原因是國家宏觀政策及房地產行業市況的影響所致。



Management Discussion and Analysis (Continued)

管理層討論與分析(續)

LIQUIDITY AND CAPITAL RESOURCES

The Group pursues a prudent treasury management policy and actively manages its liquidity position to cope with daily operations and any demands for capital for future development. Also, the Group actively reviews and manages its capital structure on a regular basis to maintain the advantages and security of a strong capital position and adjust the capital structure in response to changes in economic conditions.

The Group's principal sources of liquidity come from the proceeds from our business operations. Most of the Group's cash and cash equivalents are denominated in RMB, which amounted to approximately RMB137.2 million as of 31 December 2024, representing a decrease of approximately RMB40.1 million from RMB177.3 million as of 31 December 2023.

As of 31 December 2024, the Group's current ratio (current assets divided by current liabilities) was 2.8 times (31 December 2023: 3.0 times).

As of 31 December 2024, the Group did not have any bank borrowings, and the gearing ratio (total borrowings divided by total equity) was nil.

EMPLOYEES AND REMUNERATION POLICY

The Group had a total of 2,951 (31 December 2023: 2,696) employees as at 31 December 2024. Total staff costs of the Group (excluding the Directors' and chief executive officer's remuneration) for the year ended 31 December 2024 was approximately RMB199.4 million (2023: RMB201.6 million). The Group has adopted a system of determining employees' remuneration based on the performance of employees. The Group generally provides competitive remuneration packages to employees, including basic salaries, performance-based awards and year-end bonus. The Group also pays for social security insurance for its employees, including medical insurance, work-related injury insurance, endowment insurance, maternity insurance, unemployment insurance and housing funds. In terms of employee training, the Group provides continuous and systematic training to employees based on their positions and expertise to enhance their expert knowledge in property management and related fields.

Foreign exchange risk

Substantially all of the Group's revenues and expenditures are denominated in RMB. As of 31 December 2024, the Group has not entered into any hedging transactions. The Group manages its foreign exchange risk by closely monitoring the movement of the foreign exchange rates and will consider hedging significant foreign currency exposure should the need arise.

流動資金及資本資源

本集團奉行審慎的庫務管理政策，並積極管理其流動資金狀況，以應付日常營運及任何未來發展的資金需求。此外本集團定期積極檢討及管理其資本結構，以維持強大的資本狀況的優勢及安全性，並根據經濟狀況的變動調整資本結構。

本集團流動資金的主要來源為業務經營所得款項。本集團的現金及現金等價物大部分以人民幣計值，截至2024年12月31日約為人民幣137.2百萬元，較截至2023年12月31日人民幣177.3百萬元減少約人民幣40.1百萬元。

截至2024年12月31日，本集團的流動比率（流動資產除以流動負債）約為2.8倍（2023年12月31日：3.0倍）。

截至2024年12月31日，本集團並無任何銀行借款，且資本負債比率（借款總額除以權益總額）為零。

僱員及薪酬政策

於2024年12月31日，本集團共有2,951名僱員（2023年12月31日：2,696名）。截至2024年12月31日止年度，本集團員工成本總額（不包括董事及主要行政人員酬金）約為人民幣199.4百萬元（2023年：人民幣201.6百萬元）。本集團已採納一套制度根據僱員的表現釐定僱員薪酬。一般而言，本集團向僱員提供具有競爭力的薪酬待遇，包括基本薪金、按表現發放的獎勵及年終分紅。本集團亦為僱員繳納社會保險，包括醫療保險、工傷保險、養老保險、生育保險、失業保險和住房公積金。僱員培訓方面，本集團根據僱員的職位及專長為其提供持續及有系統的培訓，以提升其對物業管理及相關領域的專業知識。

外匯風險

本集團的絕大部分收入和支出均以人民幣計值。截至2024年12月31日，本集團並未訂立任何對沖交易。本集團透過密切監察外匯匯率變動管理外匯風險，必要時亦會考慮對沖重大外匯敞口。

Management Discussion and Analysis (Continued)

管理層討論與分析(續)

CAPITAL COMMITMENTS

As of 31 December 2024, the Group had no capital commitments.

CONTINGENT LIABILITIES AND PLEDGE OF ASSETS

As of 31 December 2024, the Company, its subsidiaries, and its associates did not have any financial guarantees, mortgage guarantees for loans, or other significant contingent liabilities.

SIGNIFICANT INVESTMENTS, MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

During the Reporting Period, the Group did not make any significant investments and made no other material acquisitions or disposals of subsidiaries, associates, or joint ventures.

FUTURE PLANS FOR MATERIAL INVESTMENTS

The Group intends to utilize part of the net proceeds raised from the listing to acquire or invest in other property management companies as part of our strategies to expand our business scale and market share. As at the date of this report, the Group did not have any other future plans for material investments or acquisition of capital assets.

EVENTS AFTER REPORTING PERIOD

There were no important events affecting the Group which occurred since 31 December 2024 and up to the date of this report.

FUTURE OUTLOOK

Looking ahead, the Group will establish its strategic foundation on “returning to the essence of services and reshaping the quality-price matching system” and adhere to the operational philosophy of “creating value through services”. By building the “two primary and four auxiliary” core brand standards, the Group aims to precisely identify homeowners’ core needs and enhance customer satisfaction. In response to the profound transformations within the property industry, the Group will focus on three key pillars, “intelligent, ecological, and sustainable”. Efforts will be made to deepen its foundation in the Yangtze River Delta region, innovate service models and business structures, and continuously consolidate its leading position in the industry, thereby achieving a transformative upgrade from a traditional property service provider to a trusted intelligent lifestyle service provider.

資本承擔

截至2024年12月31日，本集團並無資本承擔。

或然負債及抵押資產

截至2024年12月31日，本公司、其附屬公司及聯營公司並無任何財務擔保、為貸款提供按揭擔保，或其他重大或然負債。

重大投資、重大收購及出售附屬公司、聯營公司及合營企業

本報告期間本集團並無作出任何重大投資，亦無其他重大收購及出售附屬公司、聯營公司或合營企業。

重大投資的未來計劃


本集團擬將部分上市所籌集的所得款項淨額用於收購或投資其他物業管理公司，作為我們擴大業務規模及市場份額策略的一部分。於本報告日期，本集團並無任何其他重大投資或收購資本資產的未來計劃。

報告期後事宜

自2024年12月31日起至本報告日期，並無影響本集團的重大事件。

未來展望

展望未來，本集團將以「回歸服務本質，重塑質價匹配體系」為戰略根基，堅持「服務創造價值」的運營哲學，通過「兩主四輔」核心品牌標準建設，精準洞察業主核心訴求，提高客戶滿意度。順應物業行業深度變革趨勢，圍繞「智慧化、生態化、可持續」三大主線，深化長三角區域發展根基，創新服務模式和業務結構，持續鞏固行業領先地位，實現從傳統物業服務商向客戶信賴的智慧生活服務商的跨越式升級。



Management Discussion and Analysis (Continued) 管理層討論與分析(續)

I. Strategic Refinement and Business Upgrading

Leveraging the “Deep-rooted + Density Enhancement” strategy, the focus is on the three core business segments of residential properties, commercial offices, and public buildings. The Group will continuously strengthen its regional density in the Yangtze River Delta and increase the concentration of projects within single cities to achieve economies of scale. Relying on the “Platform + Ecosystem” model, efforts are being accelerated to advance the diversified value-added services portfolio. Through the integration of resources on the “Zhongdatong” (眾達通) ecosystem platform, the Group is creating online and offline full-scenario touchpoints. Emphasis is placed on building the “Last Kilometer” living service chain, encompassing community retail, home services, asset operations, pet services, and more, to establish a highly cohesive community ecosystem. At the same time, the Group is accelerating the upgrade of the “1+9” service system, which is rooted in fundamental property services. This initiative focuses on the full lifecycle demands of communities by developing customized product packages and incubating business lines, such as commercial decoration, cleaning and beautification services, and charging station operations, to establish a replicable and sustainable diversified income structure.

II. Quality Upgrade and Customer Experience Reshaping

To comprehensively enhance customer satisfaction, the Group will actively implement the “Service Quality Leap Scheme”, focusing on three key dimensions: responsiveness to customer needs, service standards, and employee empowerment. By targeting these areas, the Group aims to achieve a significant improvement in service quality. Through ongoing diversified initiatives such as “Quality Supervision Officer”, “General Manager Reception Day”, and “Listening Quality Improvement Month”, the Group will deepen customer engagement and precisely identify homeowners’ core needs. At the same time, leveraging unique services such as “Happy Labor Day,” “Doing One Thing for Our Residents,” and “Four Seasons at Home” as platforms, the Group continuously enhances customer experience and satisfaction and ensures that every customer can genuinely feel the warmth and value of the services provided.

一、戰略深耕與業態升級

依託「深耕+提密度」策略，聚焦住宅、商寫、公建三大核心業態，持續強化長三角區域佈局密度，提升單城項目濃度以構建規模效應，並依託「平台+生態」模式加速推進多元增值服務矩陣。通過整合「眾達通」生態平台資源，打通線上下全場景觸點，重點建設「最後一公里」生活服務鏈，打造集社區零售、到家服務、資產運營、寵物服務等於一體的高黏性社區壁壘。同時，加速升級「1+9」服務體系，以基礎物業服務為根基，圍繞社區全生命週期需求開發定制化產品包，孵化商業裝飾、洗美服務、充電樁運營等業務線，構建可複製、可持續的多元化收入結構。

二、品質升級與客戶體驗重塑

為全面提升客戶滿意度，本集團將全力推動「服務品質躍遷計劃」，聚焦需求響應、服務標準、人員賦能三大關鍵維度，精準發力，實現服務品質的飛躍提升。通過持續舉辦品質督導官、總經理接待日、聆聽品質提升月等多樣化活動，深化客戶互動，精準洞察業主核心需求。同時，以幸福勞動日、我為業主做一件事、四季有家等特色服務為載體，不斷深化客戶體驗，提高客戶滿意度，讓每一位客戶都能真切感受到服務的溫度與價值。

Management Discussion and Analysis (Continued)

管理層討論與分析(續)

III. Technological empowerment and efficiency leap

The Group is increasing its investment in Internet of Things technologies to facilitate intelligent replacements in scenarios such as safety protection, parking management, and equipment inspections. Through the development of a central data platform, the Group aims to enhance service decision-making precision and significantly boost operational efficiency. Innovations in “scenario-based services” are being deepened, leveraging customer behavior data to drive personalized service offerings. By integrating tools like robotic assistants and intelligent property management platforms, a 24-hour response mechanism has been established to enhance homeowner interaction and strengthen brand loyalty. Simultaneously, the “Headquarters Platform + Regional Partnership” management mechanism is being advanced. This includes centralized procurement through the supply chain, process automation reforms, and technological substitutions to reduce marginal costs, thereby freeing up resources to further enhance quality.

IV. Assets Upgrading and Ecosystem Co-governance

Proactively addressing cost pressure challenges within the industry, the Group is accelerating the strategic shift from “property services” to “asset management”. It is exploring ways to activate community space resources and deeply engaging in scenarios, such as community elderly care stations and shared office spaces, to establish a dual-driving model of “property services + assets appreciation”. Innovative mechanisms such as “transitioning from joint ventures to self-operated models” and “volunteer co-construction with zero property fees” have been implemented. These efforts, in collaboration with homeowners’ committees, aim to build a community co-governance platform that enhances service transparency and homeowner participation, while achieving dynamic balance between quality bonus and cost efficiency.

V. Humanistic Values and Social Responsibility

Embracing a “customer-centered” service philosophy, the Group will cultivate a humanistic ecosystem through initiatives such as community cultural festivals and neighborly assistance schemes. These efforts are integrated with low-carbon park renovations, community canteens, childcare stations, and other livelihood-oriented facilities to support grassroots social governance. Over the next three years, the Group will continue to advance the integration of intelligent services with asset value, delivering measurable and sustainable social benefits to create shared value for shareholders, customers, and society.

三、科技賦能與效率躍遷


加大智慧物聯技術投入，推動安全防護、停車管理、設備巡檢等場景的智能化替代，通過數據中台建設實現服務決策精準化與運營效率倍增。深化「服務場景化」創新，以客戶行為數據驅動個性化服務推送，聯動機器人助手、智能管家平台等工具建立24小時響應機制，提升業主交互體驗與品牌黏性。同步推進「總部平台+區域合夥」管理機制，通過供應鏈集採、自動化流程改造及科技替代降低邊際成本，為品質提升釋放資源空間。

四、資產升維與生態共治

主動應對行業成本壓力挑戰，加快從「物業服務」向「資產管理」的戰略升維，探索社區空間資源活化路徑，深度參與社區養老驛站、共享辦公區等場景運營，構建「物業服務+資產增值」雙輪驅動模型。通過「聯營轉自營」「義工共建零物業費」等創新機制，聯動業主委員會搭建社區共治平台，強化服務透明度和業主參與感，實現品質紅利與成本效益的動態平衡。

五、人文價值與社會責任

踐行「以客戶為中心」的服務哲學，通過社區文化節、鄰里互助計劃等培育人文生態，融合低碳園區改造、社區食堂、幼托驛站等民生配套建設，助力基層社會治理。未來三年，本集團將持續推動智慧服務與資產價值融合，以可量化、可持續的社會效益輸出，為股東、客戶及社會創造共享價值。



Management Discussion and Analysis (Continued) 管理層討論與分析(續)

In the face of deepening industry transformation, we will rely on a clear strategic focus, solid operational capabilities, and breakthrough innovative thinking to continuously build differentiated competitive advantages. Our aim is to guide property services toward a new paradigm of intelligence, ecology, and humanity. In doing so, we aspire to become a trusted brand for customers and a respected century-long benchmark in the industry.

COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

The Group is committed to implementing high standards of corporate governance to safeguard the interests of the shareholders of the Company and enhance corporate value and commitment to responsibility. The Company has adopted the Corporate Governance Code (the “CG Code”) as set out in Appendix C1 to the Listing Rules as its corporate governance standards and, to the best knowledge of the Directors, the Company has complied with all applicable code provisions set out in the CG Code during the Reporting Period.

The Directors will use their best endeavors to ensure that the Company continues to comply with the CG Code.

FINAL DIVIDEND

The Board recommended the payment of a final dividend of RMB1.89 cents per Share (2023: RMB2.45 cents) for the year ended 31 December 2024 (the “**Proposed Final Dividend**”). The Proposed Final Dividend is subject to the approval of Shareholders at the annual general meeting of the Company (the “**AGM**”) to be held on 5 June 2025 and will be paid on or before 30 July 2025 to the Shareholders whose names appear on the register of members of the Company on 19 June 2025.

CLOSURE OF REGISTER OF MEMBERS

For determining the entitlement to attend and vote at the AGM, the register of members of the Company will be closed from 2 June 2025 to 5 June 2025, both days inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the AGM, unregistered holders of shares of the Company shall ensure that all transfer documents accompanied by the relevant share certificates must be lodged with the Company’s share registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on 30 May 2025 for registration.

面對行業變革深化期，我們將以清晰的戰略定力、扎實的運營能力和突破性創新思維，持續鍛造差異化競爭壁壘，引領物業服務向智慧化、生態化、人性化的新範式跨越，成就客戶信賴、行業尊重的百年服務品牌。

遵守企業管治守則

本集團致力於實現高標準企業管治，以保障本公司股東權益及提高企業價值與責任承擔。本公司已採納上市規則附錄C1所載之企業管治守則（「**企業管治守則**」）作為其本身的企業管治準則，且根據董事所知，於報告期間，本公司已遵守企業管治守則所有適用守則條文。

董事並將盡全力促使本公司繼續遵守企業管治守則。

末期股息

董事會建議就截至2024年12月31日止年度派發末期股息每股人民幣1.89分（2023年：人民幣2.45分）（「**建議末期股息**」）。建議末期股息須經股東將於2025年6月5日舉行之股東週年大會（「**股東週年大會**」）上批准方可作實，並將於2025年7月30日或之前派付予於2025年6月19日名列本公司股東名冊的股東。

暫停辦理股份過戶登記

為釐定出席股東週年大會並於會上投票的資格，本公司將於2025年6月2日至2025年6月5日（包括首尾兩日）暫停辦理股份過戶登記手續，期間將不會辦理任何股份過戶登記。為符合資格出席股東週年大會並於會上投票，本公司的未登記股份持有人須確保在不遲於2025年5月30日下午四時三十分將所有過戶文件連同有關股票送達本公司的香港股份過戶登記處卓佳證券登記有限公司（地址為香港夏愨道16號遠東金融中心17樓）辦理過戶登記手續。

Management Discussion and Analysis (Continued)

管理層討論與分析(續)

For determining the entitlement to the Proposed Final Dividend (subject to approval by the shareholders at the AGM), the register of members of the Company will be closed from 16 June 2025 to 19 June 2025, both days inclusive, during which period no transfer of shares will be registered. In order to qualify for the Proposed Final Dividend, unregistered holders of shares of the Company shall ensure that all transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on 13 June 2025.

THE MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the **"Model Code"**) as set out in Appendix C3 to the Listing Rules as its code for dealing in securities of the Company by the Directors and the Company's senior management who, because of his/her office or employment, is likely to possess inside information in relation to the Company's securities. The Directors have confirmed compliance with the required standard set out in the Model Code during the Reporting Period.

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES

Neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's shares during the year ended 31 December 2024.

REVIEW OF ANNUAL RESULTS BY THE AUDIT COMMITTEE

The Board has established its audit committee (the **"Audit Committee"**) with written terms of reference in compliance with Rules 3.21 and 3.22 of the Listing Rules and code provision D.3 of the CG Code. The primary duties of the Audit Committee are to review and supervise the financial reporting process, internal control and risk management system of the Group, oversee the audit process, provide advice and comments to the Board and perform other duties and responsibilities as may be assigned by the Board.

The Audit Committee consists of three members, including three independent non-executive Directors, namely Mr. Liang Xinjun, Mr. Chung Chong Sun and Mr. Chiu Ngam. The Audit Committee is chaired by Mr. Chung Chong Sun, an independent non-executive Director who possesses appropriate professional accounting and related financial management expertise.

為釐定建議末期股息的權利(須經股東於股東週年大會上批准),本公司將於2025年6月16日至2025年6月19日(包括首尾兩日)暫停辦理股份過戶登記手續,期間將不會辦理任何股份過戶登記。為符合資格獲得建議末期股息,本公司的未登記股份持有人須確保在不遲於2025年6月13日下午四時三十分將所有過戶文件連同有關股票送達本公司的香港股份過戶登記分處卓佳證券登記有限公司(地址為香港夏慤道16號遠東金融中心17樓)辦理過戶登記手續。

董事進行證券交易的標準守則

本公司已採納上市規則附錄C3所載上市發行人董事進行證券交易之標準守則(「**標準守則**」)作為董事及本公司高級管理層(因其職位或僱傭關係,有可能持有有關本公司證券的內幕消息)買賣本公司證券的守則。董事確認,彼等於報告期間一直遵守標準守則所載規定準則。


購買、出售或贖回上市證券

截至2024年12月31日止年度,本公司及其任何附屬公司概無購買、出售或贖回任何本公司股份。

審核委員會審閱年度業績

董事會已遵照上市規則第3.21條及3.22條及企業管治守則的守則條文第D.3條成立審核委員會(「**審核委員會**」),並設定書面職權範圍。審核委員會的主要職責是審閱和監察本集團的財務報告流程、內部監控和風險管理體系,監督審計流程,向董事會提供建議和意見,並履行董事會可能指派的其他職責和責任。

審核委員會由三名獨立非執行董事組成,分別是梁信軍先生、鍾創新先生和趙岩先生。審核委員會由鍾創新先生擔任主席,彼為擁有適當的專業會計和相關財務管理專業知識的獨立非執行董事。



Management Discussion and Analysis (Continued) 管理層討論與分析(續)

Our Audit Committee has reviewed the Company's consolidated financial statements for the year ended 31 December 2024 and confirmed that it has complied with all applicable accounting principles, standards and requirements, and made sufficient disclosures. Our Audit Committee has also discussed audit and financial reporting matters.

The figures in respect of the Group's consolidated statement of financial position, consolidated statement of profit or loss and other comprehensive income and the related notes thereto for the year ended 31 December 2024 as set out in this annual report have been agreed by the Company's auditor, Ernst & Young, to the amounts set out in the Group's consolidated financial statements for the year. The work performed by Ernst & Young in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants and consequently, no assurance has been expressed by Ernst & Young on this annual report.

PUBLICATION OF ANNUAL RESULTS AND ANNUAL REPORT ON THE WEBSITES OF THE STOCK EXCHANGE AND THE COMPANY

This annual report is published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.zazhsh.com).

審核委員會已審閱本公司截至2024年12月31日止年度的合併財務報表，並確認已遵從所有適用的會計原則、準則及規定及已作出足夠披露。審核委員會亦已討論審計及財務報告事宜。

本年報所載本集團截至2024年12月31日止年度之合併財務狀況表、合併損益及其他全面收益表及相關附註的數字，已由本公司核數師安永會計師事務所與本集團年內的合併財務報表所列金額核對一致。安永會計師事務所就此進行的工作並不構成根據香港會計師公會頒佈的香港審計準則、香港審閱委聘準則或香港核證委聘準則所進行的核證委聘，安永會計師事務所並無就本年報發表任何核證。

於聯交所及本公司網站刊載全年業績及年度報告

本年報刊登在聯交所網站(www.hkexnews.hk)及本公司網站(www.zazhsh.com)上。

Corporate Governance Report

企業管治報告

The Board is pleased to present the corporate governance report of the Company for the year ended 31 December 2024.

CORPORATE GOVERNANCE PRACTICES

The Group is committed to maintaining high standards of corporate governance to safeguard the interests of the Shareholders and to enhance corporate value and accountability. The Company has adopted the CG Code as set out in Appendix C1 to the Listing Rules as its own code of corporate governance. During the year ended 31 December 2024, the Company has complied with all applicable code provisions under the CG Code. The Company will continue to review and monitor its corporate governance practices to ensure compliance with the CG Code.

THE BOARD

Responsibilities

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

All Directors carry out their duties in good faith and in compliance with the applicable laws and regulations and act in the interests of the Company and the Shareholders as a whole at all times.

The Company has arranged appropriate liability insurance in respect of legal actions against the Directors. The insurance coverage will be reviewed on an annual basis.

董事會欣然呈列本公司截至2024年12月31日止年度之企業管治報告。

企業管治常規

本集團致力維持高水準的企業管治，以保障股東權益並提升企業價值及問責性。本公司已採納上市規則附錄C1所載之企業管治守則作為其本身之企業管治守則。於截至2024年12月31日止年度內，本公司一直遵守企業管治守則項下之所有適用守則條文。本公司將繼續檢討並監察其企業管治常規，以確保遵守企業管治守則。


董事會

責任

董事會負責本集團的整體領導，並監察本集團的策略性決定以及監察其業務及表現。董事會已向本集團的高級管理層授予本集團日常管理及營運的權力及責任。為監察本公司事務的特定範疇，董事會已成立三個董事會委員會，包括審核委員會、薪酬委員會及提名委員會。董事會已向該等董事會委員會授予其職權範圍所載的責任。

全體董事本著真誠，並遵守適用法律及法規，無論何時均以符合本公司及股東整體利益的方式履行職責。

本公司已就針對董事的法律訴訟安排適當責任保險，並將每年審視該保險之保障範圍。



Corporate Governance Report (Continued) 企業管治報告(續)

Board Composition

As at the date of this annual report, the Board comprises five executive Directors and three independent non-executive Directors as follows:

Executive Directors

Mr. Shi Zhongan (*Chairman*)
Ms. Ding Shuchun (*Chief Executive Officer*)
(*newly appointed with effect on 18 January 2025*)
Mr. Sun Zihua (*Vice Chairman, Co-chief Executive Officer*)
Mr. Yang Guang (*resigned with effect on 18 January 2025*)
Mr. Ding Lei
Ms. Xu Jianying

Independent Non-executive Directors

Mr. Liang Xinjun
Mr. Chung Chong Sun
Mr. Chiu Ngam

Ms. Ding Shuchun, who has been appointed as an executive Director with effect on 18 January 2025, has obtained the legal advice referred to in Rule 3.09D of the Listing Rules on 17 January 2025. Ms. Ding Shuchun has confirmed she understood her obligations as a director of a listed issuer.

The biographies of the Directors are set out under the section headed “Biographical Details of Directors and Senior Management” of this annual report.

During the year ended 31 December 2024, the Board has, at all times, met the requirements under Rules 3.10(1) and 3.10(2) of the Listing Rules relating to the appointment of at least three independent non-executive Directors with at least one independent non-executive Director possessing appropriate professional qualifications or accounting or related financial management expertise.

The Company has also complied with Rule 3.10A of the Listing Rules relating to appointing independent non-executive Directors representing at least one-third of the Board.

董事會組成

於本年報日期，董事會由五名執行董事及三名獨立非執行董事組成，詳情如下：

執行董事

施中安先生 (主席)
丁曙春女士 (行政總裁)
(於2025年1月18日履新)
孫志華先生 (副主席、聯席行政總裁)
楊光先生 (於2025年1月18日辭任)
丁磊先生
徐建穎女士

獨立非執行董事

梁信軍先生
鍾創新先生
趙岩先生

丁曙春女士已自2025年1月18日起獲委任為執行董事，並已於2025年1月17日取得上市規則第3.09D條所述的法律意見。丁曙春女士已確認彼明白其作為上市發行人董事的責任。

董事履歷載於本年報之「董事及高級管理層履歷」一節。

於截至2024年12月31日止年度，董事會已一直遵守上市規則第3.10(1)及3.10(2)條有關委任至少三名獨立非執行董事（其中至少一名獨立非執行董事須擁有適當的專業資格或會計或相關財務管理專業知識）的規定。

本公司亦已遵守上市規則第3.10A條有關委任相當於董事會成員至少三分之一的獨立非執行董事的規定。

Corporate Governance Report (Continued)

企業管治報告(續)

The Company believes that the diversity of the Board members will be immensely beneficial for the enhancement of the Company's performance. Therefore, the Company has adopted a Board diversity policy to ensure that the Company will, when determining the composition of the Board, consider Board diversity in terms of, amongst other things, age, cultural and educational background, professional experience, skills and knowledge. All Board appointments will be based on merits and candidates will be considered against objective criteria, having due regard to the benefits of the diversity of the Board.

The Nomination Committee is responsible for reviewing the structure, size and composition of the Board at least annually, taking into account the benefits of all relevant diversity aspects and making recommendations on any proposed changes to the Board to complement the Company's corporate strategy.

For the purpose of implementation of the board diversity policy, the Company targets to appoint a minimum of one Director of a different gender. Up to the date of this Annual Report, the Board had two female Directors. The Board targets to maintain the current level of female representation, with the minimum of one female member. As of 31 December 2024, 53.1% and 46.9% of the Group's employees were male and female, respectively.

As each of the independent non-executive Directors has confirmed his independence pursuant to Rule 3.13 of the Listing Rules, the Company considers all of them to be independent parties.

Save as disclosed in the Directors' biographies set out in the section headed "Biographical Details of Directors and Senior Management" in this annual report, none of the Directors have any personal relationship (including financial, business, family or other material or relevant relationships) with any other Director and chief executive of the Company.

As regards code provision C.1.5 of the CG Code, which requires each director to disclose the number and nature of offices held in public companies or organizations and other significant commitments, the identity of the public companies or organizations and an indication of the time involved to the issuer, the Directors have agreed to disclose their commitments and any subsequent changes to the Company in a timely manner.

本公司相信董事會成員多元化將對提升本公司的表現益處良多。因此，本公司已採納董事會成員多元化政策，以確保本公司在設定董事會成員組合時會從多個方面考慮董事會成員多元化，包括但不限於年齡、文化及教育背景、專業經驗、技能及知識。董事會所有委任均以用人唯才為原則，並在考慮人選時以客觀條件顧及董事會成員多元化的益處。

提名委員會負責最少每年一次檢討董事會的架構、規模及組合，同時考慮所有相關多元化方面的益處，並就董事會的任何擬議變動提出推薦建議，以配合本公司企業戰略。

為實施董事會成員多元化政策，本公司計劃委任最少一名其他性別董事。截至本年度報告日期，董事會共有兩名女性董事。董事會的目標為保持目前的女性代表比例，至少有一名女性成員。截至2024年12月31日，本集團男女員工比例分別為53.1%及46.9%。

由於各獨立非執行董事均已根據上市規則第3.13條確認其獨立性，故本公司認為彼等均為獨立人士。

除本年報之「董事及高級管理層履歷」一節所載董事履歷中所披露者外，概無董事與任何其他董事及本公司的最高行政人員有任何個人關係（包括財務、業務、家族或其他重大或相關關係）。

鑑於企業管治守則之守則條文第C.1.5條要求各董事向發行人披露其於公眾公司或組織所擔任職務的數量及性質及其他重大承擔、所涉及的公眾公司或組織的名稱及顯示其擔任有關職務所涉及的時間，故董事已同意適時向本公司披露彼等的承擔及任何後續變動。

Corporate Governance Report (Continued) 企業管治報告(續)

Directors' Continuous Professional Development

Directors keep abreast of the responsibilities as a Director of the Company and of the conduct, business activities and development of the Company.

Every newly appointed Director will receive formal, comprehensive and tailored induction on the first occasion of his/her appointment to ensure appropriate understanding of the business and operations of the Company and full awareness of Director's responsibilities and obligations under the Listing Rules and relevant statutory requirements.

In accordance with code provision C.1.4 of the CG Code, all Directors should participate in continuous professional development to develop and refresh their knowledge and skills to ensure that their contribution to the Board remains informed and relevant. All Directors are encouraged to attend relevant training courses at the Company's expenses.

For the year ended 31 December 2024, all Directors have confirmed that they had complied with code provision C.1.4 of the CG Code and details are set out below:

董事持續專業發展

董事須時刻了解其作為本公司董事的職責以及本公司的經營、業務活動及發展。

每名新委任的董事均會於其獲委任之初接受正式、全面及專門的入職培訓，以確保彼等適當了解本公司業務及營運以及充份認識到上市規則及相關法定規定下董事的職責及責任。

根據企業管治守則的守則條文第C.1.4條，全體董事均應參與持續專業發展以提高及更新其知識及技能，確保繼續在具備全面資訊及切合所需的情況下向董事會作出貢獻。本公司鼓勵所有董事參與相關培訓課程，費用由本公司承擔。

截至2024年12月31日止年度，全體董事均確認彼等已遵守企業管治守則的守則條文第C.1.4條，詳情載列如下：

		Types of Trainings (See Remarks) 培訓類別 (見註解)
Directors	董事	
Executive Directors	執行董事	
Mr. Shi Zhongan	施中安先生	A, B
Mr. Sun Zhihua	孫志華先生	A, B
Mr. Yang Guang (<i>resigned with effect on 18 January 2025</i>)	楊光先生 (於2025年1月18日辭任)	A, B
Mr. Ding Lei	丁磊先生	A, B
Ms. Xu Jianying	徐建穎女士	A, B
Independent Non-executive Directors	獨立非執行董事	
Mr. Liang Xinjun	梁信軍先生	A, B
Mr. Chung Chong Sun	鍾創新先生	A, B
Mr. Chiu Ngam	趙岩先生	A, B

Remarks:

- A: attending seminars, conferences and/or forums
B: reading journals, updates, articles and/or materials etc.

註解：

- A: 出席研討會、會議及／或論壇
B: 研讀期刊、更新、文章及／或材料等

Corporate Governance Report (Continued)

企業管治報告(續)

Chairman and Chief Executive Officer

The roles of the chairman and the chief executive officer of the Company have been separated as required by Code Provision C.2.1 of the CG Code. For the year ended 31 December 2024, Mr. Shi Zhongan served as the Chairman of the Company and Mr. Yang Guang served as the Chief Executive Officer of the Company.

Mr. Yang Guang had resigned as the Chief Executive Officer of the Company with effect from 18 January 2025 in order to devote more time on his personal commitments. Following the resignation of Mr. Yang, Ms. Ding Shuchun has been appointed as the Chief Executive Officer and Mr. Sun Zhihua has been appointed as the Co-chief Executive Officer with effect from 25 February 2025.

Board meetings

Code Provision C.5.1 of the CG Code prescribes that at least four regular Board meetings should be held in each year at approximately quarterly intervals with active participation of majority of directors, either in person or through electronic means of communication.

The Company has adopted the practice of holding Board meetings regularly. Notice of not less than 14 days is given of all regular Board meetings to allow all Directors to attend and include matters in the agenda. For other committee meetings, 7 days' notice is given. The agenda and accompanying board papers are despatched to the Directors or committee members at least three days before meetings to ensure they have sufficient time to review these documents and be adequately prepared. When the Directors or committee members are unable to attend a meeting, they are advised of the matters to be discussed and given an opportunity to make their views known to the chairman before the meeting.

Apart from regular Board meetings, the Chairman of the Board also held meetings with the independent non-executive Directors without the presence of other Directors during the Reporting Period in compliance with code provision C.2.7 of the CG Code.

Minutes of the Board meetings and committee meetings are recorded in detail and include the matters considered by the Board and the committees and the decisions reached, including any concerns raised by the Directors. Draft minutes of each Board meeting and committee meeting are sent to the Directors within a reasonable time after the date on which the meeting is held so that they have an opportunity to request amendments.

主席與行政總裁

本公司主席與行政總裁的角色已根據企業管治守則的守則條文第C.2.1條規定予以區分。截至2024年12月31日止年度，施中安先生為本公司的主席，而楊光先生為本公司的行政總裁。

楊光先生已辭任本公司行政總裁，自2025年1月18日起生效，以將更多時間投放於其個人事務上。繼楊先生辭任後，丁曙春女士已獲委任為行政總裁，而孫志華先生已獲委任為聯席行政總裁，自2025年2月25日起生效。

董事會會議

企業管治守則的守則條文第C.5.1條規定，每年至少召開四次定期董事會會議，大約每季一次，且大多數董事須積極參與會議（無論親身或通過電子通訊方式）。

本公司已採納定期召開董事會會議的慣例。本公司就所有定期舉行的董事會會議發出不少於14天的通知，以給予全體董事出席定期會議及將相關事項納入議程的機會。就其他委員會會議而言，將會發出7天通知。議程及隨附的董事會文件會於舉行會議前最少3天寄發予董事或委員會成員，以確保彼等有充足時間審閱該等文件並作充分準備。當董事或委員會成員未能出席會議，彼等將獲知會有關將予討論的事宜，並有機會在舉行會議前向主席發表意見。

於報告期內，除定期董事會會議外，董事會主席亦在並無其他董事出席的情況下與獨立非執行董事舉行會議，以遵守企業管治守則之守則條文第C.2.7條的規定。

董事會會議及委員會會議的會議記錄會詳盡記錄及包括董事會及委員會所考慮的事宜及所達致的決定，包括董事提出的任何問題。各董事會會議及委員會會議的會議記錄草擬本會於會議舉行日期後的合理時間內發送至董事，使彼等有機會要求作出修訂。

Corporate Governance Report (Continued) 企業管治報告(續)

The Company convened an annual general meeting on 6 June 2024, and the Board convened four Board meetings during the year ended 31 December 2024 and up to the date of this annual report. The table below sets forth the details of the attendance at these Board meetings:

於截至2024年12月31日止年度及直至本年報日期止，本公司曾於2024年6月6日召開股東週年大會，而董事會已舉行四次董事會會議。下表載列該等董事會會議的出席詳情：

		Number of meetings attended/ held during the Director's term of office 董事於任期內出席／舉行會議次數	
Name of Director	董事姓名	Board meetings 董事會會議	Annual general meeting 股東週年大會
Executive Directors		執行董事	
Mr. Shi Zhongan (Chairman)	施中安先生 (主席)	4/4	1/1
Ms. Ding Shuchun	丁曙春女士	N/A不適用	N/A不適用
Mr. Sun Zhihua	孫志華先生	4/4	1/1
Mr. Yang Guang (resigned with effect on 18 January 2025)	楊光先生 (於2025年1月18日辭任)	4/4	1/1
Ms. Xu Jianying	徐建穎女士	4/4	1/1
Mr. Ding Lei	丁磊先生	4/4	1/1
Independent Non-executive Directors		獨立非執行董事	
Mr. Liang Xinjun	梁信軍先生	4/4	1/1
Mr. Chung Chong Sun	鍾創新先生	4/4	1/1
Mr. Chiu Ngam	趙岩先生	4/4	1/1

BOARD COMMITTEES

The Company has established an Audit Committee, a Remuneration Committee and a Nomination Committee. Each of these committees has specific written terms of reference which deal clearly with their authority and duties. The chairmen of these committees will report their findings and recommendations to the Board after each meeting.

Audit Committee

Our Board has established an audit committee in compliance with Rule 3.21 of the Listing Rules and Code D.3 of the CG Code, and has adopted written terms of reference. The primary duties of our Audit Committee are to review and monitor the Group's financial reporting process, risk management and internal control system, to oversee the audit process, to provide advice and comments to our Board, and to perform other duties and responsibilities as may be assigned by the Board.

董事會委員會

本公司已成立審核委員會、薪酬委員會及提名委員會。各委員會設有特定書面職權範圍，清晰列明其職權及職責。該等委員會的主席於會議後將向董事會報告其發現及推薦建議。

審核委員會

董事會已根據上市規則第3.21條及企業管治守則守則第D.3條設立審核委員會，並已採納書面職權範圍。審核委員會的主要職責為檢討及檢察本集團的財務匯報程序、風險管理及內部監控系統、監督審核過程、向董事會提供建議及意見，並履行董事會可能委派的其他職責及責任。

Corporate Governance Report (Continued)

企業管治報告(續)

The chairperson of the Audit Committee is Mr. Chung Chong Sun. The other members are Mr. Liang Xinjun and Mr. Chiu Ngam. The Audit Committee comprised all of the three independent non-executive Directors.

The principal duties of the Audit Committee include the following:

1. to review the relationship with the Auditor by reference to the work performed by the Auditor, their fees, and terms of engagement and make recommendations to the Board on the appointment, re-appointment and removal of the Auditor;
2. to review the financial statements and reports and consider any significant or unusual items raised by the Company's staff responsible for the accounting and financial reporting function, compliance officer of the Company or the Auditor before submission to the Board; and
3. to review the adequacy and effectiveness of the Company's financial reporting system, internal control system, and risk management system, and the associated procedures, including the adequacy of the resources, staff qualifications and experience, training programs, and budget of the Company's accounting and financial reporting function.

The written terms of reference of the Audit Committee are available on the Stock Exchange and Company websites.

Our Audit Committee has reviewed the Company's audited consolidated financial statements for the year ended 31 December 2024 and confirmed that it has complied all applicable accounting principles, standards and requirements, and made sufficient disclosures. The Audit Committee has also discussed the matters of audit and financial reporting. Our Audit Committee has also reviewed the significant issues on the financial reporting and compliance procedures, internal control and risk management systems and connected transactions, and have discussed with the Auditor about the tasks they performed.

