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(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 929)

ANNUAL RESULTS ANNOUNCEMENT FOR THE YEAR ENDED 31 DECEMBER 2024

FINANCIAL HIGHLIGHTS

- 1. Revenue for the year increased by 12.4% to HK\$1,010.0 million (2023: HK\$898.7 million).
- 2. Gross profit margin for the year was 28.3% (2023: 24.8%).
- 3. Profit for the year increased by 92.5% to HK\$30.1 million (2023: HK\$15.6 million).
- 4. Basic earnings per share for the year was HK1.01 cents (2023: HK0.54 cents).
- 5. Net asset value per share as at 31 December 2024 was HK\$1.85 (2023: HK\$1.87).
- 6. The Group was in a net cash position (i.e. cash and bank balances less total borrowings) as at 31 December 2024 in the amount of HK\$223.4 million or equivalent to HK21.23 cents per share (2023: HK\$488.8 million or HK46.45 cents per share).
- 7. The Board does not recommend the payment of a final dividend for the year (2023: Nil).

The board (the "Board") of directors (the "Director(s)") of IPE Group Limited (the "Company") is pleased to announce the audited consolidated results of the Company and its subsidiaries (collectively referred to as the "Group") for the year ended 31 December 2024, together with the comparative results for the previous year:

CONSOLIDATED STATEMENT OF PROFIT OR LOSS

For the year ended 31 December 2024

| | Notes | 2024 HK\$'000 | 2023 HK\$'000 |
|--|-------------|--|---|
| Revenue | 3 | 1,010,006 | 898,733 |
| Cost of sales | | (724,301) | (675,909) |
| Gross profit | | 285,705 | 222,824 |
| Other income Change in fair value of investment properties Change in fair value of financial assets measured at | 4 | 40,641 (732) | 62,015 (2,557) |
| fair value through profit or loss ("FVPL") Reversal of (Provision for) impairment losses related to receivables Distribution costs Administrative expenses and other expenses Research and development costs | | 14,473 4,924 (37,536) (172,164) (80,641) | (1,159) (4,501) (28,947) (148,209) (57,696) |
| Profit from operations | | 54,670 | 41,770 |
| Finance costs Share of loss of an associate | <i>5(a)</i> | (15,572) (631) | (11,239) (1,158) |
| Profit before taxation | 5 | 38,467 | 29,373 |
| Income tax | 6 | (8,356) | (13,728) |
| Profit for the year | | 30,111 | 15,645 |
| Attributable to: Equity shareholders of the Company Non-controlling interests | | 10,597 19,514 | 5,667 9,978 |
| Profit for the year | | 30,111 | 15,645 |
| Earnings per share | | | |
| Basic and diluted | 7 | HK1.01 cents | HK0.54 cents |

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 31 December 2024

| | 2024 HK\$'000 | 2023 HK\$'000 |
|--|------------------|------------------|
| Profit for the year | 30,111 | 15,645 |
| Other comprehensive loss for the year | | |
| (after tax adjustment) | | |
| Items that may be reclassified subsequently to profit or loss: | | |
| - Exchange differences on translation of foreign operations | (52,522) | (17,114) |
| Total comprehensive loss for the year | (22,411) | (1,469) |
| Attributable to: | | |
| Equity shareholders of the Company | (38,633) | (7,527) |
| Non-controlling interests | 16,222 | 6,058 |
| Total comprehensive loss for the year | (22,411) | (1,469) |

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 31 December 2024

| | Notes | 2024 HK\$'000 | 2023 HK\$'000 |
|--|-------|------------------|------------------|
| Non-current assets | | | |
| Investment properties | 9 | 125,974 | 130,189 |
| Property, plant and equipment | 9 | 847,367 | 794,191 |
| Intangible assets | 10 | 55,624 | 68,362 |
| Goodwill | 11 | 66,733 | 69,206 |
| Interest in an associate | | 1,023 | 1,745 |
| Deposits for purchase of property, plant and | | | |
| equipment | | 3,855 | 2,198 |
| Deferred tax assets | - | 14,179 | 16,562 |
| | - | 1,114,755 | 1,082,453 |
| Current assets | | | |
| FVPL | | 30,825 | 16,902 |
| Inventories | 12 | 318,921 | 330,503 |
| Trade and other receivables | 13 | 455,923 | 420,470 |
| Pledged and restricted deposits | | 34,733 | 22,099 |
| Cash and cash equivalents | - | 515,160 | 674,400 |
| | - | 1,355,562 | 1,464,374 |
| Current liabilities | | | |
| Trade and other payables | 14 | 181,853 | 342,317 |
| Contract liabilities | | 7,436 | _ |
| Bank and other loans | | 287,946 | 71,147 |
| Lease liabilities | | 957 | 2,071 |
| Deferred income | | 585 | 431 |
| Tax payable | - | 5,274 | 11,391 |
| | - | 484,051 | 427,357 |
| Net current assets | - | 871,511 | 1,037,017 |
| Total assets less current liabilities | - | 1,986,266 | 2,119,470 |

CONSOLIDATED STATEMENT OF FINANCIAL POSITION (CONTINUED)

At 31 December 2024

| | Notes | 2024 HK\$'000 | 2023 HK\$'000 |
|-------------------------------------|-------|------------------|------------------|
| Non-current liabilities | | | |
| Bank and other loans | | 3,818 | 114,399 |
| Lease liabilities | | 1,735 | 3,465 |
| Other payables | 14 | 2,306 | 2,364 |
| Deferred income | 17 | 428 | 831 |
| Deferred tax liabilities | | 30,061 | 34,221 |
| | | 38,348 | 155,280 |
| NET ASSETS | | 1,947,918 | 1,964,190 |
| CAPITAL AND RESERVES | | | |
| Share capital | | 105,225 | 105,225 |
| Reserves | | 1,689,170 | 1,727,803 |
| Total equity attributable to equity | | | |
| shareholders of the Company | | 1,794,395 | 1,833,028 |
| Non-controlling interests | | 153,523 | 131,162 |
| TOTAL EQUITY | | 1,947,918 | 1,964,190 |

NOTES

1. CORPORATE INFORMATION

The Company was incorporated as an exempted company with limited liability in the Cayman Islands on 10 July 2002 under the Companies Law of Cayman Islands. The Company's shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "Stock Exchange"). The address of registered office of the Company is 89 Nexus Way, Camana Bay, Grand Cayman, KY1-9009, Cayman Islands. The principal places of business of the Company in Hong Kong, the People's Republic of China (the "PRC") and Thailand are Unit 5-6, 23/F, Enterprise Square Three, 39 Wang Chiu Road, Kowloon Bay, Kowloon, Hong Kong, No. 8 Zhuzian Road, Yue Hu Cun, Zengcheng, Guangzhou, Guangdong Province, the PRC and 99/1 Mu Phaholyothin Road, Sanubtueb, Wangnoi, Ayutthaya 13170, Thailand respectively.

