RIVERINE CHINA HOLDINGS LIMITED
浦江中國控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 1417)

ANNOUNCEMENT OF ANNUAL RESULTS FOR THE YEAR ENDED 31 DECEMBER 2024

RESULTS

The Board is pleased to announce the audited consolidated results of Riverine China Holdings Limited and its subsidiaries for the year ended 31 December 2024 together with the comparative figures for the year ended 31 December 2023 as follows:

CONSOLIDATED STATEMENT OF PROFIT OR LOSS

Year ended 31 December 2024

	Notes	**2024** **RMB'000**	2023 *RMB'000*
REVENUE	*4*	**966,816**	919,684
Cost of services provided	*5*	**(851,554)**	(845,540)
Gross profit		**115,262**	74,144
Other income and gains	*4*	**11,070**	26,671
Selling and distribution expenses		**(38,443)**	(28,106)
Administrative expenses		**(119,319)**	(118,699)
Changes in fair value of investment properties		**(12,430)**	(48,344)
Interest expenses	*6*	**(16,117)**	(14,859)
Share of profits and losses of:			
Joint ventures		**1,645**	(3,227)
Associates		**13,818**	9,062
LOSS BEFORE TAX	*5*	**(44,514)**	(103,358)
Income tax (expense)/credit	*7*	**(5,633)**	22,408
LOSS FOR THE YEAR		**(50,147)**	(80,950)

	Notes	**2024** ***RMB'000***	2023 *RMB'000*
Attributable to:			
Owners of the parent		**(50,342)**	(74,464)
Non-controlling interests		**195**	(6,486)
		(50,147)	(80,950)
LOSS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT			
Basic and diluted (RMB)	*9*	**(0.13)**	(0.19)

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

31 December 2024

	2024	2023
	RMB'000	*RMB'000*
LOSS FOR THE YEAR	**(50,147)**	(80,950)
OTHER COMPREHENSIVE LOSS		
Other comprehensive loss that will not be reclassified to profit or loss in subsequent periods:		
Equity investments designated at fair value through other comprehensive income	**186**	(452)
Translation differences of the financial statements using different presentation currency	**(450)**	12
Net other comprehensive loss that will not be reclassified to profit or loss in subsequent periods	**(264)**	(440)
OTHER COMPREHENSIVE LOSS FOR THE YEAR, NET OF TAX	**(264)**	(440)
TOTAL COMPREHENSIVE LOSS FOR THE YEAR	**(50,411)**	(81,390)
Attributable to:		
Owners of the parent	**(50,606)**	(74,904)
Non-controlling interests	**195**	(6,486)
	(50,411)	(81,390)

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

31 December 2024

	Notes	2024 RMB'000	2023 RMB'000
NON-CURRENT ASSETS			
Property, plant and equipment	10	**60,962**	54,215
Investment properties		**100,000**	148,000
Right-of-use assets		**35,516**	15,520
Goodwill	11	**12,771**	25,901
Finance lease receivables		**8,175**	9,219
Other intangible assets	12	**5,837**	12,311
Investments in joint ventures		**27,089**	23,438
Investments in associates		**103,927**	95,965
Equity investments designated at fair value through other comprehensive income		**2,036**	1,850
Other non-current assets		**9,940**	13,786
Deferred tax assets		**19,345**	18,864
Total non-current assets		**385,598**	419,069
CURRENT ASSETS			
Inventories		**260**	100
Trade receivables	13	**253,258**	235,471
Prepayments and other receivables		**122,634**	109,367
Restricted bank balances		**20,701**	27,105
Finance lease receivables		**815**	768
Cash and cash equivalents		**153,582**	139,674
Total current assets		**551,250**	512,485
CURRENT LIABILITIES			
Trade payables	14	**132,857**	126,912
Other payables and accruals		**151,075**	126,105
Interest-bearing bank loans and other borrowings		**210,744**	186,285
Lease liabilities		**20,695**	25,025
Tax payable		**16,171**	17,943
Total current liabilities		**531,542**	482,270

	2024	2023
	RMB'000	*RMB'000*
NET CURRENT ASSETS	**19,708**	30,215
TOTAL ASSETS LESS CURRENT LIABILITIES	**405,306**	449,284
NON-CURRENT LIABILITIES		
Interest-bearing bank loans and other borrowings	**46,636**	13,563
Lease liabilities	**137,502**	154,628
Deferred tax liabilities	**350**	1,250
Total non-current liabilities	**184,488**	169,441
Net assets	**220,818**	279,843
EQUITY		
Equity attributable to owners of the parent		
Issued capital	**3,391**	3,391
Reserves	**148,895**	199,519
	152,286	202,910
Non-controlling interests	**68,532**	76,933
Total equity	**220,818**	279,843

NOTES TO FINANCIAL STATEMENTS

31 December 2024

1. CORPORATE AND GROUP INFORMATION

Riverine China Holdings Limited (the "**Company**") is an exempted company with limited liability incorporated in the Cayman Islands under the Companies Law of the Cayman Islands. The registered office address of the Company is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands. The principal place of business is located at 14th Floor, Jiushi Tower, 28 South Zhongshan Road, Shanghai, the People's Republic of China (the "**PRC**").

The Company and its subsidiaries (collectively referred to as the "**Group**") are principally engaged in the business of property management services and environmental sanitary services in the PRC.

In the opinion of the Company's directors, the holding company of the Company is Partner Summit Holdings Limited (the "**Parent**") and the ultimate holding company of the Company is Vital Kingdom Investments Limited (the "**Ultimate parent**"), which was established in the British Virgin Islands ("**BVI**"). The ultimate controlling shareholders of the Company are Mr. Xiao Xing Tao, Mr. Fu Qi Chang and Mr. Chen Yao (together the "**Controlling Shareholders**").

2. ACCOUNTING POLICIES

2.1 BASIS OF PREPARATION

These financial statements have been prepared in accordance with HKFRS Accounting Standards as issued by the Hong Kong Institute of Certified Public Accountants ("**HKICPA**") and the disclosure requirements of the Hong Kong Companies Ordinance. They have been prepared under the historical cost convention, except for certain equity investments designed at fair value through other comprehensive income and investment properties which have been measured at fair value. 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 (collectively referred to as the "**Group**") 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).

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.

If the Group loses control over a subsidiary, it derecognises the related assets (including goodwill), liabilities, any non-controlling interest and the exchange fluctuation reserve; 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 HKFRS Accounting Standards for the first time for the current year's financial statements.

HKFRS 16	*Lease Liability in a Sale and Leaseback*
Amendments to HKAS 1	*Classification of Liabilities as Current or Non-current* (the "**2020 Amendments**")
Amendments to HKAS 1	*Non-current Liabilities with Covenants* (the "**2022 Amendments**")
Amendments to HKAS 7 and HKFRS 7	*Supplier Finance Arrangements*

The nature and the impact of the revised HKFRS Accounting Standards are described below:

(a) Amendments to HKFRS 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 HKFRS 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.

