

FAR International Holdings Group Company Limited 泛遠國際控股集團有限公司

(Incorporated in the Cayman Islands with limited liability) Stock Code: 2516

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Company Profile

FAR International Holdings Group Company Limited is an exempted company incorporated in the Cayman Islands with limited liability on 24 November 2022 and was listed on the Main Board of the Stock Exchange on 22 December 2023.

We are an established cross-border e-commerce logistics service provider based in the PRC principally engaged in the provision of end-to-end cross-border logistics services. In 2015, we are the first batch of pilot enterprises at China (Hangzhou) Cross-border e-commerce Comprehensive Pilot Zone* (中國(杭州)跨境電子商務 綜合試驗區首批試點企業) in the PRC. To seize the opportunity arising from the development of the PRC's cross-border e-commerce industry, particularly in the Yangtze River Delta and Pearl River Delta, we strategically set up our service outlets in major trading centres in the PRC, including Zhejiang Province, Shanghai Municipality, Guangdong Province, Fujian Province, Sichuan Province, Henan Province, Shandong Province and Hong Kong.

Our business is built on a customer-oriented culture. We are capable of providing various flexible and reliable delivery options to our customers based on their selection of express, standard or economic delivery options, through coordinating our network of suppliers. At present, we provide overall management of the entire logistics value chain (from receiving the parcel from our customer and delivering the parcel to the final destination), including the determination of the delivery route, means of transportation, delivery costs control and fulfillment of customs requirements. Leveraging our ability in providing services for the entire logistics chain together with our suppliers, we also provide different types of logistics services to customers in the PRC and overseas. We offer our customers the flexibility to pick and choose the services they require us to perform within the logistics value chain, such as freight forwarding, customs clearance, recovery, warehouse operation, transportation and last-mile delivery. We offer customised supply chain solutions based on customers' specific requirements and formulate logistics solutions that suit their needs.



Corporate Information



DIRECTORS

Executive Directors

Mr. Wang Quan (Chairman of the Board and Chief Executive Officer)

Mr. Yang Zhilong

Mr. Zhang Guangyang

Mr. Zhu Jiong

Ms. Zhang Min (Retired on 31 May 2024)

Non-executive Directors

Mr. Wei Ran (Appointed on 2 February 2024) Mr. Yao Shenjie (Appointed on 31 May 2024) Mr. Wang Tiantian (Resigned on 2 February 2024)

Independent Non-executive Directors

Mr. Ye Xingyue

Mr. Ren Tiangan

Ms. Wang Jiaofei (Appointed on 31 May 2024)

Mr. Sun Peng (Retired on 31 May 2024)

COMPANY SECRETARY

Ms. Wong Hoi Ting (ACG, HKACG)

AUTHORIZED REPRESENTATIVES

Mr. Zhu Jiong Ms. Wong Hoi Ting

AUDIT COMMITTEE

Mr. Ye Xingyue (Chairman)

Mr. Ren Tiangan

Ms. Wang Jiaofei (Appointed on 31 May 2024)

Mr. Sun Peng (Retired on 31 May 2024)

REMUNERATION COMMITTEE

Mr. Ren Tiangan (Chairman)

Mr. Wang Quan Mr. Ye Xingyue

NOMINATION COMMITTEE

Mr. Wang Quan (Chairman)

Mr. Ren Tiangan

Ms. Wang Jiaofei (Appointed on 31 May 2024)

Mr. Sun Peng (Retired on 31 May 2024)

INVESTMENT COMMITTEE (Established on 12 July 2024)

Mr. Wang Quan (Chairman)

Mr. Ye Xingyue Mr. Ren Tiangan

AUDITOR

SHINEWING (HK) CPA Limited Certified Public Accountants Registered Public Interest Entity Auditor 17/F, Chubb Tower, Windsor House 311 Gloucester Road Causeway Bay Hong Kong

LEGAL ADVISER AS TO HONG KONG **LAWS**

Loong & Yeung Room 1603, 16th Floor China Building 29 Queen's Road Central Central Hong Kong

COMPLIANCE ADVISER

Grand Moore Capital Limited Unit 1401, 14/F, Lippo Sun Plaza 28 Canton Road, Tsim Sha Tsui Kowloon Hong Kong

Corporate Information

REGISTERED OFFICE

71 Fort Street, PO Box 500 George Town Grand Cayman KY1-1106, Cayman Islands

HEADQUARTERS IN THE PRC

Room 201 Hangzhou Cross-border e-commerce Industrial Park No. 22 Changcheng Street Gongshu District, Hangzhou City Zhejiang Province PRC

PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Room 1603, 16/F China Building 29 Queen's Road Central Central Hong Kong

CAYMAN ISLANDS PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

Appleby Global Services (Cayman) Limited 71 Fort Street, PO Box 500 George Town Grand Cayman KY1-1106, Cayman Islands

HONG KONG SHARE REGISTRAR

Computershare Hong Kong Investor Services Limited Shops 1712–1716, 17th Floor Hopewell Centre 183 Queen's Road East Wan Chai Hong Kong

PRINCIPAL BANKER

Hangzhou United Rural Commercial Bank Co Ltd (Shiqiao Branch) No. 336 Shiqiao Road Gongshu District, Hangzhou City Zhejiang Province PRC

STOCK CODE

2516

COMPANY'S WEBSITE

www.far800.com

LISTING DATE

22 December 2023



The following is a summary of the results and assets and liabilities of FAR International Holdings Group Company Limited (the "Company") and its subsidiaries (collectively, the "Group") for the six months ended 30 June 2024 and 2023, respectively.

SUMMARY OF RESULTS OF THE GROUP

	For the six months ended 30 June				
	2024	2023	Changes		
	RMB'000	RMB'000	%		
	(unaudited)	(audited)			
Revenue	1,427,976	673,910	111.89		
Gross profit	104,799	54,455	92.45		
Profit before tax	40,041	14,045	185.09		
Income tax expenses	(1,979)	(3,128)	(36.73)		
Profit for the period	38,062	10,917	248.65		
Profit for the period attributable to:					
Owners of the Company	38,093	11,342	235.86		

SUMMARY OF ASSETS AND LIABILITIES OF THE GROUP

	30 June 2024 <i>RMB'000</i> (unaudited)	31 December 2023 <i>RMB'000</i> (audited)	Changes %
Total assets Total liabilities	1,392,127 (701,928)	1,207,114 (555,471)	15.33 26.37
Net assets	690,199	651,643	5.92
Total equity attributable to: Owners of the Company	690,584	651,997	5.92

Management Discussion and Analysis

1. BUSINESS REVIEW

Market Overview

Based on the information from the General Administration of Customs of the PRC, the total import and export trade volume in the PRC reached approximately RMB21.17 trillion in the first half of 2024, representing a year-on-year growth of 6.1%, of which the total export trade volume was approximately RMB12.13 trillion, representing a year-on-year growth of 6.9%. According to the information in June 2024, the monthly exports have recorded a month-on-month growth for three consecutive months. Under the sophisticated political and economic environment, the PRC has maintained its strong growth momentum for foreign trade.

Contributions from cross-border e-commerce are essential for the growth momentum of the PRC's foreign trade. As an important channel for foreign trade transformation, cross-border e-commerce plays a leading role in the innovation and development of foreign trade. During the first half of this year, the import and export trade volume of cross-border e-commerce in the PRC reached approximately RMB1.22 trillion, representing a year-on-year growth of 10.5%. Such growth rate is higher than the overall growth rate of foreign trade in the PRC by 4.4 percentage points. There is no doubt that cross-border e-commerce has become the new drive for the growth of foreign trade in the PRC, while cross-border e-commerce logistics, which constitutes the core portion of cross-border e-commerce imports and exports, has also brought along more opportunities for development.

During the first half of this year, cross-border e-commerce platforms in the PRC, including Temu, TikTok Shop and SHINE, through updating and iterating their models such as "hosting", have continued to make substantial investments in expanding their foreign markets, which attracted a large number of consumers and contributed to the growth of performance of those platforms at a fast pace. With the globalisation of cross-border e-commerce accelerating, not only does it require a deeper binding of the export of domestic logistics companies, but there is also a greater need to overtake the logistics resources system dominated by foreign companies. As such, domestically oriented cross-border e-commerce logistics service providers have to timely exploit this opportunity and seize the benefits that arise to assist in facilitating the layout of globalisation of cross-border e-commerce in the PRC.



BUSINESS REVIEW (Continued) 1.

Performance Overview

The Group is a renowned cross-border e-commerce logistics service provider in the PRC. The Group has more than 30 service outlets and a network of over 1,100 suppliers with a service coverage of more than 220 countries and regions worldwide, allowing it to provide various flexible and reliable cross-border delivery options to customers. During the first half of 2024, the Group principally provided three main types of services, namely end-to-end cross-border delivery service, freight forwarding service and other logistics services. The total revenue amounted to approximately RMB1,427.98 million for the first half of 2024, representing a growth of approximately 111.89% as compared to that of approximately RMB673.91 million for the corresponding period of 2023. Profit attributable to owners of the Company amounted to approximately RMB38.09 million for the first half of 2024, representing a growth of approximately 235.86% as compared to that of the first half of 2023.

