Ningbo DAYE Garden Equipment Co.

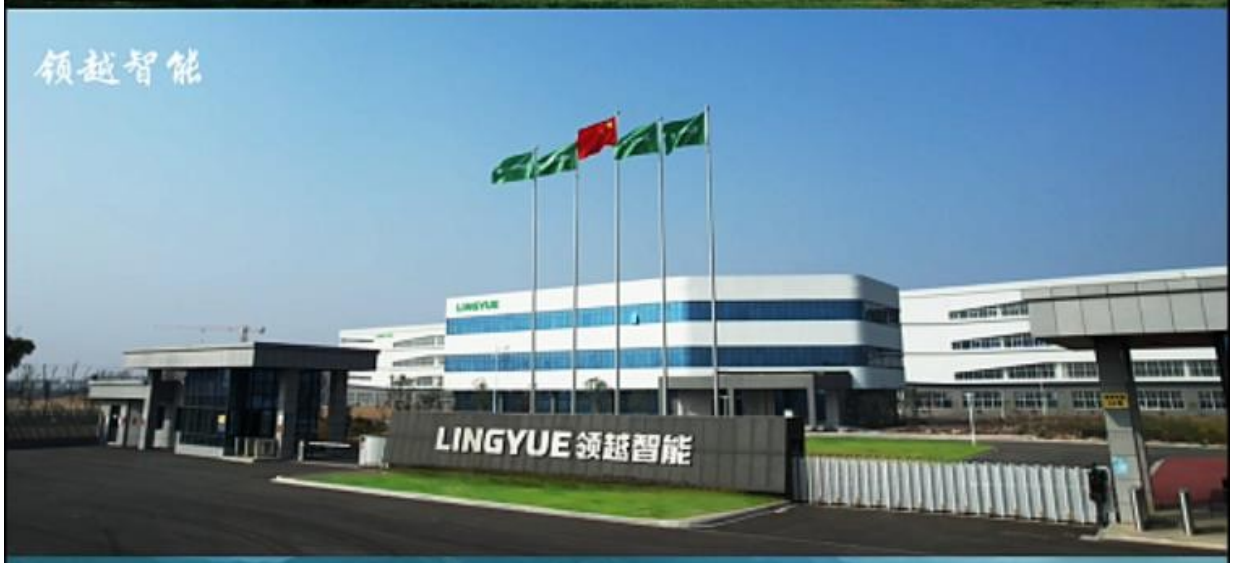
2023 Annual

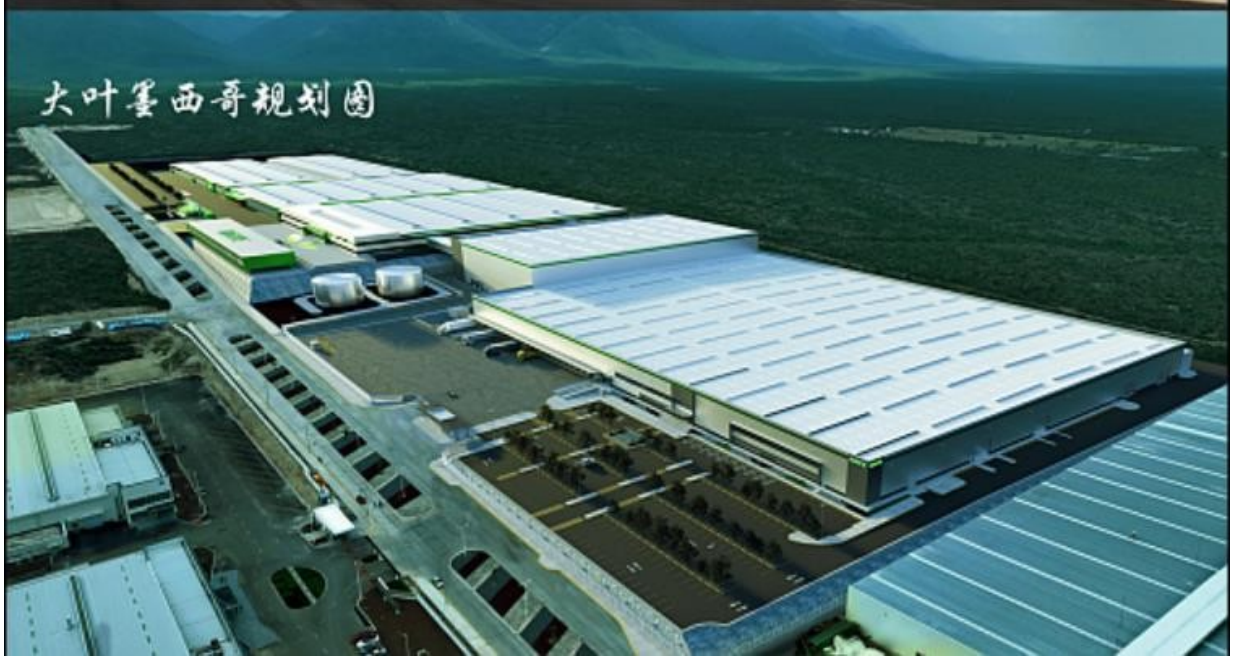
Report Bulletin

No.:2024-025

April 2024


大叶股份总部


领越智能
LINGYUE 领越智能


大叶墨西哥规划图

Annual Report 2023

Section I. Important notes, table of contents and interpretation

The Board of Directors, the Supervisory Committee and the Directors, Supervisors and senior management of the Company warrant that the contents of the annual report are true, accurate and complete, and that there are no false records, misleading statements or material omissions, and that they shall bear individual and joint legal liabilities.

Ye Xiaobo, the person in charge of the company, Wu Bofan, the person in charge of accounting work and Wu Bofan, the person in charge of the accounting organisation (accounting supervisor), declare that they guarantee the truthfulness, accuracy and completeness of the financial report in this annual report.

All Directors have attended the Board meeting at which this report was considered.

During the reporting period, the company's operating income, net profit declined, mainly due to the main customers in Europe and the United States are in the high inventory stage while increasing the de-stocking efforts resulting in reduced customer demand, increased sales deductions and the decline in gross profit margins; secondly, foreign currency exchange rate fluctuations arising from the reduction of foreign exchange gains

and the addition of the issuance of convertible bonds to unspecified objects of the company's financial expenses due to the increase in interest expenses. The company in this report ''Section III Management Discussion and Analysis'' in the ''Fourth, the main business analysis'' part, a detailed description of the company's performance decline in the specific reasons and countermeasures, investors are advised to pay attention to the relevant content.