Our Audit Committee has reviewed the Auditor's remuneration for the year ended 31 December 2024 and recommended that the Board re-appointing Ernst & Young as the company's auditor for the year ending 31 December 2025, subject to approval by the Shareholders at the Annual General Meeting. The Board did not deviate from the recommendations of the Audit Committee on the selection, appointment, resignation or dismissal of an external auditor.

審核委員會主席為鍾創新先生，其他成員為梁信軍先生及趙岩先生。審核委員會由所有三名獨立非執行董事組成。

審核委員會的主要職責如下：

1. 參考核數師所進行工作、彼等之薪酬及聘用條款，以審視與核數師之關係，並就核數師委任、重新委任及罷免向董事會提供建議；
2. 審閱財務報表及報告，並於該等報表及報告呈交至董事會前考慮當中任何由本公司屬下會計及財務匯報職員、本公司監察主任或核數師提出任何重大或不尋常事項；及
3. 檢討本公司的財務申報制度、內部監控及風險管理制度，以及相關程序的充分性和有效性，包括本公司在會計及財務匯報職能方面的資源、員工資歷及經驗、培訓課程以及預算是否充分。

審核委員會的書面職權範圍於聯交所及本公司網站可供查閱。

審核委員會已審閱本公司截至2024年12月31日止年度的經審核合併財務報表，並確認其已遵守所有適用會計原則、準則及規定，並已作出充分披露。審核委員會亦已就審核及財務匯報事宜進行討論。審核委員會亦已審閱有關財務匯報、合規程序、內部監控、風險管理系統及關連交易的重大議題，並與核數師討論其進行的工作。

審核委員會已審閱截至2024年12月31日止年度核數師的薪酬，並建議董事會重新委任安永會計師事務所為本公司截至2025年12月31日止年度的核數師，惟須待股東於股東週年大會上批准後，方可作實。董事會並無偏離審核委員會就甄選、委任、退任或罷免外聘核數師作出的任何推薦建議。

Corporate Governance Report (Continued) 企業管治報告(續)

During the year ended 31 December 2024 and up to the date of this annual report, two meetings of the Audit Committee were held to discuss and consider the following matters:

- reviewed the interim results of the Company and its subsidiaries for the six months ended 30 June 2024;
- reviewed the audited consolidated financial statements of the Company for the financial year ended 31 December 2024;
- reviewed the Auditor's report in relation to the audit plan and strategy of the Group;
- reviewed the appropriateness and effectiveness of the risk management and internal control systems of the Company and made recommendations to the Board on the improvement of the risk management and internal control systems of the Company; and
- reviewed the appropriateness and effectiveness of the internal audit function of the Company and made recommendations to the Board on the improvement of the internal audit function of the Company.

The attendance of each Audit Committee member is set out in the table below:

截至2024年12月31日止年度內及直至本年報日期止，審核委員會曾舉行兩次會議，以討論及考慮以下內容：

- 審閱本公司及其附屬公司截至2024年6月30日止六個月之中期業績；
- 審閱本公司截至2024年12月31日止財政年度的經審核合併財務報表；
- 審閱核數師有關本集團審計計劃及策略的報告；
- 審閱本公司風險管理及內部監控系統的適當性及有效性，並就改進本公司風險管理及內部監控系統向董事會提供推薦建議；及
- 審閱本公司內部審核職能的適當性及有效性，並就改善本公司的內部審核職能向董事會提供推薦建議。

審核委員會各成員出席該等會議的情況載於下表：

Name of committee member	委員會成員姓名	Number of meetings attended/ held during the Director's term of office 於董事任期內出席／舉行會議次數
Mr. Chung Chong Sun (<i>Chairman</i>)	鍾創新先生 (主席)	2/2
Mr. Liang Xinjun	梁信軍先生	1/2
Mr. Chiu Ngam	趙岩先生	2/2

Corporate Governance Report (Continued)

企業管治報告(續)

Remuneration Committee

Our Board has established a Remuneration Committee in compliance with Rules 3.25 and 3.26 of the Listing Rules and Code E.1 of the CG Code and has adopted written terms of reference. The primary duties of our Remuneration Committee are to establish, review and make recommendations to the Directors on our policy and structure concerning remuneration of the Directors and senior management and on the establishment of a formal and transparent procedure for developing policies concerning such remuneration, determine the terms of the specific remuneration package of each executive Director and senior management and review and approve performance-based remuneration by reference to corporate goals and objectives. Our Remuneration Committee currently consists of two executive Directors, Mr. Sun Zhihua and Ms. Xu Jianying, and three independent non-executive Directors, Mr. Chung Chong Sun, Mr. Liang Xinjun, and Mr. Chiu Ngam. Our Remuneration Committee is currently chaired by Mr. Liang Xinjun.

The Remuneration Committee has adopted the recommendation model described in E.1.2(c)(ii) of the CG Code.

Remuneration of Directors and Senior Management

Details of the remuneration by band of the members of the Board and senior management of the Company, whose biographies are set out on pages 48 to 58 of this annual report, for the Reporting Period, are set out below:

Remuneration band (RMB)	薪酬範圍 (人民幣)	Number of Directors 董事人數	Number of Senior Management 高級管理層人數	Total Number of individuals 總人數
0 to 1,000,000	0至1,000,000	7	2	9
1,000,001 to 2,000,000	1,000,001至2,000,000	2	1	3

No emoluments were paid by the Group to the directors or past directors of the Company and the senior management (including 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.

薪酬委員會

董事會已根據上市規則第3.25條及第3.26條以及企業管治守則守則第E.1條設立薪酬委員會，並已採納書面職權範圍。薪酬委員會的主要職責為訂立、審閱有關董事及高級管理層的薪酬政策及架構以及就設立有關制定薪酬政策的正式及透明程序，並就此向董事會提供推薦建議、釐定各執行董事及高級管理層具體薪酬待遇的條款，以及在參照公司目標及宗旨後審閱及批准與表現掛鈎的薪酬。薪酬委員會現時由兩名執行董事（即孫志華先生和徐建穎女士）及三名獨立非執行董事（即鍾創新先生、梁信軍先生及趙岩先生）組成。薪酬委員會現時由梁信軍先生出任主席。

薪酬委員會已採納企業管治守則第E.1.2(c)(ii)條所描述建議模式。

董事及高級管理層之薪酬

報告期間，本公司董事會及高級管理層成員（其履歷載於本年報第48至58頁）按範圍劃分的薪酬詳情載列如下：

於報告期間，本集團並無向本公司董事或前任董事及高級管理層（當中包括五名最高薪酬人士）支付酬金，作為加入本集團或加入本集團時的獎金或作為離職補償。

Corporate Governance Report (Continued) 企業管治報告(續)

Our Remuneration Committee convened 1 meeting during the Reporting Period. The table below sets forth the details of the attendance at the meeting:

於報告期間，薪酬委員會召開1次會議。下表載列該等會議的出席詳情：

Name of committee member	委員會成員姓名	Number of meetings attended/ held during the Director's term of office 於董事任期內出席／舉行會議次數
Mr. Liang Xinjun (<i>Chairman</i>)	梁信軍先生 (主席)	1/1
Mr. Sun Zhihua	孫志華先生	1/1
Ms. Xu Jianying	徐建穎女士	1/1
Mr. Chung Chong Sun	鍾創新先生	1/1
Mr. Chiu Ngam	趙岩先生	1/1

The major work performed by our remuneration committee during the Reporting Period included, among others, the following:

薪酬委員會於報告期間進行的主要工作包括(其中包括)以下各項：

- reviewed and made recommendations to the Board of the remuneration packages and overall benefits for the Directors and the senior management of the Company;
 - made recommendations to the Board in relation to all consultancy agreements and service contracts or any variations, renewals or modifications thereof, entered into between the Company and the Directors and senior management of the Company or any associate company of any of them;
 - considered what details of the remuneration/benefits of the Directors should be reported in the Company's corporate governance report in the annual report and how those details should be presented, including determining the policy for the remuneration of Directors, assessing the performance of executive Directors and approving the terms of executive Directors' service contracts; and
 - made recommendations to the Board on the Company's policy and structure for all Directors and senior management remuneration and on the establishment of a formal and transparent procedure for formulating remuneration policy.
- 檢討董事及本公司高級管理層的薪酬待遇及整體福利並就此向董事會提供推薦建議；
 - 就本公司與董事及本公司高級管理層或其任何聯屬公司訂立的所有顧問協議及服務合約或其任何更改、重續或修訂向董事會提供推薦建議；
 - 考慮需於本公司年報的企業管治報告中呈報的薪酬／待遇詳情，及該等詳情的呈報方式，包括釐定董事薪酬的政策、評估執行董事的表現及批准執行董事服務合約的條款；及
 - 就有關本公司對全體董事及高級管理層實行的薪酬政策及架構及有關設立用以制定薪酬政策的正式及透明程序向董事會提供推薦建議。

Corporate Governance Report (Continued)

企業管治報告(續)

Nomination Committee

Our Board has established a nomination committee in compliance with Code B.3 of the CG Code, and has adopted written terms of reference. The primary duties of our Nomination Committee are to review the structure, size and composition of our Board on a regular basis and make recommendations to the Board regarding any proposed changes to the composition of our Board, identify, select or make recommendations to our Board on the selection of individuals nominated for directorship, and ensure the diversity of our Board members, assess the independence of our independent non-executive Directors and make recommendations to our Board on relevant matters relating to the appointment, re-appointment and removal of the Directors and succession planning for the Directors. Our Nomination Committee currently consists of one executive Director, Mr. Shi Zhongan, and two independent non-executive Directors, Mr. Chung Chong Sun and Mr. Liang Xinjun. Our Nomination Committee is currently chaired by Mr. Shi Zhongan.

Our nomination committee convened 1 meeting during the Reporting Period. The table below sets forth the details of the attendance at the meeting:

提名委員會

董事會已根據企業管治守則守則第B.3條成立提名委員會，並採納書面職權範圍。提名委員會的主要職責為定期檢討董事會的架構、規模及組成，並就董事會組成的任何建議變動向董事會提供推薦建議，物色、挑選或就提名董事人選向董事會提供推薦建議，確保董事會成員的多元性、評估獨立非執行董事的獨立性並就有關委任、重新委任或辭任董事及董事繼任計劃的相關事宜向董事會提供推薦建議。提名委員會目前由一名執行董事（即施中安先生）及兩名獨立非執行董事（即鍾創新先生及梁信軍先生）組成。提名委員會目前由施中安先生出任主席。

於報告期間，提名委員會召開1次會議。下表載列該會議的出席詳情：


Name of committee member	委員會成員姓名	Number of meetings attended/ held during the Director's term of office 於董事任期內出席 ／舉行會議次數
Mr. Shi Zhongan (<i>Chairman</i>)	施中安先生 (主席)	1/1
Mr. Liang Xinjun	梁信軍先生	1/1
Mr. Chung Chong Sun	鍾創新先生	1/1

The work performed by our nomination committee included, among others, the following:

- reviewed the structure, size, composition and diversity of the Board;
- assessed the independence of the independent non-executive Directors;
- made recommendations to the Board on the appointment and re-appointment of Directors; and
- reviewed and made recommendations to the Board on the nomination policy.

提名委員會進行的工作包括（其中包括）以下各項：

- 審閱董事會的架構、規模、組成及多元性；
- 評估獨立非執行董事的獨立性；
- 就委任及重新委任董事向董事會提供推薦建議；及
- 檢討提名政策並就此向董事會提供推薦建議。



Corporate Governance Report (Continued)

企業管治報告(續)

Nomination Policy

(i) Objective

The Nomination Committee shall nominate suitable candidates and make recommendations to the Shareholders for election as the Directors at general meetings or appoint as Directors to fill casual vacancies.

The Nomination Committee may, as it considers appropriate, nominate a number of candidates more than the number of Directors to be appointed or re-appointed at a general meeting, or the number of casual vacancies to be filled.

(ii) Selection Criteria

In assessing a proposed candidate for the recommendation of appointment or re-appointment of the members of the Board, the factors would be used as reference by the nomination committee include but not limited to the following:

- (a) integrity;
- (b) accomplishment and experience in the industry of which the Company is a part;
- (c) commitment in respect of available time and relevant interest;
- (d) diversity in all its aspects, including but not limited to gender, age (18 years or above), cultural and educational background, ethnicity, professional experience, skills, knowledge and length of service;
- (e) fulfillment of independence guidelines for the appointment of independent non-executive Directors as set out in Rule 3.13 of the Listing Rules; and
- (f) any factors as the nomination committee or the Board may, from time to time, consider appropriate.

The Nomination Committee will ask the proposed candidates to submit the necessary personal information in a prescribed form.

The Nomination Committee may request candidates to provide additional information and documents, if considered necessary.

The appointment of any proposed candidate to the Board or re-appointment of any existing members of the Board shall be made in accordance with the Articles of Association and other applicable rules and regulations.

提名政策

(i) 目的

提名委員會須提名合適人選，於股東大會上向股東推薦選舉為董事或委任為董事以填補臨時空缺。

提名委員會可酌情提名多名候選人，可多於將於股東大會上獲委任或重新委任的董事人數或待填補的臨時空缺董事人數。

(ii) 甄選標準

提名委員會在評估候選人時考慮的因素包括(但不限於)以下各項，並就委任董事會候選人或重新委任董事會現有成員作出推薦建議：

- (a) 誠信；
- (b) 在本公司業務行業的成就及經驗；
- (c) 將投入的時間及相關利益承諾；
- (d) 在各方面的多元性，包括但不限於性別、年齡(18歲或以上)、文化及教育背景、種族、專業經驗、技能、知識及服務年限；
- (e) 符合載列於上市規則第3.13條對委任獨立非執行董事所規定的獨立性準則；及
- (f) 提名委員會或董事會不時認為合適的任何其他因素。

提名委員會將要求候選人按指定的形式提交必要的個人資料。

倘提名委員會認為屬必要，其可要求候選人提供補充資料及文件。

無論是委任任何董事會候選人或重新委任董事會任何現有成員，均須根據組織章程細則及其他適用規則和規例進行。

Corporate Governance Report (Continued)

企業管治報告(續)

(iii) Nomination Procedures

The secretary of the Nomination Committee shall call a meeting of the Nomination Committee, and invite nominations of candidates from the members of the Board, if any, for consideration by the Nomination Committee prior to its meeting. The Nomination Committee may also put forward candidates for consideration.

In the context of the appointment of any proposed candidate to the Board, the Nomination Committee shall undertake adequate due diligence in respect of such individual candidate and make recommendations for the Board's consideration and approval.

In the context of re-appointment of any existing members of the Board, the Nomination Committee shall make recommendations to the Board for its consideration and recommendation, for the proposed candidates to stand for re-election at a general meeting.

Please refer to the "Procedures for Shareholders to Propose a Person for selection as a Director", which is available on the Company's website, for procedures for Shareholders' nomination of any proposed candidate for election as a Director.

The Board shall have the final decision on all matters relating to its recommendation of candidates to stand for election at a general meeting.

AUDITOR'S REMUNERATION

For the year ended 31 December 2024, the fee paid/payable to the external auditor of the Company in respect of audit services and non-audit services is set out as follows:

		Year ended 31 December 2024 截至2024年 12月31日止年度 RMB million 人民幣百萬元
Audit and related service	審核及相關服務	1.43
Non-audit service	非審核服務	—

(iii) 提名程序

提名委員會秘書應召集委員會會議，並邀請董事會成員於會議前提名候選人(如有)供提名委員會考慮。提名委員會亦可提名候選人供其考慮。

就委任任何董事會候選人而言，提名委員會須就個別候選人進行充分的盡職審查並提供推薦建議，以供董事會考慮及審批。


就重新委任董事會任何現有成員而言，提名委員會須提交建議供董事會考慮及作出推薦，讓候選人可於股東大會上膺選連任。

有關股東提名任何候選人參選董事的程序，請參閱登載於本公司網站的「股東提名董事人選的程序」。

對推薦候選人於股東大會上參選的所有事宜，董事會擁有最終決定權。

核數師酬金

截至2024年12月31日止年度，就審核服務及非審核服務向本公司外聘核數師支付／應付的費用載列如下：



Corporate Governance Report (Continued) 企業管治報告(續)

DIRECTORS' RESPONSIBILITY FOR FINANCIAL REPORTING IN RESPECT OF FINANCIAL STATEMENTS

The Directors acknowledge their responsibility for preparing the financial statements for the year ended 31 December 2024 which give a true and fair view of the affairs of the Company and the Group and of the Group's results and cash flows.

The management of the Company has provided to the Board such explanation and information as are necessary to enable the Board to carry out an informed assessment of the Company's financial statements, which are put to the Board for approval.

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

The statement by the Auditor regarding their reporting responsibilities on the consolidated financial statements of the Company is set out in the Independent Auditor's Report on pages 73 to 78 of this annual report.

RISK MANAGEMENT AND INTERNAL CONTROL

Risk Management

The Board is responsible for the risk management and internal control systems of the Company and for reviewing their effectiveness.

The Company recognizes that risk management is critical to the success of any property management companies in the PRC. Key operational risks that the Company face include changes in general market conditions and the regulatory environment of the PRC property management market, local economic environment, expansion risks relating to entering into new cities or geographic regions, ability to timely complete our projects with sound quality, available financing to support our growth, competition from other property management companies and our ability to promote and serve the property owners in a timely fashion.

In order to meet these challenges, the Company have adopted, a series of internal control policies, procedures and plans that are designed to reasonably assure effective and efficient operations, reliable financial reporting and compliance with applicable laws and regulations.

董事有關財務報表的財務申報責任

董事明白彼等須編製本公司截至2024年12月31日止年度的財務報表的責任，以真實公平地反映本公司及本集團的狀況以及本集團的業績及現金流量。

本公司管理層已向董事會提供必要的闡釋及資料，使董事會能對提呈予董事會批准的本公司財務報表進行知情的評估。

董事並不知悉與可能對本集團持續經營構成重大疑問的事件或狀況有關的任何重大不確定因素。

核數師就其有關本公司合併財務報表的申報責任作出的聲明載於本年報第73頁至78頁的獨立核數師報告。

風險管理及內部監控

風險管理

董事會負責本公司的風險管理及內部監控系統，並檢討其有效性。

本公司深明風險管理對中國的任何物業管理公司的成功至關重要。本公司面臨的主要風險包括整體市場條件的變化、中國物業管理市場的監管環境變動、當地經濟環境、進入新城市或地區的擴張風險、及時優質完成我們項目的能力、支持我們發展的可用融資、來自其他物業管理公司的競爭，以及我們推廣和及時服務業主的能力。

為迎接這些挑戰，本公司已經採用一系列內部監控政策、程序及計劃，旨在合理保證有效和高效的經營、可靠的財務報告，並遵守適用的法律法規。

Corporate Governance Report (Continued)

企業管治報告(續)

In order to ensure the effective implementation of such internal control policies, the Company has adopted various on-going measures, including the following:


- The Board is responsible and has general powers over the management and conduct of the business of the Group. Any significant business decision involving material risks are reviewed, analyzed and approved at the Board level to ensure a thorough examination of the associated risks at our highest corporate governance body.
- The Chief Executive Officer is responsible for the Board regarding the effectiveness of comprehensive risk management, which in turn is accountable to the general meetings of the Company. The Chief Executive Officer is able to authorize relevant department leaders who take charge of the establishment and daily operation of the risk management systems.
- The risk management department of the Company is responsible for proposing risk management strategies, formulating rules and regulations on risk management, preparing annual risk management assessments and reports, guiding all departments and subsidiaries on relevant tasks, and conducting risk management trainings. It is also in charge of designing a comprehensive risk management evaluation system, and supervising the implementation of risk management measures.
- Each of functional departments and subsidiaries of the Company is in charge of the daily business operations and risk monitoring, and is responsible for the supervision of the respective fields of operations on a daily basis as well as the supervision and approval of any material business decisions of the city and project companies of the Group.

The Company has conducted annual review on the effectiveness and efficiency of the Company's risk management system for the year ended 31 December 2024 and the management confirmed that there is no significant deficiency and weakness on the risk management system which has been identified. During the Reporting Period, the Company satisfied and confirmed that the Company's risk management system was effective and adequate.

為確保有效落實該等內部監控政策，本公司已持續採納多項措施，其中包括下列各項：

- 董事會對本集團業務的管理和經營負責並擁有一般權力。任何涉及重大風險的重大業務決策，都會在董事會層面進行審議、分析及批准，以確保在最高治理機構對相關風險進行徹底審查。
- 行政總裁就全面風險管理的有效性對董事會負責，而董事會對本公司股東大會負責。行政總裁能夠授權相關部門領導負責風險管理系統的建立和日常運作。
- 本公司的風控部負責起草風險管理戰略，制定有關風險管理的規則和條例，編製年度風險管理評估和報告，指導各部門和附屬公司完成相關任務，並進行風險管理培訓。其亦負責設計全面的風險管理評估體系，監督風險管理措施的實施。
- 本公司各個職能部門和附屬公司負責日常業務操作和風險監控，並負責對各自業務領域的日常監督以及對本市和本集團項目公司的任何重大業務決策的監督和批准。

本公司已就截至2024年12月31日止年度的本公司風險管理系統有效性及效率進行年度審查，管理層確認風險管理系統方面並無發現重大缺陷及弱點。於報告期間，本公司信納並確認本公司風險管理系統為有效及充分。



Corporate Governance Report (Continued)

企業管治報告(續)

Internal Control

The internal control system of the Company is designed to provide reasonable and adequate assurance for effective and efficient operations, reliable financial reporting and compliance with applicable laws and regulations.

Our internal control system covers all major aspects of our operations. To effectively implement such processes, the Company has a set of comprehensive policies and guidelines that set out details regarding the internal control standards, segregation of responsibilities, approval procedures, and personnel accountability in each aspect. The Company also carries out regular internal assessments and training to ensure our employees are equipped with sufficient knowledge of such policies and guidelines.

The Company has conducted annual review on the effectiveness and efficiency of the Company's internal control system for the year ended 31 December 2024 and the management confirmed that there is no significant deficiency and weakness on the internal control system which has been identified. During the Reporting Period, the Company satisfied and confirmed that the Company's internal control system was effective and adequate.

Information Disclosure

The Company discloses information in compliance with the Listing Rules and other applicable laws and publishes periodic reports and announcements to the public in accordance with relevant laws and regulations. In particular, the Company has put in place a robust framework for the disclosure of inside information in compliance with the SFO. The framework sets out the procedures and internal controls for the handling and dissemination of inside information in a timely manner so as to allow all the stakeholders to apprehend the latest position of the Company. The framework and its effectiveness are subject to review by the Board on a regular basis.

Internal Audit

The Company has an internal audit function. The primary role of the internal audit function is to help the Board and the senior management of the Company to protect the assets, reputation and sustainability of the Company. The internal audit function provides independent and objective assurance as to whether the design and operational effectiveness of the Company's framework of risk management, control and governance processes, as designed and represented by the Company's management, is adequate. The internal audit function of the Company is independent of the risk management and internal control systems of the Company.

Results of audit work, together with an assessment of the overall risk management and control framework, are reported to the Audit Committee as appropriate. The internal audit function also reviews the action plans of the Company's management in relation to audit findings and verifies the adequacy and effectiveness of the mitigating controls before formally closing the issue.

內部監控

本公司的內部監控系統旨在於實現有效及高效經營、可靠財務匯報及遵守適用法律法規方面提供合理適當保證。

內部監控系統涵蓋經營的各個重大方面，為有效落實該等程序，本公司已建立一套全面政策及指引，其中載列有關內部監控準則、職責劃分、審批程序及人員問責的各方面詳情。本公司亦定期進行內部評估及提供培訓，確保僱員充分了解相關政策及指引。

本公司已就截至2024年12月31日止年度的本公司內部監控系統有效性及效率進行年度審查，管理層確認內部監控系統方面並無發現重大缺陷及弱點。於報告期間，本公司信納並確認本公司內部監控系統為有效及充分。

資料披露

本公司按照上市規則及其他適用法律向公眾披露資料及根據相關法律法規定期刊發報告及公告。尤其是，本公司已根據證券及期貨條例就披露內幕消息建立健全框架。該框架載列及時處理及發佈內幕消息的程序及內部監控，以使各持份者了解本公司的最新情況。董事會定期檢討該框架及其效用。

內部審核

本公司設有內部審核職能。內部審核職能的主要職責為協助董事會及本公司高級管理層保障本公司財產、聲譽及可持續發展。內部審核職能就本公司管理層所制訂及陳述的本公司風險管理、監控及管治程序框架的設計及運行成效是否足夠提供獨立客觀的核證。本公司的內部審核職能獨立於本公司的風險管理及內部監控制度。

審核工作結果及對整體風險管理及監控框架的評估結果在適當情況下向審核委員會呈報。在正式確認審核所發現問題整改完畢之前，內部審核職能亦負責檢討本公司管理層就審核所發現問題提出的整改計劃並核實緩減措施的充足性及有效性。

Corporate Governance Report (Continued)

企業管治報告(續)

Company Secretary

Mr. Yeung Man, Simon had resigned as the company secretary of the Company with effect from 19 July 2024. Following his resignation, Mr. Lin Caihe (“**Mr. Lin**”) has been appointed as the company secretary of the Company with effect from 19 July 2024. Mr. Lin is a member of the Association of Chartered Certified Accountants (ACCA) and the Hong Kong Institute of Certified Public Accountants (HKICPA). During the year ended 31 December 2024, Mr. Lin has taken not less than 15 hours of relevant professional training in accordance with Rule 3.29 of the Listing Rules.

Shareholders

Communication with Shareholders and Investors

The Company is committed to pursuing active dialogue with Shareholders as well as to provide timely disclosure of information concerning the Company’s material developments to its Shareholders, investors and other stakeholders.

Annual general meeting of the Company serves as an effective forum for communication between the Shareholders and the Board. Notice of annual general meeting together with the meeting materials will be despatched to all Shareholders not less than 21 clear days before the annual general meeting. As one of the measures to safeguard the Shareholders’ interests and rights, separate resolutions will be proposed at general meetings on each substantial issue, including the election of individual Directors, for Shareholders’ consideration and voting. In addition, the Company regards annual general meeting as an important event, and all Directors, the chairmen of all Board Committees, senior management and external auditor will attend the annual general meeting of the Company to address Shareholders’ inquiries. If the chairman of the Board or each Board Committee fail to attend the meeting, then other members of each Board Committee will be invited to attend the annual general meeting and answer Shareholders’ inquiries thereat. All resolutions proposed at general meetings will be voted by poll. The voting results will be posted on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.zazhsh.com) on the same day of the relevant general meetings.

To promote effective communication, the Company maintains a website (www.zazhsh.com), where the latest information and updates on its business operation and development, corporate governance practice, contact information of investor relations and other information are published for the public’s access.

公司秘書

楊敏先生已辭任本公司公司秘書，自2024年7月19日起生效。繼其辭任後，林才賀先生（「**林先生**」）已獲委任為本公司公司秘書，自2024年7月19日起生效。林先生為英國特許公認會計師公會及香港會計師公會會員。截至2024年12月31日止年度，林先生已根據上市規則第3.29條接受不少於15小時的相關專業培訓。


股東

與股東及投資者的溝通

本公司致力與股東保持良好溝通，並及時向股東、投資者及其他持份者披露本公司的重大發展情況。

本公司的股東週年大會為股東與董事會的有效溝通平台。股東週年大會通告連同會議材料均於召開股東週年大會前不少於21個完整日前向全體股東寄發。作為保障股東利益及權利措施之一，本公司將於股東大會上就各重大事宜提呈決議案，包括選舉個別董事，以讓股東考慮及投票。此外，本公司認為股東週年大會為重大事件，故全體董事、所有董事會委員會主席、高級管理層及外聘核數師將出席本公司的股東週年大會，以解答股東的疑問。倘董事會主席或各董事會委員會主席無法出席會議，則各董事會委員會的其他成員將受邀參加股東週年大會，並解答股東的疑問。於股東大會提呈的所有決議案將以投票形式進行投票。投票結果將於相關股東大會當日刊登於聯交所網站 (www.hkexnews.hk) 及本公司網站 (www.zazhsh.com)。

為促進有效溝通，本公司設有網站 (www.zazhsh.com)，刊發有關業務營運及發展、企業管治常規的最新消息及更新情況、投資者關係聯絡資料及其他資料。



Corporate Governance Report (Continued) 企業管治報告(續)

Procedures for Shareholders to Convene an Extraordinary General Meeting

In accordance with article 17 of the Articles of Association, any one or more Shareholders holding at the date of deposit of the requisition not less than one-tenth of the voting rights, on a one vote per share basis, of the issued Shares which as at that date carry the right to vote at general meetings of the Company. The Shareholders' requisition must state the objects and the resolutions to be added to the agenda of the meeting and must be signed by the requisitionists and deposited at the principal office of the Company in Hong Kong or, in the event the Company ceases to have such a principal office, the Registered Office, and may consist of several documents in like form each signed by one or more requisitionists. If there are no Directors as at the date of the deposit of the Shareholders' requisition or if the Directors do not within 21 days from the date of the deposit of the Members' requisition duly proceed to convene a general meeting to be held within a further 21 days, the requisitionists, or any of them representing more than one-half of the total voting rights of all of the requisitionists, may themselves convene a general meeting, but any meeting so convened shall be held no later than the day which falls three months after the expiration of the said 21 day period.

Procedures for Putting Forward Proposals at General Meetings

There are no provisions allowing Shareholders to propose new resolutions at the general meetings under the Articles of Association and the Cayman Islands Companies Law. However, Shareholders who wish to propose resolutions may follow article 17 of the Articles of Association for requisitioning an extraordinary general meeting and including a resolution at such meeting. The requirements and procedures of article 17 are set out above. Shareholders may at any time lodge the aforesaid requisition to the Board in writing at the Company's principal place of business in Room 4009, 40/F, China Resources Building, 26 Harbour Road Wanchai, Hong Kong.

Communication Policy

The Board is responsible for regularly reviewing the effectiveness of the shareholders' communication policy, and it was satisfied with the implementation and effectiveness of the shareholders' communication policy in the year ended 31 December 2024, as the policy has provided effective channels for Shareholders, potential investors and other stakeholders of the Group to communicate their views with the Company.

Procedures for Directing Shareholders' Enquiries to the Board

Shareholders may at any time send their inquiries and concerns to the Board in writing through investor relations whose contact details are as follows:

Address:
Room 4009, 40/F, China Resources Building, 26 Harbour Road Wanchai, Hong Kong.

Email: www.zazhsh.com

Amendment to the Memorandum and Articles of Associations

The Company's memorandum and articles of association did not change during the Reporting Period.

股東召開股東特別大會的程序

根據組織章程細則第17條，任何一名或多名於提請要求當日持有本公司股東大會上附帶投票權利的已發行股份不少於十分之一投票權（按每股一票基準）的股東可提請要求。股東請求須列明大會的目的及將加入議程的決議案，並須由提請人簽署並送呈本公司於香港的主要辦事處，或（如本公司不再擁有該主要辦事處，則為註冊辦事處），並可能由若干類似形式的文件組成，每份文件均由一名或多名提請人簽署。如倘於提交股東請求日期並無董事，或倘董事於提交股東請求日期起21天內並無正式召開股東大會，則提請人或代表所有提請人總投票權二分之一以上的任何提請人可自行召開股東大會，惟如此召開的任何大會不得遲於上述21天期限屆滿後三個月的當日召開。

於股東大會提呈決議案的程序

組織章程細則及開曼群島公司法並無條文批准股東於股東大會上提呈新決議案。然而，有意提呈決議案的股東可按組織章程細則第17條要求召開股東特別大會並於該會議上提呈決議案。細則第17條的要求及程序載於上文。股東可隨時以書面形式將上述要求發送至本公司主要營業地點（地址為香港灣仔港灣道26號華潤大廈40樓4009室），以提交董事會。

通訊政策

董事會負責定期審閱股東通訊政策之有效性，且由於該政策已提供有效渠道供股東、潛在投資者及本集團其他持份者向本公司表達意見，故董事會對截至2024年12月31日止年度股東通訊政策之實施情況及有效性感到滿意。

股東向董事會作出查詢的程序

股東可隨時透過投資者關係以書面形式向董事會寄發其查詢及關注事宜，其聯絡詳情載列如下：

地址：
香港灣仔港灣道26號華潤大廈40樓4009室

電子郵件：www.zazhsh.com

組織章程大綱及細則的修訂

於報告期間，本公司的組織章程大綱及細則概無任何變動。

Biographical Details of Directors and Senior Management

董事及高級管理人員履歷

EXECUTIVE DIRECTORS

Mr. Shi Zhongan (“**Mr. Shi**”) (alias Shi Kancheng), aged 62, was appointed as our Director on November 16, 2020 and re-designated as our executive Director and chairman of the Board on June 4, 2021. Mr. Shi is responsible for overseeing business development, formulation and implementation of business strategies of our Group. He is also the chairman of the nomination committee of our Board. He currently holds directorships in certain subsidiaries of the Remaining Group and our Group.

Mr. Shi has over 32 years’ experience in overall strategic planning and corporate operations, investment and financial decisions and financial management relating to property management and property development industry. Mr. Shi served as a tax officer in the finance and revenue bureau of Xiaoshan District of Hangzhou. Mr. Shi joined Zhong An Group since the establishment of the first member of the Zhong An Group, Zhejiang Zhong An, in December 1997. Since then, he has been overseeing business development, formulation and implementation of business strategies of both the property development of the Remaining Zhong An Group and property management of our Group since their commencement of business in 1997 and 1998, respectively. Mr. Shi is currently the executive director and chairman of the board of directors of Zhong An, and the non-executive director and chairperson of the board of directors of China New City.


Mr. Shi completed a program for presidents of real estate companies organized by Zhejiang University (浙江大學) in August 2006 and a program for executive officers, focusing on globalization and real estate developers, organized by the Foreign Academic Cultural Exchange Centre of Tsinghua University (清華大學) in October 2006. Mr. Shi also obtained a doctoral degree in business administration from State University of Arizona in May 2017.

執行董事

施中安先生（「**施先生**」）（又名施侃成），62歲，於2020年11月16日獲委任為董事，並於2021年6月4日調任為執行董事兼董事會主席。施先生負責監督本集團業務發展、制定及實施業務戰略。施先生亦為董事會提名委員會主席。彼現時於餘下集團及本集團若干附屬公司擔任董事職務。

施先生在有關物業管理及物業開發行業的整體策略規劃及企業營運、投資及財務決策及財務管理擁有逾32年經驗。施先生歷任杭州市蕭山區財政稅務局稅務專員。施先生自1997年12月成立浙江眾安（眾安集團首名成員）以來加入眾安集團。自此，彼分別於1997年及1998年開展業務起監督餘下眾安集團的物業開發及本集團的物業管理的業務發展，制定及實施業務戰略。施先生現時擔任眾安執行董事兼董事會主席及中國新城市非執行董事兼董事會主席。

施先生於2006年8月完成浙江大學房地產公司總裁研修班，並於2006年10月完成由清華大學對外學術文化交流中心舉辦，專注於全球化及房地產開發商的行政人員課程。施先生於2017年5月獲得亞利桑那州立大學工商管理博士學位。



Biographical Details of Directors and Senior Management (Continued)

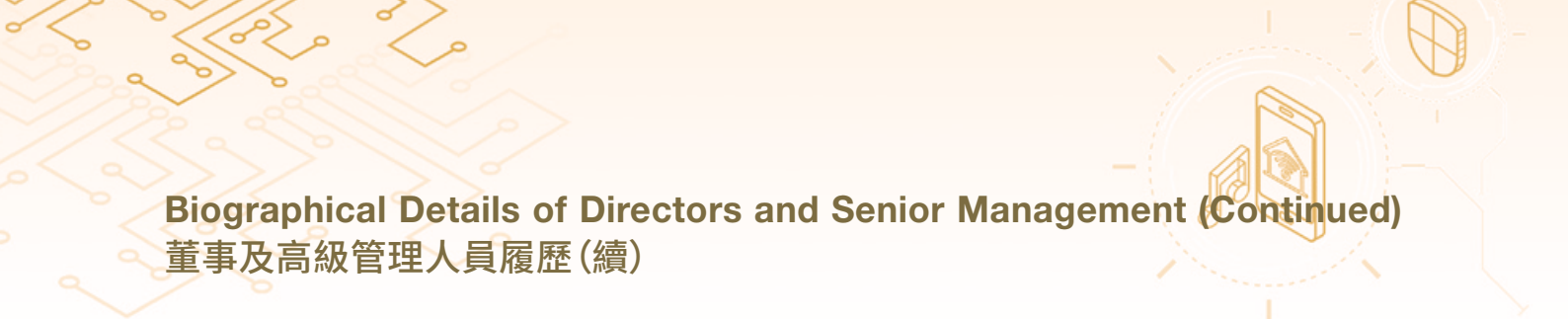
董事及高級管理人員履歷(續)

Ms. Ding Shuchun (“**Ms. Ding**”), aged 44, was appointed as the executive Director with effect from 18 January 2025, and was appointed as the Chief Executive Officer of the Company with effect from 25 February 2025. Ms. Ding has been the vice president of the Company being responsible for its financial management and internal control of the Company since May 2024. Prior to joining the Company, Ms. Ding served as the deputy director and was promoted to director of the audit department of China New City in September 2015 and April 2017, respectively. In March 2019, Ms. Ding was appointed as the general manager of the internal audit department of Zhong An.

Ms. Ding obtained a bachelor's degree in economics from the Zhejiang University of Technology (浙江工業大學) in January 2009, a bachelor's degree in civil engineering from Zhejiang University (浙江大學) via distance learning in June 2017 and a bachelor's degree in management from Zhejiang University (浙江大學) via distance learning in July 2019. Ms. Ding also obtained the intermediate level certificate in real estate economics from the Ministry of Personnel of the PRC (中華人民共和國人事部) (currently known as Ministry of Human Resources and Social Security of the PRC (中華人民共和國人力資源和社會保障部)) in November 2005, and the intermediate level certificate in human resources economics from the Hangzhou Human Resources and Social Security Bureau (杭州市人力資源和社會保障局) in November 2009. Ms. Ding is a Certified Internal Auditor of The Institute of Internal Auditors and obtained the Certification in Risk Management Assurance from The Institute of Internal Auditors.