The principal activity of the Company is investment holding. The principal activities of its subsidiaries are production of computer numerical control ("CNC") lathes and manufacturing and sale of high precision metal components products. There were no significant changes in the nature of the Group's principal activities during the year.

At 31 December 2024, the directors of the Company consider the immediate parent of the Group to be Baoan Technology Company Limited, a company incorporated in Hong Kong while the ultimate controlling party of the Group to be China Baoan Group Co., Ltd., a company incorporated in the PRC.

2 PRINCIPAL ACCOUNTING POLICIES

(a) Statement of compliance

These consolidated financial statements have been prepared in accordance with Hong Kong Financial Reporting Standards ("HKFRSs"), which collective term includes all applicable HKFRSs, Hong Kong Accounting Standards ("HKASs") and Interpretations issued by the Hong Kong Institute of Certified Public Accountants (the "HKICPA"), accounting principles generally accepted in Hong Kong and the disclosure requirements of the Companies Ordinance. These consolidated financial statements also comply with the applicable disclosure requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules"). Principal accounting policies adopted by the Group are disclosed in note 1 to the consolidated financial statements.

The HKICPA has issued certain amendments to HKFRSs that are first effective or available for early adoption for the current accounting period of the Group. Note 2(c) provides information on any changes in accounting policies resulting from initial application of these developments to the extent that they are relevant to the Group for the current and prior accounting periods reflected in these consolidated financial statements.

(b) Basis of preparation of the consolidated financial statements

These consolidated financial statements for the year ended 31 December 2024 comprise the Company and its subsidiaries and the Group's interest in an associate.

These consolidated financial statements are presented in Hong Kong Dollar ("**HK\$**") and all values are rounded to the nearest thousand except when otherwise indicated.

The measurement basis used in the preparation of the consolidated financial statements is the historical cost except that the following assets are stated at their fair value as explained in the accounting policies set out below:

- investment properties; and
- other investments.

The preparation of consolidated financial statements in conformity with HKFRSs requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Judgements made by management in the application of HKFRSs that have significant effect on the consolidated financial statements and major sources of estimation uncertainty are discussed in note 2 to the consolidated financial statements.

(c) Changes in accounting policies

The Group has applied the following amendments to HKFRSs issued by the HKICPA to these consolidated financial statements for the current accounting period:

(i) Amendments to HKAS 1: Classification of Liabilities as Current or Non-current

The amendments aim to promote consistency in applying the requirements by helping companies determine whether, in the statement of financial position, debt and other liabilities with an uncertain settlement date should be classified as current (due or potentially due to be settled within one year) or non-current. The amendments include clarifying the classification requirements for debt a company might settle by converting it into equity.

The adoption of the amendments does not have any significant impact on the consolidated financial statements.

(ii) Amendments to HKAS 1: Non-current Liabilities with Covenants

The amendments specify that covenants to be complied with after the reporting date do not affect the classification of debt as current or non-current at the reporting date. Instead, the amendments require a company to disclose information about these covenants in the notes to the consolidated financial statements.

The adoption of the amendments does not have any significant impact on the consolidated financial statements.

(iii) Amendments to HK Interpretation 5: Presentation of Financial Statements – Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause

This Interpretation is revised as a consequence of the above Amendments to HKAS 1 to align the corresponding wordings with no change in conclusion.

The adoption of the amendments does not have any significant impact on the consolidated financial statements.

3 REVENUE AND SEGMENT REPORTING

(a) Revenue

The principal activities of the Group are production of CNC lathes and manufacturing and sale of precision components products. The Group does not offer any discounts or rebates to customers and does not permit sales return except for where the products are damaged or defective. Further details of reportable segments regarding the Group's principal activities are disclosed in note 3(b).

Disaggregation of revenue

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

| | 2024 | 2023 |
|--|---------------|----------|
| | HK\$'000 | HK\$'000 |
| Sales of automotive components | 444,860 | 445,241 |
| Sales of hydraulic equipment components | 485,904 | 364,444 |
| Sales of electronic equipment components | 27,244 | 36,192 |
| Sales of CNC lathes | 24,797 | 28,334 |
| Others | <u>27,201</u> | 24,522 |
| Total | 1,010,006 | 898,733 |

The Group's customer base is diversified and does not have any individual customer (2023: Nil) with whom transactions have exceeded 10% of the Group's revenue.

(b) Segment reporting

(i) Segment results

The Group manages its businesses by divisions, which organised by the geographical locations of the customers. In a manner consistent with the way in which information is reported internally to the Group's most senior executive management for the purposes of resource allocation and performance assessment, the Group has presented the following six reportable segments. No operating segments have been aggregated to form the following reportable segments.

- (a) Thailand;
- (b) Malaysia;
- (c) Mainland China, Macau and Hong Kong;
- (d) North America;
- (e) Europe; and
- (f) Other countries.

Segment results, assets and liabilities

For the purposes of assessing segment performance and allocating resources between segments, the Group's senior executive management monitors the results attributable to each reportable segment on the following bases:

The measure used for reporting segment profit is gross profit. The Group's senior executive management is provided with segment information concerning segment revenue, gross profit and assets. Segment liabilities is not reported to the Group's senior executive management regularly.

Information regarding the Group's reportable segments as provided to the Group's most senior executive management for the purposes of resource allocation and assessment of segment performance for the years ended 31 December 2024 and 2023 is set out below.