Any reference to future plans, performance forecasts, etc. in this report does not constitute a commitment by the Company to any investor or related party, and investors and related parties are advised to maintain sufficient awareness of the risks involved and should understand the differences between plans, forecasts and commitments.

The Company has described in detail the major risks it will face in the future and the countermeasures in this report, for details, please refer to the section "XI. Prospects for the future development of the Company" in "Section III. Management Discussion and Analysis" of this report, and investors are advised to pay attention to the investment risks.

The Company plans to pay no cash dividend, no bonus shares and no capitalisation of capital by way of provident fund.

directory (on computer hard drive)

Section I. Important notes, table of contents and interpretation 3
Section II. Company profile and key financial indicators 9
Section III. Management discussion and analysis 13
Section IV. Corporate governance 45
Section V. Environmental and social responsibility 67
Section VI. Important matters 69
Section VII. Changes in shares and shareholders 91
Section VIII. Information on preference shares 99
Section IX. Bond-related information 100
Section X. Financial reporting 103

Catalogue of documents available for review

I. Financial statements containing the signatures and seals of the company's legal representative, the person in charge of accounting work, and the person in charge of the accounting organisation. The original audit report containing the seal of the accounting firm and the signature and seal of the certified public accountant.

Original copies of all corporate documents and announcements publicly disclosed on the websites designated by the CSRC during the reporting period. IV. The original copy of the 2023 Annual Report signed by Mr Ye Xiaobo, the legal representative of the Company.

V. Other relevant documents.

The Company will place the originals or legally valid copies of the above documents at the Office of the Directors of the Company and the Shenzhen Stock Exchange at the same time for public inspection.