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 HKAS 7 and HKFRS 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.

2.3 ISSUED BUT NOT YET EFFECTIVE HKFRS ACCOUNTING STANDARDS

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

HKFRS 18	*Presentation and Disclosure in Financial Statements*[3]
HKFRS 19	*Subsidiaries without Public Accountability: Disclosures*[3]
Amendments to HKFRS 9 and HKFRS 7	*Amendments to the Classification and Measurement of Financial Instruments*[2]
Amendments to HKFRS 9 and HKFRS 7	*Contracts Referencing Nature-dependent Electricity*[2]
Amendments to HKFRS 10 and HKAS 28	*Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*[4]
Amendments to HKAS 21	*Lack of Exchangeability*[1]
Annual Improvements to HKFRS Accounting Standards *— Volume 11*	Amendments to HKFRS 1, HKFRS 7, HKFRS 9, HKFRS 10 and HKAS 7[2]

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

Further information about those HKFRS Accounting Standards that are expected to be applicable to the Group is described below.

HKFRS 18 replaces HKAS 1 *Presentation of Financial Statements*. While a number of sections have been brought forward from HKAS 1 with limited changes, HKFRS 18 introduces new requirements for presentation within the statement of profit or loss, including specified totals and subtotals. Entities are required to classify all income and expenses within the statement of profit or loss into one of the five categories: operating, investing, financing, income taxes and discontinued operations and to present two new defined subtotals. It also requires disclosures about management-defined performance measures in a single note and introduces enhanced requirements on the grouping (aggregation and disaggregation) and the location of information in both the primary financial statements and the notes. Some requirements previously included in HKAS 1 are moved to HKAS 8 *Accounting Policies, Changes in Accounting Estimates and Errors*, which is renamed as HKAS 8 *Basis of Preparation of Financial Statements*. As a consequence of the issuance of HKFRS 18, limited, but widely applicable, amendments are made to HKAS 7 *Statement of Cash Flows*, HKAS 33 *Earnings per Share* and HKAS 34 *Interim Financial Reporting*. In addition, there are minor consequential amendments to other HKFRS Accounting Standards. HKFRS 18 and the consequential amendments to other HKFRS Accounting Standards are effective for annual periods beginning on or after 1 January 2027 with earlier application permitted. Retrospective application is required. The Group is currently analysing the new requirements and assessing the impact of HKFRS 18 on the presentation and disclosure of the Group's financial statements.

HKFRS 19 allows eligible entities to elect to apply reduced disclosure requirements while still applying the recognition, measurement and presentation requirements in other HKFRS Accounting Standards. To be eligible, at the end of the reporting period, an entity must be a subsidiary as defined in HKFRS 10 *Consolidated Financial Statements*, cannot have public accountability and must have a parent (ultimate or intermediate) that prepares consolidated financial statements available for public use which comply with HKFRS Accounting Standards. Earlier application is permitted. As the Company is a listed company, it is not eligible to elect to apply HKFRS 19. Some of the Company's subsidiaries are considering the application of HKFRS 19 in their specified financial statements.

Amendments to HKFRS 9 and HKFRS 7 *Amendments to the Classification and Measurement of Financial Instruments* clarify the date on which a financial asset or financial liability is derecognised and introduce an accounting policy option to derecognise a financial liability that is settled through an electronic payment system before the settlement date if specified criteria are met. The amendments clarify how to assess the contractual cash flow characteristics of financial assets with environmental, social and governance and other similar contingent features. Moreover, the amendments clarify the requirements for classifying financial assets with non-recourse features and contractually linked instruments. The amendments also include additional disclosures for investments in equity instruments designated at fair value through other comprehensive income and financial instruments with contingent features. The amendments shall be applied retrospectively with an adjustment to opening retained profits (or other component of equity) at the initial application date. Prior periods are not required to be restated and can only be restated without the use of hindsight. Earlier application of either all the amendments at the same time or only the amendments related to the classification of financial assets is permitted. The amendments are not expected to have any significant impact on the Group's financial statements.

Amendments to HKFRS 9 and HKFRS 7 *Contracts Referencing Nature-dependent Electricity* clarify the application of the "own-use" requirements for in-scope contracts and amend the designation requirements for a hedged item in a cash flow hedging relationship for in-scope contracts. The amendments also include additional disclosures that enable users of financial statements to understand the effects these contacts have on an entity's financial performance and future cash flows. The amendments relating to the own-use exception shall be applied retrospectively. Prior periods are not required to be restated and can only be restated without the use of hindsight. The amendments relating to the hedge accounting shall be applied prospectively to new hedging relationships designated on or after the date of initial application. Earlier application is permitted. The amendments to HKFRS 9 and HKFRS 7 shall be applied at the same time. The amendments are not expected to have any significant impact on the Group's financial statements.

Amendments to HKFRS 10 and HKAS 28 address an inconsistency between the requirements in HKFRS 10 and in HKAS 28 in dealing with the sale or contribution of assets between an investor and its associate or joint venture. The amendments require a full recognition of a gain or loss resulting from a downstream transaction when the sale or contribution of assets constitutes a business. For a transaction involving assets that do not constitute a business, a gain or loss resulting from the transaction is recognised in the investor's profit or loss only to the extent of the unrelated investor's interest in that associate or joint venture. The amendments are to be applied prospectively. The previous mandatory effective date of amendments to HKFRS 10 and HKAS 28 was removed by the HKICPA. However, the amendments are available for adoption now.

Amendments to HKAS 21 specify how an entity shall assess whether a currency is exchangeable into another currency and how it shall estimate a spot exchange rate at a measurement date when exchangeability is lacking. The amendments require disclosures of information that enable users of financial statements to understand the impact of a currency not being exchangeable. Earlier application is permitted. When applying the amendments, an entity cannot restate comparative information. Any cumulative effect of initially applying the amendments shall be recognised as an adjustment to the opening balance of retained profits or to the cumulative amount of translation differences accumulated in a separate component of equity, where appropriate, at the date of initial application. The amendments are not expected to have any significant impact on the Group's financial statements.

Annual Improvements to HKFRS Accounting Standards — Volume 11 set out amendments to HKFRS 1, HKFRS 7 (and the accompanying *Guidance on implementing HKFRS 7*), HKFRS 9, HKFRS 10 and HKAS 7. Details of the amendments that are expected to be applicable to the Group are as follows:

- HKFRS 7 *Financial Instruments: Disclosures*: The amendments have updated certain wording in paragraph B38 of HKFRS 7 and paragraphs IG1, IG14 and IG20B of the *Guidance on implementing HKFRS 7* for the purpose of simplification or achieving consistency with other paragraphs in the standard and/or with the concepts and terminology used in other standards. In addition, the amendments clarify that the *Guidance on implementing HKFRS 7* does not necessarily illustrate all the requirements in the referenced paragraphs of HKFRS 7 nor does it create additional requirements. Earlier application is permitted. The amendments are not expected to have any significant impact on the Group's financial statements.