The core business performance indicators of the Group during the first half of 2024 continued to improve. with both its operating revenue and profit exceeding expectation, and achieved rapid growth under such a sophisticated external environment and laid a solid foundation for attaining all goals for the entire 2024.

Specific performance for each product is as follows:

The Group is capable of providing various flexible and reliable delivery options to its customers based on their selection of express, standard or economic delivery options, through coordinating its network of suppliers. Operating revenue from end-to-end cross-border delivery services amounted to approximately RMB648.71 million for the first half of 2024, representing a rise of approximately 9.97% as compared to that of the first half of 2023. This was mainly attributable to the contribution from standard and economic delivery services.

The Group offers freight forwarding services for the delivery of parcels from the port of the origin to the port of the final destination through different delivery methods, such as airborne, seaborne and ground transportation. Operating revenue from freight forwarding services amounted to approximately RMB315.07 million for the first half of 2024, representing a rise of approximately 678.40% as compared to that of the first half of 2023. This was mainly attributable to the substantial growth of airborne services.

Building on the Group's service outlets and supplier network, the Group offers value-adding supply chain solutions that integrate its service offerings and fulfills the specific needs of its customers of different industry verticals. Operating revenue from other logistics services amounted to approximately RMB464.20 million for the first half of 2024, representing a rise of approximately 966.51% as compared to that of the first half of 2023. This was mainly attributable to the contribution from other customs clearance and delivery services.

Management Discussion and Analysis

2. FUTURE OUTLOOK AND PROSPECT

Market Outlook

Based on the information from the General Administration of Customs of the PRC and the prediction from iResearch, the compound annual growth rate of the export trade volume of cross-border e-commerce in the PRC from 2022 to 2025 is expected to reach approximately 16.40%, achieving a stable and positive development. By 2025, the scale of cross-border e-commerce is expected to reach approximately RMB10.00 trillion. The rapid development of cross-border e-commerce promotes the continuous growth of the cross-border e-commerce logistics market.

In the second half of 2024, cross-border e-commerce sellers will appear on more emerging platforms which largely adopt the "hosting" model. For cross-border e-commerce logistics companies, they can serve more e-commerce sellers through cooperation with these platforms. Meanwhile, the standardised logistics service requirements and standards of such platforms further improve the service quality of the cross-border e-commerce logistics industry.

With the diversifying and segmenting demand of global consumers, there are rising demands for goods. Meanwhile, the channels and ways for global consumers to obtain information about the goods are continuously increasing. Foreign social media like Facebook, YouTube, TikTok and Twitter also recognise the demand of Chinese brands to export overseas and have invested more resources to support and help companies from the PRC to enter the international market. Cross-border e-commerce logistics services will also benefit from such situation.

Development Strategy

Further deepen the strategic cooperation with major platforms. The Company will strengthen the construction of marketing system and customer acquisition capability for non-platform customers like individual platforms.

Expand the business scale and service capabilities. The Company will expand or upgrade its existing service outlets as required to raise its service carrying capacity.

Expand the overseas business layout. On the basis of its existing business, the Company will extend the foreign logistics network, improve the cross-border delivery and the performance ability of overseas localization ancillary services, facilitate the construction and launch of overseas logistics infrastructure and team recruitment, and establish an international logistics supply chain network.

Increasing investment in technology. Science is the key to refined management. Through upgrading the information technology system, the Company can improve the standard of digitalization and empower its corporate development.



3. FINANCIAL REVIEW

Revenue

The Group's revenue for the six months ended 30 June 2024 was approximately RMB1,427.98 million, representing an increase of 111.89% as compared to approximately RMB673.91 million for the six months ended 30 June 2023, which was mainly attributable to the increase in revenue from end-to-end crossborder delivery services, freight forwarding services and other logistics services. Specifically, revenue from Customer A surged from approximately RMB150.69 million for the six months ended 30 June 2023 to approximately RMB748.42 million for the six months ended 30 June 2024.

Revenue from end-to-end cross-border delivery services increased from approximately RMB589.91 million for the six months ended 30 June 2023 to approximately RMB648.71 million for the six months ended 30 June 2024, representing an increase of approximately 9.97%. The increase was mainly due to the increase in revenue from standard and economic delivery services.

Revenue from freight forwarding services dramatically increased from approximately RMB40.48 million for the six months ended 30 June 2023 to approximately RMB315.07 million for the six months ended 30 June 2024, representing an increase of approximately 678.40%. The increase was mainly attributable to the substantial growth of airborne services.

Revenue from other logistics services increased significantly, soaring from approximately RMB43.53 million for the six months ended 30 June 2023 to approximately RMB464.20 million for the six months ended 30 June 2024, representing an increase of approximately 966.51%. The increase was mainly due to other customs clearance and delivery services.

Cost of Sales

The Group's cost of sales for the six months ended 30 June 2024 increased to approximately RMB1,323.18 million from approximately RMB619.46 million for the six months ended 30 June 2023, representing an increase of approximately RMB703.72 million or 113.60%. The increase was mainly due to the overall rise in logistic costs associated with the significant increase in revenue for the six months ended 30 June 2024 as discussed above.

Gross Profit and Gross Profit Margin

The Group's gross profit for the six months ended 30 June 2024 was approximately RMB104.80 million, representing an increase of approximately RMB50.34 million as compared to approximately RMB54.46 million for the six months ended 30 June 2023. Its gross profit margin decreased from approximately 8.08% for the six months ended 30 June 2023 to approximately 7.34% for the six months ended 30 June 2024, which was mainly attributable to more significant rise in the Group's revenue contribution from freight forwarding services and other logistics services, which carry lower profit margins as compared to end-toend cross-border delivery services.

Management Discussion and Analysis

3. FINANCIAL REVIEW (Continued)

Other Income, Gains and Losses — Net

Other income, gains and losses mainly comprise bank interest income, government grants, gain or loss arising from change in fair value of financial assets at fair value through profit or loss, exchange difference and sundry income. For the six months ended 30 June 2024, the Group recorded net losses amounted to approximately RMB9.23 million, as compared to net gains of approximately RMB2.84 million for the six months ended 30 June 2023. The change from net gains to net losses was mainly attributable to the increase in loss on exchange difference.

Impairment Loss on Trade and Other Receivables

The Group's impairment loss on trade and other receivables was approximately RMB7.42 million for the six months ended 30 June 2024, representing an increase of approximately RMB6.17 million or 496.22%, as compared to approximately RMB1.25 million for the six months ended 30 June 2023, which was mainly due to the increased amount of trade and other receivables associated with the increase in revenue as discussed above.

Finance Costs

The Group's finance costs for the six months ended 30 June 2024 increased by approximately RMB6.45 million or 501.94% from approximately RMB1.29 million for the six months ended 30 June 2023 to approximately RMB7.74 million. The increase in finance costs was mainly due to the increase in bank borrowings for the six months ended 30 June 2024.

Income Tax Expenses

Income tax expenses primarily consist of current and deferred income tax at the applicable tax rate in accordance with the relevant laws and regulations in the PRC and Hong Kong. The Group's entities established in the Cayman Islands and the BVI are exempted from income tax in those jurisdictions.

Income tax expenses of the Group for the six months ended 30 June 2024 were approximately RMB1.98 million, representing a decrease of approximately RMB1.15 million from approximately RMB3.13 million for the six months ended 30 June 2023. Such decrease was mainly attributable to the increase in deferred tax assets, partially offset by the increase in current income tax for the six months ended 30 June 2024.

Profit for the Period

As a result of the foregoing, for the six months ended 30 June 2024, the Group recorded a profit of approximately RMB38.06 million, representing an increase of approximately 248.65% as compared to approximately RMB10.92 million for the six months ended 30 June 2023, which was mainly due to the increase in revenue and gross profit as explained above, partially offset by (i) other losses recorded for the six months ended 30 June 2024; (ii) increase in impairment loss on trade and other receivables; (iii) increase in finance costs; and (iv) increase in selling expenses associated with the increase in revenue for the period.



FINANCIAL REVIEW (Continued)

Non-HKFRS Adjusted Net Profit

To supplement the Group's condensed consolidated financial statements which are presented in accordance with the Hong Kong Financial Reporting Standards ("HKFRS"), the Company also used non-HKFRS adjusted net profit as an additional financial measure in order to evaluate its financial performance by eliminating the impact of items that it does not consider indicative of the performance of its business. The Company believes that this additional financial measure provides useful guidance as it reflects its net profit position relating to its normal business operations by eliminating the potential impact of its listing expenses. The term "adjusted net profit" is not defined under HKFRS. Other companies in the industry in which the Group operates may calculate such non-HKFRS item differently from the Group. The use of adjusted net profit has material limitations as an analytical tool, as adjusted net profit does not include all items that impact the Group's net profit for the six months ended 30 June 2024, and should not be considered in isolation or as a substitute for analysis of the Group's results as reported under HKFRS.

The table below sets out the calculation of the Group's non-HKFRS adjusted net profit for the periods indicated:

	Six months	Six months
	ended	ended
	30 June 2024	30 June 2023
	RMB'000	RMB'000
	(unaudited)	(audited)
Profit for the period	38,062	10,971
Adjustment for:		
Listing expenses	_	10,486
Adjusted net profit (non-HKFRS measure) for the period	38,062	21,457

The Group's adjusted net profit, adjusted by excluding the Group's listing expenses, was approximately RMB38.06 million for the six months ended 30 June 2024, representing an increase of approximately 77.39% as compared to approximately RMB21.46 million for the six months ended 30 June 2023. The increase was mainly due to the increase in profit for the period as described above and no listing expense was recorded for the six months ended 30 June 2024.