丁曙春女士(「**丁女士**」), 44歲, 自2025年1月18日起獲委任為執行董事, 並自2025年2月25日起獲委任為本公司行政總裁。丁女士自2024年5月以來一直擔任本公司副總裁, 負責本公司財務管理及內部控制。加入本公司前, 丁女士先於2015年9月擔任中國新城市的審計部副總監, 後來於2017年4月晉升為審計部總監。於2019年3月, 丁女士獲委任為眾安的內部審計部總經理。

丁女士於2009年1月獲得浙江工業大學經濟學學士學位, 於2017年6月透過遙距學習獲得浙江大學土木工程學士學位, 並於2019年7月透過遠程學習獲得浙江大學管理學學士學位。丁女士亦於2005年11月獲得中華人民共和國人事部(現稱中華人民共和國人力資源和社會保障部)的房地產經濟專業中級資格證書, 並於2009年11月獲得杭州市人力資源和社會保障局的人力資源經濟專業中級資格證書。丁女士為國際內部審計師協會的註冊內部審計師, 亦獲得國際內部審計師協會的風險管理確認資格認證。



Biographical Details of Directors and Senior Management (Continued) 董事及高級管理人員履歷(續)

Mr. Sun Zhihua (“**Mr. Sun**”), aged 46, was appointed as our executive Director on June 4, 2021 and Co-chief Executive Officer of our Company on February 25, 2025. Mr. Sun is responsible for the formulation and implementation of business strategy, daily management and operation of our Group. He is also a member of the remuneration committee of our Board. On 25 August 2023, Mr. Sun had been redesignated from the chief executive officer to the vice chairman of the Board.


Mr. Sun has over 23 years of experience in property administration and management. Mr. Sun joined Zhong An Group in July 2001 and has served in various positions of Zhong An Group. From July 2001 to March 2003, he worked as an officer, where he was primarily responsible for office administration. From March 2003 to February 2012, he worked as manager of a subsidiary of Zhong An principally engaged in property development, where he was primarily responsible for its overall operations and expansion of Zhong An Group’s property management business including the set-up of Hefei Green Harbor. From February 2012 to April 2014, he worked as secretary to chief executive officer of Zhong An, where he was primarily responsible for assisting the chief executive officer in formulation and implementation of business strategies of both the property development and property management business of Zhong An Group. From April 2014 to April 2018, he worked as manager of chief executive officer’s office and head of the operation center of Zhong An, where he was primarily responsible for Zhong An Group’s overall operations and assisting the chief executive officer in formulation and implementation of strategies of both the property development and property management business of Zhong An Group. From April 2018 to March 2021, he worked as general manager of the engineering operation center of Zhong An and was responsible for strategic planning, project engineering administration and management of Zhong An Group. In February 2020, Mr. Sun also undertook the responsibility as assistant to chief executive officer of Zhong An where he was primarily responsible for assisting the chief executive officer of Zhong An with its overall strategic development and major business decisions.

Mr. Sun obtained a bachelor’s degree in engineering majoring in technological economics of Zhejiang University of Technology (浙江工業大學) in June 2001.

孫志華先生(「**孫先生**」)，46歲，於2021年6月4日獲委任為執行董事，並於2025年2月25日獲委任為本公司聯席行政總裁。孫先生負責制定及實施本集團的經營戰略、日常管理及營運。彼亦為董事會薪酬委員會成員。自2023年8月25日起，孫先生由行政總裁調任為董事會副主席。

孫先生在物業行政及管理擁有逾23年經驗。孫先生於2001年7月加入眾安集團及於眾安集團擔任多個職位。於2001年7月至2003年3月，彼擔任辦公室職員，彼主要負責辦公室行政事宜。於2003年3月至2012年2月，彼擔任眾安一家主要從事物業開發的附屬公司經理，彼主要負責其整體營運，亦負責擴充眾安集團的物業管理業務，包括設立合肥綠色港灣。於2012年2月至2014年4月，彼擔任眾安首席執行官秘書，彼主要負責協助首席執行官制定及實施眾安集團的物業開發及物業管理業務的業務戰略。於2014年4月至2018年4月，彼擔任眾安首席執行官辦公室經理兼營運中心總監，彼主要負責眾安集團的整體營運，並協助首席執行官制定及實施眾安集團的物業開發及物業管理業務的戰略。於2018年4月至2021年3月，彼擔任眾安工程營運中心總經理及負責眾安集團戰略計劃、項目工程的行政及管理。於2020年2月，孫先生亦擔任眾安首席執行官助理，主要負責協助眾安首席執行官的整體策略發展及主要業務決策。

於2001年6月，孫先生獲浙江工業大學技術經濟學專業工學學士學位。



Biographical Details of Directors and Senior Management (Continued)

董事及高級管理人員履歷(續)

Ms. Xu Jianying (“**Ms. Xu**”), aged 50, was appointed as our executive Director on 4 June 2021 and head of financial management center on 31 March 2021. Ms. Xu is responsible for financial management of our Group. She is also a member of the remuneration committee of our Board.

Ms. Xu has over 20 years of experience in accounting and financial management. Ms. Xu joined Zhong An Group in January 2007. From January 2007 to August 2011, Ms. Xu worked as an officer at the financial management center of Zhong An, where she was primarily responsible for its daily operation and management. From August 2011 to October 2012, Ms. Xu was promoted to manager of the finance department of Zhong An Management, where she was primarily responsible for managing the finance department. From October 2012 to October 2015, Ms. Xu worked as deputy head of finance of Zhong An Service Holding, where she was primarily responsible for managing the finance department and strategic financial planning. From October 2015 to April 2019, Ms. Xu worked as deputy general manager of financial investment center of Zhong An Service Holding, where she was primarily responsible for financial management and strategic financial planning. From April 2019 to September 2020, she worked as head of finance of Zhong An Management, where she was primarily responsible for managing and supervising its operation. From September 2020 to March 2021, she worked as head of financial management center of Zhong An Management where she was primarily responsible for financial and budget management and capital operations of property management business of Zhong An Group. Prior to joining of Zhong An Group, from April 2003 to January 2007, Ms. Xu served as head of finance of Zhejiang Wenhua Garments Co., Ltd. (浙江文華服飾有限公司) and was primarily responsible for financial management and accounting matters.

Ms. Xu obtained a diploma in accounting from Zhejiang Sci-tech University (浙江理工大學) in January 2010 through part-time study. She became a qualified international certified management accountant of the International Certified Management Accountant Association in November 2016. Ms. Xu obtained the qualification of tax accountant (intermediate level) issued by China Association of Chief Financial Officers (中國總會計師協會) in January 2021.

徐建穎女士(「徐女士」)，50歲，於2021年6月4日獲委任為我們的執行董事，並於2021年3月31日獲委任為財務管理中心總監。徐女士負責本集團財務管理。彼亦為董事會薪酬委員會成員。

徐女士在會計及財務管理方面擁有逾20年經驗。徐女士於2007年1月加入眾安集團。於2007年1月至2011年8月，徐女士於眾安擔任財務管理中心職員，彼主要負責其日常營運及管理。於2011年8月至2012年10月，徐女士晉升為眾安管理財務部經理，彼主要負責管理財務部。於2012年10月至2015年10月，徐女士擔任眾安服務控股財務副總監，彼主要負責管理財務部及戰略性財務規劃。於2015年10月至2019年4月，徐女士擔任眾安服務控股金融投資中心副總經理，彼主要負責財務管理及戰略性財務規劃。於2019年4月至2020年9月，彼擔任眾安管理的財務總監，彼主要負責管理及監督其營運。於2020年9月至2021年3月，彼擔任眾安管理財務管理中心總監，主要負責眾安集團物業管理業務的財務及預算管理以及資本營運。於加入眾安集團前，徐女士於2003年4月至2007年1月擔任浙江文華服飾有限公司財務總監，主要負責財務管理及會計事宜。

徐女士於2010年1月通過兼讀獲浙江理工大學會計學文憑。彼於2016年11月成為國際註冊管理會計師協會的合格國際註冊管理會計師。徐女士於2021年1月獲中國總會計師協會頒授的稅務會計師(中級)資格證。

Biographical Details of Directors and Senior Management (Continued)

董事及高級管理人員履歷(續)

Mr. Ding Lei (“**Mr. Ding**”) aged 44, has been appointed as an executive Director with effect from 25 August 2023, and a general manager of Wanlu region of the Group since March 2021. Mr. Ding is responsible for the operations, investment and quality control of projects in Wanlu region, covering Anhui province and Shandong province. He is also the director of Anhui Zhongan Property Management Co., Ltd. (“Anhui Zhongan Property”) and Hefei Green Harbor Property Management Co., Ltd. (“Hefei Green Harbor”) which are subsidiaries of the Company.


Mr. Ding has over 17 years of experience in the property management industry. From July 2006 to July 2009, Mr. Ding worked as quality control officer of Zhejiang Zhong An Property Management Co., Ltd. (“Zhong An Management”), where he was primarily responsible for quality control operation. He left the Zhong An Group Limited and its subsidiaries (“Zhong An Group”) in July 2009 and worked as a quality control manager at Zhejiang Nade Property Management Co., Ltd. (浙江納德物業服務有限公司) (currently known as Zhejiang Wanxingheng Service Co., Ltd. (浙江萬興恆服務有限公司)) from July 2009 to June 2010 and was primarily responsible for quality control and system implementation. Mr. Ding re-joined the Zhong An Group in June 2010. From June 2010 to March 2016, he worked as a property manager of Zhong An Management, where he was primarily responsible for operation and management of property management projects. From March 2016 to January 2018, Mr. Ding worked as deputy general manager of Anhui Zhongan Property, where he was primarily responsible for overseeing the property management business in Huaibei region. From January 2018 to April 2019, Mr. Ding worked as a general manager of Anhui region of Zhong An Management, where he was primarily responsible for the management of the Huaibei and Hefei branch offices. From April 2019 to March 2021, Mr. Ding worked as a deputy general manager of Zhong An Management, where he was primarily responsible for day-to-day operation and management of the property management business of the Zhong An Group. From September 2020 to March 2021, Mr. Ding also undertook the responsibility as general manager of Wanlu region of Zhong An Management, where he was primarily responsible for its operation and management of property management business in Anhui and Shandong regions. Since May 2019, Mr. Ding has also been serving as director and general manager of Anhui Zhongan Property and Hefei Green Harbor, where he is primarily responsible for their daily operation and management.

In July 2018, Mr. Ding obtained a diploma in administrative management from the University of International Business and Economics (對外經濟貿易大學) via distance learning.

丁磊先生(「**丁先生**」)，44歲，自2023年8月25日起獲委任為執行董事，自2021年3月起獲委任為本集團皖魯區總經理。丁先生負責皖魯區(包括安徽省及山東省)的項目營運、投資及質量控制。彼亦為本公司附屬公司安徽眾安物業管理有限公司(「安徽眾安物業」)及合肥綠色港灣物業管理有限公司(「合肥綠色港灣」)的董事。

丁先生於物業管理行業擁有逾17年經驗。自2006年7月至2009年7月，丁先生擔任浙江眾安物業管理有限公司(「眾安管理」)的品質部督導，彼主要負責質量控制營運。彼於2009年7月離開眾安集團有限公司及其附屬公司(「眾安集團」)，自2009年7月至2010年6月於浙江納德物業服務有限公司(現稱浙江萬興恆服務有限公司)擔任品質部經理，主要負責質量控制及系統實施。丁先生於2010年6月重新加入眾安集團。於2010年6月至2016年3月，彼擔任眾安管理物業經理，彼主要負責物業管理項目的營運及管理。於2016年3月至2018年1月，丁先生擔任安徽眾安物業的副總經理，彼主要負責監督淮北地區的物業管理業務。於2018年1月至2019年4月，丁先生擔任眾安管理安徽區域總經理，彼主要負責管理淮北及合肥分公司。於2019年4月至2021年3月，丁先生擔任眾安管理的副總經理，彼主要負責眾安集團的物業管理業務的日常營運及管理。自2020年9月至2021年3月，丁先生亦擔任眾安管理皖魯區總經理，主要負責其於安徽及山東地區物業管理業務的營運及管理。自2019年5月起，丁先生亦已擔任安徽眾安物業及合肥綠色港灣的董事兼總經理，彼主要負責該公司的日常營運及管理。

丁先生於2018年7月通過遠程學習獲得對外經濟貿易大學行政管理文憑。



Biographical Details of Directors and Senior Management (Continued)

董事及高級管理人員履歷(續)

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Chung Chong Sun (“**Mr. Chung**”), aged 49, was appointed as our independent non-executive Director on December 14, 2021. Mr. Chung is primarily responsible for providing independent advice on the operations and management of our Group. He is also the chairman of the audit committee and a member of the remuneration committee and nomination committee of our Board.

Mr. Chung has over 26 years of professional experience in financing and capital operations. From July 1997 to May 2000, Mr. Chung worked as an associate of the investment bank department in Standard Chartered Bank (Hong Kong) as his last position and was responsible for projects of initial public offering, corporate finance and providing financial advice. From May 2000 to July 2001, Mr. Chung worked as a senior executive in Deloitte & Touche Corporate Finance Limited (德勤企業財務顧問有限公司) and was responsible for projects of initial public offering, corporate finance and providing financial advice. From August 2001 to August 2003, Mr. Chung worked as an associate director of mergers and acquisitions department as his last position in Cooperative Rabobank U.A. Hong Kong Branch (荷蘭合作銀行香港分行), a Dutch multinational banking and financial services company. From August 2003 to December 2005, Mr. Chung worked as manager of Mainland investment promotion unit in InvestHK of the government of Hong Kong (投資推廣署) and was responsible for introducing Hong Kong to overseas and Mainland entrepreneurs. From December 2005 to September 2018, Mr. Chung worked as senior vice president of issuer services, market development department in Hong Kong Exchanges and Clearing Limited (香港交易及結算所有限公司) and was responsible for establishing the ecosystem for the listing of mainland enterprises in Hong Kong, including, among others, mainland client relationship management and mainland marketing. From September 2018 to July 2019, Mr. Chung worked as a chief financial officer in Xiaoi Robot Technology (H.K.) Limited (香港智臻智能網絡科技有限公司) and was responsible for financial functions, risk management and investor relations. He has been the director of Resourceful Minds Limited (滙路有限公司) since September 2018 and is primarily responsible for the daily operations and providing strategic advice. From November 2018 to November 2019, Mr. Chung served as a director of the executive committee and a contact convener of the AI and Hi-Tech Group in the Hong Kong Chamber of Commerce in China-Shanghai (中國香港(地區)商會-上海). Mr. Chung has been appointed as a member of the advisory committee of the IT Innovation Lab in Secondary Schools Initiative by the government of Hong Kong since September 2020. Mr. Chung is currently an independent non-executive director of Radiance Holdings (Group) Company Limited (stock code: 9993) and Strawbear Entertainment Group (stock code: 2125), shares of which are both listed on the Main Board of the Stock Exchange.

Mr. Chung obtained a bachelor's degree in business administration from the Chinese University of Hong Kong in May 1997. He is also a CPA of Washington State Board of Accountancy since July 2003 and a CFA of CFA Institute since September 2004, and a member of American Institute of Certified Public Accountants.

獨立非執行董事

鍾創新先生(「**鍾先生**」), 49歲, 於2021年12月14日獲委任為獨立非執行董事。鍾先生主要負責就本集團的營運及管理提供獨立意見, 亦為董事會審核委員會主席, 以及薪酬委員會及提名委員會成員。

鍾先生在融資及資本營運方面擁有逾26年專業經驗。於1997年7月至2000年5月, 鍾先生在渣打銀行(香港)的最後職位為投資銀行部副經理, 主要負責首次公開發售、公司融資項目及提供財務建議。於2000年5月至2001年7月, 鍾先生在德勤企業財務顧問有限公司擔任高級經理, 主要負責首次公開發售、公司融資項目及提供財務建議。於2001年8月至2003年8月, 鍾先生在荷蘭合作銀行香港分行最後擔任的職位為併購部副董事, 該公司是一家荷蘭跨國銀行及金融服務公司。於2003年8月至2005年12月, 鍾先生在香港政府投資推廣署擔任內地投資推廣組經理, 負責向海外及內地企業家介紹香港。於2005年12月至2018年9月, 鍾先生在香港交易及結算所有限公司擔任發行人服務及市場發展部的高級副總裁, 負責建立內地企業在香港上市的生態系統, 包括(其中包括)內地客戶關係管理及內地營銷。於2018年9月至2019年7月, 鍾先生在香港智臻智能網絡科技有限公司擔任首席財務官, 主要負責財務職能、風險管理及投資者關係。自2018年9月起, 其一直擔任滙路有限公司的董事, 主要負責該公司的日常營運及提供戰略建議。於2018年11月至2019年11月, 鍾先生擔任中國香港(地區)商會—上海人工智能及高科技小組執行委員會主任及聯絡召集人。自2020年9月起, 鍾先生獲香港政府委任為中學IT創新實驗室計劃顧問委員會成員。鍾先生目前擔任金輝控股(集團)有限公司(股份代號: 9993)及稻草熊娛樂集團(股份代號: 2125)(其股份均於聯交所主板上市)的獨立非執行董事。

鍾先生於1997年5月於香港中文大學獲得工商管理學士學位。彼亦自2003年7月起為華盛頓州會計委員會的註冊會計師及自2004年9月起為CFA協會的特許金融分析師及美國註冊會計師協會的會員。

Biographical Details of Directors and Senior Management (Continued)

董事及高級管理人員履歷(續)

Mr. Liang Xinjun (“**Mr. Liang**”), aged 56, was appointed as our independent non-executive Director on December 14, 2021. Mr. Liang is primarily responsible for providing independent advice on the operations and management of our Group. He is also the chairman of the remuneration committee and a member of the audit committee and nomination committee of our Board.

Mr. Liang is the chairman and chief executive officer of XIN Family and a co-founder of Fosun Group. He served as executive director, vice chairman and chief executive officer of Fosun International Limited (stock code: 0656) between August 2005 to March 2017, shares of which are listed on the Main Board of the Stock Exchange. Mr. Liang currently also serves as the advisor of UCARS Group, a director on the board of Tongji University (同濟大學), the honorary president of Fudan University Singapore Alumni Association (復旦大學新加坡校友會), a member of Singapore Business China (新加坡通商中國) Business Leaders Committee, a member of the Advisory Committee of the School of Computer and Information Systems of Singapore Management University (新加坡管理大學), and the advisor of the advisory committee of the S.M.A.R.T. Entrepreneur Program of Singapore University of Technology and Design (SUTD 新加坡科技設計大學).

Mr. Liang obtained a bachelor's degree in science majoring in genetics from Fudan University (復旦大學) in July 1991. He obtained an executive master degree in business administration from Cheung Kong Graduate School of Business (長江商學院) in April 2007. Mr. Liang also obtained a doctorate degree in business administration (global financial management) from Arizona State University in May 2015.

Mr. Chiu Ngam (“**Mr. Chiu**”), aged 51, was appointed as our independent non-executive Director on 14 December 2021. Mr. Chiu is primarily responsible for providing independent advice on the operations and management of our Group. He is also a member of the audit committee and remuneration committee of our Board.

Mr. Chiu has over 27 years of professional experience in financial management. From August 1997 to November 2001, Mr. Chiu worked in PricewaterhouseCoopers Ltd. Hong Kong, an international accounting firm, with his last position as a senior associate. From November 2001 to May 2002, he worked as a senior accountant in eForce Management Limited, an operation vehicle of eForce Holdings Limited (意科控股有限公司), a manufacturer and seller of healthcare and household products, whose shares are listed on the Main Board of the Stock Exchange (stock code: 0943). From May 2002 to August 2004, he worked as a finance manager in Minmetals Land Limited (五礦地產有限公司) (formerly known as ONFEM Holdings Limited (東方有色集團有限公司)), a company engaged in real estate development, specialized construction, and property leasing, whose shares are listed on the Main Board of the Stock Exchange (stock code: 0230). From June 2005 to May 2007, he worked as an assistant financial controller of ITC Properties Management Limited (德祥地產管理有限公司), a property development and investment company and the shares of


梁信軍先生(「**梁先生**」), 56歲, 於2021年12月14日獲委任為我們的獨立非執行董事。梁先生主要負責就本集團的營運及管理提供獨立意見。彼亦為董事會薪酬委員會主席及審核委員會及提名委員會成員。

梁先生為XIN Family的主席兼行政總裁及復星集團的聯合創辦人。彼於2005年8月至2017年3月期間擔任復星國際有限公司(股份代號: 0656, 其股份於聯交所主板上市)執行董事、副主席兼行政總裁。梁先生目前還擔任UCARS Group的顧問、同濟大學董事會董事、復旦大學新加坡校友會榮譽會長、新加坡通商中國商業領袖委員會會員、新加坡管理大學計算機與信息系統學院諮詢委員會委員以及新加坡科技設計大學S.M.A.R.T.企業家計劃諮詢委員會顧問。

梁先生於1991年7月獲得復旦大學遺傳學專業理學學士學位。彼於2007年4月獲得長江商學院工商管理碩士學位。梁先生亦於2015年5月獲得亞利桑那州立大學工商管理(全球財務管理)博士學位。

趙岩先生(「**趙先生**」), 51歲, 於2021年12月14日獲委任為我們的獨立非執行董事。趙先生主要負責就本集團的營運及管理提供獨立意見。彼亦為董事會審核委員會及薪酬委員會成員。

趙先生擁有逾27年財務管理專業經驗。自1997年8月至2001年11月, 趙先生效勞於香港羅兵咸永道會計師事務所(一家國際會計師事務所), 最後擔任的職位為高級核數師。於2001年11月至2002年5月, 其擔任意科管理有限公司(意科控股有限公司的營運載體)的高級會計師, 該公司為保健品和家用產品生產商和銷售商, 其股份於聯交所主板上市(股份代號: 0943)。於2002年5月至2004年8月, 其擔任五礦地產有限公司(前稱東方有色集團有限公司)的財務經理, 該公司從事房地產開發、專業建設及物業租賃, 其股份於聯交所主板上市(股份代號: 0230)。於2005年6月至2007年5月, 其擔任物業開發及投資公司德祥地產管理有限公司的助理財務總監, 該公司的母公司為德祥



Biographical Details of Directors and Senior Management (Continued)

董事及高級管理人員履歷(續)

its parent company, ITC Properties Group Limited are listed on the Main Board of the Stock Exchange (stock code: 0199). From May 2007 to March 2008, he worked as a group financial controller in Carrianna Group Holdings Company Limited (佳寧娜集團控股有限公司) (formerly known as Tak Sing Alliance Holdings Limited (達成集團)), a company engaged in property, restaurant, food and hotel, whose shares are listed on the Main Board of the Stock Exchange (stock code: 0126). From February 2008 to November 2008, he worked as a financial controller in China Oriental Group Company Limited (中國東方集團控股有限公司), a manufacturer and seller of steel and property developer, whose shares are listed on the Main Board of the Stock Exchange (stock code: 0581). From April 2009 to March 2010, he worked as a vice president of finance of a subsidiary of Genting Hong Kong Limited (雲頂香港有限公司), a cruise, entertainment and hospitality company, whose shares are listed on the Main Board of the Stock Exchange (stock code: 0678). From March 2010 to July 2015, he worked as a financial controller and company secretary in China Golden Development Holdings Limited (currently known as Century Ginwa Retail Holdings Limited (世紀金花商業控股有限公司)), a commercial property operator and investment company, whose shares are listed on the Main Board of the Stock Exchange (stock code: 0162). From July 2015 to February 2017, he worked as a financial controller and company secretary of China Sandi Holdings Limited (中國三迪控股有限公司), a property development and property investment company, whose shares are listed on the Main Board of the Stock Exchange (stock code: 0910). From February 2017 to February 2019, he served as a chief financial officer and company secretary of China New City, a property development company, whose shares are listed on the Main Board of the Stock Exchange (stock code: 1321). From December 2018 to August 2019, he worked as a chief financial officer of Sansheng Holdings (Group) Co., Ltd. (三盛控股(集團)有限公司), a property development and property investment company, whose shares are listed on the Main Board of the Stock Exchange (stock code: 2183). From August 2019 and November 2019 to September 2023, Mr. Chiu served as the chief financial officer and company secretary of Radiance Holdings (Group) Company Limited ("Radiance Holdings"), respectively, whose shares are listed on the Main Board of the Stock Exchange (stock code: 9993) and is primarily responsible for financial management and company secretarial matters, on 30 September 2023, Mr. Chiu has been appointed as advisor of the Radiance Holdings. In December 2021, Mr. Chiu was awarded "The Best CFO Award" in the "2021 China Financial Awards" by China Financial Market magazine.

Mr. Chiu obtained a bachelor's degree in business administration in accounting from Hong Kong University of Science and Technology in July 1997. Mr. Chiu has been a CPA since October 2000 and a fellow of HKICPA since September 2009. He has also been a member of American Institute of Certified Public Accountants since January 1999, a CPA of Washington State Board of Accountancy since January 1999, and is a member of INSOL International, a member of taxation faculty of HKICPA and a member of restructuring and insolvency faculty of HKICPA.

地產集團有限公司，其股份於聯交所主板上市(股份代號：0199)。於2007年5月至2008年3月，其擔任佳寧娜集團控股有限公司(前稱達成集團)的集團財務總監，該公司從事房地產、餐飲、食品及酒店業務，其股份於聯交所主板上市(股份代號：0126)。於2008年2月至2008年11月，其擔任中國東方集團控股有限公司的財務總監，該公司為鋼鐵生產商和銷售商、房地產開發商，其股份於聯交所主板上市(股份代號：0581)。於2009年4月至2010年3月，其擔任雲頂香港有限公司附屬公司的財務副總裁，該公司為一家郵輪、娛樂和酒店服務公司，其股份於聯交所主板上市(股份代號：0678)。於2010年3月至2015年7月，其擔任中國金展控股有限公司(現稱為世紀金花商業控股有限公司)的財務總監兼公司秘書，該公司為一家商業物業營運商及投資公司，其股份於聯交所主板上市(股份代號：0162)。於2015年7月至2017年2月，其任職於中國三迪控股有限公司(一家股份於聯交所主板上市(股份代號：0910)的物業開發及物業投資公司)，擔任財務總監兼公司秘書。於2017年2月至2019年2月，其於中國新城市(一家房地產開發公司，其股份於聯交所主板上市，股份代號：1321)任職，職務為首席財務官兼公司秘書。於2018年12月至2019年8月，其任職於三盛控股(集團)有限公司(一家股份於聯交所主板上市(股份代號：2183)的物業開發及物業投資公司)，職位為首席財務官。於2019年8月及2019年11月至2023年9月，趙先生分別擔任金輝控股(集團)有限公司(「金輝控股」，其股份在聯交所主板上市(股份代號：9993))首席財務官及公司秘書，主要負責財務管理及公司秘書事宜。自2023年9月30日起，趙先生獲委任為金輝控股顧問。於2021年12月，趙先生獲中國融資雜誌於「2021年中國融資大獎」中頒發「最佳首席財務官獎」。

趙先生於1997年7月獲得香港科技大學工商管理(會計學)學士學位。趙先生自2000年10月起獲認可為註冊會計師及自2009年9月起獲認可為香港會計師公會資深會員。彼亦自1999年1月獲認可為美國註冊會計師協會會員；自1999年1月起獲認可為華盛頓州會計委員會註冊會計師，且趙先生為國際破產從業員協會會員、香港會計師公會稅務學會專項會員及香港會計師公會重組與破產管理專項學會會員。

Biographical Details of Directors and Senior Management (Continued)

董事及高級管理人員履歷(續)

SENIOR MANAGEMENT

Ms. Yang Zhiqin (**Ms. Yang**), aged 47, was appointed as the head of community value-added services division of our Group in March 2021. Ms. Yang is responsible for community value-added operation management.

Ms. Yang has over 14 years of experience in corporate management. From October 2009 to March 2013, Ms. Yang worked as an assistant to the general manager and the manager of the human resources department of Zhejiang FF Electrical Power Equipment Co., Ltd. (浙江雙富電力設備有限公司), a company engaged in electrical power equipment manufacturing, where she was primarily responsible for overseeing the administrative affairs and assisting the general manager in its daily operation. Ms. Yang joined Zhong An Group in March 2013. From March 2013 to November 2016, Ms. Yang worked as deputy general manager of a subsidiary of Zhong An principally engaged in provision of housekeeping services, where she was primarily responsible for its daily operation and management. From November 2016 to April 2019, Ms. Yang worked as an assistant to the general manager of Zhong An Management and was responsible for assisting the general manager in the day-to-day operation and administration of Zhong An Management. From April 2019 to March 2021, Ms. Yang worked as secretary of the office of the board of directors and subsequently as head of operation management center of Zhong An Management where she was primarily responsible for the operation and management of community value-added services and its administration.


Ms. Yang obtained a certificate of human resources management (人力資源管理師) issued by Occupational Skill Testing Authority (職業技能鑒定(指導)中心) in December 2005. Ms. Yang obtained a diploma in business management from Southwest University of Science and Technology (西南科技大學) in January 2011.

高級管理層

楊志琴女士(「楊女士」)，47歲，於2021年3月獲委任為本集團社區增值服務事業部總監。楊女士負責社區增值營運管理。

楊女士於企業管理方面擁有逾14年經驗。於2009年10月至2013年3月，楊女士擔任浙江雙富電力設備有限公司(一家從事電力設備製造的公司)總經理助理及人力資源部經理，其主要負責監督行政事務及協助總經理進行日常營運。楊女士於2013年3月加入眾安集團。自2013年3月至2016年11月，楊女士擔任眾安一家附屬公司的副總經理，該公司主要提供家政服務，而楊女士主要負責日常營運及管理。於2016年11月至2019年4月，楊女士擔任眾安管理總經理助理，負責協助總經理進行眾安管理的日常營運及行政工作。自2019年4月至2021年3月，楊女士擔任眾安管理董事會辦公室秘書，其後擔任經營管理中心總監，主要負責社區增值服務的營運及管理，以及其行政工作。

楊女士於2005年12月取得職業技能鑒定(指導)中心頒發的人力資源管理師證書。楊女士於2011年1月獲得西南科技大學工商企業管理文憑。



Biographical Details of Directors and Senior Management (Continued)

董事及高級管理人員履歷(續)

Mr. Xu Pengcheng (“**Mr. Xu**”), aged 39, was appointed as head of operation management center of our Group on March 31, 2021. Mr. Xu is responsible for daily operation and management of our Group. He is also the director of Huaibei Zhonghong which is a subsidiary of our Company.

Mr. Xu has over 9 years of experience in corporate management. From March 2009 to April 2011, Mr. Xu worked as a hydropower installation engineer in Anhui Wanbei Coal and Electricity Hengxin Real Estate Development Co., Ltd. (安徽省皖北煤電恒馨房地產開發有限公司), a company engaged in the real estate industry, where he was primarily responsible for managing hydropower engineering of projects under development. Mr. Xu joined Zhong An Group in April 2011. From April 2011 to April 2013, he worked as an electrical and mechanical installation engineer of a subsidiary of Zhong An principally engaged in property development, where he was primarily responsible for managing hydropower engineering of projects under development. From April 2013 to April 2014, he worked as an electrical and mechanical installation engineer of Zhong An and was primarily responsible for managing hydropower engineering of projects under development. From April 2014 to April 2017, Mr. Xu worked as deputy project operation manager of operation center of Zhong An, where he was primarily responsible for planning and managing its development projects. From April 2017 to April 2019, he worked as manager of integrated operation department of a subsidiary of Zhong An principally engaged in property development, where he was primarily responsible for human resources, legal management and operation management of real estate development. From April 2019 to September 2020, Mr. Xu worked as deputy general manager of Anhui Zhongan Property, and general manager of the Huaibei branch office of Zhong An, where he was primarily responsible for their day-to-day operation and management. From September 2020 to March 2021, he was the head of integrated management center of Zhong An Management and was primarily responsible for day-to-day management and operations of the property management business of Zhong An Group. Since March 2020, Mr. Xu has also been serving as director and general manager of Huaibei Zhonghong, where he is primarily responsible for its daily operation and management. Since July 2022, Mr. Xu has been serving as the chairman of the board of Shaoxing Zhongming, where he is primarily responsible for its overall management and business decisions.

Mr. Xu obtained a bachelor's degree in civil engineering from China Central Radio and TV University (中央廣播電視大學) (currently known as Open University of China (國家開放大學)) in January 2013.

徐鵬程先生(「徐先生」)，39歲，於2021年3月31日獲委任為本集團營運管理中心總監。徐先生負責本集團的日常營運及管理。彼亦為本公司附屬公司淮北眾宏之董事。

徐先生於企業管理方面擁有逾9年經驗。於2009年3月至2011年4月，徐先生擔任安徽省皖北煤電恒馨房地產開發有限公司水電安裝工程師，該公司從事房地產行業，彼主要負責開發項目的施工現場水電工程管理。徐先生於2011年4月加入眾安集團。於2011年4月至2013年4月，彼在眾安一家主要從事物業開發的附屬公司擔任機電安裝工程師，主要負責開發項目的水電工程管理。於2013年4月至2014年4月，彼在眾安擔任機電安裝工程師及主要負責開發項目的施工現場水電工程管理。於2014年4月至2017年4月，徐先生擔任眾安營運中心項目營運副經理，彼主要負責規劃及管理其開發項目。於2017年4月至2019年4月，彼擔任眾安一家主要從事物業開發的附屬公司的綜合營運部經理，彼主要負責人力資源、法務管理及房地產開發營運管理。於2019年4月至2020年9月，徐先生擔任安徽眾安物業副總經理及眾安淮北分公司總經理，彼主要負責日常營運及管理。於2020年9月至2021年3月，彼擔任眾安管理綜合管理中心總監，主要負責眾安集團物業管理業務的日常管理及營運。自2020年3月起，徐先生亦擔任淮北眾宏的董事兼總經理，彼主要負責其日常營運及管理。自2022年7月起，徐先生擔任紹興眾明的董事會主席，彼主要負責其整體管理及業務決策。

徐先生於2013年1月獲得中央廣播電視大學(現稱為國家開放大學)土木工程學士學位。

Biographical Details of Directors and Senior Management (Continued)

董事及高級管理人員履歷(續)

Mr. Lin Caihe (“**Mr. Lin**”), aged 34, was appointed as the chief financial officer and company secretary of our Company with effect from 19 July 2024.

Mr. Lin has over 10 years of experience in auditing, financial management and corporate finance. Mr. Lin is the company secretary and financial controller of China New City. Prior to joining the Company, from January 2014 to May 2017, Mr. Lin worked successively at international accounting firms such as Ernst & Young Advisory Services Limited (EY) and BDO Limited, and was responsible for auditing. From June 2017 to December 2018, he joined CITIC Pacific Limited, a wholly-owned subsidiary of CITIC Limited (stock code: 267), and he was responsible for managing investments and cross-border merger and acquisitions on regions associated with the Belt and Road Initiative. From January 2019 to December 2020, he worked in Investment Banking Department of CCB International Capital Limited (建銀國際金融有限公司) and was responsible for corporate finance business. From December 2020 to September 2021, he served as general manager of Finance and Capital Division of Zhongliang Holdings Group Company Limited (中梁控股集團有限公司), a company listed on the Stock Exchange (stock code: 2772). From October 2021 to August 2023, he served as chief financial officer and company secretary of Seedland Smart Service Group Limited (實地智慧服務集團有限公司). He has over 10 years of experience in accounting, financial management and corporate finance.

Mr. Lin obtained a master's degree in MBA jointly offered by Tsinghua University and the Chinese University of Hong Kong in 2023. He is a member of the Association of Chartered Certified Accountants (ACCA) and the Hong Kong Institute of Certified Public Accountants (HKICPA).

林才賀先生(「**林先生**」)，34歲，自2024年7月19日起獲委任為本公司首席財務官及公司秘書。

林先生於審計、財務管理及企業融資方面擁有逾10年經驗。林先生為中國新城市的公司秘書及財務總監。於加入本公司前，林先生於2014年1月至2017年5月期間先後於安永諮詢服務有限公司(安永)及香港立信德豪會計師事務所有限公司等國際會計師事務所任職，負責審計工作。於2017年6月至2018年12月，彼加入中國中信股份有限公司(股份代號：267)的全資附屬公司中信泰富有限公司，負責管理一帶一路倡議相關地區的投資及跨國併購。於2019年1月至2020年12月，彼任職於建銀國際金融有限公司的投資銀行部，負責企業融資業務。於2020年12月至2021年9月，彼擔任聯交所上市公司中梁控股集團有限公司(股份代號：2772)的財務及資本部總經理。於2021年10月至2023年8月，彼擔任實地智慧服務集團有限公司的首席財務官兼公司秘書。彼於會計、財務管理及企業融資方面擁有逾10年經驗。

林先生於2023年取得清華大學及香港中文大學聯合開設之工商管理碩士學位。彼為英國特許公認會計師公會及香港會計師公會會員。



Report of the Directors

董事會報告

The Board is pleased to present its report together with the audited consolidated financial statements of the Company and its subsidiaries for the year ended 31 December 2024.

PRINCIPAL ACTIVITIES

The Group is principally engaged in the provision of property management services, value-added services mainly to property developers and community value-added services in the PRC. An analysis of the principal activities of the Group during the year ended 31 December 2024 is set out in note 4 to the consolidated financial statements.

USE OF PROCEEDS FROM THE GLOBAL OFFERING

The Company's Shares have been listed on the Main Board of The Stock Exchange since the Listing Date.

Net proceeds from the Global Offering received by the Company were approximately HK\$91.7 million with 126,668,000 new ordinary Shares issued. The Company also received net proceeds of HK\$12.2 million with 10,746,000 ordinary Shares issued from the partial exercise of Over-allotment Option.

The total amount of net proceeds from the Global Offering and the partial exercise of Over-allotment Option of approximately HK\$104 million are proposed to be used for the purposes and in the amounts (adjusted on pro rata basis based on the actual net proceeds) as disclosed in the Prospectus.

The Company has adopted a cautious approach in using the net proceeds from the Global Offering, and expects to fully use the remaining balance of the net proceeds by December 2025. The Company has kept the remaining balance of the net proceeds in the current account of the Company.

本公司董事會欣然提呈本公司及其附屬公司截至2024年12月31日止年度之報告及經審核合併財務報表。

主要業務

本集團主要於中國提供物業管理服務、主要面向房地產開發商的增值服務及社區增值服務。有關本集團於截至2024年12月31日止年度的主要業務的分析載列於合併財務報表附註4。

全球發售所得款項用途

本公司股份自上市日期起在聯交所主板上市。

本公司全球發售所得款項淨額約為91.7百萬港元，已發行的新普通股股數為126,668,000股。本公司亦收到12.2百萬港元的所得款項淨額，因部分行使超額配股權而發行的普通股股數為10,746,000股。

全球發售及部分行使超額配股權所得款項總淨額約104百萬港元擬用於招股說明書所披露的用途和金額（根據實際所得款項淨額按比例調整）。

本公司於使用全球發售所得款項淨額時採取謹慎態度，並預計於2025年12月前悉數使用所得款項淨額餘下結餘。本公司已將所得款項淨額的餘下結餘存入本公司往來賬戶。

Report of the Directors (Continued)

董事會報告 (續)

Purpose	用途	Percentage 百分比	Net Proceeds (HK\$ million) 所得款項淨額 (百萬港元)		Unused 未動用	Used 已動用	Unused 未動用	Remaining balance expected to be fully used by 預期悉數使用 餘下結餘的時間
			Available	Used				
			as at 1 January 2023 於2023年 1月1日	as at 31 December 2023 於2023年 12月31日	as at 31 December 2023 於2023年 12月31日	as at 31 December 2024 於2024年 12月31日	as at 31 December 2024 於2024年 12月31日	
Strategic acquisitions and investments	策略性收購及投資	55.0%	57.2	0	57.2	0	57.2	By December 2025 於2025年12月底前
Invest and upgrade in hardware and software for the development of communities across the projects the Company manages	投資及升級本公司管理項目之社區發展所需軟件及硬件	30.0%	31.2	0.34	30.86	3.5	27.7	By December 2025 於2025年12月底前
Enrich the service offerings, scale and efficiency of the Group's community value-added services	擴大本集團社區增值服務提供之服務種類、範圍及效率	15.0%	15.6	0.2	15.4	1.7	13.9	By December 2025 於2025年12月底前
Total	合計	100%	104	0.54	103.46	5.2	98.8	

RESULTS

The results of the Group for the year ended 31 December 2024 are set out in the consolidated statement of profit or loss and other comprehensive income on page 79 of this annual report.