- HKFRS 9 *Financial Instruments*: The amendments clarify that when a lessee has determined that a lease liability has been extinguished in accordance with HKFRS 9, the lessee is required to apply paragraph 3.3.3 of HKFRS 9 and recognise any resulting gain or loss in profit or loss. In addition, the amendments have updated certain wording in paragraph 5.1.3 of HKFRS 9 and Appendix A of HKFRS 9 to remove potential confusion. Earlier application is permitted. The amendments are not expected to have any significant impact on the Group's financial statements.

- HKFRS 10 *Consolidated Financial Statements*: The amendments clarify that the relationship described in paragraph B74 of HKFRS 10 is just one example of various relationships that might exist between the investor and other parties acting as de facto agents of the investor, which removes the inconsistency with the requirement in paragraph B73 of HKFRS 10. Earlier application is permitted. The amendments are not expected to have any significant impact on the Group's financial statements.

- HKAS 7 *Statement of Cash Flows*: The amendments replace the term "cost method" with "at cost" in paragraph 37 of HKAS 7 following the prior deletion of the definition of "cost method". Earlier application is permitted. The amendments are not expected to have any impact on the Group's financial statements.

3. OPERATING SEGMENT INFORMATION

For management purposes, the Group is organised into business units based on their services and has five reportable operating segments as follows:

(a) Property management services;

(b) Urban sanitary services;

(c) Sublease services from investment properties;

(d) Catering services; and

(e) Other.

The sublease services from investment properties segment invests in prime commercial space for its rental income potential.

Management monitors the results of the Group's operating segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on reportable segment profit, which is a measure of adjusted profit before tax. The adjusted profit/loss before tax is measured consistently with the Group's profit before tax except that interest income, share of profits and losses of joint ventures and associates, non-lease-related finance costs, other unallocated income and gains as well as corporate and other unallocated expenses are excluded from such measurement.

No analysis of the Group's assets and liabilities by operating segment is disclosed as it is not regularly provided to the chief operating decision-maker for review.

Year ended 31 December 2024	**Property management services** *RMB'000*	**Urban sanitary services** *RMB'000*	**Catering services** *RMB'000*	**Sublease services** *RMB'000*	**Other** *RMB'000*	**Total** *RMB'000*
Segment revenue *(note 4)*						
Service provided to external customers	**690,707**	**232,440**	**20,106**	**10,831**	**12,732**	**966,816**
Segment results	**57,440**	**19,726**	**(9,399)**	**(8,648)**	**1,583**	**60,702**
Reconciliation:						
Interest income						**1,786**
Share of profits and losses of:						
Joint ventures						**1,645**
Associates						**13,818**
Other unallocated income and gains						**9,284**
Corporate and other unallocated expenses						**(123,326)**
Finance costs (other than interest on lease liabilities)						**(8,423)**
Loss before tax						**(44,514)**
Other segment information						
Impairment losses recognised in the statement of profit or loss	**—**	**15,746**	**6,341**	**—**	**—**	**22,087**
Depreciation and amortisation	**7,336**	**16,745**	**7,375**	**4,068**	**—**	**35,524**

Year ended 31 December 2023	Property management services *RMB'000*	Urban sanitary services *RMB'000*	Catering services *RMB'000*	Sublease services *RMB'000*	Total *RMB'000*
Segment revenue *(note 4)*					
Service provided to external customers	686,535	226,468	6,174	507	919,684
Segment results	53,467	5,081	(7,516)	(13,816)	37,216
Reconciliation:					
Interest income					2,159
Share of profits and losses of:					
Joint ventures					(3,227)
Associates					9,062
Other unallocated income and gains					24,512
Corporate and other unallocated expenses					(166,897)
Finance costs (other than interest on lease liabilities)					(6,183)
Loss before tax					(103,358)
Other segment information					
Impairment losses recognised in the statement of profit or loss	—	25,500	—	—	25,500
Depreciation and amortisation	11,647	22,904	1,113	—	35,664

Geographical information

Since all of the Group's revenue was generated from its operations in Mainland China and all of the Group's non-current assets were located in Mainland China, no geographical information in accordance with HKFRS 8 *Operating Segments* is presented.

Information about major customers

Since none of the Group's sales to a single customer amounted to 10% or more of the Group's total revenue, no information about major customers in accordance with HKFRS 8 *Operating Segments* is presented.

4. REVENUE, OTHER INCOME AND GAINS

An analysis of revenue is as follows:

	2024	2023
	RMB'000	*RMB'000*
Revenue from contracts with customers		
Property management services income on the lump sum basis	**689,313**	685,049
Property management services income on the fixed remuneration basis	**1,394**	1,486
Urban sanitary services income	**232,440**	226,468
Catering services income	**20,106**	6,174
Other	**12,732**	—
Revenue from other sources		
Gross rental income from sublease services from investment properties	**10,831**	507
	966,816	919,684

Revenue from contracts with customers

(a) Disaggregated revenue information

	2024	2023
	RMB'000	*RMB'000*
Timing of revenue recognition		
Services transferred over time		
Property management services income	**690,707**	686,535
Urban sanitary services income	**232,440**	226,468
Other	**12,732**	—
	935,879	913,003
At a point in time		
Catering services income	**20,106**	6,174
	955,985	919,177

The following table shows the amount of revenue recognised in the current reporting period that was included in the contract liabilities at the beginning of the reporting period and recognised from performance obligations satisfied in previous periods:

	2024	2023
	RMB'000	*RMB'000*
Revenue recognised that was included in contract liabilities at the beginning of the reporting period:		
Provision of property management services	**12,200**	12,987

(b) Performance obligation

Information about the Group's performance obligations is summarised below:

Property management services and urban sanitary services

The performance obligation is satisfied over time as services are rendered. Management service contracts are for periods of one to eight years and are billed based on the time incurred.

The amounts of transaction prices allocated to the remaining performance obligations (unsatisfied or partially unsatisfied) as at 31 December are as follows:

	2024	2023
	RMB'000	*RMB'000*
Amounts expected to be recognised as revenue:		
Within one year	**771,776**	692,162
After one year	**598,591**	687,841
	1,370,367	1,380,003

The amounts of transaction prices allocated to the remaining performance obligations which are expected to be recognised as revenue after one year relate to property management services and urban sanitary services, of which the performance obligations are to be satisfied within eight years. All the other amounts of transaction prices allocated to the remaining performance obligations are expected to be recognised as revenue within one year. The amounts disclosed above do not include variable consideration which is constrained.

	2024	2023
	RMB'000	*RMB'000*
Other income		
Interest income	**1,786**	2,159
Government grants*	**6,233**	4,892
Interest income from finance lease receivables	**422**	241
Others	**2,629**	4,022
	11,070	11,314
Gains		
Gain on disposal of a subsidiary	**—**	15,357
Total	**11,070**	26,671

* Government grants include various subsidies received by the Group from the relevant government bodies. There are no unfulfilled conditions or contingencies relating to these grants.