| | | | | 20 | 24 | | | |
|--|----------------------|----------------------|--|------------------------------|--------------------|--------------------------|----------------------|-------------------|
| | Thailand HK\$'000 | Malaysia HK\$'000 | Mainland China, Macau and Hong Kong <i>HK\$</i> '000 | North America HK\$'000 | Europe HK\$'000 | Other countries HK\$'000 | Elimination HK\$'000 | Total HK\$'000 |
| Revenue from external | | | | | | | | |
| customers recognised by:point in time | 12,438 | 26,977 | 575,397 | 190,865 | 151,055 | 28,477 | _ | 985,209 |
| - over time | | | 24,797 | | | | | 24,797 |
| | 12,438 | 26,977 | 600,194 | 190,865 | 151,055 | 28,477 | - | 1,010,006 |
| Inter-segment revenue | 9,256 | - | - | - | - | - | (9,256) | - |
| Reportable segment revenue | 21,694 | 26,977 | 600,194 | 190,865 | 151,055 | 28,477 | (9,256) | 1,010,006 |
| Reportable segment profit | | | | | | | | |
| Gross profit | 3,518 | 7,631 | 169,780 | 53,991 | 42,730 | 8,055 | | 285,705 |
| | | | | 20 | 23 | | | |
| | | | Mainland China, | | | | | |
| | Thailand | Malaysia | Macau and Hong Kong | North America | Europe | Other countries | Elimination | Total |
| | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 |
| Revenue from external customers recognised by: | | | | | | | | |
| – point in time | 17,933 | 34,239 | 427,200 | 167,033 | 196,137 | 27,857 | - | 870,399 |
| – over time | | | 28,334 | | | | | 28,334 |
| | 17,933 | 34,239 | 455,534 | 167,033 | 196,137 | 27,857 | - | 898,733 |
| Inter-segment revenue | 9,814 | - | - | - | - | - | (9,814) | - |
| Reportable segment revenue | 27,747 | 34,239 | 455,534 | 167,033 | 196,137 | 27,857 | (9,814) | 899,733 |
| Reportable segment profit | | | | | | | | |
| Gross profit | 4,446 | 8,489 | 112,941 | 41,413 | 48,628 | 6,907 | | 222,824 |

(ii) Geographic information

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The geographical location of customers is based on the location at which the goods delivered, and the Group's revenue from external customers were disclosed in note 3(b)(i).

The following table sets out information about the geographical location of the Group's investment properties, property, plant and equipment, intangible assets, goodwill and deposits for purchase of property, plant and equipment ("specified non-current assets"). The geographical location of the specified non-current assets is based on the physical location of the asset, in the case of property, plant and equipment, the location of the operation to which they are allocated, in the case of intangible assets and goodwill, and the location of operations, in the case of interest in an associate.

40,641

62,015

| | 2024 | 2023 |
|---|-----------|-----------|
| | HK\$'000 | HK\$'000 |
| Mainland China | 1,019,451 | 984,862 |
| Hong Kong | 55,816 | 58,451 |
| Thailand | 25,309 | 22,578 |
| | 1,100,576 | 1,065,891 |
| OTHER INCOME | | |
| | 2024 | 2023 |
| | HK\$'000 | HK\$'000 |
| Government grants | 9,418 | 10,872 |
| Insurance claim | _ | 8,208 |
| Interest income | 8,433 | 14,335 |
| Net gain on disposal of other property, plant and equipment | _ | 4,704 |
| Dividend income | 2,686 | 2,376 |
| Net exchange gain | _ | 4,703 |
| Rental income from investment properties | 8,238 | 9,753 |
| Reversal of provision for surcharge on land use right | 6,238 | _ |
| Others | 5,628 | 7,064 |
| | 40.644 | 60.015 |

5 PROFIT BEFORE TAXATION

Profit before taxation is arrived at after charging (crediting):

| | | 2024 HK\$'000 | 2023 HK\$'000 |
|------------|--|------------------|------------------|
| | | ΠΑΦ ΟΟΟ | m_{ϕ} 000 |
| (a) | Finance costs | | |
| | Interest on bank and other loans | 13,768 | 10,112 |
| | Financial arrangement fees | 1,675 | 1,021 |
| | Interest on lease liabilities | 129 | 106 |
| | | 15,572 | 11,239 |
| | | 2024 | 2023 |
| | | HK\$'000 | HK\$'000 |
| (b) | Staff costs | | |
| | Salaries, wages and other benefits | 251,602 | 248,534 |
| | Contributions to defined contribution retirement plan | 26,830 | 19,462 |
| | Equity settled share-based payment expenses | | 141 |
| | | 278,432 | 268,137 |
| | | 2024 | 2023 |
| | | HK\$'000 | HK\$'000 |
| (c) | Other items | | |
| | Cost of inventories | 724,301 | 675,909 |
| | Depreciation – owned property, plant and equipment | 92,156 | 97,932 |
| | - right-of-use assets | 908 | 1,016 |
| | Amortisation of intangible assets (included in administrative | | |
| | expenses) | 10,526 | 1,344 |
| | Amortisation of leasehold land | 2,168 | 2,079 |
| | Lease payments not included in the measurement of lease liabilities | 451 | 92 |
| | Research and development costs | 80,641 | 57,696 |
| | Auditor's remuneration | | |
| | - audit services | 1,555 | 1,450 |
| | - other services | 25 262 | 900 |
| | Loss (Gain) on disposal of other property, plant and equipment Direct operating expenses arising from investment properties that | 262 | (4,704) |
| | generated rental income | 14 | 63 |
| | Net exchange loss (gain) | 3,740 | (4,703) |
| | The chemings 1000 (guin) | | (4,703) |

6 INCOME TAX

Taxation in the consolidated statement of profit or loss represents:

| | 2024 HK\$'000 | 2023 HK\$'000 |
|---|------------------|------------------|
| Current tax | | |
| Hong Kong Profits Tax | | |
| Provision for current income tax | 810 | 1,672 |
| Under-provision in prior years | 1,746 | |
| | 2,556 | 1,672 |
| PRC corporate income tax | | |
| Provision for current income tax | 9,397 | 8,098 |
| Over-provision in prior years | (1,412) | (4,656) |
| | 7,985 | 3,442 |
| Thailand's income tax | | |
| Provision for current income tax | 488 | _ |
| Under-provision in prior years | | 16 |
| | 488 | 16 |
| | 11,029 | 5,130 |
| Deferred tax | | |
| Origination and reversal of temporary differences | (2,673) | 8,598 |
| | 8,356 | 13,728 |

7 EARNINGS PER SHARE

(a) Basic earnings per share

The calculation of basic earnings per share is based on the profit attributable to equity shareholders of the Company of HK\$10,597,000 (2023: HK\$5,667,000) and the weighted average of 1,052,254,000 ordinary shares (2023: 1,052,254,000 ordinary shares) in issue during the year.

(b) Diluted earnings per share

Diluted earnings per share for years ended 31 December 2024 and 2023 were the same as the basic earnings per share.

At 31 December 2024, 104,100,000 (2023: 105,400,000) share options were excluded from the diluted weighted average number of ordinary shares calculation because their effect would have been anti-dilutive. The average market value of the Company's shares for the purpose of calculating the dilutive effect of share options was based on quoted market prices of the Company's shares for the period during which the options were outstanding.

8. DIVIDEND

The Board does not recommend the payment of a final dividend for in respect of the year ended 31 December 2024 (2023: Nil).