Management Discussion and Analysis

3. FINANCIAL REVIEW (Continued)

Trade and Bills Receivables

The Group's trade and bills receivables were approximately RMB620.46 million as at 30 June 2024, representing an increase of approximately 27.11% as compared to approximately RMB488.12 million as at 31 December 2023, which was primarily attributable to the increase in revenue in line with the growth of the Group's business.

Trade Payables

The Group's trade payables were approximately RMB121.12 million as at 30 June 2024, representing a decrease of approximately 47.91% as compared to approximately RMB232.52 million as at 31 December 2023, which was mainly attributable to the decrease in trade payables within 3 months driven by the Group's dedication to making timely payment.

Liquidity, Financial Resources and Capital Structure

The Group generally finances its operations primarily through a combination of cash generated from operations and bank borrowings. Following the Share Offer in December 2023, the net proceeds from the Share Offer are expected to provide additional funds for future cash needs of the Group. It is anticipated that the Group has sufficient working capital to fund its future working capital, capital expenditures and other cash needs.

The Group has adopted prudent treasury policies in cash and financial management. The Board closely monitors the Group's liquidity and capital resources to ensure that the liquidity structure of the Group's asset, liabilities and commitments can meet its funding requirements from time to time.

As at 30 June 2024, the Group's net current assets were approximately RMB508.75 million (31 December 2023: approximately RMB468.84 million). The Group's bank balances and cash as at 30 June 2024 were approximately RMB398.69 million (31 December 2023: approximately RMB409.05 million).

As at 30 June 2024, bank borrowings of approximately RMB519.68 million carried interest rates from 3.55% to 5.23% per annum (31 December 2023: approximately RMB252.20 million carried interest rates from 3.60% to 4.45% per annum). As at 30 June 2024, the Group had unutilised bank facilities of approximately RMB1.00 million.

As at 30 June 2024, the Group had lease liabilities of approximately RMB9.96 million, of which approximately RMB6.94 million were classified as current position and approximately RMB3.02 million were classified as non-current position.

Gearing Ratio

Gearing ratio is calculated based on the total debt of the Company (including interest-bearing borrowings and lease liabilities) to the total equity of the Company. The gearing ratio of the Group as at 30 June 2024 was approximately 76.74% as compared to 41.36% as at 31 December 2023. The increase in gearing ratio was mainly due to the increase in bank borrowings, partially offset by the decrease in lease liabilities.



FINANCIAL REVIEW (Continued) 3.

Exchange Rate Fluctuation Risk

Renminbi is the Group's functional currency while some of the Group's business transactions with its customers and suppliers are denominated in other currencies, which are primarily United States dollars and Hong Kong dollars. Therefore, the Group is exposed to foreign currency risk primarily through sales and procurements which give rise to accounts receivables, accounts payables and bank and cash balances that are denominated in a foreign currency other than Renminbi. In addition, the Group retains certain proceeds from the Share Offer in Hong Kong dollars that are exposed to foreign currency risk. The Group does not carry out hedging activities against its foreign currency exposures. However, the management monitors foreign currency exposure and will consider hedging significant foreign currency exposure should the need arise.

Significant Investment Held

During the six months ended 30 June 2024, the Group did not hold any significant investments (including any investment in an investee company with a value of 5% or more of the Company's total assets as at 30 June 2024).

Pledge of Assets

As at 30 June 2024, the Group had pledged trade receivables with carrying amounts of approximately RMB336.88 million and ownership interests in buildings with carrying amounts of approximately RMB2.50 million as collateral for secured bank borrowings granted to the Group.

Contingent Liabilities

As at 30 June 2024, the Group did not have any material contingent liabilities.

4. USE OF PROCEEDS FROM THE SHARE OFFER

Based on the offer price of HK\$0.9 per Share under the Share Offer, after deducting the relevant listing expenses, the net proceeds from the Share Offer amounted to approximately RMB58.79 million (the "**Net Proceeds**"), which was lower than the RMB80.00 million as disclosed in the Prospectus. The difference of approximately RMB21.21 million has been adjusted in the same manner and in the same proportion to the use of proceeds as disclosed in the section headed "Future Plans and Use of Proceeds" in the Prospectus. However, the Directors will continue to evaluate the business objectives of the Company and might change or revise its plans based on the changing market conditions in order to facilitate the business growth of the Company.

An analysis of the utilisation of the Net Proceeds is set out below:

Pla	nned use of the Net Proceeds	Percentage of total Net Proceeds	Original estimated amount available for utilisation RMB million	Adjusted amount available for utilisation RMB million	Unutilised amount up to 31 December 2023 RMB million	Actual amount of the Net Proceeds utilised during the six months ended 30 June 2024 RMB million	Unutilised amount as at 30 June 2024 RMB million	Expected time for full utilisation of the remaining Net Proceeds
1.	Achieving greater scale and							
	further the Group's reach	81.9%	65.5	48.15	48.15	2.28	45.87	30 June 2025
	 Setting up new service 							
	outlets in the PRC	47.0%	37.6	27.63	27.63	0.20	27.43	30 June 2025
	Expanding and upgrading							
	the Group's existing service							
•	outlets in the PRC	34.9%	27.9	20.52	20.52	2.08	18.44	30 June 2025
2.	Invest in and upgrade the Group's	40.00/	44.4	40.50	10.50	0.40	0.40	00 1 0005
٥	information technology systems	18.0%	14.4	10.58	10.58	2.42	8.16	30 June 2025
3.	Working capital and general	0.40/	0.4	0.00	0.00	0.06	0.00	20 June 200E
	corporate purposes	0.1%	0.1	0.06	0.06	0.06	0.00	30 June 2025
Tota	al	100.0%	80.0	58.79	58.79	4.76	54.03	



5. FUTURE PLANS FOR MATERIAL INVESTMENTS AND CAPITAL ASSETS

Save as disclosed in this interim report and the Prospectus, the Group did not have any other future plans for material investments and capital assets as of the date of this interim report.

6. MATERIAL ACQUISITION AND DISPOSAL OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

The Group did not make any material acquisitions and disposals of subsidiaries, associates and joint ventures during the Reporting Period.

7. PURCHASE, SALE OR REDEMPTION OF THE LISTED SECURITIES OF THE COMPANY

There was no purchase, sale or redemption of any of the Company's listed securities by the Company or any of its subsidiaries during the six months ended 30 June 2024.

8. EVENTS AFTER THE REPORTING PERIOD

Save as disclosed in this interim report, there is no material subsequent event undertaken by the Group after 30 June 2024 and up to the date of this interim report.

9. HUMAN RESOURCES AND REMUNERATION POLICIES

The number of full-time employees of the Group was 477 as at 30 June 2024 (30 June 2023: 473). The total staff costs for the six months ended 30 June 2024 were approximately RMB38.70 million as compared to approximately RMB34.79 million for the six months ended 30 June 2023.

To maintain the quality, knowledge and skill levels of the workforce, the Group provides regular in-house and external training to employees. In addition, the Group provides orientation training and mentorship program to newly recruited employees to help them understand the Group's culture and enhance their skills and knowledge in relation to the daily operation. The Group's remuneration policy is determined by employees' qualifications, experience and capability as well as the prevailing market remuneration rate. The remuneration policy will be reviewed by the Board from time to time. The Group also makes contributions to mandatory social security funds for the benefit of the PRC employees that provide for retirement, medical, work-related injury, maternity and unemployment benefits, as well as housing provident funds, under the applicable PRC laws and regulations.

Other Information

INTERIM DIVIDEND

The Board has resolved not to recommend the payment of an interim dividend for the six months ended 30 June 2024 (for the six months ended 30 June 2023: Nil).

CORPORATE GOVERNANCE

The Company is committed to maintaining high standards of corporate governance to safeguard the interests of its Shareholders and to enhance corporate value and accountability. The Company has adopted the principles of and complied with the code provisions as set out in the CG Code as its own code of corporate governance. Save as disclosed in this interim report, the Company has, to the best knowledge of the Board, complied with all applicable code provisions set out in part 2 of the CG Code and adopted most of the recommended best practices set out therein during the Reporting Period.

Pursuant to code provision C.2.1 of the CG Code, the roles of chairman and chief executive should be separate and should not be performed by the same individual. Following the cessation of Ms. Zhang Min as the Chief Executive Officer with effect from 31 May 2024, Mr. Wang Quan ("Mr. Wang") has been appointed as the Chief Executive Officer with effect from the same date. Since 31 May 2024 and up to the date of this interim report, Mr. Wang assumes the dual roles of the Chairman and the Chief Executive Officer. With extensive experience in the cross-border logistics industry and having served in the Company since its establishment, Mr. Wang is responsible for the overall strategic planning and business direction of the Group. Despite the fact that the roles of the Chairman and the Chief Executive Officer are both performed by Mr. Wang, which constitutes a deviation from code provision C.2.1 of the CG Code, the Board considers that having the same individual in both roles as the Chairman and the Chief Executive Officer ensures that the Group has consistent leadership and can make and implement the overall strategy of the Group more effectively. The Board believes that this arrangement does not compromise the balance of power and authority between the Board and the senior management of the Company, given that: (i) Mr. Wang and the other Directors are aware of and undertake to fulfill their fiduciary duties as Directors, which require, among other things, that each of them acts for the benefit and in the best interests of the Company; (ii) there is sufficient check and balance in the Board, which comprises experienced and diverse individuals, and decision to be made by the Board requires approval by at least a majority of the Directors; and (iii) the overall strategic and other key business, financial and operational policies of the Group are and will be made collectively after thorough discussion at both the Board and senior management levels.