5. LOSS BEFORE TAX

The Group's loss before tax is arrived at after charging/(crediting):

	2024	2023
	RMB'000	*RMB'000*
Cost of services provided	**851,554**	845,540
Depreciation of property, plant and equipment	**17,251**	18,209
Depreciation of right-of-use assets	**13,005**	8,972
Amortisation of other intangible assets*	**5,268**	8,483
Research and development costs	**4,865**	5,717
Employee benefit expense (excluding directors' and chief executive's remuneration):		
Wages and salaries	**264,502**	287,357
Pension scheme contributions	**65,094**	70,807
Lease payments not included in the measurement of lease liabilities	**1,632**	2,696
Auditor's remuneration	**1,900**	2,050
Impairment of trade receivables and other receivables	**11,759**	6,912
Remeasurement of financial guarantee contracts	**6,870**	—
Gain on disposal of a subsidiary	**—**	(15,357)
Loss on disposal of items of items of property, plant and equipment	**1,235**	178
Fair value loss on investment properties	**12,430**	48,344
Loss on disposal of an associate	**—**	102
Interest income	**(1,786)**	(2,159)
Government grants	**(6,233)**	(4,892)
Impairment of other intangible assets**	**2,616**	25,500
Impairment of goodwill**	**13,130**	—
Impairment of property, plant and equipment**	**1,061**	—
Impairment of right of use**	**5,280**	—

* The amortisation of other intangible assets for the year is included in "Administrative expenses" in the consolidated statement of profit or loss.

** The impairments of other intangible assets, property, plant and equipment, right-of-use assets and goodwill are included in "Administrative expenses" in the consolidated statement of profit or loss.

6. INTEREST EXPENSES

An analysis of interest expenses is as follows:

	2024	2023
	RMB'000	*RMB'000*
Interest expenses on bank loans and other borrowings	**8,423**	6,183
Interest on lease liabilities	**7,694**	8,676
	16,117	14,859

7. 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. The Group and the Company are not liable for income tax in Hong Kong as they did not have assessable income sourced from Hong Kong during the year.

The Company is a tax-exempted company incorporated in the Cayman Islands.

Except for certain subsidiaries in the PRC are qualified as Small Low-profit Enterprises and thus are entitled to a preferential income tax rate of 2.5% and 5%, PRC income tax has been provided at the applicable income tax rate of 25% (2023: 25%) on the assessable profits of the PRC subsidiaries.

	2024	2023
	RMB'000	*RMB'000*
Current — Mainland China		
Charge for the year	**8,138**	9,226
Over provision in prior years	**(1,124)**	(496)
Deferred tax	**(1,381)**	(31,138)
Total tax charge/(credit) for the year	**5,633**	(22,408)

A reconciliation of the tax expense applicable to profit before tax at the statutory rate for the jurisdiction in which the Company and the majority of its subsidiaries are domiciled and/or operate to the tax expense at the effective tax rates is as follows:

	2024	2023
	RMB'000	*RMB'000*
Loss before tax	**(44,514)**	(103,358)
Tax at the statutory tax rate of 25%	**(11,129)**	(25,840)
Lower tax rates enacted by local authorities	**(306)**	(2,032)
Tax losses utilised from previous periods	**(2,619)**	(98)
Profits and losses attributable to joint ventures and associates *(note (a))*	**(3,866)**	(1,459)
Adjustment in respect of current tax of previous periods	**(1,124)**	(496)
Expenses not deductible for tax	**1,609**	1,939
Tax losses and temporary differences not recognised	**23,068**	5,578
Tax charge/(credit) at the Group's effective rate	**5,633**	(22,408)

Note:

(a) The share of tax attributable to joint ventures and associates amounting to RMB5,754,000, for the year ended 31 December 2024 (2023: RMB5,056,000) is included in "Share of profits and losses of joint ventures and associates" in the consolidated statement of profit or loss.

8. DIVIDENDS

No dividend has been paid or declared by the Company and its subsidiaries during the year ended 31 December 2024.

9. LOSS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT

The calculation of the basic earnings per share amount is based on the loss for the year attributable to ordinary equity holders of the parent, and the weighted average number of ordinary shares of 396,782,000 (2023: 396,782,000) outstanding during the year.

The Group had no potentially dilutive ordinary shares in issue during the year ended 31 December 2024 and 2023.

The calculations of basic and diluted earnings per share are based on:

	2024	2023
	RMB'000	*RMB'000*
Loss		
Loss attributable to ordinary equity holders of the parent	**(50,342)**	(74,464)
	Number of shares	
	2024	2023
Shares		
Weighted average number of ordinary shares outstanding during the year	**396,782,000**	396,782,000
Loss per share		
Basic and diluted (RMB)	**(0.13)**	(0.19)

10. PROPERTY, PLANT AND EQUIPMENT

	Leasehold improvements *RMB'000*	Plant and machinery *RMB'000*	Furniture and fixtures *RMB'000*	Motor vehicles *RMB'000*	Construction in progress *RMB'000*	Total *RMB'000*
31 December 2024						
At 1 January 2024:						
Cost	9,280	14,673	4,797	89,681	10,120	128,551
Accumulated depreciation	(4,892)	(9,720)	(2,256)	(57,468)	—	(74,336)
Net carrying amount	4,388	4,953	2,541	32,213	10,120	54,215
At 1 January 2024, net of accumulated depreciation	4,388	4,953	2,541	32,213	10,120	54,215
Additions	5,031	370	349	8,305	12,368	26,423
Disposals	—	(84)	(50)	(1,230)	—	(1,364)
Depreciation provided during the year	(4,986)	(1,797)	(465)	(10,003)	—	(17,251)
Impairment	(847)	(188)	(26)	—	—	(1,061)
Transfer	18,348	4,140	—	—	(22,488)	—
At 31 December 2024, net of accumulated depreciation	21,934	7,394	2,349	29,285	—	60,962
At 31 December 2024:						
Cost	32,659	18,366	4,772	90,976	—	146,773
Accumulated depreciation and impairment	(10,725)	(10,972)	(2,423)	(61,691)	—	(85,811)
Net carrying amount	21,934	7,394	2,349	29,285	—	60,962

	Leasehold improvements *RMB'000*	Plant and machinery *RMB'000*	Furniture and fixtures *RMB'000*	Motor vehicles *RMB'000*	Construction in progress *RMB'000*	Total *RMB'000*
31 December 2023						
At 1 January 2023:						
Cost	2,863	12,046	4,589	86,046	—	105,544
Accumulated depreciation	(2,283)	(9,305)	(2,635)	(51,390)	—	(65,613)
Net carrying amount	580	2,741	1,954	34,656	—	39,931
At 1 January 2023, net of accumulated depreciation	580	2,741	1,954	34,656	—	39,931
Additions	6,417	3,782	746	13,128	10,120	34,193
Disposals	—	(241)	(9)	(1,343)	—	(1,593)
Disposal of a subsidiary	—	(25)	(18)	(64)	—	(107)
Depreciation provided during the year	(2,609)	(1,304)	(132)	(14,164)	—	(18,209)
At 31 December 2023, net of accumulated depreciation	4,388	4,953	2,541	32,213	10,120	54,215
At 31 December 2023:						
Cost	9,280	14,673	4,797	89,681	10,120	128,551
Accumulated depreciation	(4,892)	(9,720)	(2,256)	(57,468)	—	(74,336)
Net carrying amount	4,388	4,953	2,541	32,213	10,120	54,215

At 31 December 2024, certain of the Group's motor vehicles with a net carrying amount of approximately RMB13,840,000 (2023: RMB16,222,000) were pledged to secure certain of the other borrowings.