FINAL DIVIDEND

The Board recommended the payment of a final dividend of RMB1.89 cents per Share (2023: RMB2.45 cents) for the year ended 31 December 2024. The final dividend is subject to the approval of Shareholders at the Annual General Meeting to be held on 5 June 2025 and will be paid on or before 30 July 2025 to the Shareholders whose names appear on the register of members of the Company on 19 June 2025.

No Shareholder has waived or agreed to waive any dividend during the year.

業績

本集團截至2024年12月31日止年度的業績載於本年報第79頁之合併損益及其他全面收益表。

末期股息

董事會建議就截至2024年12月31日止年度派發末期股息每股人民幣1.89分（2023年：人民幣2.45分）。此末期股息須經股東將於2025年6月5日舉行之該股東週年大會上批准方可作實，並將於2025年7月30日或之前派付予於2025年6月19日名列本公司股東名冊的股東。

年內，概無股東放棄或同意放棄任何股息。



Report of the Directors (Continued)

董事會報告(續)

DIVIDEND POLICY

The dividend is the embodiment of the operational capability of the Company, which is also a commitment to share the results of the Company's growth with all Shareholders. The payment and the amount of dividends (if any) depend on our results of operation, cash flows, financial position, future prospects, and other factors that we may consider relevant. Pursuant to the dividend policy of the Company disclosed in the Prospectus, and combined with the payments of the dividends after Listing, we intend to pay dividends in the amount of not less than 25% of our profit after tax for each year. Annual dividend is subject to the approval of general meeting of shareholders. The payment of dividend is also subject to any restrictions under the laws of Cayman Islands, the laws of Hong Kong and the Articles of Association.

BUSINESS REVIEW

A review of the business of the Group during the year ended 31 December 2024, a description of the principal risks and uncertainties that the Group may be facing, a discussion on the Group's future business development and an analysis of the Group's performance during the Reporting Period using key financial performance indicators are contained in the Management Discussion and Analysis on pages 12 to 29 of this annual report.

ENVIRONMENTAL POLICIES AND PERFORMANCE

The Group has been working on sustainable development and environmental protection. We spare no effort in making the most out of resources in our business. Laws and regulations in terms of environment and health are strictly complied with. Meanwhile, the Group holds various activities to promote environmental protection in our business. Our goal is to educate proprietors and all walks of life on creating a green city for the future. The Group has completed its 2024 Environmental, Social and Governance ("ESG") report which contains our ESG information in 2024 and the requirements under the Environmental, Social and Governance Reporting Guide set out in Appendix C2 to the Listing Rules. The ESG report of the Company for 2024 will be published at the same time as the publication of this annual report on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.zazhsh.com).

COMPLIANCE WITH LAWS AND REGULATIONS

The Group clearly understands the importance of regulatory compliance and the risk of non-compliance with applicable laws and regulations. To the best of the Board's knowledge, during the year ended 31 December 2024, the Group complied in material respects with the relevant laws and regulations that have a significant impact on the business and operation of the Group. During the year ended 31 December 2024, there was no material breach of or non-compliance with the applicable laws and regulations by the Group.

股息政策

股息是本公司經營能力的體現，是與所有股東一同分享本公司成長成果的承諾，而股息（如有）之派付及其金額將取決於本公司的經營業績、現金流量、財務狀況、未來經營前景及我們認為有關之其他因素。根據本公司於招股說明書中披露的股息政策，並結合上市後股息情況，我們計劃於每年派付不少於除稅後利潤25%的股息。若涉及年度股息，則經股東大會審批後派發。本公司能否派付股息亦受開曼群島法律、香港法律及組織章程細則規定所規限。

業務回顧

本集團截至2024年12月31日止年度之業務回顧，本集團可能面臨之主要風險及不確定性之描述，有關本集團未來業務發展之討論及採用主要財務表現指標對本集團於報告期內之表現之分析載於本年報第12至29頁的管理層討論與分析。

環境政策及表現

本集團一直積極推動可持續發展和環境保護，經營過程中積極促進、實現資源的有效利用，亦嚴格遵守有關環保、健康及相關法律法規。同時，本集團在運營過程中也會通過舉辦各類環保活動，宣導業主及社會各界締造綠色城市，共建綠色未來。本集團已經完成了其2024年環境、社會及管治（「ESG」）報告，其中包含了我們在2024年的ESG信息，以及上市規則附錄C2中規定的環境、社會及管治報告指引下的要求。本公司2024年的ESG報告將與本年度報告同時在香港聯合交易所有限公司(www.hkexnews.hk)和本公司(www.zazhsh.com)的網站上發佈。

遵守相關法律及法規

本集團深明遵守監管規定之重要性，亦了解到違反適用法律及規例之風險。就董事會所深知，於截至2024年12月31日止年度，本集團已於各重要方面遵守對本集團業務及經營產生重大影響之相關法律及法規。於截至2024年12月31日止年度，本集團概無嚴重違反或不遵守適用法律及法規。

Report of the Directors (Continued)

董事會報告(續)

FINANCIAL SUMMARY

A summary of the Group's results, assets and liabilities of the Group for the last five financial years are set out on page 152 of this annual report. This summary does not form part of the audited consolidated financial statements.

MAJOR CUSTOMERS AND SUPPLIERS

For the year ended 31 December 2024, revenue from Zhong An Group contributed 20.8% (2023: 24.7%) to the Group's revenue. Other than the revenue from Zhong An Group, no revenue derived from sales to a single customer or a group of customers under common control accounted for 10% or more of the Group's revenue for the years ended 31 December 2023 and 2024.

For the year ended 31 December 2024, purchases from the five largest suppliers of the Group accounted for 40.2% (2023: 33.1%) of the Group's total purchases and the purchases from the largest supplier included therein amount to 53.6% (2023: 71%) of the purchases from the five largest suppliers.

None of the Directors, their close associates (as defined in the Listing Rules) or any Shareholders (who or which to the knowledge of the Directors owns more than 5% of the Company's issued share capital) has any interest in any of the Group's five largest suppliers.

PROPERTY, PLANT AND EQUIPMENT

Details of movements in the Company and the Group's property, plant and equipment during the year ended 31 December 2024 are set out in note 12 to the consolidated financial statements.

SHARE CAPITAL

Details of Company share capital movements during the Reporting Period are set out in note 21 to the consolidated financial statements.

RESERVES

Details of movements in the reserves of the Company and the Group during the Reporting Period are set out in note 22 to the consolidated financial statements and page 82 of this annual report under the section headed "Consolidated Statement of Changes in Equity".

DISTRIBUTABLE RESERVES

As at 31 December 2024, the Company's reserves available for distribution (including share premium and retained earnings of the Company), amounted to approximately RMB273.7 million (31 December 2023: RMB250.2 million).

財務概要

本集團過去五個財政年度之業績以及資產及負債概要載列於本年報第152頁。本概要並不構成經審核合併財務報表的一部分。

主要客戶及供應商

截至2024年12月31日止年度，來自眾安集團的收入佔本集團收入的20.8%（2023年：24.7%）。除來自眾安集團的收入外，截至2023年及2024年12月31日止年度，概無來自對單一客戶或受共同控制的一組客戶銷售的收入佔本集團的收入10%或以上。

截至2024年12月31日止年度，本集團五大供應商的購貨額佔本集團總購貨額40.2%（2023年：33.1%），而其中最大供應商購貨額則佔五大供應商購貨額的53.6%（2023年：71%）。

概無董事、彼等之緊密聯繫人（定義見上市規則）或任何股東（據董事所知擁有本公司已發行股本超過5%）於本集團五大供應商中擁有任何權益。

物業、廠房及設備

本公司及本集團於截至2024年12月31日止年度期間的物業、廠房及設備變動詳情載於合併財務報表附註12。

股本

本公司之股本於報告期內的變動詳情載於合併財務報表附註21。

儲備

本公司及本集團之儲備於報告期內的變動詳情載於合併財務報表附註22及本年報第82頁「合併權益變動表」一欄下。

可供分派儲備

於2024年12月31日，本公司可供分派儲備（包含股份溢價及本公司未分配利潤）為約人民幣273.7百萬元（2023年12月31日：人民幣250.2百萬元）。



Report of the Directors (Continued) 董事會報告(續)

DIRECTORS

The Directors during the Reporting Period and up to the date of this annual report are:

Executive Directors

Mr. Shi Zhongan (*Chairman*)
Ms. Ding Shuchun (*Chief Executive Officer*)
(*newly appointed with effect on 18 January 2025*)
Mr. Sun Zhihua (*Vice Chairman, Co-chief Executive Officer*)
Mr. Yang Guang (*resigned with effect on 18 January 2025*)
Mr. Ding Lei
Ms. Xu Jianying

Independent Non-executive Directors

Mr. Liang Xinjun
Mr. Chung Chong Sun
Mr. Chiu Ngam

In accordance with Article 26.3 of the Articles of Association, Ms. Ding Shu Chun, who was appointed as an executive Director on 18 January 2025 shall retire and, and being eligible, has offered herself for re-election at the AGM.

In accordance with Article 26.4 of the Articles of Association, Mr. Sun Zhihua, Mr. Chung Chong Sun and Mr. Liang Xinjun shall retire by rotation, and being eligible, have offered themselves for re-election at the AGM.

Details of the Directors to be re-elected at the AGM are set out in the Company's circular to the Shareholders dated 28 April 2025.

DIRECTORS AND SENIOR MANAGEMENT

Biographical details of the Directors and senior management of the Company are set out on pages 48 to 58 of this annual report.

CONFIRMATION OF INDEPENDENCE OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The Company has received an annual confirmation of independence pursuant to Rule 3.13 of the Listing Rules from each of the independent non-executive Directors and the Company considers such Directors to be independent throughout the year ended 31 December 2024.

董事

於報告期內及直至本年報日期，董事如下：

執行董事

施中安先生 (主席)
丁曙春女士 (行政總裁)
(於2025年1月18日履新)
孫志華先生 (副主席、聯席行政總裁)
楊光先生 (於2025年1月18日辭任)
丁磊先生
徐建穎女士

獨立非執行董事

梁信軍先生
鍾創新先生
趙岩先生

根據組織章程細則第26.3條，丁曙春女士 (於2025年1月18日獲委任為執行董事) 將於該股東週年大會上退任，彼有資格並願膺選連任。

根據組織章程細則第26.4條，孫志華先生、鍾創新先生及梁信軍先生須於該股東週年大會上輪值告退，彼等有資格並願意膺選連任。

將於該股東週年大會上膺選連任之董事詳情載於本公司日期為2025年4月28日之致股東之通函。

董事和高級管理層

董事和本公司的高級管理層的履歷詳情載於本年報第48至58頁。

獨立非執行董事獨立性的確認

本公司已收到各獨立非執行董事根據上市規則第3.13條發出的年度獨立性確認書，而本公司認為截至2024年12月31日止年度有關獨立非執行董事均為獨立人士。



Report of the Directors (Continued)

董事會報告(續)

DIRECTORS' SERVICE CONTRACTS AND LETTERS OF APPOINTMENT

Each of the executive Directors has signed a service contract with the Company for a term of three years, which is renewable automatically for successive terms subject to termination as provided in the service contract.

Each of the independent non-executive Directors has signed an appointment letter with the Company for a term of three years, which may be renewable automatically subject to both parties' agreement.

None of the Directors has a service contract with the Group which is not determinable by the Group within one year without payment of compensation (other than statutory compensation).

DIRECTORS' INTERESTS IN TRANSACTIONS, ARRANGEMENTS OR CONTRACTS OF SIGNIFICANCE

Save as disclosed in this annual report, no Director or entity connected with the Directors had a material interest, either directly or indirectly, in any transaction, arrangement or contract of significance to the business of the Group to which the Company, or any of its subsidiaries or fellow subsidiaries was a party during the year ended 31 December 2024 and up to the date of this annual report.

MANAGEMENT CONTRACTS

Save as disclosed in this annual report, no contract concerning the management and administration of the whole or any substantial part of the business of the Company was entered into or existed during the Reporting Period.

DIRECTORS' INTERESTS IN COMPETING BUSINESS

During the Reporting Period, none of the Directors or any of their close associates (as defined under the Listing Rules) has any interest in a business which competed or was likely to compete, either directly or indirectly, with the business of the Group.

COMPLIANCE WITH THE DEED OF NON-COMPETITION

The Company has received the annual confirmation from the Controlling Shareholders in respect of their compliance in 2024 with the non-competition undertakings under the Deed of Non-Competition issued to the Company in 2024. Details of the Deed of Non-Competition are set out in the section headed "Relationship with Controlling Shareholders" in the Prospectus.



董事之服務合約及委任書

各執行董事已與本公司簽立為期三年的服務合約，該等合約自動續期，惟可根據其條款予以終止。

各獨立非執行董事已與本公司簽立為期三年之委任書，可根據雙方協商自動續期。

概無董事與本集團訂立本集團不可於一年內不付賠償（法定賠償除外）而終止的服務合約。

董事於重大交易、安排或合約的權益

除本年報所披露者外，於截至2024年12月31日止年度及直至本年報日期期間，概無董事或任何與董事有關連的實體於本公司、其任何附屬公司或同系附屬公司作為訂約方並對本集團業務而言屬重大的任何交易、安排或合約中直接或間接擁有重大權益。

管理合約

除本年報所披露者外，於報告期內，本公司並無就有關整體或任何重要部份業務的管理及行政工作簽訂或訂有任何合約。

董事於競爭業務的權益

於報告期間，概無董事或彼等的任何緊密聯繫人（定義見上市規則）在與本集團的業務直接或間接構成競爭或可能構成競爭的業務中擁有任何權益。

遵守不競爭契約

於2024年，本公司已接獲控股股東向本公司發出的就彼等於2024年內遵守不競爭契約項下不競爭承諾的年度確認書。有關不競爭契約之詳情載於招股說明書「與控股股東的關係」一節。



Report of the Directors (Continued) 董事會報告(續)

EMOLUMENT POLICY

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

Details of the emoluments of the Directors and five highest paid individuals during the Reporting Period are set out in notes 7 and 8 to the consolidated financial statements.

RETIREMENT AND EMPLOYEE BENEFITS SCHEME

Details of the retirement and employee benefits scheme of the Company are set out in note 6 to the consolidated financial statements.

The main business of the Company is conducted in China, and for this purpose, in accordance with the applicable Chinese laws, we participate in a social insurance plan (including pension insurance) (the “**Social Security Plan**”) organized by the Chinese government. Under the Social Security Plan, employers and employees must make contributions at a specified rate by relevant laws and regulations.

During the Reporting Period, the Group also participates in pension or similar plans for all its eligible overseas employees in accordance with local laws: (i) the Group participates in the Mandatory Provident Fund (“**MPF**”) Scheme for its qualifying employees in Hong Kong, and contribution is made by each of the employer and the employee to the scheme at 5% of the employee's monthly income and the maximum total contribution is HK\$3,000 per month.

The Group's contributions to the Social Security Plan and the MPF Scheme vest fully and immediately with the employees. During the Reporting Period, there were neither contribution forfeited by the Group nor had there been any utilisation of such forfeited contributions to reduce future contributions. As at 31 December 2024, there were no forfeited contributions which were available for utilisation by the Group to reduce the existing level of contributions to the Social Security Plan and the MPF Scheme.

APPOINTMENT OF DIRECTORS AND SENIOR MANAGEMENT

Reference is made to the announcement of the Company dated 20 January 2025, whereby Mr. Yang Guang resigned as an executive Director and the chief executive officer of the Company with effect from 18 January 2025, and Ms. Ding Shuchun was appointed as an executive Director with effect from 18 January 2025.

Further reference is made to the announcement of the Company dated 25 February 2025, whereby Ms. Ding Shuchun was appointed as the chief executive officer of the Company and Mr. Sun Zhihua was appointed as the co-chief executive officer of the Company with effect from 25 February 2025.

薪酬政策

薪酬委員會之設立旨在根據本集團之經營業績、董事與高級管理層之個人表現及可資比較之市場慣例審視本集團有關董事及高級管理層之薪酬政策及薪酬架構。

有關於報告期內董事及五位最高薪酬人士的薪酬詳情載於合併財務報表附註7和8。

退休及僱員福利計劃

本公司退休及僱員福利計劃詳情載於合併財務報表附註6。

本公司的主要業務於中國進行，為此，根據中國適用的法律，我們參加由中國政府組織的社會保險計劃（包括養老保險）（「**社保計劃**」）。根據社保計劃，僱主和僱員都必須按相關法律、法規規定的比例供款。

於報告期內，本集團也為所有合資格的海外僱員根據當地法律規定參與養老金或類似計劃。其中(i)就香港合資格僱員而言，本集團參與強制性公積金（「**強積金**」）計劃，根據強積金計劃，僱主及僱員均須分別按僱員月收入的5%（最高供款合計不超過3,000港元／月）向強積金計劃作出供款。

本集團對社保計劃及強積金計劃作出的供款，均立即全數歸僱員所有。於報告期間，本集團並無沒收供款，亦無動用有關被沒收供款來減少日後供款。於2024年12月31日，並無任何被沒收供款可供本集團用於降低對社保計劃及強積金計劃的現有供款水平。

委任董事及高級管理層

茲提述本公司日期為2025年1月20日之公告，據此，楊光先生辭任執行董事及本公司行政總裁，自2025年1月18日起生效，以及丁曙春女士獲委任為執行董事，自2025年1月18日起生效。

茲進一步提述本公司日期為2025年2月25日之公告，據此，丁曙春女士獲委任為本公司行政總裁以及孫志華先生獲委任為本公司聯席行政總裁，自2025年2月25日起生效。

Report of the Directors (Continued)

董事會報告(續)

CHANGE OF DIRECTORS' AND SENIOR MANAGEMENT'S INFORMATION

During the year ended 31 December 2024, save as disclosed above, there is no other change in the Directors' information required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules.

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

As at 31 December 2024, the interests and short positions of the Directors and chief executive of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO which have been notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO), or which were recorded in the register required to be kept by the Company pursuant to section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code as set out in Appendix C3 to the Listing Rules were as follows:

(i) Interest in Shares of the Company

Name of Director 董事姓名	Nature of interest 權益性質	Number of Shares interested ⁽¹⁾ 擁有權益的股份數目 ⁽¹⁾	Approximate percentage of interest 權益的概約百分比
Mr. Shi 施先生	Interest in controlled corporation ⁽²⁾ 於受控制法團的權益 ⁽²⁾	380,000,000 (L)	73.4%

Notes:

- (1) The letter "L" denotes the person's long position in our Shares.
- (2) These Shares are held by Zhong An BVI which is wholly-owned by Zhong An. Zhong An is owned as to approximately 57.89% by Whole Good, which is directly wholly-owned by Mr. Shi. By virtue of the SFO, Mr. Shi is deemed to be interested in the Shares in which Zhong An BVI is interested.

有關董事及高級管理層的資料變動

截至2024年12月31日止年度，除上文披露者外，概無其他董事資料變動須根據上市規則13.51B(1)條予以披露。

董事及最高行政人員於股份、相關股份及債權證中擁有的權益及淡倉

於2024年12月31日，董事及本公司最高行政人員擁有根據《證券及期貨條例》第XV部第7及8分部已知會本公司及聯交所的本公司或其任何相聯法團（定義見《證券及期貨條例》第XV部）的股份、相關股份及債權證的權益及淡倉（包括根據《證券及期貨條例》的該等條文彼等被當作或視為擁有的權益及淡倉），或根據《證券及期貨條例》第352條已登記於本公司須予備存之登記冊，或根據上市規則附錄C3所載的標準守則須知會本公司及聯交所的權益及淡倉如下：

(i) 在本公司股份中的權益

附註：

- (1) 字母「L」代表該人士於股份的好倉。
- (2) 該等股份由眾安BVI持有，眾安BVI由眾安全資擁有。全好擁有眾安約57.89%的權益，全好由施先生直接全資擁有。根據《證券及期貨條例》，施先生被視為於眾安BVI擁有權益的股份中擁有權益。

Report of the Directors (Continued)

董事會報告(續)

(ii) Interest in associated corporations of the Company

(ii) 在本公司相聯法團中的權益

Name of Director	Name of associated corporation	Nature of interest	Number of Shares interested ⁽¹⁾ 擁有權益的股份數目 ⁽¹⁾	Approximate percentage of interest 權益的概約百分比
董事姓名	相聯公司名稱	權益性質		
Mr. Shi 施先生	Zhong An 眾安	Interest in controlled corporation ⁽²⁾ 在受控制法團的權益 ⁽²⁾	3,262,411,200 (L)	57.89%
	CNC 中國新城市	Interest in controlled corporation ⁽³⁾ 在受控制法團的權益 ⁽³⁾	1,358,859,594 (L)	67.58%
	Whole Good 全好	Beneficial owner 實益擁有人	1 (L)	100%

Notes:

附註：

- (1) The letter "L" denotes the person's long position in our Shares.
- (2) These shares are held by Whole Good. By virtue of the SFO, Mr. Shi is deemed to be interested in the shares of Zhong An in which Whole Good is interested.
- (3) Among these 1,358,859,594 shares of CNC, 1,327,556,000 shares are held by Ideal World, which is wholly-owned by Zhong An. Zhong An is owned as to approximately 57.89% by Whole Good, which is directly wholly-owned by Mr. Shi. In addition, 31,303,594 Shares are held by Whole Good. By virtue of the SFO, Mr. Shi is deemed to be interested in the shares in which each of Ideal World and Whole Good is interested.

- (1) 字母「L」代表該人士於股份的好倉。
- (2) 該等股份由全好擁有。根據《證券及期貨條例》，施先生被視為於全好擁有權益的眾安股份中擁有權益。
- (3) 於該等中國新城市1,358,859,594股股份中，Ideal World持有1,327,556,000股股份，Ideal World由眾安全資擁有。全好擁有眾安約57.89%的權益，全好由施先生直接全資擁有。此外，全好持有31,303,594股股份。根據《證券及期貨條例》，施先生被視為於Ideal World及全好各自擁有權益的股份中擁有權益。

Save as disclosed above, as at 31 December 2024, none of the Directors or chief executive of the Company had or was deemed to have any interest or short position in the shares, underlying shares or debentures of the Company or its associated corporations (within the meaning of Part XV of the SFO) that was required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO), or recorded in the register required to be kept by the Company under Section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

除上文所披露者外，於2024年12月31日，概無董事或本公司最高行政人員於本公司或其相聯法團（定義見《證券及期貨條例》第XV部）的股份、相關股份或債權證中，擁有根據《證券及期貨條例》第XV部第7及8分部須知會本公司及聯交所的權益或淡倉（包括根據《證券及期貨條例》的該等條文彼等被當作或視為擁有的權益及淡倉），或登記於本公司根據《證券及期貨條例》第352條須予備存的登記冊內，或根據標準守則須知會本公司及聯交所的任何權益或淡倉。

Report of the Directors (Continued)

董事會報告 (續)

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

As at 31 December 2024, to the best knowledge of the Directors, the following persons (not being a Director or chief executive of the Company) had interests or short positions in the Shares or underlying Shares which fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO and recorded in the register required to be kept by the Company pursuant to section 336 of the SFO:

主要股東於股份及相關股份中的權益及淡倉

於2024年12月31日，就董事所知，下列人士（並非董事或本公司最高行政人員）於股份或相關股份中擁有根據《證券及期貨條例》第XV部第2及3分部須向本公司披露並已登記於本公司根據《證券及期貨條例》第336條須予備存之登記冊內之權益或淡倉：

Name of corporation/person	Nature of interest	Number of Shares interested ⁽¹⁾ 擁有權益的股份數目 ⁽¹⁾	Approximate percentage of interest 權益的概約百分比
法團名稱／人士姓名	權益性質		
Zhong An BVI 眾安BVI	Beneficial owner 實益擁有人	380,000,000 (L)	73.4%
Zhong An ⁽²⁾ 眾安 ⁽²⁾	Interest in controlled corporation 在受控制法團的權益	380,000,000 (L)	73.4%
Whole Good 全好	Interest in controlled corporation 在受控制法團的權益	380,000,000 (L)	73.4%
Mr. Shi 施先生	Interest in controlled corporation 在受控制法團的權益	380,000,000 (L)	73.4%

Notes:

- (1) The letter "L" denotes the person's long position in our Shares.
- (2) Zhong An BVI is wholly-owned by Zhong An. Zhong An is owned as to approximately 57.89% by Whole Good, which is directly wholly-owned by Mr. Shi. By virtue of the SFO, each of Zhong An BVI, Zhong An, Whole Good and Mr. Shi is deemed to be interested in the Shares in which Zhong An BVI is interested.

附註：

- (1) 字母「L」代表該人士於股份的好倉。
- (2) 眾安BVI由眾安全資擁有，全好擁有眾安約57.89%的權益，全好由施先生直接全資擁有。根據《證券及期貨條例》，眾安BVI、眾安、全好及施先生各自被視為於眾安BVI擁有權益的股份中擁有權益。

Save as disclosed above and to the best knowledge of the Directors, as at the date of this report, no person (other than the Directors or chief executives of the Company) had registered an interest or a short position in the Shares or underlying Shares of the Company as recorded in the register required to be kept by the Company under section 336 of the SFO.

除上文所披露者外，據董事所深知，於本報告日期，概無任何人士（本公司董事或主要行政人員除外）已就本公司按照《證券及期貨條例》第336條備存的登記冊中記錄的本公司股份或相關股份的權益或淡倉進行登記。



Report of the Directors (Continued)

董事會報告(續)

PRE-EMPTIVE RIGHTS

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

TAX RELIEF

The Company is not aware of any relief from taxation available to the Shareholders by reason of their holding of the Shares.

PERMITTED INDEMNITY PROVISIONS

Pursuant to the Articles of Association, every Director and officer of the Company shall be indemnified out of the assets of the Company against any liability, action, proceeding, claim, demand, costs, damages or expenses, including legal expenses, whatsoever which they or any of them may incur as a result of any act or failure to act in carrying out their functions other than such liability (if any) that they may incur by reason of their own actual fraud or wilful default.

RELATIONSHIP WITH STAKEHOLDERS

The Group recognises that employees, customers and business partners are keys to its sustainable development. The Group is committed to establishing a close and caring relationship with its employees, providing quality services to its customers and enhancing cooperation with its business partners.

CONTINUING CONNECTED TRANSACTIONS

Zhong An is one of our Controlling Shareholders, which indirectly owns approximately 57.89% of the Group's share capital and CNC is indirectly held as to approximately 66.02% by Zhong An as of the date of this annual report and is therefore an associate of Zhong An. CNC is also directly held as to approximately 1.56% by Whole Good. Therefore, each of Zhong An and its associates and CNC and its associates is a connected person of the Company.

Reference is made to the section headed "Connected Transactions" of the Prospectus in relation to, among other things, the continuing connected transactions of the Group with each of Zhong An and CNC under the existing framework agreements. As the term of the existing framework agreements expired on 31 December 2024, the Company entered into the following non-exempt continuing connected transactions:

優先購買權

組織章程細則及開曼群島法律項下並無優先購買權條文，規定本公司須按比例基準向現有股東發售新股份。

稅務減免

本公司並不知悉股東因持有股份而可享有的任何稅務減免。

獲准許之彌償條文

根據組織章程細則，本公司每名董事及高級職員如因履行職務時的任何作為或不作為而招致任何責任、訴訟、法律程序、索償、索求、訟費、損害賠償或開支（包括法律開支），彼等或其中任何人士均可從本公司資產中獲得彌償，惟因自身實際欺詐或蓄意違約而招致的責任（如有）除外。

與持份者關係

本集團充分認識到僱員、客戶和業務合作夥伴是影響本集團可持續發展的關鍵。為此，本集團致力於與僱員建立密切及深切的關係，為客戶提供優質服務，及加強與業務合作夥伴的緊密合作。

持續關連交易

眾安為本集團控股股東之一，間接擁有本集團約57.89%股本，而中國新城市截至本年報日期由眾安間接持有約66.02%股權，因此其為眾安的聯繫人。全好亦直接持有中國新城市約1.56%。因此，眾安及其聯繫人以及中國新城市及其聯繫人各自為本公司之關連人士。

茲提述招股章程「關連交易」一節，內容有關本集團與眾安及中國新城市根據現有框架協議進行的持續關連交易。由於現有框架協議的期限已於2024年12月31日屆滿，本公司已訂立以下非豁免持續關連交易：

Report of the Directors (Continued)

董事會報告(續)

Provision of car parking space sales agency services

On 6 December 2024, the Company entered into a renewed car parking space sales agency services framework agreement with each of Zhong An and CNC which will expire on 31 December 2027, pursuant to which our Group would provide agency services for the sales of unsold car parking space, including marketing and advertising services, on an exclusive basis, for such unsold car parking space owned by Zhong An and its associates (excluding CNC Connected Persons) (“**Remaining Zhong An Connected Person(s)**”), and CNC and its associates (“**CNC Connected Person(s)**”), together with the Remaining Zhong An Connected Person(s), the “**Zhong An Connected Persons**”) and located at property projects of them that are currently managed by us or expected to be provided for the Group’s management. The specific service fees concerned and other relevant matters will be negotiated by the relevant parties in good faith.

The cap amounts payable to the Group in respect of the renewed car parking space sales agency services framework agreement by the Remaining Zhong An Connected Persons shall be RMB67.0 million, RMB72.0 million and RMB81.0 million for the three years ending 31 December 2027.

The cap amounts payable to the Group in respect of the renewed car parking space sales agency services framework agreement by the CNC Connected Persons shall be RMB15.0 million, RMB14.0 million and RMB12.0 million for the three years ending 31 December 2027.

Provision of property management services

On 6 December 2024, the Group has entered into a renewed provision of property management services framework agreement with each of Zhong An and CNC which will expire on 31 December 2027, pursuant to which our Group would provide property management services to the Remaining Zhong An Connected Persons and the CNC Connected Persons in respect of residential and non-residential property units that are unsold or undelivered. The specific service fees concerned and other relevant matters will be negotiated by the relevant parties in good faith.

The cap amounts payable to the Group in respect of the renewed property management services framework agreement by the Remaining Zhong An Connected Persons shall be RMB23.0 million, RMB25.0 million and RMB40.0 million for the three years ending 31 December 2027.

The cap amounts payable to the Group in respect of the renewed property management services framework agreement by the CNC Connected Persons shall be RMB15.0 million, RMB14.0 million and RMB13.0 million for the three years ending 31 December 2027.

提供車輛停車位銷售代理服務

於2024年12月6日，本公司與眾安及中國新城市各自訂立經續訂車輛停車位銷售代理服務框架協議（其將於2027年12月31日到期），據此本集團將為眾安及其聯繫人（不包括中國新城市關連人士）（「**餘下眾安關連人士**」）及中國新城市及其聯繫人（「**中國新城市關連人士**」），連同餘下眾安關連人士統稱「**眾安關連人士**」所擁有並位於其現時由本集團管理或預期提供予本集團管理的物業項目獨家提供未售出停車位的銷售代理服務，包括市場營銷及廣告服務。有關特定服務費及其他相關事宜將由相關訂約方經真誠協商後釐定。

餘下眾安關連人士於截至2027年12月31日止三個年度就經續訂車輛停車位銷售代理服務框架協議應付本集團的金額上限分別為人民幣67.0百萬元、人民幣72.0百萬元及人民幣81.0百萬元。

中國新城市關連人士於截至2027年12月31日止三個年度就經續訂車輛停車位銷售代理服務框架協議應付本集團的金額上限分別為人民幣15.0百萬元、人民幣14.0百萬元及人民幣12.0百萬元。

提供物業管理服務

於2024年12月6日，本集團與眾安及中國新城市各自訂立提供經續訂物業管理服務框架協議（其將於2027年12月31日到期），據此，本集團將就未出售或未交付的住宅及非住宅物業單位，向餘下眾安關連人士及中國新城市關連人士提供物業管理服務。有關特定服務費及其他相關事宜將由相關訂約方經真誠協商後釐定。

餘下眾安關連人士於截至2027年12月31日止三個年度就經續訂物業管理服務框架協議應付本集團的金額上限分別為人民幣23.0百萬元、人民幣25.0百萬元及人民幣40.0百萬元。

中國新城市關連人士於截至2027年12月31日止三個年度就經續訂物業管理服務框架協議應付本集團的金額上限分別為人民幣15.0百萬元、人民幣14.0百萬元及人民幣13.0百萬元。



Report of the Directors (Continued) 董事會報告(續)

Provision of value-added services

On 6 December 2024, the Group has entered into a renewed value-added services framework agreement with each of Zhong An and CNC which will expire on 31 December 2027, pursuant to which our Group would provide value-added services to the Remaining Zhong An Connected Persons and the CNC Connected Persons. The specific service fees concerned and other relevant matters will be negotiated by the relevant parties in good faith.

The cap amounts payable to the Group in respect of the renewed value-added services framework agreement by the Remaining Zhong An Connected Persons shall be RMB81.0 million, RMB88.0 million and RMB91.0 million for the three years ending 31 December 2027.

The cap amounts payable to the Group in respect of the renewed value-added services framework agreement by the CNC Connected Persons shall be RMB22.0 million, RMB21.0 million and RMB22.0 million for the three years ending 31 December 2027.

The above transactions are regarded as “continuing connected transactions” and “connected transactions” of the Company pursuant to Chapter 14A of the Listing Rules.

The Group confirms that the above disclosure has complied with the disclosure requirements in accordance with Chapter 14A of the Listing Rules. The independent non-executive Directors confirmed that the transactions have been entered into by the Group in the ordinary and usual course of its business, on normal commercial term or better and in accordance with the terms of the respective agreements governing such transactions that are fair and reasonable and are in the interests of the Company and its shareholders as a whole. The board of Directors confirmed that a Group’s auditor has confirmed the matters set out in Rule 14A.56 of the Listing Rules.

CONTROLLING SHAREHOLDERS’ INTERESTS IN MATERIAL CONTRACTS

Save as disclosed in the section headed “CONTINUING CONNECTED TRANSACTIONS” in this Report of Directors, during the Reporting Period, neither the Company nor any of its subsidiaries has entered into any contract of significance or material contract with the controlling Shareholders (as defined in the Listing Rules) or any of its subsidiaries, and there is no entering into of any material contract in respect of the services provided by the controlling Shareholders or any of its subsidiaries to the Company or any of its subsidiaries.

提供增值服務

於2024年12月6日，本集團與眾安及中國新城市各自訂立經續訂增值服務框架協議（其將於2027年12月31日到期），據此，本集團將向餘下眾安關連人士及中國新城市關連人士提供增值服務。有關特定服務費及其他相關事宜將由相關訂約方經真誠協商後釐定。

餘下眾安關連人士於截至2027年12月31日止三個年度就經續訂增值服務框架協議應付本集團的金額上限分別為人民幣81.0百萬元、人民幣88.0百萬元及人民幣91.0百萬元。

中國新城市關連人士於截至2027年12月31日止三個年度就經續訂增值服務框架協議應付本集團的金額上限分別為人民幣22.0百萬元、人民幣21.0百萬元及人民幣22.0百萬元。

根據上市規則第14A章，上述交易被視為本公司之「持續關連交易」及「關連交易」。

本集團確認上述披露已遵守上市規則第14A章的披露規定。獨立非執行董事已確認，上述交易乃於本集團的一般及日常業務過程中訂立，按一般商業條款或更佳條款訂立並根據監管有關交易之相關協議條款訂立，且公平合理及符合本公司及股東的整體利益。董事會確認，本集團核數師已確認載於上市規則第14A.56條的事項。

控股股東於重大合約之權益

除本董事會報告「持續關連交易」一節所披露者外，報告期內，本公司或其任何附屬公司概無與控股股東（定義見上市規則）或其任何附屬公司訂立任何重要合約，亦無控股股東或其任何附屬公司向本公司或任何附屬公司提供服務而訂立任何重要合約。

Report of the Directors (Continued)

董事會報告 (續)

AUDIT COMMITTEE

The Company has set up an Audit Committee and adopted the terms of reference which complied with the CG Code. The chairperson of the Audit Committee is Mr. Chung Chong Sun. The other members are Mr. Liang Xinjun and Mr. Chiu Ngam. The Audit Committee comprised all of the three independent non-executive Directors. The Audit Committee has reviewed and discussed with the management of the Group the unaudited interim condensed consolidated financial information of the Company for the Reporting Period, including the accounting principles and practices adopted by the Group, and discussed financial related matters. The Audit Committee has also reviewed the effectiveness of the risk management and the internal control systems of the Company, and considers the risk management and internal control systems to be effective and adequate.

The Audit Committee had, together with the management and Auditor, reviewed the accounting principles and policies adopted by the Group and the consolidated financial statements for the year ended 31 December 2024.

CORPORATE GOVERNANCE

The Company is committed to maintaining high standards of corporate governance practices. Information on the corporate governance practices adopted by the Company is set out in the Corporate Governance Report on pages 30 to 47 of this annual report.

SUFFICIENCY OF PUBLIC FLOAT

Based on information publicly available to the Company and to the best knowledge of the Directors, at least 25% of the Company's total issued Shares, the prescribed minimum percentage of public float approved by the Stock Exchange and permitted under the Listing Rules, was held by the public at all times during the Reporting Period and as of the date of this annual report.

AUDITOR

The auditor of the Company has not changed in the past three years. Ernst & Young was appointed as the Auditor for the year ended 31 December 2024. The accompanying financial statements prepared in accordance with HKFRSs have been audited by Ernst & Young.

Ernst & Young shall retire at the forthcoming AGM and, being eligible, will offer itself for re-appointment. A resolution for the re-appointment of Ernst & Young as Auditor will be proposed at the AGM.