The Company will continue to review and monitor its corporate governance practices to ensure compliance with the CG Code.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code as its own code of conduct regarding Directors' securities transactions. Having made specific enquiries of all the Directors, each of the Directors has confirmed that he/she has complied with the required standards as set out in the Model Code during the Reporting Period.



AUDIT COMMITTEE

The Company has established the Audit Committee with written terms of reference in compliance with the requirements under the Listing Rules. As of the date of this interim report, the Audit Committee comprises three independent non-executive Directors, namely Mr. Ye Xingyue, Mr. Ren Tiangan and Ms. Wang Jiaofei. The chairman of the Audit Committee is Mr. Ye Xingyue. The primary functions of the Audit Committee are to oversee the financial reporting system, risk management and internal control systems of the Group, review the Company's financial information, provide advice and comments to the Board, and perform other duties and responsibilities as may be assigned by the Board.

The Audit Committee has reviewed the Group's unaudited interim results for the six months ended 30 June 2024 and discussed with the management of the Company on the accounting principles and practices adopted by the Group. The Audit Committee was of the view that the preparation of such results complied with the applicable accounting standards and requirements as well as the Listing Rules, and that adequate disclosures have been made.

The Group's unaudited interim results for the six months ended 30 June 2024 have been reviewed by the Company's auditor, SHINEWING (HK) CPA Limited, in accordance with Hong Kong Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Hong Kong Institute of Certified Public Accountants, whose review report is included in this interim report.

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY OR ANY OF ITS ASSOCIATED CORPORATIONS

As at 30 June 2024, the interests and short positions of the Directors and chief executives of the Company in the Shares, underlying Shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have taken under such provisions of the SFO), or which were required to be entered in the register to be kept by the Company pursuant to Section 352 of the SFO, or which were required to be notified to the Company and the Stock Exchange pursuant to the Model Code were as follows:

Interests in the Company:

Name of Director	Capacity and nature of interest	Number of Shares held/ interested in ⁽¹⁾	Approximate percentage of shareholding ⁽²⁾
Mr. Wang ⁽³⁾	Interest in a controlled corporation	263,189,164	33.74%
Mr. Yang Zhilong ⁽⁴⁾	Interest in a controlled corporation	11,239,147	1.44%
Mr. Zhu Jiong ⁽⁵⁾	Interest in a controlled corporation	4,942,745	0.63%

Other Information

Notes:

- (1) All interests stated are long positions.
- (2) The calculation is based on the total number of 780,000,000 Shares in issue as at 30 June 2024.
- (3) As at 30 June 2024, Zi Yue and Gensis FAR Holdings Limited ("Gensis FAR") held 221,213,154 and 41,976,010 Shares, representing approximately 28.36% and 5.38% of the entire issued share capital of the Company, respectively. Zi Yue is entirely owned by Mr. Wang. Therefore, Mr. Wang is deemed to be interested in the Shares held by Zi Yue by virtue of the SFO. Gensis FAR is wholly owned by Hangzhou Aiyuan L.P.. Mr. Wang is interested in approximately 37.88% of the equity interest in Hangzhou Aiyuan L.P.. Therefore, Mr. Wang is deemed to be interested in the Shares held by Gensis FAR by virtue of the SFO.
- (4) As at 30 June 2024, Ren He International Holdings Limited held 11,239,147 Shares, representing approximately 1.44% of the entire issued share capital of the Company. Ren He International Holdings Limited is entirely owned by Mr. Yang Zhilong. Therefore, Mr. Yang Zhilong is deemed to be interested in the Shares held by Ren He International Holdings Limited by virtue of the SFO.
- (5) As at 30 June 2024, Seven Big Dipper Holdings Limited held 4,942,745 Shares, representing approximately 0.63% of the entire issued share capital of the Company. Seven Big Dipper Holdings Limited is entirely owned by Mr. Zhu Jiong. Therefore, Mr. Zhu Jiong is deemed to be interested in the Shares held by Seven Big Dipper Holdings Limited by virtue of the SFO.

Save as disclosed above, as at 30 June 2024, none of the Directors or chief executives of the Company had any interests or short positions in the Shares, underlying Shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they were taken or deemed to have taken under such provisions of the SFO), or which were required to be entered in the register to be kept by the Company pursuant to Section 352 of the SFO, or which were required to be notified to the Company and the Stock Exchange pursuant to the Model Code.

ARRANGEMENT TO PURCHASE SHARES OR DEBENTURES

There was at no time during the six months ended 30 June 2024 the Company, its holding companies, or any of its subsidiaries or fellow subsidiaries, a party to any arrangements that would enable the Directors or any of their spouses or children under the age of 18 to acquire benefits by means of the acquisition of shares in, or debt securities (including debentures) of, the Company or any other body corporate, and none of the Directors or any of their spouses or children under the age of 18 were granted any right to subscribe for the shares in, or debt securities (including debentures) of, the Company or any other body corporate or had exercised any such right.



SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES OF THE COMPANY

As at 30 June 2024, to the best knowledge of the Directors, the following persons (not being a Director or chief executive of the Company) had interests or short positions in the Shares or underlying Shares which fall to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO or which were required to be entered in the register to be kept by the Company pursuant to Section 336 of the SFO:

Name of Shareholder	Capacity and nature of interest	Number of Shares held/ interested in ⁽¹⁾	Approximate percentage of shareholding ⁽²⁾
Zi Yue ⁽³⁾	Beneficial owner	221,213,154	28.36%
Gensis FAR ⁽³⁾	Beneficial owner	41,976,010	5.38%
Ms. Lao Minzhong ⁽⁴⁾	Interest of spouse	263,189,164	33.74%
Taobao China ⁽⁵⁾	Beneficial owner	67,041,663	8.59%
Taobao Holding Limited(5)	Interest in a controlled corporation	67,041,663	8.59%
Alibaba Holding(5)	Interest in a controlled corporation	67,041,663	8.59%
Mr. Ye Jianrong ⁽⁶⁾	Interest in a controlled corporation	51,699,152	6.63%
Hangzhou Gongshu State-owned Innovation Development Co., Ltd. (杭州拱墅國投創新發展有限公司) ⁽⁷⁾	Interest in a controlled corporation	45,470,849	5.83%
Hangzhou City Gongshu District State-owned Investment Holding Group Co., Ltd. (杭州市拱墅區國 有投資控股集團有限公司) ⁽⁷⁾	Interest in a controlled corporation	45,470,849	5.83%

Other Information

Notes:

- (1) All interests stated are long positions.
- (2) The calculation is based on the total number of 780,000,000 Shares in issue as at 30 June 2024.
- (3) As at 30 June 2024, Zi Yue is entirely owned by Mr. Wang. Therefore, Mr. Wang is deemed to be interested in the Shares held by Zi Yue by virtue of the SFO. Gensis FAR is interested in approximately 5.38% shareholding of the Company as at 30 June 2024. Gensis FAR is wholly owned by Hangzhou Aiyuan L.P.. Mr. Wang is interested in approximately 37.88% of the equity interest in Hangzhou Aiyuan L.P.. Therefore, Mr. Wang is deemed to be interested in the Shares held by Gensis FAR by virtue of the SFO.
- (4) Ms. Lao Minzhong is the spouse of Mr. Wang. Accordingly, for the purpose of the SFO, Ms. Lao Minzhong is deemed, or taken to be, interested in the Shares in which Mr. Wang is interested.
- (5) As at 30 June 2024, Taobao China is 100.00% owned by Taobao Holding Limited, which is in turn 100.00% owned by Alibaba Holding.
- (6) Coast Harvest Holdings Limited ("Coast Harvest") is interested in approximately 4.26% shareholding of the Company as at 30 June 2024. Mr. Ye Jianrong is interested in 85.00% of the shareholding in Coast Harvest. Therefore, Mr. Ye Jianrong is deemed to be interested in the Shares held by Coast Harvest by virtue of the SFO. Skill Lead Holdings Limited ("Skill Lead") is interested in approximately 2.37% shareholding of the Company as at 30 June 2024. Skill Lead is entirely owned by Mr. Ye Jianrong. Therefore, Mr. Ye Jianrong is deemed to be interested in the Shares held by Skill Lead by virtue of the SFO.
- (7) Summit Acute Holdings Limited ("Summit Acute") is interested in approximately 3.44% shareholding of the Company as at 30 June 2024. Summit Charm Holdings Limited ("Summit Charm") is interested in approximately 2.39% shareholding of the Company as at 30 June 2024. Both companies are indirectly and wholly owned by Hangzhou Gongshu Stateowned Innovation Development Co., Ltd. (杭州拱墅國投創新發展有限公司), which is in turn wholly owned by Hangzhou City Gongshu District State-owned Investment Holding Group Co., Ltd. (杭州市拱墅區國有投資控股集團有限公司), a wholly state-owned company established in accordance with the PRC Company Law on 10 June 2008. Therefore, each of Hangzhou Gongshu State-owned Innovation Development Co., Ltd. and Hangzhou City Gongshu District State-owned Investment Holding Group Co., Ltd. is deemed to be interested in the Shares held by Summit Acute and Summit Charm by virtue of the SFO.