an explanation of the meaning of words or phrases

definitional items	depend on	Interpretation content
Da Ye Shares, Inc.	depend on	Ningbo DAYE Garden Equipment Co.
Kim Dae Yeh	depend on	Zhejiang Jindaye Holding Company Limited, the controlling shareholder of the Company
Gutai Hong Kong	depend on	HONGKONG GOTEX INTERNATIONAL CO., LIMITED), a shareholder of the Company
Hong Kong Kindred	depend on	HONGKONG KINGDEX INTERNATIONAL HOLDINGS LIMITED (English Name: HONGKONG KINGDEX) INTERNATIONAL HOLDINGS CO., LIMITED), shareholder of the Company
Dechon Junbo	depend on	Yuyao Dechuang Junbo Investment Partnership (Limited Partnership), a shareholder of the Company
Yuanning Aixin	depend on	Hangzhou Yuanning Huixin Investment Partnership (Limited Partnership), a shareholder of the Company
Hengfeng Zongchuang	depend on	Ningbo Meishan Free Trade Port Zone Hengfeng Zongchuang Investment Partnership (Limited Partnership), a shareholder of the Company
macrophyte	depend on	DAYE Europe GmbH, a subsidiary of the company
Daiye Hong Kong	depend on	DAYE INTERNATIONAL CO., LIMITED, a subsidiary of the Company
North America (botany)	depend on	Daye North America, Inc., a subsidiary of the Company
macrophyte	depend on	Lingye Intelligent (Thailand) Co., Ltd, a subsidiary of the Company
Ohba Runbo	depend on	Runbo Int Pte. Ltd, a subsidiary of the Company
Daiye Hongbo	depend on	Honbo Int Pte. Ltd, a subsidiary of the Company
Big Leaf Singapore	depend on	Goodtex Singapore Pte. Ltd, a subsidiary of the Company
Leader Intelligence	depend on	Ningbo Leader Intelligent Equipment Co., Ltd, Subsidiary of the Company
Hongyue Intelligence	depend on	Ningbo Hongyue Intelligent Technology Co., Ltd, Subsidiary of the Company
DAYE E-commerce	depend on	Ningbo DAYE E-commerce Co., Ltd, a subsidiary of the company
Big Leaf Supply Chain	depend on	Ningbo DAYE Supply Chain Management Co., Ltd, a subsidiary of the Company
macrophyte	depend on	DAYE MEXICO SOCIEDAD ANONIMA DE CAPITAL VARIABLE, Company Subsidiary
Moxa North America	depend on	MOWOX AMERICAN INC, a subsidiary of the Company
Haitong Securities, Sponsor, Lead Underwriter Merchants, sponsoring organisations	depend on	Haitong Securities Co.
Tianjian Accountant, Reporting Accountant	depend on	Tianjian Accounting Firm (Special General Partnership)
Yuan, $10,000	depend on	Renminbi Yuan, Renminbi Ten Thousand Yuan
Companies Act	depend on	Company Law of the People's Republic of China
Securities Act	depend on	Securities Law of the People's Republic of China
Articles of Association	depend on	Articles of Association of Ningbo DAYE Garden Equipment Co.
General Meeting of Shareholders, Board of	depend on	General Meeting of Shareholders, Board of Directors and Supervisory Board of DAYE Corporation

Directors, Supervisory Board		
China securities regulatory commission CSRC	depend on	China Securities Regulatory Commission (CSRC)
Shenzhen Stock Exchange (SZSE)	depend on	Shenzhen Stock Exchange (SZSE)
Department of Commerce	depend on	Ministry of Commerce of the People's Republic of China
Husqvarna Group	depend on	Husqvarna Group
Makita (name)	depend on	Makita Corporation
Tsui Fung Group	depend on	Kingfisher plc.
TTI, TTI	depend on	Techtronic Industries Company Limited (Techtronic)
MTD	depend on	MTD Products, Inc.
Andaya group	depend on	Groupe Adeo

Wal-Mart, Walmart (retailer)	depend on	Walmart Inc.
Home Depot (retailer)	depend on	The Home Depot, Inc.
report period	depend on	1 January 2023 to 31 December 2023
End of reporting period	depend on	31 December 2023
engine capacity	depend on	The volume of space through which the engine piston moves from the top stop to the bottom stop is a measure of the engine's large Important indicators of small
li-ion battery	depend on	A class of batteries in which lithium is used as the main active substance in the electrode material.
CC	depend on	Engine cylinder displacement unit, 1 cc = 1 ml
ODM	depend on	Original Design Manufacturer. The company designs and develops products according to the brand's product plan, and then produces the products according to the brand's order. Sold to brands after production is complete
OBM	depend on	Original Brand Manufacturer. The manufacturer operates its own brand name
CB	depend on	CB System (IEC System for Conformity Testing and Certification of Electrotechnical Products) is an international system operated by the IECEE, whereby the certification bodies of IECEE member countries test the safety performance of electrotechnical products on the basis of the IEC standards, and the results of the tests, i.e., the CB test reports and CB test certificates, are published in the IECEE member countries. Mutually recognised systems in the United States
EMC	depend on	Electromagnetic Compatibility (Electromagnetic Compatibility) of the English acronym, refers to the equipment or system in its electromagnetic environment can work normally and does not constitute any equipment in the environment can not be tolerated. Electromagnetic Interference (EMI)
CE	depend on	Conformite Europeenne (French), EU safety certification, CE certified products Can be circulated throughout the EU
GS	depend on	Germany Safety. GS-certified products can be found in many countries, including Germany Circulation throughout the European Union, including
EPA	depend on	U.S Environmental Protection Agency, the U.S. Environmental Protection Agency certification, engine equipment, vehicle water treatment equipment, pesticides and many other products need to be tested and certified, the main purpose is to Protection of human health and the natural environment
NOISE	depend on	The Noise Emissions Directive 2000/14/EC on noise emissions from equipment for outdoor use in the environment, the Noise Emissions Directive 2000/14/EC for equipment for outdoor use, was enacted by the European Parliament and the European Union on 3 July 2000 to harmonise national standards of Member States with regard to the setting of limits on noise emissions. and the requirements for product labelling at the production stage.
RoHS	depend on	Restriction of Hazardous Substances, a mandatory standard legislated by the European Union to regulate the material and process standards of electrical and electronic products to make them more Increased benefits for human health and environmental protection
INMETRO	depend on	The Brazilian certification policy requires that products imported into the country that fall into the mandatory categories must undergo product testing and factory quality management system audits in accordance with the requirements of the INMETRO certificate, which is valid for a period of four years. During the validity period, the manufacturer must be monitored annually by an OCP (third party certification body).