11. GOODWILL

	2024	2023
	RMB'000	*RMB'000*
At 1 January:		
Cost	**25,901**	25,901
Accumulated impairment	**—**	—
Net carrying amount	**25,901**	25,901
Cost at 1 January, net of accumulated impairment	**25,901**	25,901
Impairment during the year	**(13,130)**	—
At 31 December	**12,771**	25,901
At 31 December:		
Cost	**25,901**	25,901
Accumulated impairment	**(13,130)**	—
Net carrying amount	**12,771**	25,901

The recoverable amount of Hong Xin CGU has been determined based on a value in use calculation using cash flow projections based on financial budgets covering a five-year period approved by senior management.

12. OTHER INTANGIBLE ASSETS

	Customer relationship *RMB'000*	**Software** *RMB'000*	**Total** *RMB'000*
31 December 2024			
Cost at 1 January 2024, net of accumulated amortisation	**5,000**	**7,311**	**12,311**
Additions	**—**	**1,410**	**1,410**
Impairment	**(2,616)**	**—**	**(2,616)**
Amortisation provided during the year *(note 5)*	**(984)**	**(4,284)**	**(5,268)**
At 31 December 2024	**1,400**	**4,437**	**5,837**
At 31 December 2024:			
Cost	**54,000**	**14,790**	**68,790**
Accumulated amortisation	**(24,484)**	**(10,353)**	**(34,837)**
Impairment	**(28,116)**	**—**	**(28,116)**
Net carrying amount	**1,400**	**4,437**	**5,837**

	Customer relationship *RMB'000*	Software *RMB'000*	Total *RMB'000*
31 December 2023			
Cost at 1 January 2023, net of accumulated amortisation	36,500	548	37,048
Additions	—	9,246	9,246
Impairment	(25,500)	—	(25,500)
Amortisation provided during the year *(note 5)*	(6,000)	(2,483)	(8,483)
At 31 December 2023	5,000	7,311	12,311
At 31 December 2023:			
Cost	54,000	14,211	68,211
Accumulated amortisation	(23,500)	(6,900)	(30,400)
Impairment	(25,500)	—	(25,500)
Net carrying amount	5,000	7,311	12,311

In accordance with the Group's accounting policies, each asset or cash generating unit is evaluated annually at the end of the reporting period to determine whether there are any indicators of impairment.

13. TRADE RECEIVABLES

	2024 *RMB'000*	2023 *RMB'000*
Trade receivables	**270,746**	249,727
Impairment	**(17,488)**	(14,256)
	253,258	235,471

The Group's credit terms with its customers are mainly on credit. The credit period is generally 10 to 60 days, extending up to three months for major customers. 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. 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. The Group does not hold any collateral or other credit enhancements over its trade receivable balances. Trade receivables are non-interest-bearing.

An ageing analysis of the trade receivables as at the end of the reporting period, based on the invoice date and net of loss allowance, is as follows:

	2024 *RMB'000*	2023 *RMB'000*
Within 1 year	**237,040**	216,374
1 to 2 years	**12,327**	17,993
2 to 3 years	**3,891**	1,104
	253,258	235,471

14. TRADE PAYABLES

An ageing analysis of the trade payables as at the end of the reporting periods, based on the invoice date, is as follows:

	2024 *RMB'000*	2023 *RMB'000*
Within 3 months	**126,818**	121,143
3 to 12 months	**3,017**	2,882
Over 1 year	**3,022**	2,887
	132,857	126,912

The trade payables are non-interest-bearing and are normally settled on terms of 5 to 90 days.

MANAGEMENT DISCUSSION AND ANALYSIS

INDUSTRY OVERVIEW

The urbanization development of the PRC has been gradually accelerating since 1980s with urbanization rate increasing from only 19.4% in 1980 to 67.00% in 2024. As compared with the average urbanization rate of approximately 70% in developed countries, there are further potential for urbanization development in the PRC. Improved urbanization has led to an increased demand for residential and other property projects, resulting in an increased demand for comprehensive urban public services including property management services, sublease services from investment properties and urban sanitary services.

However, amid the global economic downturn, the recovery of post-pandemic economy remained sluggish and also resulted in the reduction of government expenditure. The property management and urban sanitary industry continued to face various risks and challenges.

BUSINESS REVIEW

The Group, through its operating subsidiaries and investments in associates, provides a wide range of comprehensive urban public services, including property management services with valued-added services to a variety of properties in the PRC, sublease services from investment properties and urban sanitary services to various areas.

The properties managed by the Group are mainly located in Shanghai and expanded to Beijing, Tianjin, Anhui, Zhejiang, Jiangsu, Shandong, Hubei, Hebei and Shaanxi provinces. The urban sanitary services are mainly performed in Fujian, Sichuan and Xinjiang provinces.

During the Period, the Group through its subsidiaries and investments in associated companies had entered into 609 property management agreements for the provision of various kinds of property management services for the properties in the PRC, representing an increase of approximately 7.8% as compared with the 565 property management agreements in the same period of 2023.

During the Period, approximately 71.4% of total revenue was generated from the provision of property management services, of which approximately 91.5% was attributable to non-residential properties whereas the remaining approximately 8.5% was generated from provision of property management services to residential properties. Also, approximately 24.1% of the Group's total revenue was generated from the provision of urban sanitary services, approximately 2.1% of the Group's total revenue was generated from catering services, approximately 1.1% of the Group's total revenue was generated from sublease services from investment properties, and approximately 1.3% of the Group's total revenue was generated from other service.

The Group's property management services have been and will continue to be strategically focused on high-end non-residential properties in the PRC and the Group's urban sanitary service is an important part of the comprehensive urban public services.

The table below sets forth a breakdown of revenues by type of services provided for the period indicated.