9 INVESTMENT PROPERTIES AND OTHER PROPERTY, PLANT AND EQUIPMENT

| | Ownership interests in leasehold land held for own use carried at cost HK\$'000 | Other properties leased for own use carried at cost HK\$'000 | Freehold land and buildings HK\$'000 | Leasehold improvement HK\$'000 | Plant and machinery HK\$'000 | Furniture and fixtures HK\$'000 | Motor vehicles HK\$'000 | Construction in progress HK\$'000 | Investment properties HK\$'000 | Total HK\$'000 |
|--|--|--|--|--------------------------------------|---|---|--|--|--------------------------------|--|
| Cost or valuation: | | | | | | | | | | |
| At 1 January 2023 | 72,454 | 7,442 | 748,259 | 17,602 | 1,548,738 | 117,321 | 13,615 | 10,644 | 135,132 | 2,671,207 |
| Representing Cost Valuation-2023 | 72,454 | 7,442 | 748,259 – | 17,602 | 1,548,738 | 117,321 | 13,615 | 10,644 | 135,132 | 2,536,075 135,132 |
| | 72,454 | 7,442 | 748,259 | 17,602 | 1,548,738 | 117,321 | 13,615 | 10,644 | 135,132 | 2,671,207 |
| Additions Transfer from construction in progress Addition through acquisition of subsidiaries Disposals | 48 - 10,890 | 5,050 - | 16,369 - 50,766 (889) | - - - - | 45,144 8,794 57,281 (77,088) | 12,788 530 6,693 (5,936) | 713 - 2,548 (44) | 27,867 (9,324) 6,713 | - - - | 102,929 - 139,941 (83,957) |
| Fair value adjustment Exchange adjustment | (1,282) | (500) | (9,764) | (233) | (22,780) | (1,763) | (163) | (557) | (2,557) (2,386) | (2,557) (39,428) |
| At 31 December 2023 | 82,110 | 11,992 | 804,741 | 17,369 | 1,560,089 | 129,633 | 16,669 | 35,343 | 130,189 | 2,788,135 |
| Representing | | | | | | | | | | |
| Cost Valuation-2023 | 82,110 | 11,992 | 804,741 | 17,369 | 1,560,089 | 129,633 | 16,669 | 35,343 | 130,189 | 2,657,946 130,189 |
| | 82,110 | 11,992 | 804,741 | 17,369 | 1,560,089 | 129,633 | 16,669 | 35,343 | 130,189 | 2,788,135 |
| Additions Transfer from construction in progress Disposals Fair value adjustment Contract modification Exchange adjustment | - - - - (3,566) | - (6,711) - 205 (429) | 13,333 106,758 (127) - (25,982) | 3,241 - - - (526) | 54,144 10,569 (58,298) - (51,354) | 18,250 3,866 (2,777) - (4,830) | 52 (532) - (466) | - | (732) (3,483) | 190,154 - (68,445) (732) 205 (91,553) |
| At 31 December 2024 | 78,544 | 5,057 | 898,723 | 20,084 | 1,515,150 | 144,142 | 15,723 | 14,367 | 125,974 | 2,817,764 |
| Representing Cost Valuation-2024 | 78,544 ——————————————————————————————————— | 5,057 | 898,723 - 898,723 | 20,084 | 1,515,150 | 144,142 | 15,723 | 14,367 ———————————————————————————————————— | 125,974 125,974 | 2,691,790 125,974 2,817,764 |
| Accumulated depreciation: | | | | | | | | | | |
| At 1 January 2023 Charge for the year Addition through acquisition of subsidiaries Written back on disposals Exchange adjustment | (8,237) (2,079) (1,968) - 478 | (4,657) (1,016) (1,860) - 511 | (387,474) (23,569) (7,532) 587 5,265 | (17,316) (548) - - 495 | (1,325,882) (61,978) (16,509) 76,993 17,782 | (84,391) (10,445) (3,893) 5,065 1,345 | (10,087) (1,392) (1,563) 43 77 | _ | - - - - | (1,838,044) (101,027) (33,325) 82,688 25,953 |
| At 31 December 2023 Charge for the year Written back on disposals Exchange adjustment | (11,806) (2,168) - 1,321 | (7,022) (908) 4,584 271 | (412,723) (20,758) 93 13,056 | (17,369) (472) - 466 | (1,309,594) (57,221) 55,117 33,658 | (92,319) (12,621) 2,051 3,329 | (12,922) (1,084) 256 362 | | - - - | (1,863,755) (95,232) 62,101 52,463 |
| At 31 December 2024 | (12,653) | (3,075) | (420,332) | (17,375) | (1,278,040) | (99,560) | (13,388) | | | (1,844,423) |
| Net book value: | | | | | | | | | | |
| At 31 December 2024 | 65,891 | 1,982 | 478,391 | 2,709 | 237,110 | 44,582 | 2,335 | 14,367 | 125,974 | 973,341 |
| At 31 December 2023 | 70,304 | 4,970 | 392,018 | | 250,495 | 37,314 | 3,747 | 35,343 | 130,189 | 924,380 |

10 INTANGIBLE ASSETS

| | Software HK\$'000 | Patents HK\$'000 | Total <i>HK</i> \$'000 |
|--|----------------------|---------------------|-------------------------------|
| Cost: | | | |
| At 1 January 2023 | _ | 6,820 | 6,820 |
| Addition through acquisition of subsidiaries | 747 | 64,558 | 65,305 |
| Exchange adjustment | | (153) | (153) |
| At 31 December 2023 and 1 January 2024 | 747 | 71,225 | 71,972 |
| Exchange adjustment | (27) | (2,544) | (2,571) |
| At 31 December 2024 | 720 | 68,681 | 69,401 |
| Accumulated amortisation: | | | |
| At 1 January 2023 | _ | (2,532) | (2,532) |
| Charge for the year | _ | (1,344) | (1,344) |
| Exchange adjustment | | 266 | 266 |
| At 31 December 2023 and 1 January 2024 | _ | (3,610) | (3,610) |
| Charge for the year | (99) | (10,427) | (10,526) |
| Exchange adjustment | 2 | 357 | 359 |
| At 31 December 2024 | (97) | (13,680) | (13,777) |
| Net book value: | | | |
| At 31 December 2024 | 623 | 55,001 | 55,624 |
| At 31 December 2023 | 747 | 67,615 | 68,362 |

11 GOODWILL

| | 2024 HK\$'000 | 2023 HK\$'000 |
|--|------------------|------------------|
| Cost and carrying amount | | |
| At 1 January | 69,206 | 10,196 |
| At date of acquisition of subsidiaries | _ | 58,761 |
| Exchange adjustment | (2,473) | 249 |
| At 31 December | 66,733 | 69,206 |