Save as disclosed above, as at 30 June 2024, the Directors were not aware of any other persons (who were not Directors or chief executives of the Company) who had an interest or short position in any Shares or underlying Shares which would fall to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO or which were required to be entered in the register to be kept by the Company pursuant to Section 336 of the SFO.

SUFFICIENCY OF PUBLIC FLOAT

According to the information that is publicly available to the Company and within the knowledge of the Directors, the Company has maintained a sufficient public float as required under the Listing Rules during the six months ended 30 June 2024.



CHANGES TO INFORMATION IN RESPECT OF DIRECTORS AND CHIEF EXECUTIVES OF THE COMPANY

The changes in the information of Directors and chief executives of the Company since the publication of the Company's 2023 annual report and up to the date of this interim report as required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules are as follows:

- 1. Ms. Zhang Min has retired from her position as an executive Director and ceased to be the Chief Executive Officer due to retirement with effect from 31 May 2024;
- 2. Mr. Sun Peng has retired from his position as an independent non-executive Director and ceased to be a member of each of the Audit Committee and the Nomination Committee to devote more time to his other business and personal commitments with effect from 31 May 2024;
- 3. Mr. Yao Shenjie has been appointed as a non-executive Director with effect from 31 May 2024;
- 4. Ms. Wang Jiaofei has been appointed as an independent non-executive Director and a member of each of the Audit Committee and the Nomination Committee with effect from 31 May 2024;
- 5. Mr. Wang has been appointed as the Chief Executive Officer with effect from 31 May 2024 and the chairman of the Investment Committee with effect from 12 July 2024; and
- 6. each of Mr. Ye Xingyue and Mr. Ren Tiangan has been appointed a member of the Investment Committee with effect from 12 July 2024.

For details, please refer to the announcements of the Company dated 26 March 2024, 31 May 2024 and 12 July 2024.

Save as disclosed above, there has been no other change to information which is required to be disclosed and has been disclosed by Directors and chief executives of the Company pursuant to Rule 13.51B(1) of the Listing Rules after the publication of the Company's 2023 annual report and up to the date of this interim report.



CONTINUING DISCLOSURE OBLIGATIONS PURSUANT TO THE LISTING RULES

Save as disclosed in this interim report, the Company does not have any other disclosure obligations under Rules 13.20, 13.21 and 13.22 of the Listing Rules as of 30 June 2024.

On behalf of the Board **Wang Quan**Chairman and Executive Director

Hong Kong, 28 August 2024



Report on Review of Condensed Consolidated Financial Statements



SHINEWING (HK) CPA Limited 17/F., Chubb Tower, Windsor House, 311 Gloucester Road, Causeway Bay, Hong Kong 信永中和(香港)會計師事務所有限公司 香港銅鑼灣 告士打道311號 皇室大廈安達人壽大樓17樓

TO THE BOARD OF DIRECTORS OF FAR INTERNATIONAL HOLDINGS GROUP COMPANY LIMITED

(incorporated in the Cayman Island with limited liability)

Introduction

We have reviewed the condensed consolidated financial statements of FAR International Holdings Group Company Limited (the "Company") and its subsidiaries set out on pages 24 to 43, which comprise the condensed consolidated statement of financial position as of 30 June 2024 and the related condensed consolidated statement of profit or loss and other comprehensive income, condensed consolidated statement of changes in equity and condensed consolidated statement of cash flows for the six-months period then ended, and other explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard ("HKAS") 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants. The directors of the Company are responsible for the preparation and presentation of these condensed consolidated financial statements in accordance with HKAS 34. Our responsibility is to express a conclusion on these condensed consolidated financial statements based on our review, and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

Scope of Review

We conducted our review in accordance with Hong Kong Standard on Review Engagements 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Hong Kong Institute of Certified Public Accountants. A review of these condensed consolidated financial statements consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the condensed consolidated financial statements are not prepared, in all material respects, in accordance with HKAS 34.

SHINEWING (HK) CPA Limited

Certified Public Accountants
Wong Chuen Fai

Practising Certificate Number: P05589

Hong Kong 28 August 2024

Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the six months ended 30 June 2024

		Six months ended 30			
		2024	2023		
	Notes	RMB'000	RMB'000		
		(unaudited)	(audited)		
Revenue	3	1,427,976	673,910		
Cost of sales		(1,323,177)	(619,455)		
Gross profit		104,799	54,455		
Other income, gains and losses, net	5	(9,230)	2,838		
Selling expenses		(8,423)	(4,149)		
Administrative and other expenses		(31,941)	(36,568)		
Impairment loss on trade and other receivables		(7,423)	(1,245)		
Finance costs		(7,741)	(1,286)		
Profit before tax		40,041	14,045		
Income tax expenses	6	(1,979)	(3,128)		
Profit for the period	7	38,062	10,917		
Other comprehensive income for the period:					
Item that may be reclassified subsequently to profit or loss					
Exchange difference arising on translating foreign operations		494	5,299		
Total comprehensive income for the period		38,556	16,216		
Profit (loss) attributable to:					
— Owners of the Company		38,093	11,342		
— Non-controlling interests		(31)	(425)		
		38,062	10,917		
Total comprehensive income (expense) attributable to:					
Owners of the Company		38,587	16,641		
Non-controlling interests		(31)	(425)		
		(0.)	(120)		
		38,556	16,216		
Earnings per share					
Basic and diluted (RMB cents)	9	4.88	1.83		



Condensed Consolidated Statement of Financial Position

At 30 June 2024

	Notes	30 June 2024 <i>RMB</i> '000 (unaudited)	31 December 2023 <i>RMB'000</i> (audited)
Non-current assets	40	04.400	04.457
Property, plant and equipment	10 10	24,122	24,157
Right-of-use assets Goodwill	10	10,323 144,680	16,681 144,680
Deferred tax assets		5,372	4,261
		184,497	189,779
Current assets			
Trade and bill receivables	11	620,460	488,120
Deposits, prepayments and other receivables		115,534	113,895
Amount due from a related company		_	1,652
Financial assets at fair value through profit or loss	16	58,290	_
Time deposits		14,655	4,622
Bank balances and cash		398,691	409,046
		1,207,630	1,017,335
Current liabilities			
Trade payables	12	121,116	232,523
Accruals and other payables		44,343	42,182
Contract liabilities		5,427	7,278
Income tax payables Lease liabilities		1,378	3,925
Borrowings	13	6,941 519,680	10,386 252,200
Zenewinge .	10		202,200
		698,885	548,494
Net current assets		508,745	468,841
Total assets less current liabilities		693,242	658,620
Non-current liabilities			
Deferred tax liabilities		24	29
Lease liabilities		3,019	6,948
		3,043	6,977
Net assets		690,199	651,643

Condensed Consolidated Statement of Financial Position

At 30 June 2024

		30 June	31 December
		2024	2023
	Note	RMB'000	RMB'000
		(unaudited)	(audited)
Capital and reserves			
Share capital	14	7,075	7,075
Reserves		683,509	644,922
		690,584	651,997
Non-controlling interests		(385)	(354)
Total equity		690,199	651,643



Condensed Consolidated Statement of Changes in Equity



For the six months ended 30 June 2024

		Attrib	utable to owne	ers of the Com	pany				
	Paid-in capital/share capital RMB'000	Share premium RMB'000	Other reserves RMB'000	Statutory surplus reserve RMB'000	Translation reserve RMB'000	Retained earnings RMB'000	Sub-total RMB'000	Non- controlling interests RMB'000	Total RMB'000
At 1 January 2024 (audited)	7,075	95,221	307,169	36,772	1,642	204,118	651,997	(354)	651,643
Profit (loss) for the period Exchange difference arising on	_	_	_	_	_	38,093	38,093	(31)	38,062
translating foreign operations					494		494		494
Total comprehensive income (expenses) for the period					494	38,093	38,587	(31)	38,556
At 30 June 2024 (unaudited)	7,075	95,221	307,169	36,772	2,136	242,211	690,584	(385)	690,199
At 1 January 2023 (audited)	45,283	_	249,030	32,123	906	181,418	508,760	45	508,805
Profit (loss) for the period	_	_	_	_	_	11,342	11,342	(425)	10,917
Exchange difference arising on translating foreign operations					5,299		5,299		5,299
Total comprehensive income (expenses) for the period					5,299	11,342	16,641	(425)	16,216
Capital injection from the pre-IPO investor (Note 14)	457	_	12,803	_	_	_	13,260	_	13,260
Arising from reorganisation	(45,336)		45,336						
At 30 June 2023 (audited)	404	_	307,169	32,123	6,205	192,760	538,661	(380)	538,281