	For the year ended 31 December			
	2024		2023	
	Revenue *RMB'000*	**% of total**	Revenue *RMB'000*	% of total
Property management services on the lump sum basis	**689,313**	**71.3%**	685,049	74.4%
Property management services on the fix remuneration basis	**1,394**	**0.1%**	1,486	0.2%
Urban sanitary services	**232,440**	**24.1%**	226,468	24.6%
Catering services	**20,106**	**2.1%**	6,174	0.7%
Other service	**12,732**	**1.3%**	—	—
Sublease services from investment properties	**10,831**	**1.1%**	507	0.1%
Total	**966,816**	**100.0%**	919,684	100.0%

The table below sets forth a breakdown of revenues from providing property management services by type of managed properties for the period indicated.

	For the year ended 31 December			
	2024		2023	
	Revenue	**% of total**	Revenue	% of total
	RMB'000		*RMB'000*	
Commercial establishments & office buildings	**377,953**	**54.7%**	419,263	61.1%
Public properties	**179,035**	**25.9%**	166,238	24.2%
Residential properties	**58,654**	**8.5%**	62,023	9.0%
Others	**75,065**	**10.9%**	39,011	5.7%
Total	**690,707**	**100.0%**	686,535	100.0%

The table below sets forth a breakdown of revenues from providing urban sanitary services by various areas for the period indicated.

	For the year ended 31 December			
	2024		2023	
	Revenue	**% of total**	Revenue	% of total
	RMB'000		*RMB'000*	
Fujian	**132,028**	**56.8%**	136,443	60.3%
Sichuan	**46,317**	**19.9%**	50,092	22.1%
Others	**54,095**	**23.3%**	39,933	17.6%
Total	**232,440**	**100.0%**	226,468	100.0%

HUMAN RESOURCES

The Group employed 4,636 employees and dispatched staff comprising 2,328 female employees and 2,308 male employees as of 31 December 2024. The Group also subcontracted part of the labour intensive work, such as security, cleaning and gardening services and certain specialized engineering repairs and maintenance works to sub-contractors. The employment contracts either have no fixed terms, or if there are fixed terms, the terms are generally up to three years, after which the Group evaluate renewals based on performance appraisals. All of the full-time employees are paid a fixed salary and may be granted other allowances, based on their positions. In addition, discretionary bonuses may also be awarded to employees based on the employee's performance. The Group conduct regular performance appraisals to ensure that the employees receive feedback on their performance.

PROSPECTS

The Group has striven to develop as an operator for systematic urban management engaging in environmental and property management businesses in core regions around the country. Currently, the Group has been actively developing its business in the cities along the eastern coast, as well as the regions along the Yangtze River by extending the horizontal development of complementary products and vertical development along the industrial chain. The Group has gradually kick-started its acquisition and investment activities. Against the backdrop of global economic downturn, the Group will carry out its acquisition activities in a prudent manner, and focus more on those businesses of superior synergy effects with comprehensive urban public services, such as sublease services from investment properties and operation of urban public parking resources.

As a leading service provider in the non-residential property management service industry, the Group will continue to build up its core competitiveness in equipments and facilities maintenance technology. We endeavor to achieve innovative development in engineering technology with our ability to operate and maintain the online and offline integrated engineering equipment and facility for Shanghai Bund Ke Pu as well as professional resources synchronization mechanism.

Furthermore, based on various technologies, such as the Internet of Things, the Internet, 3D technology and big data, the Group will continue to utilize its property management business as a pilot business to develop a self-owned open source smart building system, "*Dynamic Building Matrix*" ("**DBM**") to manage the data of basic status of buildings, which allows the provision of data and information as well as professional services to relevant parties, including property owners, property users, managers and regulators. In 2024, we continued to achieve the sales of this system to customers at home and abroad. The Group will ensure the stability and reliability of our advanced technology, prudently expand the market at home and abroad and gradually realize the output effect of our technology investment in China.

Facing the challenge of poor post-pandemic macroeconomic environment, the Group will continue to deepen its strategic positioning, assess and measure the risks, and identify and seize the opportunities in this crisis.

FINANCIAL REVIEW

Revenue

The Group's revenue increased to approximately RMB966.8 million for the year ended 31 December 2024 as compared with the revenue amounted to approximately RMB919.7 million for the year ended 31 December 2023. The increase in revenue was primarily due to (i) the expansion in property management services and urban sanitary service business scale; (ii) the newly launched cultural services; (iii) the development of catering services; and (iv) the business resumed after renovation in sublease services from investment properties which leads to the increase in rental income.

Cost of services provided

The Group's cost of services provided increased by approximately 0.7% to approximately RMB851.6 million for the year ended 31 December 2024 from approximately RMB845.5 million for the year ended 31 December 2023. The increase in cost of service provided was primarily due to the newly launched cultural services and the development of catering services which leads to the increase in relevant staff, food ingredients and service costs.

Gross profit and gross profit margin

The Group's gross profit increased by approximately 55.5% to approximately RMB115.3 million for the year ended 31 December 2024 from approximately RMB74.1 million for the year ended 31 December 2023 due to an increase in revenue and decrease in the cost of services provided. Gross profit margin for the year ended 31 December 2024 increased to 11.9% as compared with the gross profit margin for the year ended 31 December 2023 at approximately 8.1%.

Other income and gains

The Group's other income and gains decreased to approximately RMB11.1 million for the year ended 31 December 2024 from approximately RMB26.7 million for the year ended 31 December 2023. The decrease in other income and gains was primarily due to the one-off investment gain from disposal of Shanghai Bund in 2023.

Selling and distribution expenses

The selling and distribution expenses increased by approximately 36.7% to approximately RMB38.4 million for the year ended 31 December 2024 from approximately RMB28.1 million for the year ended 31 December 2023. The increase in selling and distribution expenses was primarily due to the increase in staff expenses as the the Group's expansion in business scale and the development of catering services which leads to the increase in depreciation of right-of-use assets.

Administrative expenses

The administrative expenses kept stable at approximately RMB119.3 million for the year ended 31 December 2024 as compared with the administrative expenses of approximately RMB118.7 million for the year ended 31 December 2023.

Changes in fair value of investment properties

Changes in fair value of investment properties decreased to approximately RMB12.4 million for the year ended 31 December 2024 from approximately RMB48.3 million for the year ended 31 December 2023. The decrease in changes in fair value of investment properties was primarily due to the business resumed after renovation in sublease services and the increase in rental income.

Interest expenses

The interest expenses increased to approximately RMB16.1 million for the year ended 31 December 2024 from approximately RMB14.9 million for the year ended 31 December 2023. The increase in the interest expenses was primarily due to the increase in average interest-bearing bank loans and other borrowings during the Period.

Share of profits and losses of joint ventures

The shares of profits of joint ventures with the amount of RMB1.6 million was primarily due to the profits shared from Hefei Zheng Wen, despite being partially offset by the losses shared from Zhong Min Zhi Da.

Share of profits and losses of associates

Share of profit of associates increased by approximately 51.6% to approximately RMB13.8 million for the year ended 31 December 2024 from approximately RMB9.1 million for the year ended 31 December 2023 which was primarily due to the increase in profits shared from Shanghai Qiang Sheng.