On behalf of the Board

Mr. Shi Zhongan
Chairman

Hangzhou, 27 March 2025

審核委員會

本公司已設立審核委員會，並採納遵從企業管治守則的職權範圍。審核委員會主席為鍾創新先生。其他成員為梁信軍先生及趙岩先生。審核委員會由所有三名獨立非執行董事組成。審核委員會已審閱及與本集團管理層討論有關本公司於本報告期間內之未經審核中期簡明綜合財務資料（包括本集團所採納的會計政策及慣例）並討論財務相關事宜。審核委員會亦已審閱本公司風險管理及內部監控系統的有效性，並認為風險管理及內部監控系統屬有效及充足。

審核委員會已與管理層及核數師共同審閱本集團所採納的會計原則及政策，以及截至2024年12月31日止年度合併財務報表。

企業管治

本公司致力維持高水準之企業管治常規。有關本公司所採納之企業管治常規資料載於本年報第30至47頁之企業管治報告。

足夠公眾持股量

根據本公司可公開獲得的資料及就董事所深知，於報告期內及截至本年報日期止任何時間，本公司已發行股份總額中至少有25%（即聯交所及上市規則規定的最低公眾持股比例）由公眾人士持有。

核數師

在過去三年本公司核數師未發生變化。安永會計師事務所獲委任為截至2024年12月31日止年度的核數師。安永會計師事務所已審核隨附的財務報表，該等報表按香港財務報告準則編製。

安永會計師事務所須於即將舉行的股東週年大會上退任，並符合資格及願意膺選連任。有關續聘安永會計師事務所為核數師的決議案將於股東週年大會上呈呈。

代表董事會

主席
施中安先生

杭州，2025年3月27日



Ernst & Young
27/F, One Taikoo Place
979 King's Road
Quarry Bay, Hong Kong

安永會計師事務所
香港鰂魚涌英皇道979號
太古坊一座27樓

Tel 電話: +852 2846 9888
Fax 傳真: +852 2868 4432
ey.com

Independent Auditor's Report 獨立核數師報告

To the shareholders of Zhong An Intelligent Living Service Limited
(Incorporated in the Cayman Islands as an exempted company with limited liability)

OPINION

We have audited the consolidated financial statements of Zhong An Intelligent Living Service Limited (the "Company") and its subsidiaries (the "Group") set out on pages 79 to 151, which comprise the consolidated statement of financial position as at 31 December 2024, and the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policy information.

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 2024, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards ("IFRSs") issued by the International Accounting Standards Board (the "IASB") and have been properly prepared in compliance with the disclosure requirements of the Hong Kong Companies Ordinance.

BASIS FOR OPINION

We conducted our audit in accordance with Hong Kong Standards on Auditing ("HKSAs") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA"). Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the consolidated financial statements* section of our report. We are independent of the Group in accordance with the HKICPA's *Code of Ethics for Professional Accountants* (the "Code"), and we have fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

致众安智慧生活服务有限公司全體股東
(於開曼群島註冊成立的獲豁免有限公司)

意見

我們已審核載列於第79至151頁的众安智慧生活服务有限公司(「貴公司」)及其附屬公司(統稱「貴集團」)的合併財務報表,當中包括於2024年12月31日的合併財務狀況表、截至該日止年度的合併損益及其他全面收益表、合併權益變動表及合併現金流量表,以及合併財務報表附註(包括重大會計政策資料)。

我們認為,合併財務報表根據國際會計準則理事會(「國際會計準則理事會」)頒佈的國際財務報告準則(「國際財務報告準則」)真實而公平地反映了 貴集團於2024年12月31日的合併財務狀況以及其截至該日止年度的合併財務表現及合併現金流量,並已遵照香港公司條例妥為編製。

意見基準

我們已按照香港會計師公會(「香港會計師公會」)頒佈的香港審計準則(「香港審計準則」)進行審核工作。我們根據該等準則的責任進一步描述於本報告「核數師審核合併財務報表的責任」一節。按照香港會計師公會的「專業會計師操守守則」(「守則」),我們獨立於 貴集團,且我們已按照守則履行其他道德責任。我們相信,我們獲取的審核證據屬充分、適當,為我們的審核意見提供了基礎。

Independent Auditor's Report (Continued)

獨立核數師報告(續)

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgement, 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. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the *Auditor's responsibilities for the audit of the consolidated financial statements* section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

Key audit matter	How our audit addressed the key audit matter
Provision for expected credit losses on trade receivables	
As at 31 December 2024, the net carrying amount of the trade receivables of the Group was RMB153.3 million, including the gross amount of RMB174.1 million and the allowance for impairment of RMB20.8 million.	Our audit procedures to assess the provision for expected credit losses on trade receivables included:
We identified the assessment of expected credit losses on trade receivables as a key audit matter due to the significance of the trade receivables balance to the consolidated financial statements and the significant judgement exercised by management in estimating the expected credit losses for trade receivables with the consideration of the existence of disputes, historical payment records, forward-looking factors and any other available information that may impact the estimated expected credit losses.	<ul style="list-style-type: none"> (i) obtaining an understanding of how management assessed the expected credit losses for trade receivables, and evaluating the key controls relating to the monitoring of the recoverability of trade receivables; (ii) evaluating and testing the methodologies and data/parameters used by management, including historical loss information, forward-looking factors and the expected loss rate; (iii) executing analytical review procedures by analysing the fluctuations of significant outstanding balances and trade receivable turnover days;

主要審核事項

主要審核事項指根據我們的專業判斷，在我們對本期合併財務報表的審核中最重要的事項。該等事項在我們對合併財務報表進行整體審核及就此達致意見時處理，我們並不就此另外提供意見。就以下各事項而言，我們對審核如何處理該事項的說明乃在該背景下提供。

我們已履行本報告「核數師審核合併財務報表的責任」一節所述責任，包括與該等事項有關的責任。因此，我們的審核包括採取為回應我們對合併財務報表中存在重大失實陳述風險的評估而設計的程序。我們審核程序的結果（包括為解決下列事項所採取的程序）為我們關於隨附合併財務報表的審核意見提供了基礎。

主要審核事項	我們的審核如何處理主要審核事項
應收貿易賬款的預期信貸虧損撥備	
於2024年12月31日，貴集團應收貿易賬款的賬面淨值為人民幣153.3百萬元，其中總額為人民幣174.1百萬元及減值撥備人民幣20.8百萬元。	我們評估應收貿易賬款預期信貸虧損撥備的審核程序包括：
我們將應收貿易賬款的預期信貸虧損評估識別為一項關鍵審核事項，因為其就合併財務報表而言其應收貿易賬款結餘重大，且管理層於估計應收貿易賬款的預期信貸虧損（經考慮包括是否存在糾紛、過往支付紀錄、前瞻性因素及可能影響估計預期信貸虧損的任何其他可得資料）時須作出重大判斷。	<ul style="list-style-type: none"> (i) 了解管理層評估應收貿易賬款預期信貸虧損的方式以及評價有關監督應收貿易賬款可收回性的關鍵控制措施； (ii) 評估及測試管理層所用方法及數據／參數（包括過往虧損資料、前瞻性因素及預期虧損率）； (iii) 執行分析性審閱程序，方法為分析重大尚未償還餘額及應收貿易款項週轉天數的波動情況；

Independent Auditor's Report (Continued)

獨立核數師報告(續)

KEY AUDIT MATTERS (CONTINUED)

Key audit matter	How our audit addressed the key audit matter
Provision for expected credit losses on trade receivables	
Relevant disclosures are included in notes 3 and 15 to the consolidated financial statements.	(iv) testing, on a sampling basis, the subsequent settlement of trade receivables to cash receipts and the related supporting documentation;
	(v) testing, on a sampling basis, the ageing profile of trade receivables as at 31 December 2024 used in the calculation of the allowance for impairment of trade receivables to sales invoices and other relevant documents; and
	(vi) assessing the adequacy of the Group's disclosures in the financial statements.

OTHER INFORMATION INCLUDED IN THE ANNUAL REPORT

The directors of the Company are responsible for the other information. The other information comprises 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.

主要審核事項(續)

主要審核事項	我們的審核如何處理主要審核事項
應收貿易賬款的預期信貸虧損撥備	
相關披露載於合併財務報表附註3及15。	(iv) 按採樣基準對比現金收據及相關證明文件測試應收貿易賬款的隨後結算情況；
	(v) 對照銷售發票及其他相關文件對用於計算應收貿易賬款減值撥備的2024年12月31日應收貿易賬款的賬齡進行抽樣測試；及
	(vi) 評估 貴集團於財務報表之披露是否充足。

年報中包含的其他資料

貴公司董事對其他資料負責。其他資料包括年報中包含的資料，合併財務報表及我們的核數師報告除外。

我們對合併財務報表的意見不涵蓋其他資料，且我們並不對此發表任何形式的保證結論。

就我們對合併財務報表的審核而言，我們的責任是閱讀其他資料，並同時考慮其他資料是否與合併財務報表或我們在審核過程中獲得的了解存在重大不一致或看似嚴重失實。倘若基於我們進行的工作，我們認為該其他資料存在重大失實陳述，則我們須報告該事實。我們在此方面無任何發現可報告。



Independent Auditor's Report (Continued) 獨立核數師報告(續)

RESPONSIBILITIES OF THE DIRECTORS 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 IFRSs issued by the IASB 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 of the Company 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 of the Company either intend to liquidate the Group or to cease operations or have no realistic alternative but to do so.

The directors of the Company are assisted by the Audit Committee in discharging their responsibilities 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. Our report is made 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 HKSAAs 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.



董事對合併財務報表的責任

貴公司董事負責根據國際會計準則理事會頒佈的國際財務報告準則及香港公司條例的披露規定編製合併財務報表，以令合併財務報表作出真實而公平的反映，及落實其認為必要的內部監控，以使合併財務報表不存在由於欺詐或錯誤而導致的重大失實陳述。

在編製合併財務報表時，貴公司董事有責任評估貴集團持續經營的能力，披露(如適用)與持續經營有關的事項，並使用持續經營會計基準(除非貴公司董事擬將貴集團清盤或終止經營，或除此之外並無其他可行的選擇)。

貴公司董事在履行監督貴集團財務報告程序的職責時獲審核委員會協助。

核數師審核合併財務報表的責任

我們的目標是就合併財務報表整體是否存在重大失實陳述(不論因欺詐或錯誤導致)取得合理保證，並出具包含我們意見的核數師報告。我們僅向貴公司全體股東報告我們的結論，並不作其他用途。我們概不就本報告的內容向其他任何人士負有或承擔任何責任。

合理保證是一種高水平的保證，但並不保證按照香港審計準則進行的審核總能發現所存在的重大失實陳述。失實陳述可能因欺詐或錯誤而產生，如個別或整體合理預期可能影響用戶基於該等合併財務報表作出的經濟決定，則屬重大。



Independent Auditor's Report (Continued) 獨立核數師報告(續)

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

As part of an audit in accordance with HKSA's, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

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

核數師審核合併財務報表的責任 (續)

作為按照香港審計準則進行審核的一部分，我們在整個審核期間作出專業判斷並保持專業懷疑。我們亦：

- 識別及評估合併財務報表中存在重大失實陳述（不論因欺詐或錯誤導致）的風險，設計及執行應對該等風險的審核程序，並取得充分適當的審核證據，為我們的意見提供基礎。未發現欺詐導致重大失實陳述的風險高於錯誤導致重大失實陳述的風險，原因是欺詐可能涉及勾結、偽造、故意遺漏、虛假陳述或凌駕內部監控。
- 取得與審核相關的內部監控的監控，以設計適當的審核程序，但目的並非對 貴集團內部監控的有效性發表意見。
- 評價董事所採用會計政策的適當性及所作出會計估計及相關披露的合理性。
- 對董事使用持續經營會計基準的適當性，及（基於所取得的審核證據）是否存在與事件或狀況相關且可能導致對 貴集團持續經營能力產生重大疑問的重大不確定性得出結論。倘若我們認為存在重大不確定性，需要在核數師報告中提請注意合併財務報表的相關披露或（如該披露不足）修改我們的意見。我們的結論基於截至核數師報告日期所獲得的審核證據。然而，未來事件或狀況可能導致 貴集團無法持續經營。
- 評價合併財務報表的整體列報、結構及內容，包括披露及合併財務報表是否按實現公平列報的方式反映了相關交易及事件。

Independent Auditor's Report (Continued)

獨立核數師報告(續)

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

- 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 Cheung Ng.

Ernst & Young
Certified Public Accountants
Hong Kong

27 March 2025

核數師審核合併財務報表的責任(續)

- 計劃及履行 貴集團審核，以獲取有關 貴集團內實體或業務單位的財務資料的充分適當的審核證據，以構成對合併財務報表的意見。我們負責指導、監督及審閱就集團審核履行的審核工作。我們仍然對我們的審核意見承擔全部責任。

我們就(其中包括)審核的規劃範圍及時間與重大審核結果(包括我們在審核中發現的內部監控重大缺陷)與審核委員會溝通。

我們亦向審核委員會提供一份聲明，表示我們已遵守有關獨立性的相關道德要求，並就合理可能導致對我們獨立性產生疑問的所有關係及(如適用)為消除威脅或應用保障而採取的行動。

根據與審核委員會溝通的事項，我們認為有關事項是對審核本期間合併財務報表而言最重要的事項，因此屬於主要審核事項。我們在核數師報告中說明該等事項，除非法律或法規禁止公開披露該事項，或(在極少數情況下)由於其不利後果合理預期將超過公開披露所帶來的公共利益，我們認為該事項不應在我們的報告中披露。

編製本獨立核數師報告的審核的合夥人為吳翔。

安永會計師事務所
執業會計師
香港

2025年3月27日

Consolidated Statement of Profit or Loss and Other Comprehensive Income

合併損益及其他全面收益表

Year ended 31 December 2024

截至2024年12月31日止年度

		Notes 附註	2024 2024年 RMB'000 人民幣千元	2023 2023年 RMB'000 人民幣千元
REVENUE	收入	5	412,238	351,133
Cost of sales	銷售成本		(291,956)	(232,319)
GROSS PROFIT	毛利		120,282	118,814
Other income	其他收入	5	4,038	3,892
Selling and distribution expenses	銷售及分銷開支		(804)	–
Administrative expenses	行政開支		(60,092)	(49,545)
Impairment losses on financial assets, net	金融資產減值虧損淨額		(10,671)	(3,846)
Share of losses of an associate	分佔一間聯營公司虧損		(23)	–
PROFIT BEFORE TAX	除稅前利潤	6	52,730	69,315
Income tax expense	所得稅開支	9	(15,389)	(19,891)
PROFIT FOR THE YEAR	年內利潤		37,341	49,424
Profit attributable to:	以下人士應佔利潤：			
Owners of the parent	母公司擁有人		38,067	49,346
Non-controlling interests	非控股權益		(726)	78
			37,341	49,424
EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT	母公司普通股持有人 應佔每股盈利			
Basic and diluted	基本及攤薄	11	RMB7.4 cents 人民幣7.4分	RMB11.2 cents 人民幣11.2分
TOTAL COMPREHENSIVE INCOME FOR THE YEAR, NET OF TAX	年內全面收益總額 (除稅後)		37,341	49,424
Total comprehensive income attributable to:	以下人士應佔全面收益總額：			
Owners of the parent	母公司擁有人		38,067	49,346
Non-controlling interests	非控股權益		(726)	78
			37,341	49,424

Consolidated Statement of Financial Position

合併財務狀況表

Year ended 31 December 2024

截至2024年12月31日止年度



			31 December 2024 2024年12月31日 RMB'000 人民幣千元	31 December 2023 2023年12月31日 RMB'000 人民幣千元
	Notes 附註			
NON-CURRENT ASSETS		非流動資產		
Property and equipment	12	房屋及設備	4,348	4,401
Intangible assets		無形資產	70	106
Investment in an associate		於一間聯營公司的投資	57	–
Deferred tax assets	13	遞延稅項資產	5,051	3,196
Total non-current assets		總非流動資產	9,526	7,703
CURRENT ASSETS		流動資產		
Inventories	14	存貨	719	224
Trade receivables	15	應收貿易賬款	153,294	116,534
Due from related companies	24	應收相關公司款項	104,625	54,555
Prepayments, other receivables and other assets	16	預付款、其他應收款項 及其他資產	61,602	53,763
Cash and cash equivalents	17	現金及現金等價物	137,178	177,306
Pledged deposits	17	已抵押存款	2,902	–
Total current assets		總流動資產	460,320	402,382
CURRENT LIABILITIES		流動負債		
Trade payables	18	應付貿易賬款	24,530	1,868
Other payables, deposits received and accruals	19	其他應付款項、已收按金 及應計費用	57,433	48,844
Contract liabilities	20	合約負債	49,950	51,753
Tax payable	9	應付稅項	32,980	31,599
Deferred tax liabilities	13	遞延稅項負債	2,241	1,265
Total current liabilities		總流動負債	167,134	135,329
NET CURRENT ASSETS		流動資產淨額	293,186	267,053
TOTAL ASSETS LESS CURRENT LIABILITIES		總資產減流動負債	302,712	274,756
NON-CURRENT LIABILITIES		非流動負債		
Contract liabilities	20	合約負債	3,369	–
Total non-current liabilities		總非流動負債	3,369	–
NET ASSETS		淨資產	299,343	274,756

continued 續/...

Consolidated Statement of Financial Position (Continued)

合併財務狀況表 (續)

Year ended 31 December 2024

截至2024年12月31日止年度

			31 December 2024 2024年12月31日	31 December 2023 2023年12月31日
		Notes 附註	RMB'000 人民幣千元	RMB'000 人民幣千元
EQUITY	權益			
Equity attributable to owners of the parent	母公司擁有人應佔權益			
Share capital	股本	21	4,731	4,731
Reserves	儲備	22	293,491	268,178
			298,222	272,909
Non-controlling interests	非控股權益		1,121	1,847
TOTAL EQUITY	總權益		299,343	274,756

Ding Shuchun
Director

Xu Jianying
Director

董事
丁曙春

董事
徐建穎

Consolidated Statement of Changes in Equity

合併權益變動表

Year ended 31 December 2024

截至2024年12月31日止年度

		Attributable to owners of the parent 母公司擁有人應佔					Non-controlling interests	Total equity
		Share capital 股本	Capital reserve* 資本儲備*	Statutory reserve* 法定儲備*	Retained earnings* 留存收益*	Total 總計	非控股權益	總權益
		RMB'000 人民幣千元 (Note 21) (附註21)	RMB'000 人民幣千元 (Note 22) (附註22)	RMB'000 人民幣千元 (Note 22) (附註22)	RMB'000 人民幣千元 (Note 22) (附註22)	RMB'000 人民幣千元	RMB'000 人民幣千元	RMB'000 人民幣千元
As at 1 January 2023	於2023年1月1日	–	(61,823)	14,142	139,178	91,497	1,769	93,266
Profit for the year and total comprehensive income for the year	年內利潤及年內全面收益總額	–	–	–	49,346	49,346	78	49,424
Capitalisation issue	資本化發行	3,475	(3,475)	–	–	–	–	–
Proceeds from initial public offering	首次公開發售所得款項	1,158	135,510	–	–	136,668	–	136,668
Exercise of the over-allotment option	行使超額配股權	98	11,496	–	–	11,594	–	11,594
Payment for listing expenses	支付上市開支	–	(16,196)	–	–	(16,196)	–	(16,196)
Transfer from retained earnings	轉撥自留存收益	–	–	3,809	(3,809)	–	–	–
As at 31 December 2023 and 1 January 2024	於2023年12月31日及2024年1月1日	4,731	65,512	17,951	184,715	272,909	1,847	274,756
Profit for the year and total comprehensive income for the year	年內利潤及年內全面收益總額	–	–	–	38,067	38,067	(726)	37,341
Final 2023 dividend declared	已宣派2023年末期股息	–	–	–	(12,714)	(12,714)	–	(12,714)
Dividend paid to a non-controlling shareholder	已付非控股股東股息	–	–	–	(40)	(40)	–	(40)
Transfer from retained earnings	轉撥自留存收益	–	–	1,835	(1,835)	–	–	–
As at 31 December 2024	於2024年12月31日	4,731	65,512	19,786	208,193	298,222	1,121	299,343

* These reserve accounts comprise the total consolidated reserves of RMB293,491,000 and RMB268,178,000 in the consolidated statement of financial position as at 31 December 2024 and 2023, respectively.

* 該等儲備賬目包括於2024年及2023年12月31日合併財務狀況表內合併儲備總額分別為人民幣293,491,000元及人民幣268,178,000元。

Consolidated Statement of Cash Flows

合併現金流量表

Year ended 31 December 2024

截至2024年12月31日止年度

			2024 2024年 RMB'000 人民幣千元	2023 2023年 RMB'000 人民幣千元
	Notes 附註			
CASH FLOWS FROM OPERATING ACTIVITIES		經營活動的現金流量		
Profit before tax		除稅前利潤	52,730	69,315
Adjustments for:		調整：		
Share of losses of an associate		分佔一間聯營公司虧損	23	—
Depreciation of items of property and equipment	6	房屋及設備項目折舊	896	942
Amortisation of intangible assets	6	無形資產攤銷	36	34
Impairment of trade receivables	6	應收貿易賬款減值	7,971	3,846
Impairment of other receivables	6	其他應收款項減值	2,700	—
			64,356	74,137
Increase in inventories		存貨增加	(495)	(155)
Increase in trade receivables		應收貿易賬款增加	(44,731)	(30,983)
Increase in prepayments, other receivables and other assets		預付款、其他應收款項及其他資產增加	(10,539)	(7,002)
Increase in amounts due from related companies		應收關聯公司款項增加	(50,070)	(44,386)
Increase in trade payables		應付貿易賬款增加	22,662	267
Increase in other payables, deposits received and accruals		其他應付款項、已收按金及應計費用增加	8,589	6,331
Increase in contract liabilities		合約負債增加	1,566	11,635
Increase in pledged deposits		已抵押存款增加	(2,902)	—
Cash (used in)/generated from operations		經營活動(耗用)/產生的現金	(11,564)	9,844
Income tax paid		已付所得稅	(14,887)	(8,522)
Net cash flows (used in)/from operating activities		經營活動(耗用)/產生的現金流量淨額	(26,451)	1,322
CASH FLOWS FROM INVESTING ACTIVITIES		投資活動的現金流量		
Purchases of items of property and equipment		購買物業及設備項目	(843)	(732)
Investment in an associate		於一間聯營公司的投資	(80)	—
Purchase of intangible assets		購買無形資產	—	(74)
Net cash flows used in investing activities		投資活動耗用的現金流量淨額	(923)	(806)

continued 續/...

Consolidated Statement of Cash Flows (Continued)

合併現金流量表 (續)

Year ended 31 December 2024

截至2024年12月31日止年度

			2024 2024年 RMB'000 人民幣千元	2023 2023年 RMB'000 人民幣千元
	Notes 附註			
Net cash flows used in investing activities		投資活動耗用的現金流量淨額	(923)	(806)
CASH FLOWS FROM FINANCING ACTIVITIES		融資活動產生的現金流量		
Proceeds from initial public offering		首次公開發售所得款項	—	148,262
Payment for listing expenses		支付上市開支	—	(16,196)
Dividend paid		已付股息	(12,714)	—
Dividend paid to a non-controlling shareholder		已付非控股股東股息	(40)	—
Net cash flows (used in)/from financing activities		融資活動(耗用)/產生的現金淨額	(12,754)	132,066
NET (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS		現金及現金等價物(減少)/增加淨額	(40,128)	132,582
Cash and cash equivalents at beginning of year		年初現金及現金等價物	177,306	44,724
CASH AND CASH EQUIVALENTS AT END OF YEAR		年末現金及現金等價物	137,178	177,306
ANALYSIS OF BALANCES OF CASH AND CASH EQUIVALENTS		現金及現金等價物結餘分析		
Cash and bank balances	17	現金及銀行結餘	137,178	177,306
Cash and cash equivalents as stated in the consolidated statement of cash flows and consolidated statement of financial position		合併現金流量表及合併財務狀況表中呈列現金及現金等價物	137,178	177,306

Notes to Financial Statements

財務報表附註

31 December 2024
2024年12月31日

1. CORPORATE AND GROUP INFORMATION

The Company is an exempted company incorporated in the Cayman Islands on 16 November 2020. The registered office address of the Company is the Offices of Vistra (Cayman) Limited, P.O. Box 31119 Grand Pavilion, Hibiscus Way, 802 West Bay Road, Grand Cayman, KY1-1025 Cayman Islands.

The Company is an investment holding company. The Company and its subsidiaries (together, the “Group”) are members of Zhong An Group Limited (“Zhong An”) and its subsidiaries (“Zhong An Group”). Zhong An, the shares of which have been listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) since November 2007, is the holding company of Zhong An Group.

The Group is principally engaged in the provision of property management services, value-added services mainly to property developers and community value-added services in Mainland China.

Information about subsidiaries

Particulars of the Company’s principal subsidiaries are as follows:

Name 名稱	Place and date of incorporation/ registration and place of operations 註冊成立／成立及 業務地點及日期	Nominal value of issued ordinary/registered share capital 已發行普通股／ 註冊股本面值	Percentage of equity attributable to the Company 本公司應佔 股權百分比	Principal activities 主要業務
Throng Unity Service Limited (眾舒服務有限公司) 眾舒服務有限公司	British Virgin Islands 13 November 2020 英屬處女群島 2020年11月13日	US\$1 1美元	100% 100%	Investment holding 投資控股
Zhong An Management Limited (眾安管理有限公司) 眾安管理有限公司	Hong Kong 16 November 2020 香港2020年11月16日	HK\$1 1港元	100% 100%	Investment holding 投資控股
Zhejiang Zhong An Property Management Co., Ltd. (浙江眾安物業服務有限公司) 浙江眾安物業服務有限公司	PRC/Mainland China 18 November 1998 中國／中國內地 1998年11月18日	RMB100,000,000 人民幣100,000,000元	100% 100%	Property management 物業開發

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1. 公司及集團資料

本公司於2020年11月16日在開曼群島註冊成立為獲豁免公司。本公司的註冊辦事處地址為Offices of Vistra (Cayman) Limited, P.O. Box 31119 Grand Pavilion, Hibiscus Way, 802 West Bay Road, Grand Cayman, KY1-1025 Cayman Islands。

本公司為一間投資控股公司。本公司及其附屬公司（統稱「本集團」）為眾安集團有限公司（「眾安」）及其附屬公司（「眾安集團」）的成員公司。眾安（其股份已自2007年11月起在香港聯合交易所有限公司（「聯交所」）主板上市）為眾安集團的控股公司。

本集團主要於中國內地提供物業管理服務、主要面向房地產開發商的增值服務及社區增值服務。

有關附屬公司的資料

本公司主要附屬公司詳情如下：

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日



1. CORPORATE AND GROUP INFORMATION (CONTINUED)

1. 公司及集團資料 (續)

Information about subsidiaries (Continued)

有關附屬公司的資料 (續)

Name 名稱	Place and date of incorporation/ registration and place of operations 註冊成立／成立及 業務地點及日期	Nominal value of issued ordinary/registered share capital 已發行普通股／ 註冊股本面值	Percentage of equity attributable to the Company 本公司應佔 股權百分比	Principal activities 主要業務
Anhui Zhong An Property Management Co., Ltd. (安徽眾安物業管理有限公司)	PRC/Mainland China 24 November 2003	RMB3,000,000	100%	Property management
安徽眾安物業管理有限公司	中國／中國內地 2003年11月24日	人民幣3,000,000元	100%	物業開發
Hefei Green Harbor Property Management Co., Ltd. (合肥綠色港灣物業管理 有限公司)	PRC/Mainland China 1 August 2007	RMB500,000	100%	Property management
合肥綠色港灣物業管理有限公司	中國／中國內地 2007年8月1日	人民幣500,000元	100%	物業開發
Zhejiang Chengcheng Property Service Co., Ltd. (浙江成誠物業服務有限公司)	PRC/Mainland China 14 January 2009	RMB10,000,000	80%	Property management
浙江成誠物業服務有限公司	中國／中國內地 2009年1月14日	人民幣10,000,000元	80%	物業開發
Huaibei Zhonghong Property Service Co., Ltd. (淮北眾宏物業服務有限公司)	PRC/Mainland China 30 March 2020	RMB1,000,000	90%	Property management
淮北眾宏物業服務有限公司	中國／中國內地 2020年3月30日	人民幣1,000,000元	90%	物業開發
Zhejiang Runzhou Property Services Co., Ltd. (浙江潤洲物業服務有限公司)	PRC/Mainland China 27 November 2014	RMB13,080,000	100%	Property management
浙江潤洲物業服務有限公司	中國／中國內地 2014年11月27日	人民幣13,080,000元	100%	物業開發
Hangzhou Zhonghong Property Service Co., Ltd. (杭州眾宏物業服務有限公司)	PRC/Mainland China 18 November 2020	RMB1,000,000	100%	Property management
杭州眾宏物業服務有限公司	中國／中國內地 2020年11月18日	人民幣1,000,000元	100%	物業開發

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Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

1. CORPORATE AND GROUP INFORMATION (CONTINUED)

1. 公司及集團資料 (續)

Information about subsidiaries (Continued)

有關附屬公司的資料 (續)

Name 名稱	Place and date of incorporation/ registration and place of operations 註冊成立／成立及 業務地點及日期	Nominal value of issued ordinary/registered share capital 已發行普通股／ 註冊股本面值	Percentage of equity attributable to the Company 本公司應佔 股權百分比	Principal activities 主要業務
Yuyao Zhongli Property Management Co., Ltd. (余姚眾力物業管理有限公司) 余姚眾力物業管理有限公司	PRC/Mainland China 24 November 2020 中國／中國內地 2020年11月24日	RMB5,000,000 人民幣5,000,000元	100%	Property management 物業開發
Ningbo Zhong An Property Management Co., Ltd. (寧波眾安物業管理有限公司) 寧波眾安物業管理有限公司	PRC/Mainland China 3 November 2021 中國／中國內地 2021年11月3日	RMB1,000,000 人民幣1,000,000元	100%	Property management 物業開發
Shaoxing Zhong Ming Property Service Co., Ltd. (紹興眾明物業服務有限公司) 紹興眾明物業服務有限公司	PRC/Mainland China 20 July 2022 中國／中國內地 2022年7月20日	RMB500,000 人民幣500,000元	57%	Property management 物業開發
Hangzhou Zhongzhi Agricultural Development Co., Ltd. (杭州眾智農業發展有限公司) 杭州眾智農業發展有限公司	PRC/Mainland China 27 September 2023 中國／中國內地 2023年9月27日	RMB3,000,000 人民幣3,000,000元	100%	Landscaping 景觀設計
Hangzhou Zhihe Management Co., Ltd. (杭州智賀經營管理有限公司) 杭州智賀經營管理有限公司	PRC/Mainland China 11 March 2024 中國／中國內地 2024年3月11日	RMB2,000,000 人民幣2,000,000元	100%	Property management 物業管理
Hangzhou Yizhu Decoration Engineering Co., Ltd. (杭州藝築裝飾工程有限公司) 杭州藝築裝飾工程有限公司	PRC/Mainland China 21 March 2024 中國／中國內地 2024年3月21日	RMB1,000,000 人民幣1,000,000元	100%	Property management 物業管理
Hangzhou Anyue E-commerce Co., Ltd. (杭州安悅電子商務有限公司) 杭州安悅電子商務有限公司	PRC/Mainland China 21 March 2024 中國／中國內地 2024年3月21日	RMB1,000,000 人民幣1,000,000元	100%	E-commerce 電子商務

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Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日



1. CORPORATE AND GROUP INFORMATION (CONTINUED)

1. 公司及集團資料 (續)

Information about subsidiaries (Continued)

有關附屬公司的資料 (續)

Name 名稱	Place and date of incorporation/ registration and place of operations 註冊成立／成立及 業務地點及日期	Nominal value of issued ordinary/registered share capital 已發行普通股／ 註冊股本面值	Percentage of equity attributable to the Company 本公司應佔 股權百分比	Principal activities 主要業務
Hangzhou Zhong An Lanci Automobile Service Co., Ltd (杭州眾安瀾彩汽車服務 有限公司)	PRC/Mainland China 22 March 2024	RMB1,000,000	100%	Car wash services
杭州眾安瀾彩汽車服務有限公司	中國／中國內地 2024年3月22日	人民幣1,000,000元	100%	洗車服務
Hangzhou Zhongdatong Network Technology Co., Ltd (杭州眾達通 網路科技有限公司)	PRC/Mainland China 11 May 2024	RMB50,000	100%	Property management
杭州眾達通網路科技有限公司	中國／中國內地 2024年5月11日	人民幣50,000元	100%	物業管理
Taizhou Zhonghe Property Services Co., Ltd (台州眾合物業服務 有限公司)	PRC/Mainland China 16 May 2024	RMB100,000	100%	Property management
台州眾合物業服務有限公司	中國／中國內地 2024年5月16日	人民幣100,000元	100%	物業管理
Hangzhou Zhongli Xunta Pet Technology Co., Ltd (杭州眾裡尋 它寵物科技有限公司)	PRC/Mainland China 17 June 2024	RMB1,000,000	100%	Pet services
杭州眾裡尋它寵物科技有限公司	中國／中國內地 2024年6月17日	人民幣1,000,000元	100%	寵物服務

The above table lists the subsidiaries of the Company which, in the opinion of the directors, principally affected the results for the year or formed a substantial portion of the net assets of the Group. To give details of other subsidiaries would, in the opinion of the directors, result in particulars of excessive length.

董事認為，上表所列的本公司附屬公司乃主要影響年度業績或構成本集團資產淨值的重大部分的附屬公司。董事認為，提供其他附屬公司的詳情會導致篇幅過於冗長。

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

2. ACCOUNTING POLICIES

2.1 BASIS OF PREPARATION

These financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRSs”), which comprise standards and interpretations approved by the International Accounting Standards Board (the “IASB”), and International Accounting Standards and Standing Interpretations Committee interpretations approved by the International Accounting Standards Committee and the disclosure requirements of the Hong Kong Companies Ordinance. They have been prepared under the historical cost convention. These financial statements are presented in Renminbi (“RMB”) and all values are rounded to the nearest thousand except when otherwise indicated.

Basis of consolidation

The consolidated financial statements include the financial statements of the Company and its subsidiaries for the year ended 31 December 2024. A subsidiary is an entity (including a structured entity), directly or indirectly, controlled by the Company. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee (i.e., existing rights that give the Group the current ability to direct the relevant activities of the investee).

2. 會計政策

2.1 編製基準

本財務報表按照國際財務報告準則（「國際財務報告準則」）編製，而國際財務報告準則包括由國際會計準則理事會（「國際會計準則理事會」）及國際會計準則委員會批准的國際會計準則及常務詮釋委員會詮釋以及香港公司條例的披露規定。本財務報表乃按照歷史成本原則編製。除有特別註明外，該等財務報表以人民幣（「人民幣」）列報，並調整至最近的千元單位。

合併基準

合併財務報表包括本公司及其附屬公司截至2024年12月31日止年度的財務報表。附屬公司乃由本公司直接或間接控制的實體（包括結構性實體）。當本集團因參與投資對象承受風險或有權享有所產生的可變回報且有能力透過其對投資對象的權力影響該等回報（即賦予本集團現有能力指導投資對象方相關業務的現有權利）時，即表明本集團控制投資對象。

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

2. ACCOUNTING POLICIES (CONTINUED)

2.1 BASIS OF PREPARATION (Continued)

Basis of consolidation (Continued)

Generally, there is a presumption that a majority of voting rights results in control. When the Company has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- (a) the contractual arrangement with the other vote holders of the investee;
- (b) rights arising from other contractual arrangements; and
- (c) the Group's voting rights and potential voting rights.

The financial statements of the subsidiaries are prepared for the same reporting period as the Company, using consistent accounting policies. The results of subsidiaries are consolidated from the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases.

Profit or loss and each component of other comprehensive income are attributed to the owners of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control described above. A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction.

2. 會計政策 (續)

2.1 編製基準 (續)

合併基準 (續)

通常，假設大多數表決權導致控制。倘本公司擁有少於大多數的投資對象投票權或者類似權利，本集團於評估其是否於投資對象有權利時考慮所有相關事實及情況，包括：

- (a) 與投資對象的其他投票權持有人的合約安排；
- (b) 其他合約安排的權利；及
- (c) 本集團的投票權及潛在投票權。

附屬公司之財務報表之編製報告期間與本公司相同，使用一致之會計政策。附屬公司的業績自本集團取得控制權之日起全面合併入賬，直至失去控制權之日為止。

溢利或虧損及其他全面收益項目的各成份歸屬本集團母公司擁有人及非控股權益，即使導致非控股權益結餘出現虧絀。有關本集團成員公司之間交易的所有集團間資產及負債、權益、收入、開支及現金流量於合併時全數對銷。

倘事實和情況顯示上文所述的三項控制因素之一項或多項出現變動，本集團會重新評估其是否控制投資對象。附屬公司所有權權益的變動在無喪失控制權下按權益交易處理。

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

2. ACCOUNTING POLICIES (CONTINUED)

2.1 BASIS OF PREPARATION (Continued)

Basis of consolidation (Continued)

If the Group loses control over a subsidiary, it derecognises the related assets (including goodwill), liabilities, any non-controlling interest; and recognises the fair value of any investment retained and any resulting surplus or deficit in profit or loss. The Group's share of components previously recognised in other comprehensive income is reclassified to profit or loss or retained profits, as appropriate, on the same basis as would be required if the Group had directly disposed of the related assets or liabilities.

2.2 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

The Group has adopted the following revised IFRSs for the first time for the current year's financial statements.

Amendments to IFRS 16	<i>Lease Liability in a Sale and Leaseback</i>
Amendments to IAS 1	<i>Classification of Liabilities as Current or Non-current (the "2020 Amendments")</i>
Amendments to IAS 1	<i>Non-current Liabilities with Covenants (the "2022 Amendments")</i>
Amendments to IAS 7 and IFRS 7	<i>Supplier Finance Arrangements</i>

2. 會計政策 (續)

2.1 編製基準 (續)

合併基準 (續)

如本集團喪失對附屬公司的控制權，則解除確認關聯資產（包括商譽）、負債、任何非控股權益；及確認任何保留投資的公允價值及任何所產生的盈餘或損益虧絀。本集團應佔以往於其他全面收益內確認的部分按假設本集團直接出售相關資產或負債所規定的相同基準重新分類為損益或保留溢利（如適用）。

2.2 會計政策變動及披露

本集團於本年度財務報表中首次採納以下經修訂國際財務報告準則。

國際財務報告準則第16號之修訂本	售後租回之租賃負債
國際會計準則第1號之修訂本	負債分類為流動或非流動（「2020年修訂本」）
國際會計準則第1號之修訂本	附帶契諾的非流動負債（「2022年修訂本」）
國際會計準則第7號及國際財務報告準則第7號之修訂本	供應商融資安排

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

2. ACCOUNTING POLICIES (CONTINUED)

2.2 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (Continued)

The nature and the impact of the revised IFRSs that are applicable to the Group are described below:

- (a) Amendments to IFRS 16 specify the requirements that a seller-lessee uses in measuring the lease liability arising in a sale and leaseback transaction to ensure the seller-lessee does not recognise any amount of the gain or loss that relates to the right of use it retains. Since the Group has no sale and leaseback transactions with variable lease payments that do not depend on an index or a rate occurring from the date of initial application of IFRS 16, the amendments did not have any impact on the financial position or performance of the Group.
- (b) The 2020 Amendments clarify the requirements for classifying liabilities as current or non-current, including what is meant by a right to defer settlement and that a right to defer must exist at the end of the reporting period. Classification of a liability is unaffected by the likelihood that the entity will exercise its right to defer settlement. The amendments also clarify that a liability can be settled in its own equity instruments, and that only if a conversion option in a convertible liability is itself accounted for as an equity instrument would the terms of a liability not impact its classification. The 2022 Amendments further clarify that, among covenants of a liability arising from a loan arrangement, only those with which an entity must comply on or before the reporting date affect the classification of that liability as current or non-current. Additional disclosures are required for non-current liabilities that are subject to the entity complying with future covenants within 12 months after the reporting period.