Condensed Consolidated Statement of Cash Flows

For the six months ended 30 June 2024

	Six months end 2024 RMB'000	2023 RMB'000
	(unaudited)	(audited)
NET CASH USED IN OPERATING ACTIVITIES	(199,354)	(58,902)
INVESTING ACTIVITIES		
Payments for purchase of property, plant and equipment (" PPE ")	(2,513)	(1,154)
Placement of unpledged time deposits	(14,622)	(4,702)
Mature of unpledged time deposits	4,622	_
Bank interest income received	2,798	2,216
Proceeds from disposal of PPE	8	42
Repayment from a related company	1,652	_
Payments for purchase of financial assets at fair value through		
profit or loss (" FVTPL ")	(57,772)	_
Proceeds from disposal of financial assets at FVTPL		25
NET CASH USED IN INVESTING ACTIVITIES	(65,827)	(3,573)
FINANCING ACTIVITIES		
New bank borrowings raised	803,430	209,400
Capital contribution from the pre-IPO investor	_	13,260
Repayment of bank borrowings	(535,950)	(159,429)
Repayment of lease liabilities	(6,177)	(5,464)
Issue cost paid	_	(2,470)
Interest paid	(6,964)	(1,286)
NET CASH FROM FINANCING ACTIVITIES	254,339	54,011
Net decrease in cash and cash equivalents	(10,842)	(8,464)
Cash and cash equivalents at the beginning of the period	409,046	239,499
Effect of changes in exchange rate	487	413
Cash and cash equivalents at the end of the period	398,691	231,448



For the six months ended 30 June 2024

1. BASIS OF PREPARATION

FAR International Holdings Group Company Limited (the "Company") was incorporated in the Cayman Islands under the Companies Act (as revised) of the Cayman Islands as an exempted company with limited liability on 24 November 2022 and its shares have been listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "Stock Exchange") on 22 December 2023. Its immediate and ultimate holding company is Zi Yue Holdings Limited ("Zi Yue"), a company with limited liability incorporated in the British Virgin Islands. Zi Yue is wholly and directly owned by Mr. Wang Quan, who is also a director of the Company.

The Company is an investment holding company and has not carried on any business since the date of its incorporation. The Company and its subsidiaries (together referred to as the "**Group**") are principally engaged in the provision of end-to-end cross-border delivery service, freight forwarding service and other logistics service.

The condensed consolidated financial statements of the Group for the six months ended 30 June 2024 have been prepared in accordance with Hong Kong Accounting Standard ("**HKAS**") 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants ("**HKICPA**") and the applicable disclosure requirements of Appendix D2 to the Rules Governing the Listing of Securities on the Stock Exchange.

Before the listing of the Company on the Stock Exchange, the companies comprising the Group underwent a group reorganisation (the "**Reorganisation**") as detailed in the section headed "History, development and reorganisation" in the prospectus of the Company dated 12 December 2023.

Pursuant to the Reorganisation, the Company became the holding company of the companies now comprising the Group on 16 May 2023.

As the Reorganisation only involved inserting new holding companies and has not resulted in any change of economic substance, the condensed consolidated statement of profit or loss and other comprehensive income, condensed consolidated statement of changes in equity and condensed consolidated statement of cash flows of the Group for the period ended 30 June 2023 have been prepared as if the current group structure had been in existence throughout the period ended 30 June 2023, or since the respective dates of incorporation/establishment of the relevant companies now comprising the Group where this is a shorter period and the Company had always been the holding company of the Group.

For the six months ended 30 June 2024

2. PRINCIPAL ACCOUNTING POLICIES

The condensed consolidated financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period.

The accounting policies used in the condensed consolidated financial statements are consistent with those followed in the preparation of the Group's annual consolidated financial statements for the year ended 31 December 2023.

Application of amendments to HKFRSs

In the current interim period, the Group has applied, for the first time, the following amendments to Hong Kong Financial Reporting Standards ("**HKFRSs**") issued by the HKICPA which are effective for the Group's financial year beginning 1 January 2024:

Amendments to HKFRS 16	Lease Liability in a Sales and Leaseback
Amendments to HKAS 1	Classification of Liabilities as Current or Non-current and the
	related amendments to Hong Kong Interpretation 5 (2020)
	Presentation of Financial Statements — Classification by
	the Borrower of a Term Loan that Contains a Repayment on
	Demand Clause
Amendments to HKAS 1	Non-current Liabilities with Covenants
Amendments to HKAS 7 and HKFRS 7	Supplier Finance Arrangements

The application of the amendments to HKFRSs in the current interim period has had no material impact on the Group's financial performance and positions for the current and prior periods and/or on the disclosures set out in these condensed consolidated financial statements.

3. REVENUE AND SEGMENT INFORMATION

Revenue mainly represents revenue arising from end-to-end cross-border delivery service, freight forwarding service and other logistics service for the periods. An analysis of the Group's revenue is as follows:

	Six months e	nded 30 June
	2024	2023
	RMB'000	RMB'000
	(unaudited)	(audited)
Revenue from contracts with customers within the scope of HKFRS 15		
"Revenue from Contracts with Customer"		
Disaggregated by major services lines		
 End-to-end cross-border delivery service 	648,712	589,909
 Freight forwarding service 	315,065	40,476
— Other logistics service	464,199	43,525
	1,427,976	673,910





For the six months ended 30 June 2024

3. REVENUE AND SEGMENT INFORMATION (Continued)

Disaggregation of revenue from contracts with customers by timing of recognition

	Six months e	Six months ended 30 June	
	2024	2023	
	RMB'000	RMB'000	
	(unaudited)	(audited)	
Timing of revenue recognition			
Overtime	648,712	589,909	
A point in time	779,264	84,001	
	1,427,976	673,910	

Transaction price allocated to the remaining performance obligations

The sales contracts are with an original expected duration of less than one year. Accordingly, the Group has elected the practical expedient and has not disclosed the amount of transaction price for the performance obligation that is unsatisfied as of the end of respective reporting period.

4. SEGMENT INFORMATION

The directors of the Company, being the chief operating decision makers, review the Group's internal reporting in order to assess performance and allocate resources. The Group is principally engaged in the provision of end-to-end cross-border delivery service, freight forwarding service and other logistics service. Information reported to the chief operating decision makers, for the purpose of resources allocation and performance assessment, focuses on the operating results of the Group as a whole as the Group's resources are integrated and no discrete operating segment financial information is available.

Geographical information

The following table sets out information about the geographical location of the Group's revenue from external customers. The geographical location of revenue from external customers is based on the location of the orders placed as follows:

For the six months ended 30 June 2024

4. SEGMENT INFORMATION (Continued)

Geographical information (Continued)

Revenue from external customers:

	Six months ended 30 June	
	2024	2023
	RMB'000	RMB'000
	(unaudited)	(audited)
Mainland China	1,386,260	586,726
Hong Kong	21,629	81,771
The United States	11,907	3,205
The United Kingdom	93	36
Other countries and regions	8,087	2,172
	1,427,976	673,910

As at 30 June 2024 and 2023, all of the Group's non-current assets, excluding goodwill and deferred tax assets, were located in the People's Republic of China (the "PRC").

Information about major customers

Revenue from customers contributed over 10% of the total revenue of the Group are as follows:

	Six months ended 30 June	
	2024	2023
	RMB'000	RMB'000
	(unaudited)	(audited)
Customer A ¹	748,424	150,688
Customer B ²	151,030	N/A#
Shenzhen Yidatong Supply Chain Service Co., Ltd.*		
(深圳市一達通供應鏈服務有限公司) (" Yidatong ")³	N/A#	85,548

^{*} for identification purpose only

- 2 Revenue from freight forwarding service rendered.
- 3 Revenue from end-to-end cross-border delivery service rendered.
- * The corresponding revenue did not contribute over 10% of the total revenue of the Group.

¹ Revenue from end-to-end cross-border delivery service, freight forwarding service and other logistics service rendered.





For the six months ended 30 June 2024

5. OTHER INCOME, GAINS AND LOSSES, NET

	Six months ended 30 June	
	2024	2023
	RMB'000	RMB'000
	(unaudited)	(audited)
Bank interest income	2,798	2,216
Government grants (note (i))	3,214	383
Gains (losses) arising from change in fair value of financial assets at fair		
value through profit or loss	518	(10)
Net loss on disposal of property, plant and equipment	(9)	(56)
Net gain on early termination of lease contract	2	_
Exchange difference	(17,646)	(426)
Sundry income	1,893	731
	(9,230)	2,838

Note:

6. INCOME TAX EXPENSES

	Six months ended 30 June	
	2024	2023
	RMB'000	RMB'000
	(unaudited)	(audited)
Current income tax:		
— Hong Kong Profits Tax	44	17
— Corporate Income Tax	3,051	2,829
Deferred taxation	(1,116)	282
	1,979	3,128

⁽i) The government grants were mainly incentives provided by local government authorities in the PRC for various forms of government financial incentives to reward the Group's support and contribution for the development of local economies. As of 30 June 2024 and 2023, there were no unfulfilled conditions or contingencies relating to these government grants.