		The Governor audits and pays the annual INMERTO fee.
ETL	depend on	Electrical Testing Laboratories, USA, ETL certification is A North American safety certification with wide visibility and recognition in North America
RCM	depend on	Marking to indicate compliance with the mandatory standards and requirements of the Communications and Media Authority of Australia and New Zealand
ANSI	depend on	American National Standards Institute (ANSI), one of the five permanent members of the International Committee for Standardisation (ISO) and the International Electrotechnical Commission (IEC). I, one of the four members of the Governing Board
CARB	depend on	California Air Resources Board (CARB), 27 April 2007, CARB held a public hearing based on the investigation and approved the "Airborne Toxic Control Measure (ATCM)". April 2008, CARB held a public hearing based on the investigation. Finalised as 93120-93120.12
KC	depend on	Korea Certification, Korea's national unified certification mark, according to the provisions of the Korea Electrical Appliance Safety Management Act, since January 1, 2009 electrical appliances safety certification is divided into mandatory certification and self-regulatory (voluntary) certification of two, belonging to the mandatory product of all electronic products. Products must obtain KC Mark certification before they can be sold in the Korean market.
RED	depend on	Wireless Devices Directive. after 13 June 2017, only wireless devices assessed in accordance with the new RED 2014/53/EU will be allowed to be sold on the EU market. Wireless products can legally be sold in EU countries Prior to sale, it must be tested and approved in accordance with the RED Directive and must also have a CE-approval.

		mark
Europe V	depend on	European Emission Stage V, a harmonised directive developed by the Commission of the European Economic Community, covers not Regulations on emissions from engines of the same type

Section II. Company profile and key financial indicators

I. Company information

stock short name	Big Leaf Corporation (Hong Kong)	stock code (computing)	300879
Chinese name of the company	Ningbo DAYE Garden Equipment Co.		
Chinese abbreviation of the company	Big Leaf Corporation (Hong Kong)		
Foreign name of the company (if any)	Ningbo Daye Garden Machinery Co.		
Abbreviation of the company's foreign name (if any)	DAYE		
Legal representative of the company	Ye Xiaobo		
registered address	No.58 Jinfeng Road, Yuyao City, Zhejiang Province, China		
Postcode of registered address	315403		
Historical changes in the company's registered address	not have		
business address	No.58 Jinfeng Road, Yuyao City, Zhejiang Province, China		
Postal code of office address	315403		
Company Website	www.dayepower.com		
electronic mailbox	zjb01@dayepower.com		

II. Contact person and contact information

	secretary to the board	Securities Representative
name and surname	Wu Jun (1916-), PRC film director	Wang Junan
Contacts	No.58 Jinfeng Road, Yuyao City, Zhejiang Province, China	No.58 Jinfeng Road, Yuyao City, Zhejiang Province, China
telephones	0574-62569800	0574-62569800
telex	0574-62569808	0574-62569808
electronic mailbox	zjb01@dayepower.com	zjb01@dayepower.com

III. Disclosure of information and place of availability

Website of the stock exchange where the company discloses its annual report	Shenzhen Stock Exchange (http://www.szse.cn)
Name and website of the media in which the company discloses its annual report	Securities Times, Juchao Information Website (http://www.cninfo.com.cn)
Place where the company's annual report is filed	No.58 Jinfeng Road, Yuyao City, Zhejiang Province, China

IV. Other relevant information

Accounting firm engaged by the Company

Name of accounting firm	Tianjian Accounting Firm (Special General Partnership)
Accounting Firm Office Address	30/F, Block B, China Resources Building, No. 1366 Qianjiang Road, Hangzhou, China
Name of signatory accountant	Huang Yuanxi, Tang Zheren

Sponsor engaged by the Company to perform continuous supervision duties during the reporting period