Income tax

The income tax expense was approximately RMB5.6 million for the year ended 31 December 2024. As compared with the income tax credit amounted to approximately RMB22.4 million for the year ended 31 December 2023, which was primarily due to the decrease in losses before tax.

Profit for the year and net profit margin

As a result of the foregoing, the net loss was approximately RMB50.1 million for the year ended 31 December 2024, while the net loss for the year ended 31 December 2023 was approximately RMB81.0 million. The net loss margin was 5.2% for the year ended 31 December 2024, while the net loss margin was 8.8% for the year ended 31 December 2023.

Intangible assets and goodwill

The intangible assets and goodwill primarily included customer relationship and goodwill obtained from a business combination. The intangible assets and goodwill decreased to approximately RMB18.6 million as at 31 December 2024 from approximately RMB38.2 million as at 31 December 2023, which was primarily due to the impairment of goodwill.

Trade Receivables

The trade receivables increased by approximately 7.6% to approximately RMB253.3 million as at 31 December 2024 from approximately RMB235.5 million as at 31 December 2023. The trade receivables turnover (average trade receivables divided by revenue multiplied by 365 days) was 92.3 days (2023: 96.5 days).

Prepayments and other receivables

The prepayments and other receivables increased by approximately 12.1% to approximately RMB122.6 million as at 31 December 2024 from approximately RMB109.4 million as at 31 December 2023. The increase in prepayments and other receivables is primarily due to the increase in deposits of urban sanitary services.

Trade payables

The trade payables increased by approximately 4.7% to approximately RMB132.9 million as at 31 December 2024 from approximately RMB126.9 million as at 31 December 2023, which generally kept stable. The trade payables turnover (average trade payables divided by cost of services provided multiplied by 365 days) decreased to 55.7 days (2023: 55.9 days).

Other payables and accruals

The other payables and accruals increased by approximately 19.8% to approximately RMB151.1 million as at 31 December 2024 as compared with the balance of approximately RMB126.1 million as at 31 December 2023, which was mainly due to the increase in receipts on behalf of residents.

Cash Flow

For the year ended 31 December 2024, the net cash from operating activities was approximately RMB24.7 million. The net cash used in investing activities for the year ended 31 December 2024 was approximately RMB19.2 million. The net cash from financing activities for the year ended 31 December 2024 was approximately RMB8.9 million, which was primarily due to the increase in bank loans and other borrowings, which partially offset with dividends and interest paid.

PLEDGE OF ASSETS

Other than certain property, plant and equipment with carrying amount of approximately RMB13.8 million as at 31 December 2024 (31 December 2023: RMB16.2 million) pledged to financing institutions, the Group had also pledged and factored certain of its trade receivables with net carrying amount of approximately RMB17.8 million (31 December 2023: 37.4 million) to secure the Group's borrowings as at 31 December 2024.

LIQUIDITY, FINANCIAL RESOURCES AND CAPITAL STRUCTURES

As at 31 December 2024, the Group had cash and cash equivalents of approximately RMB153.6 million. The total interest-bearing bank loans and other borrowings increased to approximately RMB257.4 million as at 31 December 2024 from approximately RMB199.8 million as at 31 December 2023. The gearing ratio (total debts divided by average total equity) as at 31 December 2024 was approximately 102.8% (31 December 2023: 61.6%). The current ratio (total current assets divided by total current liabilities) as at 31 December 2024 was 1.0 (31 December 2023: 1.1).

Financial management and policy

The management has designed and implemented a risk management policy to address various potential risks identified in relation to the operation of the businesses, including financial, operational and the interest risks from the property management agreements. The risk management policy sets forth procedures to identify, analyse, categorise, mitigate and monitor various risks.

The Board is responsible for overseeing the overall risk management system and assessing and updating, if necessary. The risk management policy is reviewed on a quarterly basis.

The risk management policy also sets forth the reporting hierarchy of risks identified in the operations.

Contingent Liabilities

As at 31 December 2024, the Directors was not aware of any significant events that would have resulted in material contingent liabilities.

Subsequent Event

The Group does not have any material subsequent event after 31 December 2024 and up to the date of this announcement.

FINAL DIVIDENDS

The Board of Directors does not recommend the payment of any dividend for the year ended 31 December 2024.

CLOSURE OF REGISTER OF MEMBERS

For determining the entitlement to attend and vote at the forthcoming AGM of the Company, the register of members of the Company will be closed from Friday, 6 June 2025 to Wednesday, 11 June 2025, both days inclusive, during which period no transfer of shares of the Company will be registered. In order to be eligible to attend and vote at the above meeting, all transfer forms 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 no later than 4:30 p.m. on Thursday, 5 June 2025.

EMPLOYEES AND REMUNERATION POLICY

Quality and committed staff are valuable assets to the Group's success. The primary objective of the Group's remuneration policy is to ensure there is an appropriate level of remuneration to attract and retain experienced people of high calibre to join the Group. The Group links the remuneration of its employees to both the Group's performance and individual performance, so that the interests of the employees align with those of the Company's shareholders. As at 31 December 2024, the Group employed approximately 4,636 employees comprising 2,328 female employees and 2,308 male employees. To enhance the performance of the employees, the Group provides its employees with adequate and regular trainings. Employees' remuneration package comprises fixed and variable components including salary, discretionary bonus and share options that may be granted to eligible staff by reference to the Group's performance as well as individual's performance.

CORPORATE GOVERNANCE PRACTICES

The Board is committed to establishing good corporate governance practices in accordance with the Listing Rules and ensuring integrity, transparency and comprehensive disclosure. The Board believes that such commitment is beneficial to safeguard the interests of the Company and its shareholders.

The Board has adopted the CG Code as set out in the Listing Rules. The Company reviewed the CG Code from time to time to ensure its compliance with the CG Code.

The Company has been listed on the Main Board of the Stock Exchange since 11 December 2017 (the "**Listing Date**"). The Board is pleased to report compliance with the code provisions of the CG Code from the Listing Date to 31 December 2024.

DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted the Model Code as its own code of conduct regarding securities transactions by Directors. In response to specific enquiry made by the Company, each of the Directors confirmed that he had complied with the required standard set out in the Model Code from the Listing Date to 31 December 2024.

INDEPENDENCE OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The Company has received from each independent non-executive director an annual confirmation for independence pursuant to Rule 3.13 of the Listing Rules. The independent non-executive directors have confirmed that they are independent.

AUDIT COMMITTEE

The Company has established an Audit Committee for the purpose of monitoring the integrity of the financial statements, overseeing the financial reporting process and the internal control system of the Group. Currently, the Audit Committee is chaired by independent non-executive director Mr. Shu Wa Tung Laurence and other members are the two independent non-executive directors, namely Mr. Cheng Dong and Mr. Weng Guoqiang. The Group's consolidated financial statements for the year ended 31 December 2024 have been reviewed by the Audit Committee.