For the six months ended 30 June 2024

7. PROFIT FOR THE PERIOD

Profit for the period has been arrived at after charging:

	Six months e	Six months ended 30 June	
	2024	2023	
	RMB'000	RMB'000	
	(unaudited)	(audited)	
Directors' emoluments	1,659	1,493	
Salaries, allowances and other benefits			
(excluding directors' emoluments)	33,276	30,344	
Contributions to retirement benefits scheme			
(excluding directors' emoluments)	3,767	2,953	
Total staff costs	38,702	34,790	
Listing expenses	_	10,486	
Research and development cost (note)	652	472	
Impairment loss (reversal of impairment loss) on:			
— trade receivables	7,493	1,291	
— other receivables	(70)	(46)	
	7,423	1,245	
Depreciation of property, plant and equipment	2,531	2,131	
Depreciation of right-of-use assets	5,163	4,302	

Note: The item does not include depreciation, employee benefits and related expenses related to research and development.

8. DIVIDENDS

No dividend has been paid or declared during the period ended 30 June 2024, nor has any dividend been proposed since the end of the reporting period (30 June 2023: Nil).





For the six months ended 30 June 2024

9. EARNINGS PER SHARE

The calculation of the basic and diluted earnings per share attributable to owners of the Company is based on the following data:

	Six months ended 30 June	
	2024	2023
	RMB'000	RMB'000
	(unaudited)	(audited)
<u>Earnings</u>		
Earnings for the purpose of basic and diluted earnings per share	38,093	11,342
Number of shares	'000	'000
Weighted average number of ordinary shares for the purpose of basic		
and diluted earnings per share	780,000	618,178

The weighted average number of ordinary shares had been adjusted for the effect of the capitalisation issue for the period ended 30 June 2023, as stated in Note 14.

The diluted earnings per share is equivalent to the basic earnings per share as there were no dilutive potential ordinary shares outstanding for both periods.

10. MOVEMENT IN PROPERTY, PLANT AND EQUIPMENT/RIGHT-OF-USE ASSETS/LEASE LIABILITIES

During the period ended 30 June 2024, the Group acquired property, plant and equipment at a cost of RMB2,513,000 (30 June 2023: RMB1,154,000).

Property, plant and equipment with a net book value of RMB17,000 were disposed of by the Group during the period ended 30 June 2024 (30 June 2023: RMB98,000), resulting in a net loss of disposal of RMB9,000 (30 June 2023: RMB56,000).

During the period ended 30 June 2024, the Group entered into five (30 June 2023: three) lease agreements for operations. On lease commencement, the Group recognised right-of-use assets and lease liabilities of RMB1,503,000 (30 June 2023: RMB758,000).

Right-of-use assets in relation to a lease agreement with carrying amount of RMB2,698,000 was early terminated during the period ended 30 June 2024 (30 June 2023: Nil), while the relevant lease liability of RMB2,700,000 was discharged during the current period (30 June 2023: Nil).

For the six months ended 30 June 2024

11. TRADE AND BILL RECEIVABLES

	30 June	31 December
	2024	2023
	RMB'000	RMB'000
	(unaudited)	(audited)
Trade receivables	648,550	511,405
Bill receivables	200	_
Less: allowance for impairment loss of trade receivables	(28,290)	(23,285)
	620,460	488,120

The following is an ageing analysis of trade and bill receivables, net of allowance for impairment loss of trade receivables, presented based on the invoice date, which approximates the respective revenue recognition dates, at the end of the reporting period.

	30 June	31 December
	2024	2023
	RMB'000	RMB'000
	(unaudited)	(audited)
Within 3 months	589,116	469,557
4–12 months	28,066	15,154
1–2 years	3,278	3,409
	620,460	488,120

The Group allows credit period of 0 to 90 days to its trade customers depending on the creditability of the customers. The Group does not hold any collateral over its trade receivables.

12. TRADE PAYABLES

	30 June	31 December
	2024	2023
	RMB'000	RMB'000
	(unaudited)	(audited)
Trade payables	121,116	232,523





For the six months ended 30 June 2024

12. TRADE PAYABLES (Continued)

The following is an ageing analysis of trade payables presented based on invoice date at the end of the reporting period:

	30 June	31 December
	2024	2023
	RMB'000	RMB'000
	(unaudited)	(audited)
Within 3 months	104,456	228,188
4–12 months	15,096	3,467
1–2 years	1,059	805
2–3 years	442	63
Over 3 years	63	
	121,116	232,523

The average credit period on purchases of goods is up to 90 days. The Group has financial risk management policies or plans for its payables with respect to the credit timeframe.

13. BORROWINGS

During the current period, the Group borrowed unsecured bank loans of approximately RMB545,500,000, guaranteed bank loans of approximately RMB84,300,000 and secured and guaranteed bank loans of approximately RMB173,630,000 from banks. These loans are repayable in full within a year and bear interest rates from 3.55% to 5.23% per annum.

During the current period, the Group repaid unsecured bank loans of approximately RMB365,700,000, secured bank loans of approximately RMB170,000,000 and secured and guaranteed bank loans of approximately RMB250,000. These loans borne interest rates from 3.50% to 4.55% per annum.

As at 30 June 2024, secured and guaranteed bank borrowings with carrying amount of approximately RMB173,380,000 (31 December 2023: Nil) were pledged by trade receivables with carrying amount of approximately RMB336,875,000 (31 December 2023: Nil); ownership interest in buildings with carrying amount of approximately RMB2,497,000 (31 December 2023: Nil) and guaranteed by certain subsidiaries in the PRC.

As at 30 June 2024, guaranteed bank borrowings with carrying amount of approximately RMB84,300,000 (31 December 2023: Nil) were guaranteed by certain subsidiaries in the PRC.

As at 31 December 2023, secured bank borrowings with carrying amount of approximately RMB170,000,000 (30 June 2024: Nil) were pledged by trade receivables with carrying amount of approximately RMB399,984,000 (30 June 2024: Nil) and ownership interest in buildings with carrying amount of approximately RMB2,572,000 (30 June 2024: Nil).

For the six months ended 30 June 2024

14. SHARE CAPITAL

The Company was incorporated in the Cayman Islands on 24 November 2022 with an authorised share capital of HK\$380,000 divided into 38,000,000 ordinary shares with a par value of HK\$0.01 each. On the same date of incorporation, one ordinary share of HK\$0.01 was allotted and issued to the initial subscriber, an independent third party, at par, which was then transferred to Zi Yue on the same date.

On 9 May 2023, the Company's authorised ordinary shares were further increased to 780,000,000 ordinary shares with a par value of HK\$0.01 each, and 40,491,580 ordinary shares were allotted and issued to various shareholders pursuant to the Reorganisation.

On 11 May 2023, a class of preferred shares was set up, and authorised share capital of the Company was re-designated from HK\$7,800,000 divided by 780,000,000 ordinary shares of HK\$0.01 each to HK\$7,800,000 divided by 775,000,000 ordinary shares of HK\$0.01 each and 5,000,000 preferred shares of HK\$0.01 each. On the same date, 4,791,427 preferred shares of HK\$47,914 were allotted (the "**Preferred Shares**") and issued to Taobao China Holding Limited pursuant to the Reorganisation.

The Preferred Shares contain same voting right, right to dividend and right to share of net assets at liquidation as holders of ordinary shares except for preference at liquidation. The Preferred Shares, in whole or in part, can be converted into ordinary shares on a one-for-one basis and are convertible at any time after the date of issuance of the shares. Each Preferred Share shall be automatically re-designated into ordinary shares of the Company upon listing of the Company's shares on the Main Board of the Stock Exchange.

On 16 May 2023, 457,404 ordinary shares of HK\$4,574 (RMB4,036) were allotted and issued to Easygo Warehouse Services Corporation pursuant to the Reorganisation.

Pursuant to the meeting of the board of directors dated 1 December 2023, the authorised share capital of the Company was increased from HK\$7,800,000 divided by 775,000,000 ordinary shares of HK\$0.01 each and 5,000,000 preferred shares of HK\$0.01 each to HK\$20,000,000 divided into 1,920,000,000 ordinary shares of HK\$0.01 each and 80,000,000 preferred shares of HK\$0.01 each by the creation of an additional 1,220,000,000 shares of par value of HK\$0.01 each.

On 22 December 2023, the capitalisation issue pursuant to the shareholders' resolution dated 1 December 2023 was effected. The Company issued 594,259,588 shares at par value of HK\$0.01 each to the shareholders, whose are on the shareholders list as at 18 December 2023, credited as fully paid at par, by way of capitalisation of an amount of HK\$5,942,596 (approximately RMB5,399,000) standing to the credit of the share premium account of the Company.

On 22 December 2023, the Company issued a total of 140,000,000 new ordinary shares of HK\$0.01 each at a price of HK\$0.90 (equivalent to RMB0.82) each upon the initial public offering and listing of the shares of the Company on the Stock Exchange with the total amounts of approximately RMB114,486,000. The number of total issued ordinary shares increased to 780,000,000 shares upon the capitalisation issue and the initial public offering. The new ordinary shares rank pari passu with the existing shares in all aspects. On the same day, all Preferred Shares are converted into ordinary shares automatically.