Impairment tests for cash-generating units containing goodwill

Goodwill is allocated to the Group's cash-generating units ("CGU") identified according to country of operation and operating segment as follows:

| | 37 . | 2024 | 2023 |
|--|-------|----------|----------|
| | Notes | HK\$'000 | HK\$'000 |
| Jiangsu Kemai Hydraulic Control System Company Limited | | | |
| ("Jiangsu Kemai") | (i) | 10,072 | 10,445 |
| Yutai Hydraulic Technology (Shanghai) Company Limited | | | |
| ("Yutai Hydraulic") and Wuhu Inno Hydraulic | | | |
| Technology Co., Ltd. ("Wuhu Inno") (together as | | | |
| "Yutai Hydraulic Group") | (ii) | 56,661 | 58,761 |
| | | 66,733 | 69,206 |

(i) The recoverable amount of the Jiangsu Kemai is determined based on value-in-use calculations. These calculations use cash flow projections based on financial budgets approved by management covering a five-year period. The average budgeted sales growth rate of the five-year period is 4% (2023: 3%). Cash flows beyond the aforementioned financial forecasts period are extrapolated using estimated sales growth rate of 2% (2023: 2%), which was estimated on the basis of the long-term inflation rate in the PRC. It is a commonly used valuation assumption that the long-term growth rate of a company will converge with the long-term inflation rate of the PRC. The cash flows are discounted using a discount rate of 15.9% (2023: 13.3%). The discount rates used are pre-tax and reflect specific risks relating to the Jiangsu Kemai.

(ii) The recoverable amount of the Yutai Hydraulic Group is reference to business valuations of Yutai Hydraulic Group determined under market-based and asset-based approaches, which is the fair value less costs of disposal. The valuations were carried out by an independent professional valuer, who have among their staff with recent experience in the category of business being valued. The Group's management have discussion with the valuer on the valuation assumptions and valuation results when the valuations are performed at the reporting date.

12 INVENTORIES

| | 2024 HK\$'000 | 2023 HK\$'000 |
|------------------|------------------|------------------|
| Raw materials | 97,580 | 99,655 |
| Consumables | 16,321 | 16,616 |
| Work in progress | 70,298 | 88,445 |
| Finished goods | 134,722 | 125,787 |
| | 318,921 | 330,503 |

The analysis of the amount of inventories recognised as an expense and included in profit or loss is as follows:

| | 2024 HK\$'000 | 2023 HK\$'000 |
|--|------------------|------------------|
| Carrying amount of inventories sold (Reversal of write-down) Write-down of inventories | 737,924 (13,623) | 668,563 7,346 |
| Cost of inventories | 724,301 | 675,909 |

13 TRADE AND OTHER RECEIVABLES

| | 2024 HK\$'000 | 2023 HK\$'000 |
|---|------------------|------------------|
| | ΠΚΦ 000 | ПК\$ 000 |
| Trade debtors, net of loss allowance | 310,370 | 269,645 |
| Bills receivables | 59,898 | 54,242 |
| Other debtors, net of loss allowance | 20,907 | 20,146 |
| Contract assets | 25,204 | 17,131 |
| | | |
| Financial assets measured at amortised cost | 416,379 | 361,164 |
| Deposits and prepayments | 16,370 | 26,738 |
| Prepayment for purchasing property, plant and equipment | 1,864 | 14,800 |
| Deductible input value added taxes | 21,310 | 17,768 |
| | 455,923 | 420,470 |

All of trade and other receivables are expected to be recovered or recognised as expense within one year. The Group does not hold any collaterals over the trade and other receivables as at 31 December 2024 (2023: Nil).

Ageing analysis

As of the end of the reporting period, the ageing analysis of trade debtors (which are included in trade debtors and bills receivables), based on the invoice date and net of loss allowance, is as follows:

| | 2024 HK\$'000 | 2023 HK\$'000 |
|----------------|------------------|------------------|
| Within 1 month | 175,321 | 106,371 |
| 1 to 2 months | 71,405 | 85,440 |
| 2 to 3 months | 51,043 | 50,517 |
| 3 to 4 months | 35,049 | 34,399 |
| 4 to 12 months | 37,450 | 47,160 |
| | 370,268 | 323,887 |

Trade debtors are due within 60 to 120 days from the date of billing.

14 TRADE AND OTHER PAYABLES

| | 2024 HK\$'000 | 2023 HK\$'000 |
|---|------------------|------------------|
| Trade payables | 105,160 | 102,351 |
| Interest payables | 162 | 687 |
| Other payables | 15,423 | 23,753 |
| Other tax payables | 6,023 | 4,048 |
| Payable for purchasing property, plant and equipment | 25,537 | 5,088 |
| Accruals | 5,520 | 13,524 |
| Accrued staff cost | 26,334 | 27,165 |
| Consideration payable for acquisition of subsidiaries | | 168,065 |
| | 184,159 | 344,681 |
| Portion classified as non-current: | | |
| Other payables | (2,306) | (2,364) |
| Current portion | 181,853 | 342,317 |

As of the end of the reporting period, the ageing analysis of trade payables and bills payable based on the invoice date, is as follows:

| | 2024 | 2023 |
|----------------|----------|----------|
| | HK\$'000 | HK\$'000 |
| Within 1 month | 64,756 | 55,584 |
| 1 to 2 months | 21,781 | 24,698 |
| 2 to 3 months | 6,312 | 10,812 |
| Over 3 months | 12,311 | 11,257 |
| | 105,160 | 102,351 |

The trade payables are non-interest bearing and are normally settled on terms ranging from 30 to 90 days.

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW

Challenged by the weak global economy and sluggish consumption, businesses with considerable reliance on Original Equipment Manufacturer ("**OEM**") have been strongly affected. Besides, at the end of last year, Donald Trump was successfully elected as President of the United States, resulting in the intensified trade war between the US and China. In response to the changing market conditions, the adverse factors of global economic weakness, the Group further improved its overall competitiveness through a combination of external mergers and acquisitions and internal research and development, further enhancing its product system. Total revenue for the year was HK\$1,010,006,000, representing an increase of HK\$111,273,000 or 12.4% as compared to the corresponding period of last year, with performance varying for specific industries.