☑Applicable ☐Not Applicable

Name of Sponsor	Sponsor's office address	Name of Sponsor Representative	Period of continuous supervision
Haitong Securities Co.	689 Guangdong Road, Shanghai	Tian Jia, Zheng Guanglian	Initial Public Offering Continuing Supervision Period: From 1 September 2020 to 31 December 2023
Haitong Securities Co.	689 Guangdong Road, Shanghai	Zheng Guanglian, Zhao Chunkui	Continuing supervision period for the issuance of convertible bonds: From 2023 8 August 2025 to 31 December 2025

Financial adviser engaged by the Company to perform continuous supervision duties during the reporting period

☐ Applicable ☑ Not applicable

V. Key accounting data and financial indicators

Whether the company is required to retrospectively adjust or restate prior years' accounting data

Yes ☑No

	2023	2022	Increase/decrease in the current year over the previous year	2021
Operating income ($)	928,459,027.45	1,471,575,032.77	-36.91 per cent	1,607,004,244.05
Net profit attributable to shareholders of listed companies Runs ($)	-174,870,110.96	11,251,051.29	-1,654.26 per cent	55,522,875.02
Net profit attributable to shareholders of the listed company after extraordinary gains and losses ($)	-163,702,674.03	27,416,492.55	-697.10 per cent	31,499,659.34
Net cash flows from operating activities ($)	204,549,639.71	23,683,019.12	763.70 per cent	-237,300,003.43
Basic earnings per share ($/share)	-1.09	0.07	-1,657.14 per cent	0.35
Diluted earnings per share ($/share)	-0.94	0.07	-1,442.86 per cent	0.35
Weighted average return on net assets	-19.78 per cent	1.18 per cent	-20.96 per cent	5.92 per cent
	End of 2023	End of 2022	Increase/decrease at the end of the year over the end of the previous year	End of 2021
Total assets ($)	3,096,302,961.95	2,619,347,068.48	18.21 per cent	2,512,460,118.24
Net assets attributable to shareholders of listed companies (RMB)	818,377,211.04	953,843,491.28	-14.20 per cent	956,515,603.77

The lower of the net profit before and after deducting non-recurring gains and losses of the company in the last three financial years is negative, and the audit report of the last year shows that there is uncertainty about the company's ability to continue operation.

Yes ☑No

Lower of net profit before or after extraordinary gains and losses is negative

☑Yes ☐No

sports event	2023	2022	note
Operating income ($)	928,459,027.45	1,471,575,032.77	Company revenue
Amounts deducted from operating income ($)	2,030,944.21	2,075,399.91	Mainly for leasing of fixed assets and investment properties and scrap revenue from material sales
Operating income after deductions ($)	926,428,083.24	1,469,499,632.86	Amount after deduction of corporate operating income

Whether there is any change in the Company's share capital from the end of the reporting period to the date of disclosure of the annual report due to the issuance of new shares, issuance of additional shares, share allotment, exercise of share incentives, repurchase, etc., and whether it affects the amount of owners' equity.

☑Yes ☐No

Preference share dividends paid	0.00
Interest paid on perpetual debt ($)	0.00
Fully diluted earnings per share using latest share capital ($/share)	-1.0928

VI. Quarterly key financial indicators

Unit: Yuan

	first quarter (of financial year)	second quarter (of financial year)	third quarter (of financial year)	fourth quarter (of financial year)
revenue	427,269,392.54	310,166,034.18	71,372,007.39	119,651,593.34
Net profit attributable to shareholders of listed companies	16,329,078.76	-3,645,048.59	-35,833,475.89	-151,720,665.24
Attributable to shareholders of the listed company net of non-recurring Net profit for profit and loss	20,994,284.33	-3,002,485.44	-32,671,463.23	-149,023,009.69
Net cash flows from operating activities	95,315,042.24	194,034,133.77	98,784,812.63	-183,584,348.93

Whether the above financial indicators or their sums are materially different from the relevant financial indicators in the Company's disclosed quarterly reports and half-yearly reports

Yes ☑No

VII. Differences in accounting data under domestic and foreign accounting standards

1. Difference between net profit and net assets in financial reports disclosed in accordance with international accounting standards and those disclosed in accordance with Chinese accounting standards at the same time

☐ Applicable ☑ Not applicable

There was no discrepancy between the net profit and net assets in the financial reports disclosed in accordance with IAS and those disclosed in accordance with PRC Accounting Standards during the reporting period.

2. Differences in net profit and net assets between financial reports disclosed in accordance with overseas accounting standards and those disclosed in accordance with Chinese accounting standards at the same time

☐ Applicable ☑ Not applicable

There was no discrepancy between the net profit and net assets in the financial reports disclosed in accordance with overseas accounting standards and those disclosed in accordance with PRC accounting standards during the reporting period.