2. 會計政策 (續)

2.2 會計政策變動及披露 (續)

以下所述為適用於本集團的經修訂國際財務報告準則的性質及影響：

- (a) 國際財務報告準則第16號之修訂本訂明了賣方承租人在計量售後租回交易中產生的租賃負債時使用的規定，以確保賣方承租人不會確認與其保留的使用權相關的任何收益或虧損金額。由於本集團自首次應用國際財務報告準則第16號之日起並無發生涉及不取決於一項指數或費率的可變租賃付款的售後回租交易，故該等修訂本對本集團的財務狀況或表現並無任何影響。
- (b) 2020年修訂本澄清劃分負債為流動或非流動的規定（包括延遲清償權利的含義及延遲清償權利於報告期末必須存在）。負債的分類不受實體行使其延遲清償權利的可能性的影響。該修訂本亦澄清負債可以自有權益工具清償，及只有可轉換負債中之兌換權本身作為權益工具入賬，其負債的條款不會影響其分類。2022年修訂本進一步澄清於貸款安排產生的負債的契諾中，僅實體於報告日期或之前必須遵守的該等契諾會影響該負債分類為流動或非流動。受限於實體於報告期後12個月內須遵守未來的契諾，須就非流動負債作出額外披露。

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

2. ACCOUNTING POLICIES (CONTINUED)

2.2 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (Continued)

The Group has reassessed the terms and conditions of its liabilities as at 1 January 2023 and 2024 and concluded that the classification of its liabilities as current or non-current remained unchanged upon initial application of the amendments. Accordingly, the amendments did not have any impact on the financial position or performance of the Group.

- (c) Amendments to IAS 7 and IFRS 7 clarify the characteristics of supplier finance arrangements and require additional disclosure of such arrangements. The disclosure requirements in the amendments are intended to assist users of financial statements in understanding the effects of supplier finance arrangements on an entity's liabilities, cash flows and exposure to liquidity risk. As the Group does not have supplier finance arrangements, the amendments did not have any impact on the Group's financial statements.

2. 會計政策 (續)

2.2 會計政策變動及披露 (續)

本集團已重新評估其於2023年及2024年1月1日的負債條款及條件，並認為於首次應用該等修訂本後其負債的分類維持不變。因此，該等修訂本對本集團的財務狀況或表現並無任何影響。

- (c) 國際會計準則第7號及國際財務報告準則第7號之修訂本澄清供應商融資安排的特徵，並要求對該等安排作出額外披露。該等修訂本的披露規定旨在協助財務報表使用者了解供應商融資安排對實體負債、現金流量及流動資金風險敞口的影響。由於本集團並無供應商融資安排，該等修訂本對本集團的財務報表並無任何影響。

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

2. ACCOUNTING POLICIES (CONTINUED)

2.3 ISSUED BUT NOT YET EFFECTIVE INTERNATIONAL FINANCIAL REPORTING STANDARDS

The Group has not applied the following new and revised IFRSs, that have been issued but are not yet effective, in these financial statements. The Group intends to apply these new and revised IFRSs, if applicable, when they become effective.

IFRS 18	<i>Presentation and Disclosure in Financial Statements³</i>
IFRS 19	<i>Subsidiaries without Public Accountability: Disclosures³</i>
Amendments to IFRS 9 and IFRS 7	<i>Amendments to the Classification and Measurement of Financial Instruments²</i>
Amendments to IFRS 9 and IFRS 7	<i>Contracts Referencing Nature-dependent Electricity²</i>
Amendments to IFRS 10 and IAS 28	<i>Sale or Contribution of Assets between an Investor and its Associate or Joint Venture⁴</i>
Amendments to IAS 21	<i>Lack of Exchangeability¹</i>
<i>Annual Improvements to IFRS Accounting Standards – Volume 11</i>	<i>Amendments to IFRS 1, IFRS 7, IFRS 9, IFRS 10 and IAS 7²</i>

- ¹ Effective for annual periods beginning on or after 1 January 2025
- ² Effective for annual periods beginning on or after 1 January 2026
- ³ Effective for annual/reporting periods beginning on or after 1 January 2027
- ⁴ No mandatory effective date yet determined but available for adoption

2. 會計政策 (續)

2.3 已頒佈但尚未生效的國際財務報告準則

本集團並無於該等財務報表應用以下已頒佈但尚未生效的新訂及經修訂國際財務報告準則。本集團擬於新訂及經修訂國際財務報告準則 (如適用) 生效時予以採用。

國際財務報告準則第18號	財務報表的呈列及披露 ³
國際財務報告準則第19號	非公共受託責任之附屬公司：披露 ³
國際財務報告準則第9號及國際財務報告準則第7號之修訂本	金融工具分類及計量之修訂本 ²
國際財務報告準則第9號及國際財務報告準則第7號之修訂本	參考依賴自然的電力的合約 ²
國際財務報告準則第10號及國際會計準則第28號之修訂本	投資者與其聯營公司或合營企業之間的資產出售或注資 ⁴
國際會計準則第21號之修訂	缺乏可兌換性 ¹
國際財務報告準則會計準則的年度改進—第11冊	國際財務報告準則第1號、國際財務報告準則第7號、國際財務報告準則第9號、國際財務報告準則第10號及國際會計準則第7號之修訂本 ²

- ¹ 於2025年1月1日或之後開始的年度期間生效
- ² 於2026年1月1日或之後開始的年度期間生效
- ³ 於2027年1月1日或之後開始的年度／報告期間生效
- ⁴ 尚未釐定強制生效日期但可供採納

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

2. ACCOUNTING POLICIES (CONTINUED)

2.3 ISSUED BUT NOT YET EFFECTIVE INTERNATIONAL FINANCIAL REPORTING STANDARDS (Continued)

The Group is in the process of making an assessment of the impact of these new and revised IFRSs upon initial application. So far, the Group considers that these new and revised IFRSs are unlikely to have a significant impact on the Group's results of operations and financial position.

2.4 MATERIAL ACCOUNTING POLICIES

Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either in the principal market for the asset or liability, or in the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible by the Group. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

2. 會計政策 (續)

2.3 已頒佈但尚未生效的國際財務報告準則 (續)

本集團正評估此等新訂及經修訂國際財務報告準則於首次採納之影響。迄今為止，本集團認為此等新訂及經修訂國際財務報告準則不會對本集團經營業績及財務狀況產生重大影響。

2.4 重大會計政策

公允價值計量

公允價值為於計量日期市場參與者在有序交易中出售資產可收取或轉讓負債須支付之價格。公允價值計量乃基於假設於資產或負債的主要市場，或倘無主要市場，則於資產或負債最有利的市場進行出售資產或轉讓負債的交易而釐定。主要或最有利市場須由本集團評估。一項資產或負債的公允價值於計量時乃採用市場參與者於對資產或負債定價時採用的假設，並假設市場參與者以其最佳經濟利益行事。

非金融資產的公允價值計量乃考慮市場參與者通過將資產用途最佳及最大化或將其出售予另外能將資產用途最佳及最大化的參與者而產生經濟利益的能力。

本集團使用當時適當的估值技術及有充足的數據可供計量公允價值，最大化使用相關可觀察數據及減少使用不可觀察數據。

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

2. ACCOUNTING POLICIES (CONTINUED)

2.4 MATERIAL ACCOUNTING POLICIES (Continued)

Fair value measurement (Continued)

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 – based on quoted prices (unadjusted) in active markets for identical assets or liabilities
- Level 2 – based on valuation techniques for which the lowest level input that is significant to the fair value measurement is observable, either directly or indirectly
- Level 3 – based on valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by reassessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

Impairment of non-financial assets

Where an indication of impairment exists, or when annual impairment testing for an asset is required (other than inventories and deferred tax assets), the asset's recoverable amount is estimated. An asset's recoverable amount is the higher of the asset's or cash-generating unit's value in use and its fair value less costs of disposal, and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets, in which case the recoverable amount is determined for the cash-generating unit to which the asset belongs.

2. 會計政策 (續)

2.4 重大會計政策 (續)

公允價值計量 (續)

用於計量或披露公允價值的所有資產及負債於公允價值架構內分類，如下所述，乃基於對公允價值計量整體而言相當重大的最低等級輸入而釐定：

- 第一階段 – 基於相同資產或負債於活躍市場的報價 (未經調整)
- 第二階段 – 基於最低等級輸入可直接或間接觀察且對計量有重大影響的估值方法
- 第三階段 – 基於最低等級輸入不可觀察且對價值計量有重大影響的估值方法

就按經常發生基準於財務報表確認的資產及負債而言，本集團於各報告期末通過重新評估類別（根據對公允價值計量整體而言屬重大的最低級別數據）釐定各層級之間是否發生轉移。

非金融資產減值

如果一項資產（除了存貨及遞延稅項資產）存在減值跡象，或需要進行年度減值測試，則需估計該資產的可收回金額。資產可收回金額按該資產或現金產出單元的使用價值和公允價值減出售費用兩者中的較大者計算，並按單個資產單獨確認，除非該資產不能產出基本上獨立於其他資產或資產組所產生的現金流入，這種情況下，可確認該資產所屬的現金產出單元的可收回金額。

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

2. ACCOUNTING POLICIES (CONTINUED)

2.4 MATERIAL ACCOUNTING POLICIES (Continued)

Impairment of non-financial assets (Continued)

An impairment loss is recognised only if the carrying amount of an asset exceeds its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. An impairment loss is charged to profit or loss in the period in which it arises in those expense categories consistent with the function of the impaired asset.

An assessment is made at the end of each reporting period as to whether there is an indication that previously recognised impairment losses may no longer exist or may have decreased. If such an indication exists, the recoverable amount is estimated. A previously recognised impairment loss of an asset other than goodwill is reversed only if there has been a change in the estimates used to determine the recoverable amount of that asset, but not to an amount higher than the carrying amount that would have been determined (net of any depreciation/amortisation) had no impairment loss been recognised for the asset in prior years. A reversal of such an impairment loss is credited to profit or loss in the period in which it arises.

Related parties

A party is considered to be related to the Group if:

- (a) the party is a person or a close member of that person's family and that person
 - (i) has control or joint control over the Group;
 - (ii) has significant influence over the Group; or
 - (iii) is a member of the key management personnel of the Group or of a parent of the Group;

2. 會計政策 (續)

2.4 重大會計政策 (續)

非金融資產減值 (續)

只有資產賬面值超過其可收回金額時，才確認減值虧損。評估使用價值時，採用反映當前市場對資金時間價值和資產的特定風險的估價的稅前折現率，將估計未來現金流量折成現值。減值虧損於產生期間的損益中自符合已減值資產功能的開支類別扣除。

於每一報告期末評估是否有跡象表明以前確認的減值虧損可能已不存在或可能降低。如果存在上述跡象，則對可收回金額進行估計。僅在用於釐定資產可收回金額的估算發生變化的情況下，先前確認的商譽以外資產的減值虧損方會轉回，惟轉回金額不得高於該資產在以前年度未確認減值虧損的情況下本應確定的賬面值（扣除任何折舊／攤銷）。這種減值虧損的轉回計入其發生當期的損益。

關聯方

在下列情況下，以下各方被視為與本集團有關連：

- (a) 如有以下情況的個人及其近親：
 - (i) 能夠控制或共同控制本集團；
 - (ii) 能夠對本集團行使重大影響；或
 - (iii) 為本集團或本集團母公司的主要管理人員；

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

2. ACCOUNTING POLICIES (CONTINUED)

2.4 MATERIAL ACCOUNTING POLICIES (Continued)

Related parties (Continued)

or

(b) the party is an entity where any of the following conditions applies:

- (i) the entity and the Group are members of the same group;
- (ii) one entity is an associate or joint venture of the other entity (or of a parent, subsidiary or fellow subsidiary of the other entity);
- (iii) the entity and the Group are joint ventures of the same third party;
- (iv) one entity is a joint venture of a third entity and the other entity is an associate of the third entity;
- (v) the entity is a post-employment benefit plan for the benefit of employees of either the Group or an entity related to the Group;
- (vi) the entity is controlled or jointly controlled by a person identified in (a);
- (vii) a person identified in (a)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity); and
- (viii) the entity, or any member of a group of which it is a part, provides key management personnel services to the Group or to the parent of the Group.

2. 會計政策 (續)

2.4 重大會計政策 (續)

關聯方 (續)

或

(b) 如有以下情況的實體：

- (i) 該實體與本集團為同一集團內成員；
- (ii) 一家實體為另一家實體 (或該實體的母公司、附屬公司或同系附屬公司) 的聯營公司或合營企業；
- (iii) 該實體與本集團為同一第三方的合營企業；
- (iv) 一家實體為第三方實體的合營企業，而另一家實體為該第三方實體的聯營公司；
- (v) 該實體為本集團或與本集團有關連的實體僱員終止受僱後福利計劃受益人；
- (vi) 該實體由(a)節界定的人士控制或共同控制；
- (vii) (a)(i)節界定的個人對該實體能夠實施重大影響，或該人士人為該實體或該實體的母公司的主要管理人員；及
- (viii) 該實體或其所屬集團的任何成員公司為本集團或本集團的母公司提供主要管理人員服務。

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

2. ACCOUNTING POLICIES (CONTINUED)

2.4 MATERIAL ACCOUNTING POLICIES (Continued)

Property and equipment and depreciation

Property and equipment are stated at cost less accumulated depreciation and any impairment losses. The cost of an item of property and equipment comprises its purchase price and any directly attributable costs of bringing the asset to its working condition and location for its intended use.

Expenditure incurred after items of property and equipment have been put into operation, such as repairs and maintenance, is normally charged to profit or loss in the period in which it is incurred. In situations where the recognition criteria are satisfied, the expenditure for a major inspection is capitalised in the carrying amount of the asset as a replacement. Where significant parts of property and equipment are required to be replaced at intervals, the Group recognises such parts as individual assets with specific useful lives and depreciates them accordingly.

Depreciation is calculated on the straight-line basis to write off the cost of each item of property and equipment to its residual value over its estimated useful life. The principal annual rates used for this purpose are as follows:

Machinery	9.5%
Motor vehicles	19.0%
Office equipment, electronic and other devices	19.0%

Where parts of an item of property and equipment have different useful lives, the cost of that item is allocated on a reasonable basis among the parts and each part is depreciated separately. Residual values, useful lives and the depreciation method are reviewed, and adjusted if appropriate, at least at each financial year end.

An item of property and equipment including any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss on disposal or retirement recognised in profit or loss in the reporting period the asset is derecognised is the difference between the net sales proceeds and the carrying amount of the relevant asset.

2. 會計政策 (續)

2.4 重大會計政策 (續)

房屋及設備及折舊

房屋及設備乃按成本值減累計折舊及任何減值虧損入賬。房屋及設備的成本包括其購買價及任何使資產達至營運狀況及地點以作計劃用途的直接相關成本。

房屋及設備項目投產後產生的支出，如維修及保養費用等，一般計入產生期間損益。倘達到確認標準，則重大檢查的開支會於資產賬面值中資本化作為替換。倘須定期替換大部分物業及設備，則本集團會將該等部分確認為有特定可使用年期的個別資產並將其折舊。

折舊乃按每項房屋及設備的估計可使用年期，以直線法扣減其成本值，並扣除任何殘值。就此採用的主要年費率如下：

機械	9.5%
汽車	19.0%
辦公室設備、電子及其他設備	19.0%

倘部分房屋及設備項目擁有不同可使用年期，則該項目的成本乃以合理基準在各部分分配及各部分分別計提折舊。殘值、可使用年期及折舊方法乃於各財政年度結算日經審核及適當調整。

倘預計使用或出售房屋及設備項目將不能帶來任何未來經濟利益，則初步確認的房屋及設備及任何重大部分須於出售時終止確認。於該資產終止確認的報告期間，出售或報廢該資產的任何收益或虧損，按有關資產銷售所得款項淨值與有關資產賬面值兩者間的差額於損益確認。

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

2. ACCOUNTING POLICIES (CONTINUED)

2.4 MATERIAL ACCOUNTING POLICIES (Continued)

Intangible assets (other than goodwill)

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is the fair value at the date of the acquisition. The useful lives of intangible assets are assessed to be finite or indefinite. Intangible assets with finite lives are subsequently amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at each financial year end.

Software

Software is stated at cost less any impairment losses and is amortised on the straight-line basis over its estimated useful life of 10 years, which is the license period of the software.

Leases

The Group assesses at contract inception whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Group as a lessee

Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases of buildings (that is those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). When the Group enters into a lease in respect of a low-value asset, the Group decides whether to capitalise the lease on a lease-by-lease basis. Lease payments on short-term leases and leases of low-value assets that are not capitalised are recognised as an expense on a straight-line basis over the lease term.

2. 會計政策 (續)

2.4 重大會計政策 (續)

無形資產 (商譽除外)

另行獲得的無形資產於首次確認時按成本計量。於業務合併中購入的無形資產成本為於收購日期的公允價值。無形資產的可使用年期定為有限期或無限期。具有有限期可使用年期的無形資產其後會按可使用經濟壽命攤銷並在有跡象顯示無形資產可能出現減值時對減值作評估。具有有限可使用年期的無形資產的攤銷期及攤銷方法會至少於各財務年度末進行檢討。

軟件

軟件按成本減去任何減值虧損呈列，並於其10年的估計使用年期（即軟件許可期）內按直線法攤銷。

租賃

本集團於合約初始時評估合約是否為或包含租賃。倘合約為換取代價而給予在一段時間內控制可識別資產使用的權利，則該合約為租賃或包含租賃。

本集團作為承租人

短期租賃及低價值資產租賃

本集團對建築物短期租賃（即租賃期為自開始日期起12個月或更短且不包含購買權的租賃）採用短期租賃確認豁免。當本集團就低價值資產訂立租約時，本集團根據租約具體情況決定是否將租約資本化。未資本化短期租賃及低價值資產租賃的租賃付款於租賃期內按直線法確認為開支。

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

2. ACCOUNTING POLICIES (CONTINUED)

2.4 MATERIAL ACCOUNTING POLICIES (Continued)

Trade and other receivables

A receivable is recognised when the Group has an unconditional right to receive consideration. A right to receive consideration is unconditional if only the passage of time is required before payment of that consideration is due. The Group initially measures receivables, except for trade receivables that do not contain a significant financing component, at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component are measured at the transaction price determined under IFRS 15 in accordance with the policies set out for “Revenue recognition” below.

Receivables are stated at amortised cost, using the effective interest method less allowance for credit losses.

In order for a financial asset to be classified and measured at amortised cost, it needs to give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding and the Group has a business model to hold the asset in order to collect contractual cash flows.

Impairment of financial assets

The Group recognises an allowance for expected credit losses (“ECLs”) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

2. 會計政策 (續)

2.4 重大會計政策 (續)

貿易及其他應收款項

應收款項於本集團具有收取代價的無條件權利時確認。收取代價的權利於該代價付款到期前僅需隨時間流逝方會成為無條件。除不包含重大融資部分的應收貿易賬款外，本集團最初按公允價值加上交易成本（倘金融資產不按公允價值計量且其變動計入損益）計量應收款項。不包含重大融資部分的應收貿易賬款，根據下文「收入確認」所載政策，按國際財務報告準則第15條釐定的交易價格計量。

應收款項使用實際利率法以攤銷成本減信貸虧損撥備入賬。

金融資產倘按攤銷成本分類及計量，其產生的現金流須僅為支付未償還本金的本金及利息，且本集團擁有持有該資產以收取合約現金流的業務模式。

金融資產的減值

本集團就並非按公允價值計入損益持有的所有債務工具確認預期信貸虧損（「預期信貸虧損」）撥備。預期信貸虧損乃基於根據合約到期的合約現金流量與本集團預期收取並按原始實際利率的概若利率折現的所有現金流量之間的差額釐定。預期現金流量將包括出售所持抵押品或合約條款所包含的其他信貸升級措施所得的現金流量。

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

2. ACCOUNTING POLICIES (CONTINUED)

2.4 MATERIAL ACCOUNTING POLICIES (Continued)

Impairment of financial assets (Continued)

General approach

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12 months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

At each reporting date, the Group assesses whether the credit risk on a financial instrument has increased significantly since initial recognition. When making the assessment, the Group compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information that is available without undue cost or effort, including historical and forward-looking information. The Group considers that there has been a significant increase in credit risk when contractual payments are more than 30 days past due.

The Group considers a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the Group may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

2. 會計政策 (續)

2.4 重大會計政策 (續)

金融資產的減值 (續)

一般方法

預期信貸虧損分兩個階段確認。就初步確認以來信貸風險並無大幅增加的信貸敞口而言，會為未來12個月（12個月預期信貸虧損）可能發生的違約事件所產生的信貸虧損計提預期信貸虧損撥備。就初步確認以來信貸風險大幅增加的信貸敞口而言，須就預期於敞口的餘下年期產生的信貸虧損計提減值撥備，不論違約的時間（全期預期信貸虧損）。

於各報告日期，本集團評估金融工具的信貸風險自初步確認起是否已顯著增加。於評估時，本集團將於報告日期金融工具發生的違約風險與初步確認日起金融工具發生的違約風險進行比較，並考慮在無需付出過多成本或努力下即可獲得的資料，包括過往經驗及前瞻性資料。本集團認為，當合約付款逾期超過30天時，則信貸風險已顯著增加。

當合約付款已逾期90日時，本集團會將金融資產視為違約。然而，在若干情況，在計及本集團所持的任何信貸增強前，當內部或外部資料指出本集團不大可能悉數收回尚未償還合約金額，則本集團亦可能將金融資產視為違約。倘無法合理預期收回合約現金流量，則撇銷金融資產。

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

2. ACCOUNTING POLICIES (CONTINUED)

2.4 MATERIAL ACCOUNTING POLICIES (Continued)

Impairment of financial assets (Continued)

General approach (Continued)

Financial assets at amortised cost are subject to impairment under the general approach and they are classified within the following stages for measurement of ECLs except for trade receivables which apply the simplified approach as detailed below.

- Stage 1 – Financial instruments for which credit risk has not increased significantly since initial recognition and for which the loss allowance is measured at an amount equal to 12-month ECLs
- Stage 2 – Financial instruments for which credit risk has increased significantly since initial recognition but that are not credit-impaired financial assets and for which the loss allowance is measured at an amount equal to lifetime ECLs
- Stage 3 – Financial assets that are credit-impaired at the reporting date (but that are not purchased or originated credit-impaired) and for which the loss allowance is measured at an amount equal to lifetime ECLs

Simplified approach

For trade receivables that do not contain a significant financing component or when the Group applies the practical expedient of not adjusting the effect of a significant financing component, the Group applies the simplified approach in calculating ECLs. Under the simplified approach, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

2. 會計政策 (續)

2.4 重大會計政策 (續)

金融資產的減值 (續)

一般方法 (續)

除應收貿易款項應用下文所詳述之簡化方式外，按攤銷成本計量之金融資產須按一般方法進行減值，並於下列計量預期信貸虧損之階段進行分類。

- 第一階段 – 如金融工具的信貸風險自初始確認後未顯著增加，按照相當於未來12個月預期信貸虧損的金額計量預期信貸虧損。
- 第二階段 – 如金融工具的信貸風險自初始確認後已顯著增加但尚未發生信貸減值的，按照相當於全期預期信貸虧損計量信貸虧損。
- 第三階段 – 如果在報告日期金融資產發生信貸減值的（不屬於已購或原始信貸減值資產），按照相當於全期預期信貸虧損計量虧損撥備。

簡化方法

就並不包含重大融資成分或本集團已就此應用不調整重大融資成分影響的可行權宜方法的應收貿易賬款而言，本集團於計算預期信貸虧損時應用簡化方法。根據簡化方法，本集團並無追溯信貸風險變動，而是根據各報告日期的全期預期信貸虧損確認虧損撥備。本集團已設立根據其過往信貸虧損經驗計算的撥備矩陣，並按債務人的特定前瞻性因素及經濟環境作出調整。

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

2. ACCOUNTING POLICIES (CONTINUED)

2.4 MATERIAL ACCOUNTING POLICIES (Continued)

Trade and other payables

Trade and other payables are initially recognised at fair value. Subsequent to initial recognition, trade and other payables are stated at amortised cost unless the effect of discounting would be immaterial, in which case they are stated at cost.

Derecognition of financial liabilities

A financial liability is derecognised when the obligation under the liability is discharged or cancelled, or expires.

When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and a recognition of a new liability, and the difference between the respective carrying amounts is recognised in profit or loss.

Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined on the first-in, first-out basis. Net realisable value is based on estimated selling prices less any estimated costs to be incurred to disposal.

Cash and cash equivalents

Cash and cash equivalents in the statement of financial position comprise cash on hand and at banks, and short-term highly liquid deposits with a maturity of generally within three months that are readily convertible into known amounts of cash, subject to an insignificant risk of changes in value and held for the purpose of meeting short-term cash commitments.

For the purpose of the consolidated statement of cash flows, cash and cash equivalents comprise cash on hand and at banks, and short-term deposits as defined above, less bank overdrafts which are repayable on demand and form an integral part of the Group's cash management.

2. 會計政策 (續)

2.4 重大會計政策 (續)

貿易及其他應付款項

貿易及其他應付款項最初按公允價值確認。首次確認後，貿易及其他應付款項按攤銷成本呈列，除非折現影響不大，於此情況下則按成本呈列。

終止確認金融負債

如果負債義務已履行、撤銷或屆滿，則金融負債終止確認。

如果現有金融負債被同一貸款方以實質上幾乎全部不同條款之另一金融負債取代，或者現有負債條款幾乎全部被實質性修改，則此類替換或修改作為終止確認原負債以及確認一項新負債處理，且各自賬面值之間的差額於損益確認。

存貨

存貨按成本或可變現淨值兩者較低者計價。成本按先進先出基準釐定。淨變現價值按估計銷售價減去任何出售將產生的估計成本計算。

現金及現金等價物

財務狀況表中的現金及現金等價物包括手頭現金及銀行現金，以及到期日通常在三個月內的短期高流動性存款，其可隨時轉換為已知金額的現金，價值變動風險輕微及為滿足短期現金承擔而持有。

就合併財務狀況表而言，現金及現金等價物包括手頭及銀行現金以及上文所界定的短期存款，減須按要求償還並構成本集團現金管理組成部分的銀行透支。

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

2. ACCOUNTING POLICIES (CONTINUED)

2.4 MATERIAL ACCOUNTING POLICIES (Continued)

Provisions

A provision is recognised when a present obligation (legal or constructive) has arisen as a result of a past event and it is probable that a future outflow of resources will be required to settle the obligation, provided that a reliable estimate can be made of the amount of the obligation.

When the Group expects some or all of a provision to be reimbursed, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit or loss net of any reimbursement.

When the effect of discounting is material, the amount recognised for a provision is the present value at the end of the reporting period of the future expenditures expected to be required to settle the obligation. The increase in the discounted present value amount arising from the passage of time is included in finance costs in the statement of profit or loss.

Income tax

Income tax comprises current and deferred tax. Income tax relating to items recognised outside profit or loss is recognised outside profit or loss, either in other comprehensive income or directly in equity.

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period, taking into consideration interpretations and practices prevailing in the countries in which the Group operates.

Deferred tax is provided, using the liability method, on all temporary differences at the end of the reporting period between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

2. 會計政策 (續)

2.4 重大會計政策 (續)

撥備

倘因過往事件須承擔現時的責任（法定或推定），而承擔該責任可能導致日後資源外流，且對責任金額能夠可靠地估計，則確認撥備。

當本集團預期部分或全部撥備將獲償還時，償還款將獲確認為一項單獨資產，惟僅於償還款基本確定情況下確認。與撥備相關開支於扣除任何償還款後於損益表中呈列。

當折現的影響重大時，就撥備確認的金額乃指預計在日後履行責任時所需開支在報告期末的現值。由於時間流逝導致折現值的金額的增加，乃作為財務費用在損益表內入賬。

所得稅

所得稅包括即期及遞延稅項。與在損益以外確認的項目有關的所得稅在損益以外的其他全面收益內確認或直接於權益內確認。

當期稅項資產及負債以預期從稅務當局收回或向其支付之金額予以估量，基於本集團業務經營所在國家普遍通行之解釋與慣例，按照已頒佈或在報告期末前已經實質執行之稅率（及稅務法例）來確定。

遞延稅項乃於報告期末就資產及負債的稅基與其作財務報告用途的賬面值之間的所有暫時差額採用負債法作出撥備。

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

2. ACCOUNTING POLICIES (CONTINUED)

2.4 MATERIAL ACCOUNTING POLICIES (Continued)

Income tax (Continued)

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- when the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss and does not give rise to equal taxable and deductible temporary differences; and
- in respect of taxable temporary differences associated with investments in subsidiaries, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, and the carryforward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carryforward of unused tax credits and unused tax losses can be utilised, except:

- when the deferred tax asset relating to the deductible temporary differences arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss and does not give rise to equal taxable and deductible temporary differences; and
- in respect of deductible temporary differences associated with investments in subsidiaries, deferred tax assets are only recognised to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

2. 會計政策 (續)

2.4 重大會計政策 (續)

所得稅 (續)

遞延稅項負債根據全部應課稅暫時差額確認入賬，但以下情況除外：

- 進行交易（業務合併除外）時，由初步確認商譽或資產或負債而產生的遞延稅項負債對會計利潤或應課稅盈虧概無構成影響以及不產生相等應課稅及可抵扣暫時差額；及
- 就於附屬公司的投資有關的應課稅暫時差額而言，倘暫時差額的撥回時間可予控制及暫時差額在可見將來可能不會撥回時。

所有可扣減暫時差額及未動用稅項抵免與任何未動用稅務虧損結轉，均被確認為遞延稅項資產。倘可能具有應課稅溢利抵銷可扣減暫時差額、及未動用稅項抵免及未動用稅項虧損結轉，則會確認遞延稅項資產，惟下述情況除外：

- 因有關可扣減暫時差額的遞延稅項資產源自初次確認一項交易中的資產或負債，而有關交易（非為業務合併）進行時不會影響會計溢利或應課稅溢利或虧損以及不產生相等應課稅及可抵扣暫時差額；及
- 就有關附屬公司投資所產生之可扣減暫時差額而言，遞延稅項資產僅於暫時差額於可預見的將來可能撥回，而且具有應課稅溢利用以抵銷暫時差額時，方會予以確認。

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

2. ACCOUNTING POLICIES (CONTINUED)

2.4 MATERIAL ACCOUNTING POLICIES (Continued)

Income tax (Continued)

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at the end of each reporting period and are recognised to the extent that it has become probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax assets and deferred tax liabilities are offset if and only if the Group has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

Government grants

Government grants are recognised at their fair value where there is reasonable assurance that the grant will be received and all attaching conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the costs, for which it is intended to compensate, are expensed.

2. 會計政策 (續)

2.4 重大會計政策 (續)

所得稅 (續)

遞延稅項資產賬面值會在各報告期末予以檢討，並在不大可能再有足夠應課稅溢利撥用全部或部分遞延稅項資產時予以削減。未確認的遞延稅項資產於各報告期末亦須予以重新檢討，並在可能仍有足夠應課稅溢利收回全部或部分遞延稅項資產時予以確認。

遞延稅項資產及負債乃根據於報告期末已生效或實質已生效之稅率（及稅務法例），按變現資產或清償負債之期間預期適用之稅率予以計量。

倘且僅倘本集團有合法權利抵銷即期稅項資產及即期稅項負債，而遞延稅項資產及遞延稅項負債由同一稅務機關向同一應課稅實體或不同應課稅實體所徵收的所得稅有關，而該等實體有意在日後每個預計有大額遞延稅項負債需要清償或大額遞延稅項資產可以收回的期間內，按淨額基準清償即期稅項負債及資產，或同時變現該等資產及清償該等負債時，遞延稅項資產可與遞延稅項負債相互抵銷。

政府補貼

企業能夠合理地保證政府補貼所附條件得到滿足，並且能夠收到該補貼，此時即應按公允價值確認政府補貼。與開支項目有關的補貼，應在有關期間（即能夠使該補貼系統地與被補償費用相匹配的期間）確認為收入。

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

2. ACCOUNTING POLICIES (CONTINUED)

2.4 MATERIAL ACCOUNTING POLICIES (Continued)

Revenue recognition

Revenue from contracts with customers

Revenue from contracts with customers is recognised when control of services or goods is transferred to the customers at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those services or goods.

When the consideration in a contract includes a variable amount, the amount of consideration is estimated to which the Group will be entitled in exchange for transferring the goods or services to the customer. The variable consideration is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved.

When the contract contains a financing component which provides the customer with a significant benefit of financing the transfer of goods or services to the customer for more than one year, revenue is measured at the present value of the amount receivable, discounted using the discount rate that would be reflected in a separate financing transaction between the Group and the customer at contract inception. When the contract contains a financing component which provides the Group with a significant financial benefit for more than one year, revenue recognised under the contract includes the interest expense accreted on the contract liability under the effective interest method. For a contract where the period between the payment by the customer and the transfer of the promised goods or services is one year or less, the transaction price is not adjusted for the effects of a significant financing component, using the practical expedient in IFRS 15.

(a) Property management service income

For property management services, the Group bills a fixed amount for services provided on a monthly basis and recognises as revenue in the amount to which the Group has a right to invoice and that corresponds directly with the value of performance completed.

2. 會計政策 (續)

2.4 重大會計政策 (續)

收入確認

客戶合約收入

客戶合約收入於服務或商品的控制權轉移至客戶時確認，有關金額反映本集團預期就交換該等服務或貨品有權獲得的代價。

當合約中的代價包括可變金額時，估計代價金額將為本集團有權以換取將貨品或服務轉移至客戶的金額。可變代價在合約開始時估計並受到限制，直至與可變代價的不確定性其後得以解決時，很有可能所確認累計收益金額中不會出現重大收益轉撥。

倘合約載有向客戶提供超過一年的商品或服務轉讓的重大融資利益的融資組成部份，則收入按應收金額的現值計量，並使用反映本集團與客戶在合約開始時之間的獨立融資交易的貼現率進行貼現。倘合約載有向本集團提供超過一年的重大融資利益的融資組成部份，則根據該合約確認的收入包括根據實際利率法合約責任附有的利息開支。就客戶付款與轉讓承諾商品或服務之間的期限為一年或更短的合約而言，交易價不會使用國際財務報告準則第15號的實際權宜法就重大融資部分作出調整。

(a) 物業管理服務收入

就物業管理服務而言，本集團就每月就提供的服務開出固定金額賬單，並將本集團有權開立發票且與已完成的履約價值直接對應的金額確認為收入。

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

2. ACCOUNTING POLICIES (CONTINUED)

2.4 MATERIAL ACCOUNTING POLICIES (Continued)

Revenue recognition (Continued)

Revenue from contracts with customers (Continued)

(a) Property management service income (Continued)

The Group charged property management fees in respect of the property management services on a lump sum basis. The Group acts as principal and is primarily responsible for providing the property management services to the property owners. The Group recognises the fees received or receivable from property owners as its revenue and all related property management costs as its cost of services.

(b) Value-added services mainly to property developers

Value-added services mainly to property developers mainly include cleaning, security and maintenance services for pre-sale display units and sales offices of property developers at the pre-delivery stage.

The Group agrees the price for each service with the property developers upfront, issues the monthly bill to the property developers which varies based on the actual level of service completed in that month, and recognises revenue in the amount to which the Group has a right to invoice and that corresponds directly with the value of performance completed.

Value-added services mainly to property developers also include preliminary planning and design consultancy services and pre-delivery inspection services to property developers, which is recognised as revenue over the period of the contract by reference to the progress towards complete satisfaction of the performance obligation.

2. 會計政策 (續)

2.4 重大會計政策 (續)

收入確認 (續)

客戶合約收入 (續)

(a) 物業管理服務收入 (續)

本集團就物業管理服務收取物業管理費，費用以整筆支付方式收取。本集團作為委託人，主要負責向業主提供物業管理服務。本集團將自業主收取或應收費用確認為收入，將所有相關的物業管理成本確認為服務成本。

(b) 主要面向房地產開發商的增值服務

主要面向房地產開發商的增值服務，主要包括為房地產開發商的預售展示單位及銷售辦公室提供交付前階段的清潔、保安及維修服務。

本集團與房地產開發商預先協定每項服務的價格，按當月實際完成的服務水平向房地產開發商開具月賬單，並就本集團有權開立發票並直接對應已完成服務價值的金額，確認為收入。

提供主要面向房地產開發商的增值服務，亦包括為房地產開發商提供的前期規劃及設計顧問服務，以及交付前的檢驗服務，該等服務於合約期內，按完全履行履約責任的進度確認為收入。

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

2. ACCOUNTING POLICIES (CONTINUED)

2.4 MATERIAL ACCOUNTING POLICIES (Continued)

Revenue recognition (Continued)

Revenue from contracts with customers (Continued)

(c) Community value-added services

The Group provides community value-added services mainly including advertising spaces and common area of commercial and residential property management services. Revenue from community value-added services is recognised when the related services are rendered as the customer simultaneously receives and consumes the benefits provided by the Group.

The Group's community value-added service revenue also includes income from the provision of assistance in sales of car parking spaces to third parties, which is recognised when the car parking spaces are transferred to the buyers of car parking spaces.

(d) Other income

Interest income is recognised on an accrual basis using the effective interest method by applying the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, when appropriate, to the net carrying amount of the financial asset.

Contract liabilities

A contract liability is recognised when a payment is received or a payment is due (whichever is earlier) from a customer before the Group transfers the related goods or services. Contract liabilities are recognised as revenue when the Group performs under the contract (i.e., transfers control of the related goods or services to the customer).