PURCHASE, SALE OR REDEMPTION OF SHARES

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

SCOPE OF WORK OF ERNST & YOUNG

The figures in respect of the Group's consolidated statement of profit or loss, consolidated statement of comprehensive income, consolidated statement of financial position and the related notes thereto for the year ended 31 December 2024 as set out in this announcement have been agreed by the Company's external auditor, Ernst & Young, to the amounts set out in the Group's audited consolidated financial statements for the year ended 31 December 2024. 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 announcement.

PUBLICATION OF 2024 ANNUAL RESULTS AND ANNUAL REPORT

The annual results announcement for the year ended 31 December 2024 is published on the website of the Stock Exchange (***www.hkexnews.hk***) and the website of the Company (***www.riverinepm.com***). The annual report of the Company for the year ended 31 December 2024 will be despatched to shareholders of the Company and published on the above websites in due course.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following terms and expressions shall have the meanings set out below. The English translation of company names in Chinese or another language which are marked with "*" is for identification purposes only.

"AGM"	annual general meeting
"Audit Committee"	the audit committee of the Company
"Board" or "Board of Directors"	the board of Directors of the Company
"BVI"	the British Virgin Islands
"CG Code"	the Corporate Governance Code as set out in Appendix C1 of the Listing Rules

"Company"	Riverine China Holdings Limited (浦江中國控股有限公司), an exempted company incorporated under the laws of Cayman Islands with limited liability on 27 July 2016
"Connected person"	has the meaning ascribed to it under the Listing Rules
"Controlling Shareholder(s)"	has the meaning ascribed to it under the Listing Rules and, in the context of the Company, means a group of controlling shareholders of the Company, namely Partner Summit, Vital Kingdom, Mr. Xiao, Source Forth, Mr. Fu, Pine Fortune and Mr. Chen
"Director(s)"	the director(s) of the Company
"Group"	the Company and its subsidiaries
"Hefei Zheng Wen"	Hefei Zheng Wen Bund Property Management Company Limited* (合肥市政文外灘物業管理有限公司), a limited liability company established in the PRC on 14 April 2004, a joint venture company of the Company and indirectly owned as to 50% by the Company and 50% by an Independent Third Party
"HK$" or "HK dollars" or "HK cents"	Hong Kong dollars and cents, the lawful currency of Hong Kong
"Hong Kong" or "HK"	the Hong Kong Special Administrative Region of the PRC
"Hong Xin"	Hong Xin Environmental Group Co., Ltd. (泓欣環境集團有限公司) , a limited liability company established in the PRC on 5 July 2000, a non-wholly owned subsidiary of the Company and is indirectly owned as to 51% by the Company and as to 49% by independent third parties
"Independent Third Party(ies)"	An individual(s) or a company(ies) who or which is/are independent and not connected with (within the meaning of the Listing Rules) any directors, chief executive or substantial shareholders (within the meaning of the Listing Rules) of the Company, its subsidiaries or any of their respective associates and not otherwise a connected person of the Company

"Listing"	the listing of the Shares on the Main Board of the stock exchange
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange, as amended, supplemented or otherwise modified from time to time
"Model Code"	the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix C3 to the Listing Rules
"Mr. Chen"	Mr. Chen Yao (陳瑤), one of the Controlling Shareholders
"Mr. Fu"	Mr. Fu Qichang (傅其昌), one of the Controlling Shareholders, vice-chairman of the Board and an executive Director
"Mr. Xiao"	Mr. Xiao Xingtao (肖興濤), one of the Controlling Shareholders, chairman of the Board and an executive Director
"Partner Summit"	Partner Summit Holdings Limited (合高控股有限公司), a company incorporated under the laws of the BVI on 16 June 2016 with limited liability, which is owned as to 87% by Vital Kingdom, 10% by Source Forth and 3% by Pine Fortune and is one of the Controlling Shareholders
"Period"	the year ended 31 December 2024
"Pine Fortune"	Pine Fortune Global Limited (富柏環球有限公司), a company incorporated under the laws of the BVI on 16 June 2016 with limited liability, which is wholly-owned by Mr. Chen and is one of the Controlling Shareholders
"PRC" or "China"	the People's Republic of China which, for the purposes of this announcement, excludes Hong Kong, Macau and Taiwan
"RMB" or "Renminbi"	Renminbi, the lawful currency of the PRC

"Shanghai Bund"	Shanghai Bund Property Company Limited* (上海外灘物業有限公司), a limited liability company established in the PRC on 8 April 1996 and an indirect associated company of the Company
"Shanghai Bund Ke Pu"	Shanghai Bund Ke Pu Engineering Management Company Limited* (上海外灘科浦工程管理有限公司), a limited liability company established in the PRC on 30 November 2004, a non wholly-owned subsidiary of the Company and is indirectly owned as to 97% by the Company and as to 3% by an Independent Third Party
"Shanghai Qiang Sheng"	Shanghai Qiang Sheng Property Company Limited* (上海強生物業有限公司), a limited liability company established in the PRC on 17 December 1992, an associated company of the Company and indirectly owned as to 48.53% by the Company and as to 51.47% by an Independent Third Party
"Share(s)"	share(s) of HK$0.01 each in the share capital of the Company
"Shareholder(s)"	holder(s) of issued Share(s)
"Source Forth"	Source Forth Limited (泉啟有限公司), a company incorporated under the laws of the BVI on 8 June 2016 with limited liability, which is wholly-owned by Mr. Fu and is one of the Controlling Shareholders
"sq. ft."	square feet
"sq. m."	square metre
"Stock Exchange" or "Hong Kong Stock Exchange"	the Stock Exchange of Hong Kong Limited
"Vital Kingdom"	Vital Kingdom Investments Limited (至御投資有限公司), a company incorporated under the laws of the BVI on 17 May 2016 with limited liability, which is wholly-owned by Mr. Xiao and is one of the Controlling Shareholders

"Zhong Min Zhi Da"	Zhong Min Zhi Da (Shanghai) Information Technology Company Limited* (中民智達(上海)信息科技有限公司), a limited liability company established in the PRC on 13 November 2018, a joint venture company of the Company and indirectly owned as to 63.8% by the Company and 36.2% by four independent third parties
"%" or "Per Cent"	per centum or percentage

By order of the Board
Riverine China Holdings Limited
Xiao Xingtao
Chairman

Shanghai, PRC, 31 March 2025

As at the date of this announcement, the Board comprises four executive Directors, namely Mr. Xiao Xingtao (Chairman), Mr. Fu Qichang, Mr. Xiao Yuqiao and Ms. Wang Hui; one non-executive director, namely Mr. Zhang Yongjun; and three independent non-executive Directors, namely Mr. Cheng Dong, Mr. Weng Guoqiang and Mr. Shu Wa Tung Laurence.