Firstly, in respect of hydraulic equipment components segment, since the domestic real estate market remained sluggish, resulting in a saturation of demand for domestic excavator manufacturers. There is still a significant inventory of excavators, and order demand remains at a low to medium level. As at the end of 2024, our order demand was delayed due to the prudent inventory management of the relevant customers. However, driven by the successful acquisition of a hydraulics business at the end of 2023 and launch of new products, the hydraulic equipment components segment recorded a revenue of HK\$485,904,000 for the year with a double-digit growth year-on-year, accounting for the largest proportion of the total revenue of the Group.

Increasing market penetration of new energy vehicles resulted in declining orders in traditional automotive projects. The Group continue to optimize production management and enhance efficiency of automotive parts business through production line automation to support development of new project. The automotive components business recorded revenue of HK\$444,860,000 for the year, maintaining flat as compared to the corresponding period of last year.

As for the electronic equipment components business, the Group recorded a revenue of HK\$27,244,000 for the year with a year-on-year decrease of HK\$8,948,000 or 24.7%, due to the influence of overall contraction of the market, coupled with the Group's commitment to business transformation and upgrading for long-term development by investing more resources in the development of new products and new markets.

In addition, among the new business segments developed by the Group, the production and sale of high-end CNC lathes was also inevitably affected by the weak global economy, with the revenue recorded by the segment decreased from HK\$28,334,000 last year to HK\$24,797,000 in 2024, representing a year-on-year decrease of HK\$3,537,000.

The following table shows the sales of each of the Group's businesses.

| | 2024 | | 2023 | | Change | |
|---------------------------|-----------|-------|----------|-------|----------|-------|
| | HK\$'000 | % | HK\$'000 | % | HK\$'000 | % |
| Major business categories | | | | | | |
| Hydraulic equipment | | | | | | |
| components | 485,904 | 48.1 | 364,444 | 40.5 | +121,460 | +33.3 |
| Automotive components | 444,860 | 44.0 | 445,241 | 49.5 | -381 | _ |
| Electronic equipment | | | | | | |
| components | 27,244 | 2.7 | 36,192 | 4.0 | -8,948 | -24.7 |
| CNC lathes | 24,797 | 2.5 | 28,334 | 3.2 | -3,537 | -12.5 |
| Others | 27,201 | 2.7 | 24,522 | 2.8 | +2,679 | +10.9 |
| | 1,010,006 | 100.0 | 898,733 | 100.0 | +111,273 | +12.4 |

Driven by various factors such as mergers and acquisitions, efficiency enhancement and cost control, our gross profit for the year was HK\$285,705,000, an increase of HK\$62,881,000 or 28.2% as compared to HK\$222,824,000 for the corresponding year. Our gross profit margin rose from 24.8% to 28.3%, an increase of 3.5%. This reflects the effectiveness of the transformation and upgrading efforts. Meanwhile, the Group's basic elements of sales, gross profit and gross profit margin have rebounded to the normal levels in recent years.

In order to realize long-term development, Jiangsu Kemai, a subsidiary of the Company, completed second phase of factory expansion in Yangzhou in 2024, which has been put into operation during the year. As for the Factory No. 6 of Changshu site, the construction was completed as scheduled during the year, and the certificate of property ownership has been issued upon relevant inspection and acceptance, enabling the site well prepared for future production capacity enhancement.

In terms of research and development ("**R&D**"), after the successful acquisition of Yutai Hydraulic and Wuhu Inno ("**Previous Year's Acquisition**") at the end of last year, both companies both possess R&D capabilities, focusing on independent products and continuously innovating new products to maintain competitiveness and profitability. In meeting customer demands, R&D expenses have therefore increased. While developing new products, patent applications are ongoing, with 88 patents applied for and 71 intellectual property rights obtained by the Group in recent years, which secures promotion of new products development.

The Group's net profit after tax for the year ended 31 December 2024 amounted to HK\$30,111,000, representing an increase of HK\$14,466,000 or 92.5% as compared to HK\$15,645,000 for the previous year, and the earnings per share also increased by 87.0% from HK0.54 cents to HK1.01 cents per share.

PROSPECT

At the time of preparing this report, the US government has released a new round of tariffs policies on goods imported from China, and after multiple rounds of tariff increases, it is believed that various aspects of the economy and market will undergo different degrees of changes. The responsive measures of China have raised the uncertainty of the overall environment. In the face of fast-changing environment and vicious competition within China, only continuous optimization can maintain the sustainable development of the Group. It has to focus on new products, technologies and processes to build competitive advantages, while seeking new growth points through optimizing cost structures and expanding new businesses. In addition, continuous efforts shall be made to improve the quality of products, so as to support the overall development.

After the recent acquisitions, the Group needs to increase the proportion of sales of its self-owned products and focus on development of new products to enhance profitability of the Group. In addition, given the capricious policies issued by the US government, the current tariff level bring huge pressure to the Group. Besides, the domestic market is still in depression, the company needs to actively develop overseas markets, particularly exploring the ASEAN and Eastern European markets. At the same time, while maintaining existing customers, we will develop new customers and promote high value-added markets, such as the intelligent agricultural machinery market and the supporting business for the export market of construction machinery.

The Group will continue to propel cost reduction and efficiency enhancement by promoting lean projects, optimizing operational efficiency, further reinforcing management of raw materials and other consumables, focusing on quality control and reducing the scrap rate, adopting multiple channels to lower costs and prices. Through the research institute as a platform for R&D communication, the Company join hands with its subsidiaries to design and develop new products, driving breakthrough in new products. Enhancing the synergy effect along the upstream and downstream supply chain, providing one-stop integrated solutions and related products and services.

Finally, I would like to express my gratitude, on behalf of the Board of directors, to all employees for their contributions and efforts to the Group over the past years.

FINANCIAL REVIEW

In 2024, affected by a series of factors including the unstable relationship between China and the United States, the Russian-Ukrainian war and the political conflict in the Middle East, the economic atmosphere was weak with market competition increasingly intensified. Challenged by such a less-desirable environment, the Group continued to optimize its production capacity, enlarge its investment in automation projects, and push forward the efforts in cost reduction, quality enhancement and efficiency improvement. Meanwhile, it made proactive exploration in new businesses, markets and customers, and endeavored to push forward the transformation and upgrading of its business structure. In 2024, the Group recorded a revenue of HK\$1,010,006,000 for the year, representing an increase of HK\$111,273,000 or 12.4% as compared to HK\$898,733,000 for the same period of last year. The growth was mainly driven by the completion of the Previous Year's Acquisition, by the end of 2023, which contributed a significant increase in revenue of the hydraulic equipment components business.

Driven by the increase in sales, coupled with the Group's upgrading and transformation, the development of downstream supply chain and other factors, it recorded a gross profit of HK\$285,705,000 in 2024, compared to HK\$222,824,000 for the same period of last year, representing an increase of HK\$62,881,000 or 28.2%, while the gross profit margin for 2024 was 28.3%, up 3.5% year-on-year.