VIII. Items and amounts of non-recurring gains and losses

☑Applicable ☐Not Applicable

Unit: Yuan

sports event	2023 Amount	2022 Amount	2021 Amount	instructi

				ons
Gains and losses on disposal of non-current assets (including provision for impairment of assets) (Elimination portion of provision)	119,830.91	-473,058.43	-47,909.32	
Government grants recognised in profit or loss for the current period (except for government grants that are closely related to the Company's normal business operations, in line with national policies and in accordance with defined criteria, and that have a sustainable impact on the Company's profit or loss)	4,399,867.21	8,555,114.67	4,814,333.44	
Gains and losses from changes in fair value of financial assets and liabilities held by non-financial corporations and gains and losses from the disposal of financial assets and liabilities, except for effective hedging operations related to the Company's normal business operations	-15,912,179.65	-26,693,795.51	21,206,316.41	
One-time effect on profit or loss for the period due to adjustments in tax, accounting and other laws and regulations	-1,756,658.08			
Non-operating income and expenses other than those listed above	-179,055.12	54,063.40	1,072,723.41	
Less: income tax effect	-2,160,757.80	-2,392,234.61	3,022,248.26	
add up the total	-11,167,436.93	-16,165,441.26	24,023,215.68	--

Specifics of other items of profit or loss that meet the definition of non-recurring profit or loss:

☐ Applicable ☑ Not applicable

The company does not have specific information on other profit and loss items that meet the definition of non-recurring profit and loss.

Definition of non-recurring profit and loss items listed in "Interpretative Announcement No. 1 on Information Disclosure of Companies Issuing Public Securities - Non-recurring Profit and Loss" as recurring profit and loss items

☐ Applicable ☑ Not applicable

There are no instances where the Company defines items of non-recurring gains and losses listed in "Interpretative Announcement No. 1 on Information Disclosure by Companies Issuing Public Securities - Non-recurring Gains and Losses" as items of recurring gains and losses.

Section III. Management discussion and analysis

I. Industry in which the company operated during the reporting period

The Company is principally engaged in the research and development, design, manufacture and sale of lawn mowers, weed whackers/ brushcutters, other power machinery and accessories. According to the standard of National Economic Industry Classification (GB/T4754-2017), which was implemented on 1 October 2017 in China, the industry in which the Company is engaged belongs to Mechanised Agricultural and Horticultural Machinery Manufacturing (C3572). According to the relevant regulations of the China Securities Regulatory Commission, the industry in which the Company is located belongs to the special equipment manufacturing industry

(C35). The Company is principally engaged in the business belonging to the garden machinery segment.

1. Basic information on the industry

Garden machinery refers to the machinery and equipment involved in gardening, greening and its later maintenance, such as lawn mowers, weed whackers, push mowers, chain saws, looseners, blowers, pruners, edgers, combing machines, high-branching machines, lawn trimmers, cleaning machines, and so on. Influenced by the world's economic development, population and household growth, the popularity of horticultural culture and other factors, the overall demand for garden machinery market has maintained a steady growth trend.

The continuous development of the world economy is to promote the demand for garden machinery products to enhance the important factors, the growth of GDP also promotes the personal income of residents and the level of consumption, which led to the steady development of various types of consumer industries, including garden machinery.

In addition, the global population growth is one of the important basis for the expanding market capacity of the garden machinery industry. 2010 to 2030, the global population is expected to grow from 6.922 billion to 8.5 billion[1] . The increase in population and income level leads to the rising demand for living environment, living quarters, villas and urban public green space greening construction continues to improve, more and more families began to carry out a variety of gardening activities in their own balcony, open space in front of the house and roof, and add a lot of garden machinery products. Garden machinery industry in developed countries has been more mature, of which Europe and the United States for the

main areas of consumption of garden machinery, the United Kingdom, for example, more than 90 per cent of families have private gardens. With the increase in the number of households, the total area of home gardens continue to expand, for the garden machinery industry has brought more market demand.

At the same time, the popularity of residents of gardening culture also promotes the enhancement of market demand for garden machinery products. At present, gardening life has become part of the daily life of many families, especially in Europe and the United States and other developed countries and regions, due to richer land resources, higher living standards of the residents, as well as by the zeal to take care of the lawn of the humanities environment and the family concept of the impact of the many families will be in the garden courtyard care to invest time, energy and material resources. In the United States, Germany and the United Kingdom, for example, gardening enthusiasts are respectively more than 40 per cent, 60 per cent and 49 per cent of the total annual population of their countries[2] . Garden machinery products have become a necessity of life for residents in many countries.