2. 會計政策 (續)

2.4 重大會計政策 (續)

收入確認 (續)

客戶合約收入 (續)

(c) 社區增值服務

本集團提供社區增值服務主要包括廣告位及公共區域的商業及住宅物業管理服務。由於客戶同時獲得並消費本集團提供利益，社區增值服務收入於提供相關服務時確認。

本集團社區增值服務收入亦包括協助第三方銷售停車位收入，該收入於停車位轉讓予停車位買方時確認。

(d) 其他收入

利息收入按應計基準及以實際利率法，透過採用將金融工具在預期可使用年期（或較短期間）（倘適用）的估計未來現金收入準確貼現至金融資產的賬面淨值的比率予以確認。

合約負債

於本集團轉讓相關貨品或服務前收到客戶付款或付款到期時（以較早者為準）確認合約負債。合約負債於本集團履行合約時確認為收入（即向客戶轉讓相關貨品或服務的控制權）。

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

2. ACCOUNTING POLICIES (CONTINUED)

2.4 MATERIAL ACCOUNTING POLICIES (Continued)

Employee benefits

Pension scheme

The employees of the Group's subsidiaries which operate in Mainland China are required to participate in a central pension scheme operated by the local municipal government. The subsidiaries operating in Mainland China are required to contribute a certain percentage of their payroll costs to the central pension scheme. The contributions are charged to profit or loss as they become payable in accordance with the rules of the central pension scheme.

Events after the reporting period

If the Group receives information after the reporting period, but prior to the date of authorisation for issue, about conditions that existed at the end of the reporting period, it will assess whether the information affects the amounts that it recognises in its financial statements. The Group will adjust the amounts recognised in its financial statements to reflect any adjusting events after the reporting period and update the disclosures that relate to those conditions in light of the new information. For non-adjusting events after the reporting period, the Group will not change the amounts recognised in its financial statements, but will disclose the nature of the non-adjusting events and an estimate of their financial effects, or a statement that such an estimate cannot be made, if applicable.

Dividends

Final dividends are recognised as a liability when they are approved by the shareholders in a general meeting. Proposed final dividends are disclosed in the notes to the financial statements. Interim dividends are simultaneously proposed and declared, because the Company's memorandum and articles of association grant the directors the authority to declare interim dividends. Consequently, interim dividends are recognised immediately as a liability when they are proposed and declared.

2. 會計政策 (續)

2.4 重大會計政策 (續)

僱員福利

退休金計劃

本集團於中國內地經營的附屬公司的僱員須參與由地方市政府營運的中央退休金計劃。於中國內地經營的附屬公司須按其工資成本之某一百分比向中央退休金計劃供款。供款於根據中央退休金計劃規則應付時自損益扣除。

報告期後事項

倘本集團於報告期後但於授權刊發日期前收到有關於報告期末存在的狀況的資料，其將評估有關資料會否影響其財務報表中確認的金額。本集團將調整其財務報表中確認的金額以反映報告期後的任何調整事項，並根據新資料更新與該等狀況有關的披露。就報告期後的未調整事項而言，本集團將不會更改其財務報表中確認的金額，但會披露未調整事項的性質及對其財務影響的估計，或無法作出該估計的聲明（如適用）。

股息

末期股息於股東在股東大會上予以批准時確認為負債。建議末期股息於財務報表附註中披露。由於本公司組織章程大綱及細則授權董事宣派中期股息，中期股息乃同時建議派發及宣派。因此，中期股息於建議派發及宣派時立即確認為負債。

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

2. ACCOUNTING POLICIES (CONTINUED)

2.4 MATERIAL ACCOUNTING POLICIES (Continued)

Foreign currencies

These financial statements are presented in RMB, which is the Company's functional currency because the Group's principal operations are carried out in the PRC. Foreign currency transactions recorded by the entities in the Group are initially recorded using their respective functional currency rates prevailing at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency rates of exchange ruling at the end of the reporting period. Differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured. The gain or loss arising on translation of a non-monetary item measured at fair value is treated in line with the recognition of the gain or loss on change in fair value of the item (i.e., translation difference on the item whose fair value gain or loss is recognised in other comprehensive income or profit or loss is also recognised in other comprehensive income or profit or loss, respectively).

The functional currencies of certain overseas subsidiaries are currencies other than RMB. As at the end of the reporting period, the assets and liabilities of these entities are translated into RMB at the exchange rates prevailing at the end of the reporting period and their profits or losses are translated into RMB at the exchange rates that approximate to those prevailing at the dates of the transactions.

The resulting exchange differences are recognised in other comprehensive income and accumulated in the exchange fluctuation reserve, except to the extent that the differences are attributable to non-controlling interests. On disposal of a foreign operation, the cumulative amount in the reserve relating to that particular foreign operation is recognised in profit or loss.

2. 會計政策 (續)

2.4 重大會計政策 (續)

外幣

本財務報表以人民幣呈列，由於本集團主要業務於中國開展，因此人民幣為本公司功能貨幣。本集團內各實體記錄的外幣交易最初按各自交易日期的功能貨幣匯率入賬。

以外幣計值的貨幣資產及負債按報告期末的功能貨幣匯率換算。結算或換算貨幣項目的差額計入損益。

以外幣為單位而按歷史成本入賬的非貨幣項目按首次交易日期的匯率換算。以外幣為單位而按公允價值入賬的非貨幣項目按釐定公允價值當日的匯率換算。換算非貨幣項目所產生的損益比照該項目公允價值變動損益的確認原則處理（即公允價值變動損益計入其他全面收益或損益的項目，其換算差額亦分別相應計入其他全面收益或損益）。

若干海外附屬公司之功能貨幣為人民幣以外的貨幣。於報告期末，該等實體的資產與負債乃根據報告期末的現行匯率換算為人民幣，而損益是按與交易日期當時相若的匯率換算為人民幣。

匯兌差額於其他全面收入中確認，並於匯兌波動儲備中累計（差額歸屬於非控股權益除外）。出售海外業務時，與該海外業務相關的儲備累計金額於損益中確認。

Notes to Financial Statements (Continued) 財務報表附註 (續)

31 December 2024

2024年12月31日

3. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES

The preparation of the Group's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and their accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amounts of the assets or liabilities affected in the future.

Estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below:

Provision for expected credit losses on trade receivables

The Group uses a provision matrix to calculate ECLs for trade receivables. The provision rates are based on days past due for groupings of various customer segments that have similar loss patterns (i.e., by customer type and rating).

The provision matrix is initially based on the Group's historical observed default rates. The Group will calibrate the matrix to adjust the historical credit loss experience with forward-looking information. For instance, if forecast economic conditions are expected to deteriorate over the next year which can lead to an increased number of default, the historical default rates are adjusted. At each reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

The assessment of the correlation among historical observed default rates, forecast economic conditions and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and forecast economic conditions. The Group's historical credit loss experience and forecast of economic conditions may also not be representative of a customer's actual default in the future. The information about the ECLs on the Group's trade receivables and amounts due from related companies is disclosed in note 15 and note 24.

3. 重大會計判斷及估計

編製本集團財務報表需要管理層作出影響所呈報收入、開支、資產與負債金額以及其附隨披露及或然負債披露的判斷、估計及假設。該等假設及估計的不確定因素可能導致日後須對受影響的資產或負債的賬面值作出重大調整。

估計不明朗因素

於報告期末，有關未來的主要假設及估計的不明朗因素的其他主要來源構成須對下一財政年度資產及負債的賬面值作出重大調整的重大風險，茲論述如下：

應收貿易賬款預期信貸虧損撥備

本集團使用撥備矩陣計算應收貿易賬款預期信貸虧損。撥備率乃基於具有類似虧損模式的多個客戶群體組別（即按客戶類型及評級）的逾期天數釐定。

撥備矩陣初步根據本集團過往觀察違約率。本集團將按前瞻性資料校正矩陣以調整過往信貸虧損經驗。比如，倘預測經濟狀況預測於來年轉差，則可能導致違約數字增加，過往違約率因此調整。於各報告日期，過往觀察違約率已更新，及前瞻性估計變動已作分析。

過往觀察違約率、預測經濟狀況及預期信貸虧損之間相關性的評估為重大估計。預期信貸虧損金額對環境及預測經濟狀況變化相當敏感。本集團的過往信貸虧損經驗及預測經濟狀況可能無法代表客戶未來的實際違約。附註15及附註24披露本集團應收貿易賬款及應收關聯公司款項的預期信貸虧損資料。

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

4. OPERATING SEGMENT INFORMATION

Management has determined the operating segments based on the reports reviewed by the chief operating decision maker. The chief operating decision maker, who is responsible for allocating resources and assessing performance of the operating segment, has been identified as the executive directors of the Company. During the reporting year, the Group was principally engaged in the provision of property management services, value-added services mainly to property developers and community value-added services to customers. Management reviews the operating results of the Group's business as one operating segment for the purpose of making decisions about resource allocation and performance assessment. Therefore, the chief operating decision maker of the Company regards that there is only one segment which is used to make strategic decisions.

Geographical information

No geographical information is presented as the Group's revenue from the external customers is derived solely from its operation in Mainland China and no non-current assets of the Group are located outside Mainland China.

Information about major customers

For the year ended 31 December 2024, revenue from Zhong An Group contributed 20.76% (2023: 24.73%) to the Group's revenue. Other than the revenue from Zhong An Group, no revenue derived from sales to a single customer or a group of customers under common control accounted for 10% or more of the Group's revenue for the years ended 31 December 2024 and 2023.

5. REVENUE AND OTHER INCOME

An analysis of revenue is as follows:

		2024 2024年 RMB'000 人民幣千元	2023 2023年 RMB'000 人民幣千元
Revenue from contracts with customers	客戶合約收入		
Property management services	物業管理服務	347,218	261,200
Value-added services mainly to property developers	主要面向房地產開發商的增值服務	36,815	58,069
Community value-added services	社區增值服務	28,205	31,864
Total	總計	412,238	351,133

4. 經營分部資料

管理層已根據主要經營決策者審閱的報告確定經營分部。主要經營決策者已獲確認為本公司的執行董事，負責分配資源及評估經營分部的表現。於報告年度內，本集團主要提供物業管理服務、主要面向房地產開發商的增值服務及社區增值服務。管理層按一個經營分部審閱本集團業務的經營業績，以就資源如何分配及表現評估作出決策。因此，本公司的主要經營決策者認為僅有一個用於作出戰略性決策的分部。

地區資料

由於本集團來自外部客戶的收入全部源自中國內地業務，且本集團非流動資產概無位於中國內地以外，因此並無呈列地區資料。

有關主要客戶的資料

截至2024年12月31日止年度，來自眾安集團的收入佔本集團收入的20.76%（2023年：24.73%）。除來自眾安集團的收入外，截至2024年及2023年12月31日止年度，概無來自對單一客戶或受共同控制的一組客戶銷售的收入佔本集團的收入10%或以上。

5. 收入及其他收入

收入的分析如下：

Notes to Financial Statements (Continued) 財務報表附註 (續)

31 December 2024

2024年12月31日

5. REVENUE AND OTHER INCOME (CONTINUED)

Revenue from contracts with customers

(a) Disaggregated revenue information

For the year ended 31 December 2024

Types of services	服務種類	Property management services 物業管理服務 RMB'000 人民幣千元	Value-added services mainly to property developers 主要面向房地產開發商的增值服務 RMB'000 人民幣千元	Community value-added services 社區增值服務 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
Geographical market	地區市場				
Mainland China	中國內地	347,218	36,815	28,205	412,238
Timing of revenue recognition	收入的確認時間				
Revenue recognised over time	隨時間確認收入	347,218	36,815	20,414	404,447
Revenue recognised at a point in time	於某一時間點確認收入	-	-	7,791	7,791
Total	總計	347,218	36,815	28,205	412,238

For the year ended 31 December 2023

Types of services	服務種類	Property management services 物業管理服務 RMB'000 人民幣千元	Value-added services mainly to property developers 主要面向房地產開發商的增值服務 RMB'000 人民幣千元	Community value-added services 社區增值服務 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
Geographical market	地區市場				
Mainland China	中國內地	261,200	58,069	31,864	351,133
Timing of revenue recognition	收入的確認時間				
Revenue recognised over time	隨時間確認收入	261,200	58,069	20,397	339,666
Revenue recognised at a point in time	於某一時間點確認收入	-	-	11,467	11,467
Total	總計	261,200	58,069	31,864	351,133

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

5. REVENUE AND OTHER INCOME (CONTINUED)

Revenue from contracts with customers (Continued)

(a) Disaggregated revenue information (Continued)

The following table shows the amounts of revenue recognised in the current reporting period that were included in the contract liabilities at the beginning of the reporting period:

	2024 2024年 RMB'000 人民幣千元	2023 2023年 RMB'000 人民幣千元
Property management services 物業管理服務	49,406	36,143

(b) Performance obligations

For property management services, value-added services mainly to property developers and community value-added services, the Group recognises revenue in the amount that equals to the rights to invoices which corresponds directly with the value to the customers of the Group's performance to date. The Group has elected the practical expedient for not to disclose the remaining performance obligations for these types of contracts because for property management services and certain value-added services mainly to property developers, the Group recognises revenue in the amount that equals the right to invoice which corresponds directly with the value to the customer of the Group's performance to date on a monthly basis. As permitted under IFRS 15, the transaction price allocated to these unsatisfied contracts is not disclosed. For community value-added services, they are rendered in a short period of time, which is generally less than a year, and there was no unsatisfied performance obligation at the end of the year.

5. 收入及其他收入 (續)

客戶合約收入 (續)

(a) 分拆收入資料 (續)

下表呈列本報告期間確認收入金額，金額計入報告期初合約負債：

(b) 履約義務

就物業管理服務、主要面向房地產開發商的增值服務及社區增值服務而言，本集團按相當於開立發票的權利的金額確認收入，有關發票乃與本集團迄今履約的客戶價值直接相關。由於就主要面向房地產開發商的物業管理服務及若干增值服務而言，本集團按發票權利金額確認收入，其乃與本集團迄今按每月基準履約的客戶價值直接相關，本集團選擇不披露此類合約剩餘履約義務的可行權宜方法。根據國際財務報告準則第15號的規定，分配至該等未履行合約的交易價格不予披露。就社區增值服務而言，該等服務於短期內提供，一般不超過一年，以及於年度末概無未履行履約義務。

Notes to Financial Statements (Continued) 財務報表附註 (續)

31 December 2024
2024年12月31日

5. REVENUE AND OTHER INCOME (CONTINUED)

Revenue from contracts with customers (Continued)

		2024 2024年 RMB'000 人民幣千元	2023 2023年 RMB'000 人民幣千元
Other income	其他收入		
Interest income	利息收入	88	164
Government grants*	政府補貼*	3,140	3,377
Others	其他	810	351
Total	總計	4,038	3,892

* The government grants are related to expenses and recognised in profit or loss upon receipt of these grants. There are no unfulfilled conditions or contingencies relating to these grants.

5. 收入及其他收入 (續)

客戶合約收入 (續)

	2024 2024年 RMB'000 人民幣千元	2023 2023年 RMB'000 人民幣千元
Other income		
Interest income	88	164
Government grants*	3,140	3,377
Others	810	351
Total	4,038	3,892

* 政府補貼與開支相關，於收到該等補貼時於損益中確認。該等補貼並無未達成的條件或有事項。

6. PROFIT BEFORE TAX

The Group's profit before tax is arrived at after charging:

		Notes 附註	2024 2024年 RMB'000 人民幣千元	2023 2023年 RMB'000 人民幣千元
Cost of services provided*	已提供服務成本*		291,956	232,319
Impairment of trade receivables	應收貿易賬款減值	15	7,971	3,846
Impairment of other receivables	其他應收款項減值	16	2,700	—
Depreciation of items of property and equipment	房屋及設備項目折舊	12	896	942
Amortisation of intangible assets	無形資產攤銷		36	34
Staff costs (excluding directors' and chief executive's remuneration (note 7)):	員工成本 (不包括董事及主要行政人員酬金 (附註7)):			
Wages and salaries	工資及薪酬		174,136	173,103
Pension scheme contributions and social welfare**	退休金計劃供款及社會福利**		25,287	28,480
Total	總計		199,423	201,583
Listing expenses	上市開支		—	4,311
Auditor's remuneration	核數師酬金		1,434	1,415

6. 除稅前利潤

本集團除稅前利潤已扣除下列各項：

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

6. PROFIT BEFORE TAX (CONTINUED)

* Amounts of RMB165,365,000 and RMB178,767,000 of staff costs were included in "Cost of services provided" in the consolidated statement of profit or loss and other comprehensive income during the years ended 31 December 2024 and 2023, respectively.

** There are no forfeited contributions that may be used by the Group as the employer to reduce the existing level of contributions.

7. DIRECTORS' AND CHIEF EXECUTIVE'S REMUNERATION

Directors' and chief executive's remuneration for the year, disclosed pursuant to the Listing Rules, section 383(1)(a), (b), (c) and (f) of the Hong Kong Companies Ordinance and Part 2 of the Companies (Disclosure of Information about Benefits of Directors) Regulation, is as follows:

		2024 2024年 RMB'000 人民幣千元	2023 2023年 RMB'000 人民幣千元
Fees:	袍金：		
Directors	董事	900	900
Other emoluments:	其他薪酬：		
Salaries, allowances and benefits in kind	薪金、津貼及實物福利	1,921	3,573
Performance related bonuses	表現相關花紅	663	449
Pension scheme contributions	退休金計劃供款	89	110
Subtotal	小計	2,673	4,132
Total	總計	3,573	5,032

6. 除稅前利潤 (續)

* 截至2024年及2023年12月31日止年度內，人民幣165,365,000元及人民幣178,767,000元的員工成本分別計入合併損益及其他全面收益表中的「已提供服務成本」。

** 概無已沒收的供款可由本集團作為僱主用於減少目前供款水平。

7. 董事及主要行政人員酬金

根據上市規則、香港公司條例第383(1)(a)、(b)、(c)及(f)條以及公司(披露董事利益資料)規例第2部，年內董事及主要行政人員酬金披露如下：

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024
2024年12月31日

7. DIRECTORS' AND CHIEF EXECUTIVE'S REMUNERATION (CONTINUED)

(a) Independent non-executive directors

The fees paid to independent non-executive directors during the year were as follows:

	2024 2024年 RMB'000 人民幣千元	2023 2023年 RMB'000 人民幣千元
Fees:		
Mr. Chung Chong Sun	300	300
Mr. Liang Xinjun	300	300
Mr. Chiu Ngam	300	300
Total	900	900

There were no other emoluments payable to the independent non-executive directors during the year (2023: Nil).

7. 董事及主要行政人員酬金 (續)

(a) 獨立非執行董事

年內已付獨立非執行董事的袍金如下：

(b) Executive directors and the chief executive

(b) 執行董事及主要行政人員

	Fees	Salaries, allowances and benefits in kind	Performance related bonuses	Pension Scheme Contributions and social welfare	Total remuneration
	袍金 RMB'000 人民幣千元	薪金、津貼及實物福利 RMB'000 人民幣千元	表現相關花紅 RMB'000 人民幣千元	退休金計劃供款及社會福利 RMB'000 人民幣千元	酬金總額 RMB'000 人民幣千元
2024					
<i>Executive directors:</i>					
Mr. Sun Zhihua	-	-	-	-	-
Mr. Yang Guang(i)	-	1,179	391	34	1,604
Mr. Ding Lei	-	354	85	18	457
Ms. Xu Jianying	-	388	187	37	612
Subtotal	-	1,921	663	89	2,673
<i>Chief executive and executive director:</i>					
Mr. Shi Zhongan	-	-	-	-	-
Total	-	1,921	663	89	2,673

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

7. DIRECTORS' AND CHIEF EXECUTIVE'S REMUNERATION (CONTINUED)

(b) Executive directors and the chief executive (Continued)

	Fees	Salaries, allowances and benefits in kind	Performance related bonuses	Pension scheme contributions and social welfare	Total remuneration
	袍金 RMB'000 人民幣千元	薪金、津貼及 實物福利 RMB'000 人民幣千元	表現 相關花紅 RMB'000 人民幣千元	計劃供款及 社會福利 RMB'000 人民幣千元	酬金總額 RMB'000 人民幣千元
2023					
<i>Executive directors:</i>					
Mr. Sun Zhihua	—	1,040	—	—	1,040
Mr. Yang Guang(i)	—	1,261	—	34	1,295
Mr. Ding Lei(ii)	—	444	141	15	600
Mr. Lu Jianguo(iii)	—	397	150	—	547
Ms. Xu Jianying	—	431	158	61	650
Subtotal	—	3,573	449	110	4,132
<i>Chief executive and executive director:</i>					
Mr. Shi Zhongan	—	—	—	—	—
Total	—	3,573	449	110	4,132

Notes:

- (i) Mr. Yang Guang was appointed as an executive director of the Company on 25 August 2023 and resigned as an executive director of the Company on 18 January 2025.
- (ii) Mr. Ding Lei was appointed as an executive director of the Company on 25 August 2023.
- (iii) Mr. Lu Jianguo resigned as an executive director of the Company on 25 August 2023.

There was no arrangement under which a director waived or agreed to waive any remuneration during the year (2023: Nil).

7. 董事及主要行政人員酬金 (續)

(b) 執行董事及主要行政人員 (續)

附註：

- (i) 楊光先生於2023年8月25日獲委任為本公司執行董事，並於2025年1月18日辭任本公司執行董事。
- (ii) 丁磊先生於2023年8月25日獲委任為本公司執行董事。
- (iii) 盧建國先生於2023年8月25日辭任本公司執行董事。

本年度並無任何董事放棄或同意放棄任何薪酬的安排 (2023年：無)。

Notes to Financial Statements (Continued) 財務報表附註 (續)

31 December 2024

2024年12月31日

8. FIVE HIGHEST PAID EMPLOYEES

The five highest paid employees during the year included two (2023: four) executive directors, details of whose remuneration are set out in note 7 above. Details of the remuneration of the remaining three (2023: one) highest paid employees who are neither a director nor chief executive of the Company for the years ended 31 December 2023 and 2024, respectively, are as follows:

		2024 2024年 RMB'000 人民幣千元	2023 2023年 RMB'000 人民幣千元
Salaries, allowances and benefits in kind	薪金、津貼及實物福利	1,605	1,077
Performance related bonuses	表現相關花紅	258	–
Pension scheme contributions and social welfare	退休金計劃供款及社會福利	88	16
Total	總計	1,951	1,093

The number of non-director and non-chief executive highest paid employees whose remuneration fell within the following bands is as follows:

		Number of employees 僱員人數	
		2024 2024年	2023 2023年
Nil to HK\$500,000	零至500,000港元	–	–
HK\$500,001 to HK\$1,000,000	500,001港元至1,000,000港元	3	–
Over HK\$1,000,001	超過1,000,001港元	–	1
Total	總計	3	1

8. 五名最高薪人士

年內五名最高薪人士內包括兩名（2023年：四名）執行董事，其酬金詳情已載於上文附註7。年內餘下三名（2023年：一名）分別於截至2023年及2024年12月31日止年度並非本公司董事或主要行政人員的最高薪人士的酬金詳情如下：

非董事及非主要行政人員最高薪酬僱員之酬金在下列指定範圍內之人數如下：

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

9. INCOME TAX

The Group is subject to income tax on an entity basis on profits arising in or derived from the tax jurisdictions in which members of the Group are domiciled and operate. Pursuant to the rules and regulations of the Cayman Islands and the BVI, the Company and the Group's subsidiary incorporated in the BVI is not subject to any income tax. The Group's subsidiary incorporated in Hong Kong was not liable for income tax as it did not have any assessable profits arising in Hong Kong during the year.

PRC corporate income tax has been provided at the rate of 25% on the taxable profits of the Group's PRC subsidiaries.

9. 所得稅

本集團須就本集團成員公司所在及經營業務所在稅務司法權區產生或源自有關稅務司法權區的溢利繳納企業所得稅。根據開曼群島及英屬處女群島規則及規例，本公司及本集團於英屬處女群島註冊成立的附屬公司無需繳納任何所得稅。由於本年度於香港並無產生任何應課稅溢利，本集團於香港註冊成立的附屬公司無須繳納所得稅。

中國企業所得稅按本集團中國附屬公司應課稅溢利的25%稅率撥備。

		2024 2024年 RMB'000 人民幣千元	2023 2023年 RMB'000 人民幣千元
Current tax:	即期稅項：		
PRC corporate income tax	中國企業所得稅	16,268	19,587
Deferred tax (note 13)	遞延稅項 (附註13)	(879)	304
Total tax charge for the year	年內稅項支出總額	15,389	19,891

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024
2024年12月31日

9. INCOME TAX (CONTINUED)

A reconciliation of tax expense applicable to profit before tax at the statutory tax rate for the jurisdictions in which the Company and the majority of its subsidiaries are domiciled to the income tax expense at the effective income tax rate is as follows:

		2024 2024年 RMB'000 人民幣千元	2023 2023年 RMB'000 人民幣千元
Profit before tax	除稅前溢利	52,730	69,315
Tax at the statutory tax rate	法定稅率計算的稅項	13,183	17,329
Lower tax rates for specific provinces or enacted by local authority	特定省份或地方機關實施之較低稅率	790	803
Withholding tax	預扣稅	976	1,265
Tax losses not recognised	未確認稅項虧損	308	229
Expenses not deductible for tax	不可扣稅開支	132	265
Tax charge at the Group's effective income tax rate	本集團實際稅率的所得稅項開支	15,389	19,891

Tax payable in the consolidated statement of financial position represents:

於合併財務狀況表的應付稅項指：

		2024 2024年 RMB'000 人民幣千元	2023 2023年 RMB'000 人民幣千元
PRC corporate income tax payable	應付中國企業所得稅	32,980	31,599

10. DIVIDENDS

10. 股息

		2024 2024年 RMB'000 人民幣千元	2023 2023年 RMB'000 人民幣千元
Proposed final – RMB1.89 cent (2023: RMB2.45 cent) per ordinary share	建議末期—每股普通股人民幣1.89分 (2023年：人民幣2.45分)	9,761	12,653

The proposed final dividend for the year is subject to the approval of the Company's shareholders at the forthcoming annual general meeting.

本年度建議末期股息須經本公司股東於即將舉行的股東週年大會上批准。

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

11. EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT

The calculation of the basic earnings per share amount is based on the profit for the year attributable to ordinary equity holders of the parent of RMB38,067,000 (2023: RMB49,346,000), and the weighted average number of ordinary shares of 517,414,000 (2023: 441,700,225), for the purpose of computing basic earnings per share. The number of ordinary shares ended 31 December 2023 has been adjusted retrospectively for the effect of the issues relating to the capitalisation issue in July 2023 with 379,999,999 shares, and as if the capitalisation issues had been completed on 1 January 2022.

The calculation of basic earnings per share is based on:

		2024 2024年 RMB'000 人民幣千元	2023 2023年 RMB'000 人民幣千元
Earnings	盈利		
Profit attributable to ordinary equity holders of the parent	母公司普通股股權持有人應佔利潤	38,067	49,346
		Number of shares 股份數目	
		2024 2024年	2023 2023年
Shares	股份		
Weighted average number of ordinary shares in issue during the year	年內已發行普通股加權平均數	517,414,000	441,700,225

The Group had no potentially dilutive ordinary shares in issue during the year ended 31 December 2024 (2023: Nil).

11. 母公司普通股持有人應佔每股盈利

就計量每股基本盈利而言，每股基本盈利根據母公司普通股股權持有人應佔年內溢利人民幣38,067,000元（2023年：人民幣49,346,000元），及普通股加權平均數為517,414,000股（2023年：441,700,225股）計算。截至2023年12月31日止年度的普通股數量已根據2023年7月資本化發行379,999,999股股份的相關影響進行追溯調整，如同資本化發行已於2022年1月1日完成。

計算每股基本盈利乃基於：

截至2024年12月31日止年度內，本集團並無已發行潛在攤薄普通股（2023年：無）。

Notes to Financial Statements (Continued) 財務報表附註 (續)

31 December 2024

2024年12月31日

12. PROPERTY AND EQUIPMENT

12. 房屋及設備

		Office equipment, electronic and other devices 辦公室設備、 電子及 其他設備 RMB'000 人民幣千元	Machinery 機械 RMB'000 人民幣千元	Motor vehicles 汽車 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
31 December 2024	2024年12月31日				
At 1 January 2024:	於2024年1月1日：				
Cost	成本值	4,876	4,649	820	10,345
Accumulated depreciation	累計折舊	(3,576)	(1,740)	(628)	(5,944)
Net carrying amount	賬面淨值	1,300	2,909	192	4,401
At 1 January 2024, net of accumulated depreciation	於2024年1月1日， 扣除累計折舊	1,300	2,909	192	4,401
Additions	添置	621	169	53	843
Depreciation provided during the year	年內折舊撥備	(535)	(322)	(39)	(896)
At 31 December 2024, net of accumulated depreciation	於2024年12月31日， 扣除累計折舊	1,386	2,756	206	4,348
31 December 2024:	2024年12月31日：				
Cost	成本值	5,497	4,818	873	11,188
Accumulated depreciation	累計折舊	(4,111)	(2,062)	(667)	(6,840)
Net carrying amount	賬面淨值	1,386	2,756	206	4,348

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日



12. PROPERTY AND EQUIPMENT (CONTINUED)

12. 房屋及設備 (續)

		Office equipment, electronic and other devices 辦公室設備、 電子及 其他設備 RMB'000 人民幣千元	Machinery 機械 RMB'000 人民幣千元	Motor vehicles 汽車 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
31 December 2023	2023年12月31日				
At 1 January 2023:	於2023年1月1日：				
Cost	成本值	4,567	4,236	810	9,613
Accumulated depreciation	累計折舊	(3,024)	(1,393)	(585)	(5,002)
Net carrying amount	賬面淨值	1,543	2,843	225	4,611
At 1 January 2023, net of accumulated depreciation	於2023年1月1日， 扣除累計折舊	1,543	2,843	225	4,611
Additions	添置	309	413	10	732
Depreciation provided during the year	年內折舊撥備	(552)	(347)	(43)	(942)
At 31 December 2023, net of accumulated depreciation	於2023年12月31日， 扣除累計折舊	1,300	2,909	192	4,401
31 December 2023:	2023年12月31日：				
Cost	成本值	4,876	4,649	820	10,345
Accumulated depreciation	累計折舊	(3,576)	(1,740)	(628)	(5,944)
Net carrying amount	賬面淨值	1,300	2,909	192	4,401

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024
2024年12月31日

13. DEFERRED TAX

The movements in deferred tax liabilities and assets during the year are as follows:

Deferred tax liabilities

		Withholding taxes 預扣稅 RMB'000 人民幣千元
At 1 January 2023	於2023年1月1日	—
Deferred tax charged to the statement of profit or loss during the year (note 9)	年內於損益表扣除的遞延稅項 (附註9)	1,265
At 31 December 2023 and 1 January 2024	於2023年12月31日及2024年1月1日	1,265
Deferred tax charged to the statement of profit or loss during the year (note 9)	年內於損益表扣除的遞延稅項 (附註9)	976
At 31 December 2024	於2024年12月31日	2,241

Deferred tax assets

		Impairment of financial assets 財務資產減值 RMB'000 人民幣千元
At 1 January 2023	於2023年1月1日	2,235
Deferred tax credited to profit or loss during the year (note 9)	年內計入損益表的遞延稅項 (附註9)	961
At 31 December 2023 and 1 January 2024	於2023年12月31日及2024年1月1日	3,196
Deferred tax credited to profit or loss during the year (note 9)	年內計入損益表的遞延稅項 (附註9)	1,855
At 31 December 2024	於2024年12月31日	5,051

13. 遞延稅項

年內遞延稅項負債及資產變動如下：

遞延稅項負債

遞延稅項資產

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

13. DEFERRED TAX (CONTINUED)

The following is an analysis of the deferred tax balances of the Group for financial reporting purposes:

		2024 2024年 RMB'000 人民幣千元	2023 2023年 RMB'000 人民幣千元
Deferred tax assets recognised in the consolidated statement of financial position	於合併財務狀況表確認的遞延稅項資產	5,051	3,196
Deferred tax liabilities recognised in the consolidated statement of financial position	於合併財務狀況表確認的遞延稅項負債	(2,241)	(1,265)

The Group is liable for withholding taxes on dividends distributed by those subsidiaries established in Mainland China in respect of earnings generated from 1 January 2008. The applicable rate is 10% for the Group.

In the opinion of the directors, who have absolute discretion in determining whether to recommend a declaration of any dividend for any period, and the amount of dividend to be paid of the Company, the group will distribute to Shareholders no less than 25% of distributable profits after the Listing.

At 31 December 2024, deferred tax of RMB2,241,000 (2023: RMB1,265,000) has been recognised for withholding taxes that would be payable on the unremitted earnings that are subject to withholding taxes of the Group's subsidiaries established in Mainland China.

Other than the above deferred tax liability in relation to the PRC withholding income tax provided, no deferred taxation has been provided for the distributable retained profits of approximately RMB221,733,000 (2023: RMB179,601,000), which were derived from the PRC subsidiaries as the Group is able to control the timing of the reversal of the temporary differences and it is probable that the temporary differences will not reverse in the foreseeable future.

13. 遞延稅項 (續)

以下為本集團作財務報告用途的遞延稅項結餘分析：

本集團須就於中國內地成立的附屬公司於自2008年1月1日起所產生的盈利而派發的股息繳納預扣稅。本集團適用稅率為10%。

董事可絕對酌情決定是否建議就任何期間宣派任何股息，以及本公司將派發的股息金額。董事認為，本集團向股東派發的股息將不少於上市後可分派溢利的25%。

於2024年12月31日，本集團就於中國內地成立的附屬公司須繳納預扣稅的未匯出盈利而應付的預扣稅確認遞延稅項人民幣2,241,000元（2023年：人民幣1,265,000元）。

除上述與中國預扣所得稅撥備有關的遞延稅項負債外，由於本集團能夠控制暫時差額的撥回時間，且暫時差額於可預見的將來很可能不會撥回，因此並無為來自中國附屬公司的可分派保留溢利約人民幣221,733,000元（2023年：人民幣179,601,000元）計提遞延稅項撥備。

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

13. DEFERRED TAX (CONTINUED)

Deferred tax assets have not been recognised in respect of the following item:

	2024 2024年 RMB'000 人民幣千元	2023 2023年 RMB'000 人民幣千元
Tax losses 稅項虧損	6,902	1,126

The above tax losses arising in Mainland China will expire in one to five years for offsetting against taxable profits. Deferred tax assets have not been recognised in respect of these losses as it is not considered probable that taxable profits will be available against which the tax losses can be utilised.

13. 遞延稅項 (續)

尚未就下列項目確認遞延稅項資產：

上述在中國內地產生的稅項虧損將在一至五年內到期，可用於抵銷應課稅溢利。尚未就該等虧損確認遞延稅項資產，原因為不大可能有可動用稅項虧損的應課稅溢利。

14. INVENTORIES

	2024 2024年 RMB'000 人民幣千元	2023 2023年 RMB'000 人民幣千元
Consumables 消耗品	719	224

14. 存貨

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

15. TRADE RECEIVABLES

		2024 2024年 RMB'000 人民幣千元	2023 2023年 RMB'000 人民幣千元
Trade receivables	應收貿易賬款	174,050	129,319
Impairment	減值	(20,756)	(12,785)
Net carrying amount	賬面淨值	153,294	116,534

Trade receivables mainly arise from property management service income. The Group's trading terms with its customers are mainly on credit and the credit period is generally between six months to one year, except for new customers, where payment in advance is normally required. The Group seeks to maintain strict control over its outstanding receivables and has a credit control department to minimise credit risk. Overdue balances are reviewed regularly by senior management and credit limits attributed to customers are reviewed once a month. In view of the aforementioned and the fact that the Group's trade receivables relate to a large number of diversified customers, there is no significant concentration of credit risk. Trade receivables are non-interest-bearing.

An ageing analysis of the trade receivables as at the end of the reporting period, based on the date of revenue recognition and net of loss allowance for impairment, is as follows:

15. 應收貿易賬款

應收貿易賬款主要來自物業管理服務收入。本集團與客戶的貿易條款主要為信貸，信貸期一般為六個月至一年，惟新客戶通常需要提前付款。本集團力求嚴格控制應收未收款項，並設有信貸控制部門，以盡量減少信貸風險。高級管理層定期審查逾期餘額，並每月審查客戶的信貸額度。鑒於上述情況以及本集團應收貿易賬款涉及大量不同客戶，因此不存在嚴重集中信貸風險。應收貿易賬款為不計息。

截至報告期末，根據收入確認日期並扣除減值虧損撥備後的應收貿易賬款賬齡分析如下：

		2024 2024年 RMB'000 人民幣千元	2023 2023年 RMB'000 人民幣千元
Within 6 months	六個月內	71,555	64,591
Over 6 months and within 1 year	超過六個月但一年內	28,601	25,818
Over 1 year and within 2 years	超過一年但兩年內	42,514	23,040
Over 2 years and within 3 years	超過兩年但三年內	10,624	3,085
Total	總計	153,294	116,534

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

15. TRADE RECEIVABLES (CONTINUED)

The movements in the loss allowance for impairment of trade receivables are as follows:

		2024 2024年 RMB'000 人民幣千元	2023 2023年 RMB'000 人民幣千元
At beginning of the year	年初	12,785	8,939
Impairment losses recognised	確認減值虧損	7,971	3,846
At end of the year	年末	20,756	12,785

An impairment analysis is performed at each reporting date using a provision matrix to measure expected credit losses. The provision rates are based on days past due for groupings of various customer segments with similar loss patterns (i.e., by customer type and service type). The calculation reflects the probability-weighted outcome, the time value of money and reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions.

The Group writes off trade receivables when there is information indicating that the counterparty is in severe financial difficulties and there is no realistic prospect of recovery, e.g.; when the counterparty has been placed under liquidation or has entered into bankruptcy proceedings, whichever occurs sooner, also taking into account legal advice where appropriate.

Set out below is the information about the credit risk exposure on the Group's trade receivables using a provision matrix:

As at 31 December 2024

		Past due 逾期				
		Current 當前	1 to 2 years 1至2年	2 to 3 years 2至3年	Over 3 years 超過3年	Total 總計
Expected credit loss rate	預期信貸虧損率	4.60%	13.64%	32.75%	100.00%	11.93%
Gross carrying amount (RMB'000)	賬面總值 (人民幣千元)	104,987	49,228	15,797	4,038	174,050
Expected credit losses (RMB'000)	預期信貸虧損 (人民幣千元)	4,831	6,714	5,173	4,038	20,756

15. 應收貿易賬款 (續)

應收貿易賬款減值虧損撥備變動如下：

各報告日期會使用撥備矩陣進行減值分析，以計量預期信貸虧損。撥備率乃基於具有類似虧損模式的多個客戶分部組別的逾期日數釐定（即按客戶類型及服務類型）。該計算反映或然率加權結果、貨幣時值及於報告日期有關過去事件、當前狀況及未來經濟狀況預測的合理及可靠資料。

當有資料表明交易對手方處於嚴重財務困難時，且並無合理預期收回時（例如交易對手方已被清盤或已進入破產程序，以較早者為準），本集團將撤銷其應收貿易賬款，並於適當情況下考慮法律意見。

以下載列有關本集團應收貿易賬款於使用撥備矩陣後的信貸風險資料：

於2024年12月31日

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

15. TRADE RECEIVABLES (CONTINUED)

As at 31 December 2023

		Past due 逾期				
		Current 當前	1 to 2 years 1至2年	2 to 3 years 2至3年	Over 3 years 超過3年	Total 總計
Expected credit loss rate	預期信貸虧損率	6.23%	15.57%	31.97%	100.00%	9.89%
Gross carrying amount (RMB'000)	賬面總值 (人民幣千元)	96,419	27,290	4,535	1,075	129,319
Expected credit losses (RMB'000)	預期信貸虧損 (人民幣千元)	6,010	4,250	1,450	1,075	12,785

In the opinion of the Company's directors, the business and customer risk portfolio of the Group remained stable and there were no significant fluctuations in the historical credit loss incurred. In addition, there is no significant change with regard to economic indicators based on an assessment of forward-looking information. Therefore, there is no significant change in the expected credit loss rates throughout the reporting period.