Shown in

Notes to the Condensed Consolidated Financial Statements



For the six months ended 30 June 2024

14. SHARE CAPITAL (Continued)

Ordinary shares

				condensed consolidated
	Number of			financial
	shares	Amount	Amount	statements
		HK\$	RMB	RMB'000
Authorised ordinary shares at HK\$0.01 per share:				
At 1 January 2023 (audited)	38,000,000	380,000	335,288	335
Increase in authorised ordinary shares on				
9 May 2023	742,000,000	7,420,000	6,546,944	6,547
Re-designate the authorised share capital on				
11 May 2023	(5,000,000)	(50,000)	(44,117)	(44)
Increase in authorised ordinary shares on				
1 December 2023	1,145,000,000	11,450,000	10,422,019	10,422
Conversion from preferred shares upon listing	80,000,000	800,000	726,782	727
At 31 December 2023 (audited), 1 January				
2024 (audited) and 30 June 2024				
(unaudited)	2,000,000,000	20,000,000	17,986,916	17,987
Issued and fully paid ordinary shares at HK\$0.01				
per share:				
At 1 January 2023 (audited)	1	**	**	***
Issue of new ordinary shares on 9 May 2023	40,491,580	404,916	357,273	358
Issue of new ordinary shares on 16 May 2023	457,404	4,574	4,036	4
Conversion from preferred shares upon listing	4,791,427	47,914	42,276	42
Capitalisation issue	594,259,588	5,942,596	5,399,561	5,399
Issue of new ordinary shares upon listing	140,000,000	1,400,000	1,272,068	1,272
At 31 December 2023 (audited), 1 January 2024				
(audited) and 30 June 2024 (unaudited)	780,000,000	7,800,000	7,075,214	7,075

For the six months ended 30 June 2024

14. SHARE CAPITAL (Continued)

Preferred shares

	Number of shares	Amount HK\$	Amount RMB	Shown in condensed consolidated financial statements RMB'000
Authorised preferred shares at HK\$0.01 per				
share:				
At 1 January 2023 (audited)	_	_	_	_
Re-designate the authorised share capital on				
11 May 2023	5,000,000	50,000	44,117	44
Increase in authorised preferred shares on				
1 December 2023	75,000,000	750,000	682,665	683
Conversion into ordinary shares upon listing	(80,000,000)	(800,000)	(726,782)	(727)
At 31 December 2023 (audited), 1 January				
2024 (audited) and 30 June 2024				
(unaudited)			_	
Issued and fully paid preferred shares at HK\$0.01				
per share:				
At 1 January 2023 (audited)	_	_	_	_
Issue of new preferred shares on 11 May 2023	4,791,427	47,914	42,276	42
Conversion into ordinary shares upon listing	(4,791,427)	(47,914)	(42,276)	(42)
At 31 December 2023 (audited), 1 January				
2024 (audited) and 30 June 2024				
(unaudited)	_	_	_	_

^{**} Less than RMB1

^{***} Less than RMB1,000





For the six months ended 30 June 2024

15. SIGNIFICANT RELATED PARTY TRANSACTIONS

Other than as disclosed elsewhere in the condensed consolidated financial statements, the Group entered into the following transactions with related parties:

(a) The Group entered into transactions with a related party with details as follows:

		Six months ended 30 June	
		2024	2023
		RMB'000	RMB'000
Names	Nature of transactions	(unaudited)	(audited)
Related parties:			
Yidatong	Delivery services rendered	64,949	85,548

Note: Before Reorganisation, Alibaba (China) Network Technology Co., Ltd., which is a subsidiary of Alibaba Group Holding Limited ("Alibaba Holding"), subscribed shares of the subsidiary now comprising the Group and becomes a shareholder of that subsidiary and appointed Mr. Wang Tiantian to act as the director of that subsidiary.

On 11 May 2023, after the completion of the Reorganisation, Taobao China Holding Limited ("**Taobao China**") entered into a share subscription agreement with the Company. Since then, Taobao China became a shareholder of the Group and Taobao China appointed one non-executive director in accordance with the subscription agreement.

Yidatong is a subsidiary of Taobao China and Alibaba Holding and then becomes a related party of the Group.

For the six months ended 30 June 2024

15. SIGNIFICANT RELATED PARTY TRANSACTIONS (Continued)

(b) Other than disclosed somewhere in these condensed consolidated financial statements, the following balances were outstanding at the end of the reporting period:

	30 June	31 December
	2024	2023
	RMB'000	RMB'000
	(unaudited)	(audited)
Yidatong		
Trade receivables from a related party	12,276	11,517
Deposit paid to a related party	450	450

16. FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS

Fair value measurements are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

The fair value of all financial assets and financial liabilities is determined in accordance with generally accepted pricing model based on discounted cash flow analysis.





For the six months ended 30 June 2024

16. FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS (Continued)

The following table provides an analysis of financial instrument that is measured at fair value at the end of each reporting period for recurring measurement, grouped into Level 2 based on the degree to which the fair value is observable in accordance to the Group's accounting policy.

	30 June	31 December
	2024	2023
	Level 2	Level 2
	RMB'000	RMB'000
	(unaudited)	(audited)
Financial assets at FVTPL		
Unlisted funds	58,290	_

There were no transfers into or out of Level 2 of fair value hierarchy during the period/year.

Financial instrument	Fair value hierarchy	30 June 2024 <i>RMB</i> '000 (unaudited)	31 December 2023 RMB'000 Valuation technique and (audited) key inputs
Unlisted funds	Level 2	58,290	 Quoted prices from fund administrators

Except for the financial assets listed above, the management of the Group considers that the carrying amounts of other financial assets and financial liabilities recorded at amortised costs in the condensed consolidated financial statements approximate to their fair values.

Definitions

"Alibaba China" Alibaba (China) Network Technology Co., Ltd.* (阿里巴巴(中國)網絡技術有限公

司), a company established under the laws of the PRC with limited liability

"Alibaba Holding" Alibaba Group Holding Limited (阿里巴巴集團控股有限公司), a company

incorporated in the Cayman Islands, with its American depositary shares, each representing eight ordinary shares, listed on the New York Stock Exchange (stock symbol: BABA), and its ordinary shares listed on the Main Board of the

Stock Exchange (stock code: 9988)

"associate(s)" has the meaning ascribed to it under the Listing Rules

"Audit Committee" the audit committee of the Board

"Board" the board of Directors

"BVI" the British Virgin Islands

"CG Code" the Corporate Governance Code as set out in Appendix C1 to the Listing Rules

"Chairman" the chairman of the Board

"Chief Executive Officer" the chief executive officer of the Company

"China" or "PRC" the People's Republic of China, which for the purpose of this interim report only

and except where the context requires otherwise, excludes Hong Kong, the

Macao Special Administrative Region of the PRC and Taiwan region

"Companies Ordinance" the Companies Ordinance, Chapter 622 of the Laws of Hong Kong, as

amended, supplemented or otherwise modified from time to time

"Company" FAR International Holdings Group Company Limited 泛遠國際控股集團有限公司,

an exempted company incorporated in the Cayman Islands with limited liability on 24 November 2022, and the Shares of which are listed on the Main Board of

the Stock Exchange (stock code: 2516)

"Director(s)" the director(s) of the Company

"Group", "our", "we" or "us" the Company and its subsidiaries or, where the context so requires, in respect

of the period before the Company became the holding company of its present

subsidiaries, the business operated by such subsidiaries

"Hangzhou Aiyuan L.P." Hangzhou Aiyuan Investment Management Partnership (Limited Partnership)*

(杭州愛遠投資管理合夥企業(有限合夥)), a limited partnership established in the

PRC



"HK\$", "Hong Kong dollars" or Hong Kong dollar(s) and cent(s) respectively, the lawful currency of Hong Kong "HKD" "Hong Kong" or "HK" the Hong Kong Special Administrative Region of the PRC "Investment Committee" the investment committee of the Board established by the Company on 12 July 2024 "Listing Date" 22 December 2023, on which trading in the Shares first commence on the Main Board of the Stock Exchange "Listing Rules" the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, supplemented or otherwise modified from time to time "Main Board" the stock exchange (excluding the option market) operated by the Stock Exchange which is independent from and operated in parallel with the GEM of the Stock Exchange. For the avoidance of doubt, the Main Board excludes the GEM of the Stock Exchange "Model Code" the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix C3 to the Listing Rules "Nomination Committee" the nomination committee of the Board "Prospectus" the prospectus of the Company dated 12 December 2023 "Renminbi" or "RMB" the lawful currency of the PRC "Reporting Period" for the six months ended 30 June 2024 "SFO" the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong, as amended, supplemented or otherwise modified from time to time "Share(s)" ordinary shares in the share capital of the Company with a par value of HKD0.01 each "Share Offer" the Public Offer and the Placing (both as defined in the Prospectus) "Shareholder(s)" holder(s) of the Share(s) "Stock Exchange" The Stock Exchange of Hong Kong Limited, a wholly-owned subsidiary of Hong

Kong Exchanges and Clearing Limited

Definitions

"subsidiary(ies)"	has the meaning ascribed to it under Section 15 of the Companies Ordinance
"Substantial Shareholder(s)" or "substantial shareholder(s)"	has the meaning ascribed to it under the Listing Rules
"Taobao China"	Taobao China Holding Limited (淘寶中國控股有限公司), a company incorporated under the laws of Hong Kong, being an affiliate of Alibaba China
"Zi Yue"	Zi Yue Holdings Limited (子越控股有限公司), a limited liability company established under the laws of BVI on 8 June 2022 and wholly owned by Mr. Wang Quan
"%"	per cent

^{*} For identification purposes only