1 Source: United Nations World Population Prospects 2022, Open Source Securities Institute

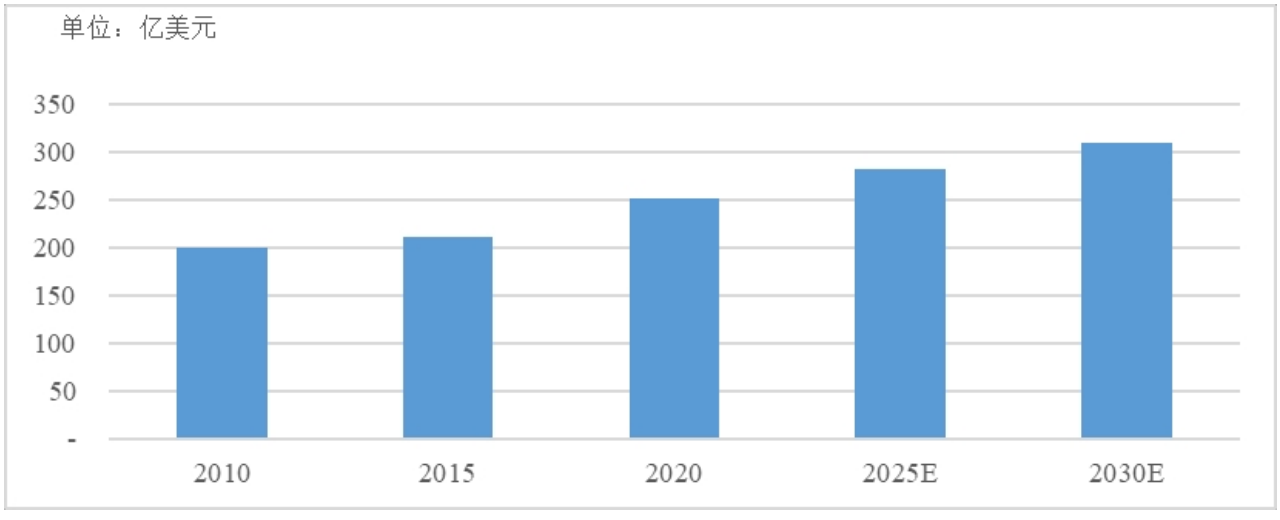
2 Source: Packaged Facts: Lawn and Garden Products in the U.S., 9th Edition, European garden equipment manufacturer association, Consumer Goods, Home and Garden: United Kingdom Industry Guide. Consumer Goods, Home and Garden: United Kingdom Industry Guide.

2. Stages of development

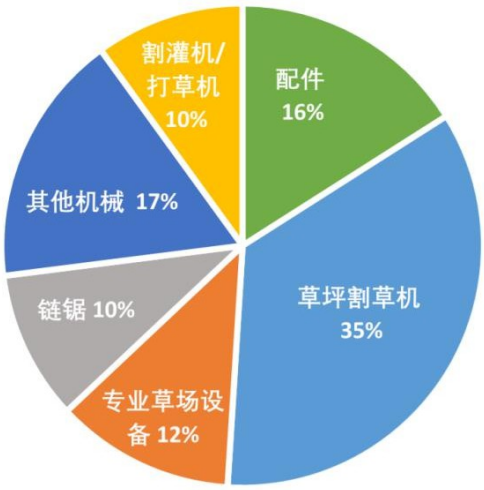
At present, the company is in a critical period of technological upgrading and industrial upgrading. With the key breakthroughs in lithium technology, intelligent control technology, sensor technology, etc., the technology of lithium garden machinery and lawn mowing robots and other products has been gradually improved, the production cost has been reduced, and the market demand has shown a trend of rapid growth, which has injected new vitality into the overall development of the garden machinery industry. Enterprises in the industry have increased investment in research and development, the introduction of new products with personalised, intelligent, environmentally friendly and energy-saving features to meet the diversified needs of consumers. At the same time, the competition within the industry is also becoming increasingly fierce, the co-existence of cooperation and competition between enterprises, promoting the development of the industry as a whole.

The global market demand for garden machinery products in general tends to long-term growth, the global market in 2020 total demand for 25.080 billion U.S. dollars, in addition to accessories market demand for 21.010 billion U.S. dollars, of which gasoline-powered garden machinery demand for 16.105 billion U.S. dollars, accounting for 76.65% of the global market demand for accessories outside the lithium-powered garden machinery demand for 3.832 billion U.S. dollars, accounting for 18.24% of the accessories outside the global market demand for garden machinery. The demand for lithium-powered garden machinery is 3.832 billion U.S. dollars, accounting for 18.24% of the global market demand for accessories. It is expected that by 2030, the global market demand for garden machinery products will reach 30.9 billion U.S. dollars, with a compound annual growth rate of 2.11%, of which the lithium-powered garden machinery compound annual growth rate will reach 6.65%, is the main driving force for the growth of garden machinery market demand.