15. 應收貿易賬款 (續)

於2023年12月31日

本公司董事認為，本集團業務及客戶風險組合維持穩定，歷史信貸虧損並無重大波動。此外，根據對前瞻性資料的評估，經濟指標並無重大變動。因此，於整個報告期內，預期信貸虧損率並無重大變動。

16. PREPAYMENTS, OTHER RECEIVABLES AND OTHER ASSETS

		2024 2024年 RMB'000 人民幣千元	2023 2023年 RMB'000 人民幣千元
Payments on behalf of customers to utility suppliers	代客戶支付公用設施供應商的款項	44,268	35,839
Other prepayments	其他預付款	3,302	2,397
Deposits	按金	10,466	9,333
Advance to staff	預付員工款項	4,800	4,848
Others	其他	1,466	1,346
		64,302	53,763
Impairment (a)	減值(a)	(2,700)	—
Total	總計	61,602	53,763

(a) Included in the above provision for impairment of other receivables was a full provision for individually impaired other receivables of RMB2,700,000, with a carrying amount before provision of RMB2,700,000 as at 31 December 2024 (2023:Nil).

16. 預付款、其他應收款項及其他資產

(a) 於2024年12月31日，上述其他應收款項的減值撥備包括對個別減值的其他應收款項的全額撥備人民幣2,700,000元，計提撥備前的賬面值為人民幣2,700,000元（2023年：無）。

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

16. PREPAYMENTS, OTHER RECEIVABLES AND OTHER ASSETS (CONTINUED)

Financial assets included in prepayments, other receivables and other assets are unsecured, non-interest-bearing and repayable on demand. The financial assets included in the above balances relating to receivables were measured based on 12-month expected credit losses if there was no significant increase in their credit risk since initial recognition. Otherwise, they were measured based on lifetime expected credit losses.

The movements in the loss allowance for impairment of other receivables are as follows:

		2024 2024年 RMB'000 人民幣千元	2023 2023年 RMB'000 人民幣千元
At beginning of year	於年初	—	—
Impairment losses recognised	已確認減值虧損	2,700	—
At end of year	於年末	2,700	—

16. 預付款、其他應收款項及其他資產 (續)

包括於預付款、其他應收款項及其他資產的金融資產為無擔保、不計息及須按要求償還。上述結餘中與應收款項有關的金融資產，倘自初步確認以來信貸風險未顯著增加，則根據12個月預期信貸虧損計量。否則，其將根據全期預期信貸虧損計量。

其他應收款項減值虧損撥備變動如下：

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日



17. CASH AND CASH EQUIVALENTS AND PLEDGED BANK DEPOSITS

17. 現金及現金等價物以及已抵押存款

		2024 2024年 RMB'000 人民幣千元	2023 2023年 RMB'000 人民幣千元
Cash and bank balances	現金及銀行結餘	137,178	177,306
Pledged deposits	已抵押存款	2,902	–
		140,080	177,306
Less: Pledged deposits	減：已抵押存款	(2,902)	–
Cash and cash equivalents	現金及現金等價物	137,178	177,306
Denominated in:	以以下貨幣計值：		
RMB	人民幣	137,151	177,174
HKD	港元	27	132
Total	總計	137,178	177,306

The RMB is not freely convertible into other currencies, however, under the Mainland China's Foreign Exchange Control Regulations and Administration of Settlement, and Sale and Payment of Foreign Exchange Regulations, the Group is permitted to exchange RMB for other currencies through banks authorised to conduct foreign exchange business.

Cash at banks earns interest at floating rates based on daily bank deposit rates. The bank balances are deposited with creditworthy banks with no recent history of default. The carrying amounts of the cash and cash equivalents approximated to their fair values.

雖然人民幣不能自由兌換為其他貨幣，但根據中國外匯管理條例及結匯、售匯及付匯管理規定，本集團可透過獲批准進行外匯業務的銀行將人民幣兌換為其他貨幣。

銀行現金基於每日銀行存款利率以浮動利率計息。銀行結餘存放於近期並無違約歷史的信譽良好的銀行。現金及現金等價物的賬面值與其公允價值相若。

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024
2024年12月31日

18. TRADE PAYABLES

An ageing analysis of the trade payables as at the end of the reporting period, based on the invoice date, is as follows:

		2024 2024年 RMB'000 人民幣千元	2023 2023年 RMB'000 人民幣千元
Within 3 months	三個月內	22,822	1,786
3 to 12 months	三至十二個月	1,532	74
12 to 24 months	十二至二十四個月	170	8
Over 24 months	超過二十四個月	6	—
Total	總計	24,530	1,868

The trade payables are non-interest-bearing and are normally settled on 90-day terms.

As at 31 December 2023 and 2024, the carrying amounts of trade payables approximated to their fair values.

18. 應付貿易賬款

應付貿易賬款於報告期末按發票日計算的賬齡分析如下：

應付貿易賬款為不計息，通常按90天期限結算。

於2023年及2024年12月31日，應付貿易賬款賬面值與其公允價值相若。

19. OTHER PAYABLES, DEPOSITS RECEIVED AND ACCRUALS

		2024 2024年 RMB'000 人民幣千元	2023 2023年 RMB'000 人民幣千元
Receipts on behalf of community residents for utilities	代社區居民收取公用設施費用	10,026	11,478
Deposits received	已收按金	19,232	19,086
Business tax and surcharges	營業稅及附加費	6,508	6,272
Payroll and welfare payable	應付工資及福利	18,419	6,461
Others	其他	3,248	5,547
Total	總計	57,433	48,844

Other payables are unsecured and repayable on demand. The fair values of other payables at the end of the reporting period approximated to their corresponding carrying amounts.

19. 其他應付款項、已收按金及應計費用

其他應付款項為無擔保及須按要求償還。其他應付款項於報告期末的公允價值與相應賬面值相若。

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

20. CONTRACT LIABILITIES

		2024 2024年 RMB'000 人民幣千元	2023 2023年 RMB'000 人民幣千元
Contract liabilities	合約負債	53,319	51,753
Current portion	即期部分	(49,950)	(51,753)
Non-current portion	非即期部分	3,369	–

Contract liabilities of the Group mainly arise from the advance payments received from customers for services yet to be provided. The increase in contract liabilities as at 31 December 2024 was mainly due to the increase of advances received from customers in relation to the provision of property management services at the end of that year.

The expected timing of recognition of revenue at the end of each reporting period is as follows:

本集團的合約負債乃主要來自收取客戶預付款項，然而尚未提供相關服務。於2024年12月31日的合約負債有所增加乃主要由於於該年末收取客戶有關提供物業管理服務的墊款增加所致。

各報告期末確認收入的預期時間如下：

		2024 2024年 RMB'000 人民幣千元	2023 2023年 RMB'000 人民幣千元
Within 1 year	一年內	50,972	51,753
Over 1 year	超過一年	2,347	–
Total	總計	53,319	51,753

Notes to Financial Statements (Continued) 財務報表附註 (續)

31 December 2024
2024年12月31日

21. SHARE CAPITAL

21. 股本

		2024 2024年	2023 2023年
Authorised: 1,000,000,000 ordinary shares of HK\$0.01 each (i)	法定： 1,000,000,000股 每股面值0.01港元的普通股(i)	港元HK\$ 10,000,000	港元HK\$ 10,000,000
		RMB'000 人民幣千元	RMB'000 人民幣千元
Issued and fully paid: 517,414,000 (2023: 517,414,000) ordinary shares	已發行及繳足： 517,414,000股 (2023年： 517,414,000股) 普通股	4,731	4,731

A summary of movements in the Company's share capital is as follows:

本公司股本變動概述如下：

		Number of shares in issue 已發行股份數目	Share capital 股本	
			HK\$ 港元	RMB'000 人民幣千元
At 1 January 2022, 31 December 2022 and 1 January 2023	於2022年1月1日、2022年 12月31日及2023年1月1日	1	—	—
Capitalization issue (ii)	資本化發行(ii)	379,999,999	3,800,000	3,475
Initial public offering (iii)	首次公開發售(iii)	126,668,000	1,266,680	1,158
Exercise of the over-allotment option (iv)	行使超額配股權(iv)	10,746,000	107,460	98
At 31 December 2023, 1 January 2024 and 31 December 2024	於2023年12月31日、2024年 1月1日及2024年12月31日	517,414,000	5,174,140	4,731

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

21. SHARE CAPITAL (CONTINUED)

Notes:

- (i) The Company was incorporated in the Cayman Islands on 16 November 2020 with authorised share capital of HK\$380,000 divided in 38,000,000 shares of par value of HK\$0.01 each. On the date of the Company's incorporation, one ordinary share was allotted and issued to the initial subscriber, an independent third party which was transferred to Zhong An on the same day. On 3 December 2020, Zhong An transferred one ordinary share to Zhong An Service Holding Limited, a direct wholly-owned subsidiary of Zhong An, at nominal consideration. Upon completion of such share transfer, the Company became wholly owned by Zhong An Service Holding Limited.

Pursuant to the written resolutions passed on 19 April 2022, the authorised share capital of the Company was increased from HK\$380,000 to HK\$10,000,000 by the creation of additional 962,000,000 shares.

- (ii) Pursuant to the written resolutions of the shareholders of the Company passed on 21 June 2023, a total of 379,999,999 shares of HK\$0.01 each were allotted and issued at par value to the shareholders whose names appear on the register of members of the Company on the date of passing such resolution in proportion to their then existing respective shareholdings in the Company, on a pro rata basis, and such shares were allotted and issued by way of capitalisation of HK\$3,800,000 (approximately RMB3,475,000) from the Company's capital reserve account on the Listing Date.

- (iii) On 18 August 2023, the Company issued 126,668,000 shares in its initial public offering at the price of HK\$1.18 per share ("Listing Date"). The proceeds of HK\$1,266,680 (equivalent to RMB1,158,000) representing the par value, were credited to the Company's share capital. The remaining proceeds of approximately HK\$148,201,000 (equivalent to approximately RMB135,510,000) before listing expenses were credited to the capital reserve account.

- (iv) On 14 August 2023, 10,746,000 over-allotment ordinary shares were issued at a price of HK\$1.18 per share. The proceeds of HK\$107,460 (equivalent to approximately RMB98,000) representing the par value, were credited to the Company's share capital. The remaining proceeds of approximately HK\$12,573,000 (equivalent to approximately RMB11,496,000) before listing expenses were credited to the capital reserve account.

21. 股本 (續)

附註：

- (i) 本公司於2020年11月16日於開曼群島註冊成立，法定股本為380,000港元，分為38,000,000股每股面值0.01港元的股份。於本公司註冊成立日期，向最初認購人（一名獨立第三方）配發並發行一股普通股，並於同日轉讓予眾安。於2020年12月3日，眾安將1股普通股以名義代價轉讓予眾安的直接全資附屬公司向眾安服務控股有限公司。股份轉讓完成後，本公司由眾安服務控股有限公司全資擁有。

根據於2022年4月19日通過的書面決議案，通過增設962,000,000股股份，本公司法定股本由380,000港元增至10,000,000港元。

- (ii) 根據本公司股東於2023年6月21日通過的書面決議案，合共379,999,999股每股0.01港元的股份已按面值配發及發行予於該決議案通過當日名列本公司股東名冊的股東，配發及發行比例為彼等當時各自於本公司的現有持股量，而該等股份已於上市日期從本公司資本儲備賬撥出3,800,000港元（約人民幣3,475,000元）以資本化方式配發及發行。

- (iii) 於2023年8月18日（「上市日期」），本公司以每股1.18港元的價格首次公開發售126,668,000股股份。所得款項1,266,680港元（相當於人民幣1,158,000元）已按面值計入本公司股本。餘下所得款項約148,201,000港元（相當於約人民幣135,510,000元）（未扣除上市開支）已計入資本儲備賬戶。

- (iv) 於2023年8月14日，10,746,000股超額配售普通股已按每股1.18港元的價格發行。所得款項107,460港元（相當於約人民幣98,000元）已按面值計入本公司股本。餘下所得款項約12,573,000港元（相當於約人民幣11,496,000元）（未扣除上市開支）已計入資本儲備賬戶。

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

22. RESERVES

The amounts of the Group's reserves and the movements therein for the years ended 31 December 2023 and 2024 are presented in the consolidated statement of changes in equity.

Capital reserve

Capital reserve represents additional contributions made by the shareholders of the Company's subsidiaries.

Statutory reserve

In accordance with the PRC Company Law and the articles of association of the subsidiaries established in the PRC, the Group is required to allocate 10% of its net profit after tax, as determined under the Chinese Accounting Standards, to the statutory surplus funds until the reserve balance reaches 50% of its registered capital.

Subject to certain restrictions set out in the relevant PRC regulations and in the articles of association of these subsidiaries, the statutory surplus funds may be used either to offset losses, or to be converted to increase the share capital of the subsidiaries provided that the balance after such conversion is not less than 25% of the registered capital of them. The reserve cannot be used for purposes other than those for which it is created and is not distributable as cash dividends.

22. 儲備

截至2023年及2024年12月31日止年度本集團儲備金額及其變動於合併權益變動表中呈列。

股本儲備

股本儲備指本公司附屬公司股東作出的額外出資。

法定儲備

根據中國公司法及於中國成立的附屬公司的組織章程細則，本集團須將其根據中國會計準則釐定的稅後利潤淨額的10%分配列入法定盈餘公積金，直至儲備結餘達到其註冊資本的50%為止。

在相關中國法規及該等附屬公司組織章程細則所載若干限制的規限下，法定盈餘公積金可用以彌補虧損，或轉為增加附屬公司的股本，惟有關轉換後的結餘不得少於彼等註冊資本的25%。該儲備不可用作設立目的之外的其他用途，亦不作為現金股息進行分派。

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

23. RELATED PARTY TRANSACTIONS

(1) Significant related party transactions

The Group had the following transactions with related parties during the year:

		2024 2024年 RMB'000 人民幣千元	2023 2023年 RMB'000 人民幣千元
Property management service income from related parties	來自關聯方物業管理服務收入		
Companies controlled by the Ultimate Holding Company (i) (iii)	最終控股公司控制之公司(i) (iii)	50,611	32,784
Joint ventures of companies controlled by the Ultimate Holding Company (i)	最終控股公司控制之合營企業(i)	65	78
Associates of companies controlled by the Ultimate Holding Company (i)	最終控股公司控制之聯營公司(i)	158	36
Total	總計	50,834	32,898
Income from value-added services mainly to property developers from related parties	來自關聯方主要向物業開發商提供增值服務收入		
Companies controlled by the Ultimate Holding Company (i) (iii)	最終控股公司控制之公司(i) (iii)	26,803	42,569
Joint ventures of companies controlled by the Ultimate Holding Company (i)	最終控股公司控制之合營企業(i)	1,626	4,492
Associates of companies controlled by the Ultimate Holding Company (i)	最終控股公司控制之聯營公司(i)	1,319	4,994
Total	總計	29,748	52,055
Community value-added service income from related parties	來自關聯方社區增值服務收入		
Companies controlled by the Ultimate Holding Company (i) (iii)	最終控股公司控制之公司(i) (iii)	8,180	11,467
Rental expenses	租賃開支		
Companies controlled by the Ultimate Holding Company (i)	最終控股公司控制之公司(i)	305	321

23. 關聯方交易

(1) 重大關聯方交易

本集團於本年度與關聯方進行下列交易：

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024
2024年12月31日

23. RELATED PARTY TRANSACTIONS (CONTINUED)

(1) Significant related party transactions (Continued)

Notes:

- (i) The prices for the above service fees were determined in accordance with the terms and conditions mutually agreed by the contract parties.
- (ii) The Group has been licensed by the Zhong An and its subsidiaries, excludes CNC and our Group, to use certain trademarks for its operations on a non-exclusive, non-transferable and royalty-free basis for a perpetual term.
- (iii) The above related party transactions also constitute connected transactions or continuing connected transactions as defined in Chapter 14A of the Listing Rules.

(2) Outstanding balances with related parties

Amounts due from related parties:

		2024 2024年 RMB'000 人民幣千元	2023 2023年 RMB'000 人民幣千元
Trade related:	貿易相關：		
Companies controlled by the Ultimate Holding Company	最終控股公司控制之公司	99,875	50,545
Associates of companies controlled by the Ultimate Holding Company	最終控股公司控制之聯營公司	2,807	2,849
Joint ventures of companies controlled by the Ultimate Holding Company	最終控股公司控制之合營企業	1,943	1,161
Total	總計	104,625	54,555

The trade related receivables from related parties arose from the provision of property management services and value-added services to the related parties. The receivables amounting to RMB88,762,000 were aged within one year and RMB15,863,000 were aged between one and two years as at 31 December 2024, based on the date of revenue recognition. The receivables amounting to RMB54,555,000 were aged within one year as at 31 December 2023.

23. 關聯方交易 (續)

(1) 重大關聯方交易 (續)

附註：

- (i) 上述服務費價格乃根據合約雙方共同協定之條款及條件釐定。
- (ii) 本集團已獲眾安及其附屬公司（不包括中國新城市及本集團）授權以非獨家、不可轉讓及免使用費基準永久使用若干商標作營運用途。
- (iii) 上述關連方交易亦構成上市規則第14A章所界定的關連交易或持續關連交易。

(2) 關聯方未償還餘額

應收關聯方款項：

應收關聯方的貿易相關款項來自向關聯方提供的物業管理服務及增值服務。根據收入確認日期，於2024年12月31日，應收款項人民幣88,762,000元的賬齡為一年之內及人民幣15,863,000元的賬齡為一至兩年。於2023年12月31日，應收款項人民幣54,555,000元的賬齡為一年之內。

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

23. RELATED PARTY TRANSACTIONS (CONTINUED)

(2) Outstanding balances with related parties (Continued)

Trade related amounts due from related parties are with credit terms of three month. The Group has assessed that the credit risk of these receivables has not increased significantly since initial recognition and measured the impairment of trade related amounts due from related parties under the simplified approach based on lifetime expected credit losses and has assessed that the expected credit losses are not significant.

(3) Compensation of key management personnel of the Group:

Compensation of key management personnel of the Group, which comprises the remuneration of the directors, is disclosed in note 7.

24. FINANCIAL INSTRUMENTS BY CATEGORY

The carrying amounts of each of the categories of financial instruments as at the end of each reporting period are as follows:

		2024 2024年 RMB'000 人民幣千元	2023 2023年 RMB'000 人民幣千元
Financial assets – financial assets at amortised cost	金融資產－按攤銷成本計量金融資產		
Trade receivables (note 15)	應收貿易賬款 (附註15)	153,294	116,534
Financial assets included in prepayments, deposits and other receivables	計入預付款、按金及其他應收款項的金融資產	53,500	46,518
Due from related companies (note 23)	應收關聯公司款項 (附註23)	104,625	54,555
Pledged deposits (note 17)	已抵押存款 (附註17)	2,902	–
Cash and cash equivalents (note 17)	現金及現金等價物 (附註17)	137,178	177,306
Total	總計	451,499	394,913

23. 關聯方交易 (續)

(2) 關聯方未償還餘額 (續)

應收關聯方的貿易相關款項信貸期為三個月。本集團已評估該等應收款項的信貸風險自初始確認並無顯著增加，並已按照簡化方法根據全期預期信貸虧損計量應收關聯方貿易相關款項的減值，且已評估預期信貸虧損並不重大。

(3) 本集團主要管理人員薪酬：

本集團主要管理人員的薪酬 (包括董事薪酬) 已於附註7披露。

24. 以類別劃分的金融工具

各類金融工具於各報告期末的賬面值如下：

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024
2024年12月31日

24. FINANCIAL INSTRUMENTS BY CATEGORY (CONTINUED)

24. 以類別劃分的金融工具 (續)

		2024 2024年 RMB'000 人民幣千元	2023 2023年 RMB'000 人民幣千元
Financial liabilities – financial liabilities at amortised cost	金融負債－按攤銷成本計量的金融負債		
Trade payables (note 18)	應付貿易賬款 (附註18)	24,530	1,868
Financial liabilities included in other payables, deposits received and accruals	計入其他應付款項、已收按金及應計費用中的金融負債	32,506	36,111
Total	總計	57,036	37,979

25. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS

25. 金融工具的公允價值及公允價值架構

Management has assessed that the fair values of cash and cash equivalents, trade receivables, trade payables, amounts due from related companies, financial assets included in prepayments, other receivables and other assets, and financial liabilities included in other payables, deposits received and accruals approximate to their carrying amounts largely due to the short term maturities of these instruments.

管理層評估現金及現金等價物、應收貿易賬款、應付貿易賬款、應收關聯公司款項、計入預付款、其他應收款項及其他資產中的金融資產，以及計入其他應付款、已收按金及應計費用中的金融負債的公允價值與其賬面值相若，主要由於該等工具的到期日較短。

Fair value hierarchy

公允價值架構

Other than above, the Group did not hold any financial assets and liabilities measured at fair value as at 31 December 2024 and 2023.

除上文所述者外，於2024年及2023年12月31日，本集團並無持有任何按公允價值計量的金融資產及負債。

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

26. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's principal financial instruments mainly include cash and cash equivalents, trade and other receivables, trade payables and other payables, which arise directly from its operations. The Group has other financial assets such as amounts due from related companies. The main purpose of these financial instruments is to raise finance for the Group's operations.

The main risks arising from the Group's financial instruments are credit risk and liquidity risk. Generally, the Group introduces conservative strategies on its risk management. To keep the Group's exposure to these risks to a minimum, the Group has not used any derivatives and other instruments for hedging purposes. The Group does not hold or issue derivative financial instruments for trading purposes. The board of directors reviews and agrees policies for managing each of these risks and they are summarised below:

(a) Credit risk

The carrying amounts of cash and cash equivalents, trade receivables, financial assets included in prepayments, other receivables and other assets, and amounts due from related companies included in the consolidated statements of financial position represent the Group's maximum exposure to credit risk in relation to its financial assets as at 31 December 2023 and 2024. The Group classifies financial instruments on the basis of shared credit risk characteristics, such as instrument types and credit risk ratings for the purpose of determining significant increases in credit risk and calculation of impairment.

Cash and cash equivalents

As at 31 December 2023 and 2024, all cash and cash equivalents were deposited in high-credit-quality financial institutions without significant credit risk. These financial assets were not yet past due and their credit exposure is classified as stage 1.

26. 財務風險管理目標及政策

本集團主要金融工具主要包括現金及現金等價物、貿易及其他應收款項、貿易及其他應付款項，該等款項直接來自本集團營運。本集團亦有其他金融資產，如應收關聯公司款項。該等金融工具主要目的為為本集團營運籌集資金。

本集團金融工具的主要風險為信貸風險及流動資金風險。一般而言，本集團於風險管理方面採取保守策略。為將本集團面臨的風險減至最低，本集團並無使用任何衍生工具及其他工具進行對沖。本集團不持有或發行用於交易目的的衍生金融工具。董事會審查並同意管理上述各種風險的政策，該等政策概述如下：

(a) 信貸風險

於2023年及2024年12月31日，合併財務狀況表中的現金及現金等價物、應收貿易賬款、預付款中的金融資產、其他應收款項及其他資產以及應收關聯公司款項的賬面額代表本集團金融資產相關的最大信貸風險。本集團根據共同信貸風險特徵，如工具類型及信貸風險評級，對金融工具進行分類，以釐定信貸風險的顯著增加並計算減值。

現金及現金等價物

於2023年及2024年12月31日，所有現金及現金等價物均存入高信貸等級的金融機構，並無重大信貸風險。該等金融資產尚未逾期，其信貸風險被劃分為第一階段。

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

26. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

(a) Credit risk (Continued)

Trade receivables

To manage the risk arising from trade receivables, the Group has policies in place to ensure that credit terms are made only to counterparties with an appropriate credit history and management performs ongoing credit evaluations of the Group's counterparties. The credit periods granted to the customers are generally six months to one year and the credit quality of these customers is assessed, taking into account their financial position, past experience and other factors. The Group also has other monitoring procedures to ensure that follow-up action is taken to recover overdue receivables. In addition, the Group reviews regularly the recoverable amount of trade receivables to ensure that adequate impairment losses are made. The Group has no significant concentrations of credit risk, with exposure spread over a large number of counterparties and customers.

The Group applies the simplified approach to provide for ECLs prescribed by IFRS 9, which permits the use of the lifetime expected loss provision for all trade receivables and trade related amounts due from related companies. The expected credit losses also incorporate forward-looking information based on key economic variables such as inflation rate. The Group expects that the credit risk associated with trade related amounts due from related companies is considered to be low, since the related parties have a strong capacity to meet contractual cash flow obligation in the near term. As at the end of the reporting period, the loss allowance was assessed to be minimal.

Management makes periodic collective assessments for financial assets included in prepayments, other receivables and other assets as well as individual assessment on the recoverability of other receivables based on historical settlement records and past experience. The Group has classified financial assets included in prepayments, other receivables and other assets in stage 1 if there was no significant increase in their credit risk since initial recognition. Otherwise, they were measured based on lifetime expected credit losses. Management continuously monitors their credit risk.

26. 財務風險管理目標及政策 (續)

(a) 信貸風險 (續)

應收貿易賬款

為管理應收貿易賬款產生的風險，本集團制定相關政策，確保僅向具適當信貸記錄的交易對手方提供信貸條款，且管理層對本集團的交易對手方進行持續的信貸評估。授予客戶的信貸期一般為6個月至1年，並根據客戶的財務狀況、以往經驗及其他因素對其信貸質素進行評估。本集團亦制定其他監督程序，確保採取後續行動收回逾期應收貿易賬款。此外，本集團定期審查應收貿易賬款的可收回金額，確保減值虧損充足。本集團並無嚴重集中信貸風險，風險分散於大量交易對手方及客戶。

本集團採用國際財務報告準則第9號規定的簡化方法計提預期信貸虧損，該方法允許對所有應收貿易賬款及應收關聯公司的貿易相關款項使用全期預期虧損撥備。預期信貸虧損亦納入基於主要經濟變量（如通貨膨脹率）的前瞻性資料。由於關聯方有強大能力於短期內履行合約現金流義務，本集團預期與關聯公司應付貿易相關款項有關的信貸風險較低。於報告期末，虧損撥備被評估為輕微。

管理層定期對預付款、其他應收款項及其他資產中的金融資產進行集體評估，並根據歷史結算記錄及以往經驗對其他應收款項的可收回性進行單獨評估。倘其自初步確認以來信貸風險並無顯著增加，則本集團將預付款、其他應收款項及其他資產中的金融資產歸入第1階段。否則，其按全期預期信貸虧損計量。管理層持續監控其信貸風險。

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

26. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

(a) Credit risk (Continued)

Maximum exposure and year-end staging

The tables below show the credit quality and the maximum exposure to credit risk based on the Group's credit policy, which is mainly based on past due information unless other information is available without undue cost or effort, and year-end staging classification as at 31 December 2023 and 2024. The amounts presented are gross carrying amounts for financial assets and the exposure to credit risk for the financial guarantee contracts.

As at 31 December 2024

		12-month ECLs 12個月預期信 貸虧損	Lifetime ECLs 全期預期信貸虧損			
		Stage 1 第一階段 RMB'000 人民幣千元	Stage 2 第二階段 RMB'000 人民幣千元	Stage 3 第三階段 RMB'000 人民幣千元	Simplified approach 簡化方法 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
Trade receivables*	應收貿易賬款*	-	-	-	174,050	174,050
Financial assets included in prepayments, other receivables and other assets – Normal**	計入預付款、其他應收 款項及其他資產的 金融資產 — 正常**	53,500	-	-	-	53,500
- Doubtful**	- 呆賬**	-	-	2,700	-	2,700
Amounts due from related companies	應收關聯公司款項	-	-	-	104,625	104,625
Pledged deposits– Not yet past due	已抵押存款– 尚未逾期	2,902	-	-	-	2,902
Cash and cash equivalents – Not yet past due	現金及現金等價物– 尚未逾期	137,178	-	-	-	137,178
Total	總計	193,580	-	2,700	278,675	474,955

26. 財務風險管理目標及政策 (續)

(a) 信貸風險 (續)

最大風險敞口及年終階段

下表顯示根據本集團信貸政策的信貸質量及最大信貸風險敞口，其主要基於過往逾期資料，惟其他資料為毋需付出不必要的成本或努力即可取得的資料則除外，以及於2023年及2024年12月31日的年終階段分類。所呈列的金額為金融資產的總賬面值及財務擔保合約信貸風險的風險敞口。

於2024年12月31日

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024
2024年12月31日

26. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

(a) Credit risk (Continued)

As at 31 December 2023

		12-month ECLs 12個月預期信 貸虧損		Lifetime ECLs 全期預期信貸虧損		
		Stage 1 第一階段 RMB'000 人民幣千元	Stage 2 第二階段 RMB'000 人民幣千元	Stage 3 第三階段 RMB'000 人民幣千元	Simplified approach 簡化方法 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
Trade receivables*	應收貿易賬款*	-	-	-	129,319	129,319
Financial assets included in prepayments, other receivables and other assets	計入預付款、其他應收款項及其他資產的金融資產					
- Normal**	- 正常**	46,518	-	-	-	46,518
Amounts due from related companies	應收關聯公司款項	-	-	-	54,555	54,555
Cash and cash equivalents	現金及現金等價物					
- Not yet past due	- 尚未逾期	177,306	-	-	-	177,306
Total	總計	223,824	-	-	183,874	407,698

* For trade receivables to which the Group applies the simplified approach for impairment, information based on the provision matrix is disclosed in note 15 to the financial statements.

** The credit quality of the financial assets included in prepayments, other receivables and other assets is considered to be "normal" when they are not past due and there is no information indicating that the financial assets had a significant increase in credit risk since initial recognition. Otherwise, the credit quality of the financial assets is considered to be "doubtful".

At the end of the reporting period, the Group had certain concentrations of credit risk as 35.8% (2023: 27.5%) of the Group's trade receivables and amounts due from related parties were due from the Group's largest customer.

26. 財務風險管理目標及政策 (續)

(a) 信貸風險 (續)

於2023年12月31日

* 就本集團根據撥備矩陣應用簡化方法釐定減值之應收貿易賬款而言，資料於財務報表附註15披露。

** 當計入預付款、其他應收款項及其他資產的金融資產並無逾期，而且並無資料顯示金融資產自首次確認以來其信貸風險已顯著增加，其信貸質素將視為「正常」。否則，金融資產的信貸質素將視為「呆賬」。

於報告期間結束時，本集團存在一定的集中信貸風險，因為本集團35.8% (2023年：27.5%) 的應收貿易賬款及應收關聯方款項來自本集團最大的客戶。

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

26. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

(b) Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulties in meeting its financial obligations due to shortage of funds. The Group's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities. The Group's objective is to maintain a balance between continuity of funding to finance its working capital needs as well as capital expenditure.

The maturity profile of the Group's financial liabilities as at the end of the reporting period, based on contractual undiscounted payments, is as follows:

		Less than 3 months or on demand 少於3個月 或按要求 RMB'000 人民幣千元	3 to 12 months 3至12個月 RMB'000 人民幣千元	1 to 10 years 1至10年 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
31 December 2024	2024年12月31日				
Trade payables	應付貿易賬款	22,822	1,532	176	24,530
Financial liabilities included in other payables, deposits received and accruals	計入其他應付款項、已收按金及應計費用的金融負債	32,506	–	–	32,506
Total	總計	55,328	1,532	176	57,036
31 December 2023	2023年12月31日				
Trade payables	應付貿易賬款	1,786	74	8	1,868
Financial liabilities included in other payables, deposits received and accruals	計入其他應付款項、已收按金及應計費用的金融負債	36,111	–	–	36,111
Total	總計	37,897	74	8	37,979

26. 財務風險管理目標及政策 (續)

(b) 流動資金風險

流動資金風險指本集團因資金短缺而難以履行其財務義務的風險。本集團面臨的流動資金風險主要來自金融資產及負債期限錯配。本集團的目標是保持資金連續性以滿足營運資金需求及資本支出之間的平衡。

根據合約未貼現付款，本集團金融負債於報告期末的到期日概況如下：

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

26. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

(c) Capital management

The primary objectives of the Group's capital management are to safeguard the Group's ability to continue as a going concern and to maintain healthy capital ratios in order to support its business and maximise shareholders' value.

The Group manages its capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Group is not subject to any externally imposed capital requirement. No change was made in the objectives, policies or processes for managing capital during the years ended 31 December 2024 and 2023.

The Group monitors capital using a current ratio, which is total current assets divided by total current liabilities, and a liabilities to assets ratio, which is total liabilities divided by total assets. The current ratios and liabilities to assets ratios at the end of each of the reporting periods are as follows:

		2024 2024年 RMB'000 人民幣千元	2023 2023年 RMB'000 人民幣千元
Total current assets	流動資產總額	460,320	402,382
Total current liabilities	流動負債總額	167,134	135,329
Total assets	資產總額	469,846	410,085
Total liabilities	負債總額	170,503	135,329
Current ratio	流動比率	2.75	2.97
Liabilities to assets ratio	負債與資產比率	0.36	0.33

27. CONTINGENT LIABILITIES

As of 31 December 2024 and 2023, the Group did not have any material contingent liabilities.

26. 財務風險管理目標及政策 (續)

(c) 資本管理

本集團資本管理的主要目的旨在保障本集團能夠持續經營及維持正常的資本比率，以支持其業務及使股東價值最大化。

本集團管理其資本結構，並根據經濟狀況的變動和相關資產的風險特徵對其作出調整。為維持或調整資本結構，本集團可能調整支付予股東的股息、將資本返還予股東或發行新股份。本集團毋須遵守任何外部施加的資本要求。截至2024年及2023年12月31日止年度，本集團概無就資本管理的目標、政策或程序作出任何變更。

本集團以流動比率（流動資產總額除以流動負債總額）及資產負債比率（負債總額除以資產總額）監控資本的情況。於各報告期間末的流動比率及資產負債比率如下：

27. 或有負債

截至2024年及2023年12月31日，本集團並無任何重大或有負債。

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日



28. STATEMENT OF FINANCIAL POSITION OF THE COMPANY

Information about the statement of financial position of the Company at the end of the reporting period is as follows:

28. 本公司財務狀況表

有關本公司於報告期末之財務狀況表的資料如下：

		2024 2024年 RMB'000 人民幣千元	2023 2023年 RMB'000 人民幣千元
CURRENT ASSETS	流動資產		
Cash and cash equivalent	現金及現金等價物	27	132
Due from subsidiaries	應收附屬公司款項	126,720	138,198
Due from related companies	應收關聯公司款項	15	–
Other receivables	其他應收款項	–	15
TOTAL CURRENT ASSETS	流動資產總值	126,762	138,345
CURRENT LIABILITIES	流動負債		
Due to subsidiaries	應付附屬公司款項	10,436	10,436
Due to related companies	應付關聯公司款項	6,853	2,745
TOTAL CURRENT LIABILITIES	流動負債總值	17,289	13,181
NET CURRENT ASSETS	流動資產淨值	109,473	125,164
TOTAL ASSETS LESS CURRENT LIABILITIES	總資產減流動負債	109,473	125,164
NET ASSETS	資產淨值	109,473	125,164
EQUITY	權益		
Equity attributable to owners of the parent	母公司擁有人應佔權益		
Share capital	股本	4,731	4,731
Reserve (note)	儲備 (附註)	104,742	120,433
TOTAL EQUITY	總權益	109,473	125,164

Notes to Financial Statements (Continued)

財務報表附註 (續)

31 December 2024

2024年12月31日

28. STATEMENT OF FINANCIAL POSITION OF THE COMPANY (CONTINUED)

Note:

A summary of the Company's reserves is as follows:

		Capital reserve 資本儲備 RMB'000 人民幣千元	Retained Earnings 留存盈利 RMB'000 人民幣千元	Total 總計 RMB'000 人民幣千元
As at 31 December 2022 and 1 January 2023	於2022年12月31日及 2023年1月1日	–	(3,890)	(3,890)
Loss for the year	年內虧損	–	(3,012)	(3,012)
Issue of shares upon initial public offering	首次公開發售後發行股票	143,531	–	143,531
Share issue expenses	股份發行開支	(16,196)	–	(16,196)
As at 31 December 2023 and 1 January 2024	於2023年12月31日及 2024年1月1日	127,335	(6,902)	120,433
Loss for the year	年內虧損	–	(2,977)	(2,977)
Dividend declared	已宣派股息	–	(12,714)	(12,714)
As at 31 December 2024	於2024年12月31日	127,335	(22,593)	104,742

28. 本公司財務狀況表 (續)

附註：

本公司儲備概述如下：

29. EVENTS AFTER THE REPORTING PERIOD

No significant events that required additional disclosure or adjustments occurred after the end of the reporting period.

30. APPROVAL OF THE FINANCIAL STATEMENTS

The financial statements were approved and authorised for issue by the board of directors on 27 March 2025.

29. 報告期後事項

報告期末後概無發生須作額外披露或調整的重大事項。

30. 批准財務報表

財務報表已於2025年3月27日獲董事會批准並授權發佈。

Summary of Financial Information

財務資料概要



RESULTS

業績

		2024	2023	2022	2021	2020
		2024年	2023年	2022年	2021年	2020年
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
Revenue	收入	412,238	351,133	319,735	295,694	230,695
Profit before tax	除稅前利潤	52,730	69,315	68,260	56,510	63,193
Income Tax	所得稅	(15,389)	(19,891)	(17,325)	(14,720)	(16,144)
Profit for the year	年內利潤	37,341	49,424	50,935	41,790	47,049
Total comprehensive income attributable to:	以下應佔全面收益總額：					
Owners of the parent	母公司擁有人	38,067	49,346	50,817	38,991	36,535
Non-controlling interests	非控股權益	(726)	78	118	2,799	10,514
		37,341	49,424	50,935	41,790	47,049

ASSETS, LIABILITIES AND NON-CONTROLLING INTERESTS

資產、負債及非控股權益

		2024	2023	2022	2021	2020
		2024年	2023年	2022年	2021年	2020年
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
Total Assets	總資產	469,846	410,085	198,032	140,666	259,505
Total liabilities	總負債	(170,503)	(135,329)	(104,766)	(98,335)	(112,586)
Non-controlling interests	非控股權益	(1,121)	(1,847)	(1,769)	(1,651)	(28,835)
		298,222	272,909	91,497	40,680	118,084