Other income for the year was HK\$40,641,000, a year-on-year decrease of HK\$21,374,000. Such decrease was mainly due to the decrease in idle funds since the Group invested in acquisitions and fixed assets, which resulted in the interest income merely amounting to HK\$8,433,000 in 2024, representing a year-on-year decrease of HK\$5,902,000. In addition, other income for the previous year included some exceptional or one-off gains, such as insurance claims, proceeds from disposal of fixed assets and foreign exchange gains with an aggregate amount of approximately HK\$17,615,000.

As a result of the Previous Year's Acquisition, the development of downstream supply chain, and the promotion of business transformation, the selling and distribution expenses of the Group amounted to HK\$37,536,000 in 2024, representing an increase of HK\$8,589,000 as compared to HK\$28,947,000 last year, mainly due to the Previous Year's Acquisition. In addition, with the increasing proportion of domestic sales, the exhibition and related expenses incurred for the relevant sales activities also increased, resulting in the increase in selling and distribution expenses.

The administrative expenses and other expenses amounted to HK\$172,164,000 in 2024 as compared to HK\$148,209,000 for the corresponding period of last year, with an increase of HK\$23,955,000 or 16.2%. The increase was primarily due to the Previous Year's Acquisition, the administrative expenses and other expenses amounted to HK\$14,034,000; Additionally, the intangible assets arising from the acquisitions were amortized during the year with an amortized amount of approximately HK\$8,400,000. In respect of the expenses associated with the original operations, the Group reduced its reliance on traditional energy sources through the construction of photovoltaic systems, energy storage systems and centralized gas supply and cooling measures to reduce energy consumption and costs, save electricity and enhance the efficiency of the relevant power consuming equipment, and the electricity and energy expenses decreased by HK\$1,257,000 as compared to the corresponding period of last year.

In 2024, the finance costs was HK\$15,572,000, representing a year-on-year increase of HK\$4,333,000, which was mainly due to the increase in interest expenses associated with the bank loans used for the Previous Year's Acquisition with a loan amount of RMB117,700,000.

Due to the successful completion of the Previous Year's Acquisition, the profit attributable to owners of the Group for the year ended 31 December 2024 amounted to HK\$10,597,000, representing an year-on-year increase of HK\$4,930,000 as compared to the profit attributable to owners of the Group of HK\$5,667,000 last year.

CHARGES ON THE GROUP'S ASSETS

As at 31 December 2024, the Group had total bank borrowings of HK\$285,783,000 (31 December 2023: HK\$166,355,000), which were secured by pledged deposit, corporate guarantees given by the Company and certain of its subsidiaries, as well as equity interests and real estates of its subsidiary. The increase in loans was mainly due to the payment for Previous Year's Acquisition and the construction cost of a new plant. Specifically, the Group pledged deposits of HK\$19,173,000 (31 December 2023: HK\$20,000,000) to secure daily working capital and pledged deposits of HK\$1,485,000 to secure letters of guarantee (31 December 2023: HK\$2,099,000). The Group pledged the equity interest of a subsidiary to obtain funds for Previous Year's Acquisition and deposits of HK\$14,075,000 (31 December 2023: Nil) have been restricted only for loan settlement purpose, and at last, the Company pledged the real estates in Jiangsu held by a subsidiary to obtain funds for the construction of a new plant.

Except for above pledges and restricted deposits, the Group had no charge on any of its assets for its banking facilities as at 31 December 2024.

LIQUIDITY, FINANCIAL RESOURCES AND FINANCIAL RATIOS

As at 31 December 2024, cash per share of the Group amounted to HK\$0.52 as compared to HK\$0.66 last year, based on the 1,052,254,135 ordinary shares in issue (31 December 2023: 1,052,254,135 ordinary shares). The net asset value per share for 2024 amounted to HK\$1.85, representing a decrease of HK\$0.02 or 1.0% as compared to HK\$1.87 last year.

In the statement of cash flows, net cash inflow from operating activities amounted to HK\$83,830,000 in 2024, representing a decrease of HK\$63,680,000 as compared to net cash inflow from operating activities of HK\$147,510,000 last year.

In terms of capital expenditures, in order to support long-term development, the Group completed the construction and delivery of plant, including the expansion of the second phase of Factory expansion by Jiangsu Kemai and the Factory No.6 of Jiangsu Koda Precision Engineering Company Limited. The investments in various property, plant and equipment assets was HK\$164,617,000, which represent an increase of HK\$61,688,000 in such kind of investments as compared with previous year. At the beginning of 2024, it completed payment of the remaining consideration for Previous Year's Acquisition, resulting in a net cash outflow of HK\$168,065,000 (2023: HK\$54,735,000). As a result, net cash outflow from investing activities amounted to HK\$315,481,000 in 2024, representing an increase of HK\$180,501,000 as compared to net cash outflow from investing activities of HK\$134,980,000 last year.

In terms of financing activities, the interest paid for the year amounted to HK\$14,086,000 in 2024, as compared to the interest paid of HK\$9,985,000 last year. The increase was due to the increase in the bank loans granted for the Previous Year's Acquisition during the year. The aggregate amount of new loans was HK\$175,360,000 mainly attributable to the bank loans granted for the above acquisition. In addition, repayment of bank loans amounted to HK\$64,795,000 in 2024, as compared to HK\$40,000,000 last year, mainly due to the repayment of matured bank borrowings. The net cash inflow from financing activities amounted to HK\$87,635,000 in 2024, as compared to net cash outflow of HK\$50,981,000 last year.

The Group's net cash (cash and bank balances less total bank and other loan) was HK\$223,396,000 as at 31 December 2024, representing a decrease of HK\$265,458,000 as compared to HK\$488,854,000 as at 31 December 2023.

CURRENCY EXPOSURE AND MANAGEMENT

The Group is exposed to fluctuations in foreign exchange rates. Since most of the Group's revenue is denominated in US dollars, whereas most of the Group's expenses, such as major raw materials and machinery costs and production expenses, are denominated in Japanese yen, Renminbi, Thai Baht and Hong Kong dollars, fluctuations in exchange rates can materially affect the Group, in particular, the appreciation of Renminbi will adversely affect the Group's profitability. The management of the Group continuously evaluates the foreign exchange risks of the Group and takes measures when necessary to reduce the risks.

HUMAN RESOURCES

The Company has always been concerned about the health, development and other issues of its employees to secure their daily needs and enhance their sense of belonging. During the year, there were no major accidents, fines or complaints, and the Company provided a safe production environment. In addition, during the year, the Guangzhou production base carried out large-scale firefighting emergency drills in conjunction with firefighting, safety inspection, public security, health and other authorities, as well as the neighbouring enterprises, to improve the employees' capabilities of emergency rescue and escape. Before the arrival of New Year's Day and the Spring Festival, the Company launched operation safety training and conducted a safety inspection for the entire plant to rectify any potential safety hazards and to safeguard the lives and safety of our employees.

Also, the Company has delivered a satisfying performance in localization of the talent ladder construction under the strategic policies for long-term development, to protect the Company's development needs. By utilization of industry exhibitions, industry associations or research institutes and other communication platforms, the Company is able to recruit talents in different fields through multiple channels. The number of talents with master or doctoral qualification has reached 33.

Meanwhile, the Company has a share option scheme in place as an encouragement and awards to selected participants for their contributions to the Company. The Company has set up a mandatory provident fund and local retirement benefit scheme for our staff.

The Company continued to improve its automated production model and adopted advanced multi-functional production equipment to reduce the need for basic personnel. As at 31 December 2024, the Company had a total of 2,173 employees (including the staff of the two subsidiaries acquired at the end of last year), representing an increase of 108 employees as compared to 2,065 employees as at 31 December 2023.

SUPPLEMENTARY INFORMATION

Purchase, Redemption or Sale of Listed Securities of the Company

During the year ended 31 December 2024, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's securities (including sale of treasury shares, if any) listed on the Stock Exchange. As of 31 December 2024, the Company did not hold any treasury shares.

Final Dividend

The Board does not recommend the payment of a final dividend in respect of the year ended 31 December 2024 (2023: Nil).

Annual General Meeting of the Company (the "AGM")

The forthcoming AGM will be held on 16 May 2025. A notice convening the AGM will be published on the Company's website and the website of the Hong Kong Stock Exchange or dispatched to the Shareholders (if requested) in accordance with the requirements of the Listing Rules in due course.

Corporate communications will be available electronically on both the Company's website at www.ipegroup.com and the website of the Hong Kong Stock Exchange at www.hkexnews.hk. Actionable Corporate Communications will be sent to Shareholders individually via the email address provided by them or in printed form (if no functional email addresses are provided).

If the Shareholders want to change the means of receipt and language of corporate communications, they may send an email to ipegroup.ecom@computershare.com.hk specifying their name, address and request to receive the corporate communications in printed form. Any instructions to receive future communications in printed form will remain valid for one year from the receipt date of the Shareholder's instruction.

Closure of Register of Members and Record Date for Attending and Voting at AGM

For the purpose of determining the entitlement of the shareholders of the Company (the "Shareholders") to attend and vote at the AGM to be held on 16 May 2025, the Register of Members of the Company will be closed from 13 May 2025 to 16 May 2025 (both days inclusive), during that period no transfer of shares will be effected and the record date will be 16 May 2025. In order to qualify for the right to attend and vote at the AGM, all transfers accompanied by the relevant share certificates must be lodged with the Company's Branch Share Registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, no later than 4:30 p.m. on 12 May 2025 for registration of transfer.

Corporate Governance

The Company is committed to maintaining a high standard of corporate governance with a view to enhancing the management of the Company as well as preserving the interests of the Shareholders as a whole. The Company has adopted the principles and code provisions of the Corporate Governance Code (the "CG Code") as set out in Part 2 of the Appendix C1 to Listing Rules as the basis of the Company's corporate governance practices and the Board is of the view that the Company has met the CG Code during the year ended 31 December 2024 except the deviations for the followings:

- (a) The code provision C.2.1 of the CG Code stipulates that the roles of chairman and chief executive should be separate and should not be performed by the same individual. Mr. Zeng Guangsheng ("Mr. Zeng") has assumed the roles of both Chairman of the Board and Chief Executive Officer of the Company. The Board believes that by assuming both roles, Mr. Zeng will be able to provide the Group with strong and consistent leadership, allowing for more effective and efficient business planning and decisions as well as execution of long-term business strategies of the Group. The structure is therefore beneficial to the Shareholders as a whole.
- (b) The code provision C.1.6 of the CG Code stipulates that independent non-executive director and other non-executive director should attend general meetings to gain and develop a balanced understanding of the views of shareholders. Mr. Chen Kuangguo, a non-executive Director and Mr. Zhu Jianbiao, an independent non-executive Director, were unable to attend the annual general meeting of the Company held on 10 May 2024 due to other engagement.

Audit Committee

The Audit Committee of the Company (the "Audit Committee"), currently comprising three independent non-executive directors, namely Mr. Yang Rusheng (Chairman of the Audit Committee), Mr. Cheung, Chun Yue Anthony and Mr. Zhu Jianbiao, has reviewed the accounting principles and practices adopted by the Group and discussed risk management, internal control and financial reporting processes including the review of the Company's annual results for the year ended 31 December 2024 with senior management of the Group and external auditor with no disagreement with the Audit Committee.

Events after the Reporting Period

The Group had no material events for disclosure subsequent to 31 December 2024 and up to the date of this announcement.

Scope of Work of Forvis Mazars CPA Limited

The figures in respect of the Company's consolidated statement of financial position, consolidated statement of profit or loss, 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 announcement have been agreed by the Group's auditor, Forvis Mazars CPA Limited ("Forvis Mazars"), to the amounts set out in the Group's draft consolidated financial statements for the year ended 31 December 2024. The work performed by Forvis Mazars in this respect did not constitute an assurance engagement and consequently no opinion or assurance conclusion has been expressed by Forvis Mazars on this announcement.

Publication of the Annual Results Announcement and the Annual Report on the Websites of the Stock Exchange and the Company

This results announcement is published on the Company's website (www.ipegroup.com) and the website of the Hong Kong Stock Exchange (www.hkexnews.hk). The 2024 annual report of the Company containing all relevant information required under the Listing Rules will be dispatched to the Shareholders (if requested) and published on the afore-mentioned websites in due course.

Board of Directors

As at the date of this announcement, the Board comprises the following directors

Executive Directors Non-executive Directors

Mr. Zeng Guangsheng Ms. Zeng Jing

(Chairman and Chief Executive Officer) Mr. Chen Kuangguo

Mr. Ng Hoi Ping

Independent Non-executive Directors

Mr. Yang Rusheng

Mr. Cheung, Chun Yue Anthony

Mr. Zhu Jianbiao

By order of the Board IPE Group Limited Zeng Guangsheng
Chairman

Hong Kong, 28 March 2025