The global market demand and forecast for garden machinery products is shown below:



Garden machinery and equipment mainly include lawn mowers, professional turf equipment, chain saws, weed whackers/ brushcutters, and other machinery, etc. Among them, professional turf equipment is all kinds of professional machinery and equipment used for the maintenance of professional lawns such as golf courses, football fields, etc. or turf of large-scale public greenspaces; and other power machines include leaf blowers, snow ploughs, micro-tillers and hedge trimmers. The demand share of each segment of the global garden machinery industry is as follows:



During the reporting period, the Company's main products covered lawn mowers, weed whackers/ brushcutters, other power machines and accessories in the garden machinery industry, of which, other power machines mainly included snow ploughs, grass combers, leaf blowers and suction machines, and micro-tillers.

3. Cyclical characteristics

The industry of research, development and design of lawn mowers, grass beaters/grass cutters and their power machinery and accessories is characterised by a certain degree of cyclicality. On the one hand, with the change of seasons and climate, the maintenance needs of lawns will be different, thus affecting the market demand for lawnmowers and other equipment. On the other hand, the development of the industry is also affected by the macroeconomic situation and policy environment.

Overall, sales were under short-term pressure and faced a number of challenges and opportunities during the reporting period. The Company needs to keep up with market trends and increase its efforts in technological innovation and industrial upgrading to cope with market changes and competitive pressures. At the same time, the government and all sectors of the community to strengthen the creation of green cities to promote the healthy and sustainable development of the industry.

Data Source: Unless otherwise noted, data in this section is sourced from Global Power Lawn & Garden Equipment,September 2021, Global Power Lawn & Garden Equipment, September 2019, Global Power Lawn & Garden Equipment, December 2017 and

World Power Lawn & Garden Equipment, September 2013, Freedonia; Founded in 1985 and headquartered in the United States, Freedonia is a leader in global business research, providing business information in the areas of market forecasting, competitive strategy, and market share analyses, and is frequently quoted in major

international media. Its research reports are often quoted in important international media.

II. Major businesses in which the Company was engaged during the reporting period

The company's products are mainly used in gardening trimming, leaf cleaning, road snow removal, etc., according to the use can be divided into lawn mowers, lawnmowers / brushcutters, other power machinery and accessories, etc., the other power machinery mainly includes snowplow, combing machine, leaf blower, microtiller, etc.; the company's products according to the source of power can be divided into petrol-powered, AC power class and lithium-powered; according to the way of use can be divided into walk-behind type, Handheld, Intelligent and Ride-on, of which the walk-on mainly includes lawn mowers, snow ploughs, micro-tillers, grass-combing machines, the handheld mainly includes haymowers/brushcutters, leaf blowers, chain saws, high pruning shears, high-stem saws, etc., the Intelligent mainly includes lawn mowing robots, and the Ride-on mainly includes ride-on lawn mowers.

In order to meet the needs of downstream customers, the company has continuously increased investment in the research and development of new products and continued to enrich and improve the product range, and during the reporting period, the company provided customers with the following products

The company has supplied 22 product categories and nearly 670 types of garden machinery, forming a more complete product system.

(i) The Company's principal products include:

Main products	Company's main product categories
lawnmower	Petrol lawnmowers (including riding lawnmowers), alternating current lawnmowers, lithium-ion lawnmowers (including mowing robots)
Lawnmowers/cultivators	AC haying machine, lithium haying machine
	Petrol brushcutter, lithium brushcutter
Other power machinery	Petrol snowploughs, AC snowploughs, lithium-ion snowploughs
	Petrol combing machine, AC combing machine, lithium combing machine
	Petrol micro-tiller
	AC Leaf Blower, Lithium Leaf Blower, Lithium Blower
	Lithium chain saws, lithium pruning shears, lithium high pruning shears, lithium high pruning saws, etc.

Illustrations of the Company's main products and their uses are shown below:

Main products		Petrol-powered	alternating current (AC) power category	Lithium power class	Product Use
lawnmower					Mainly used for turf mowing in private gardens, public green spaces and professional lawns
					
Lawnmowers/cult	hay maker	-			Mainly used for cutting and trimming marginal weeds in lawns, gardens, pastures, etc.

ivators	brush cutter		-		Mainly used for pruning dead grass and shrubs
Other power machinery	snow plough				Mainly used for removing snow from roads

	grass combing machine				Mainly used to remove excess grass roots to help the lawn grow properly
	leaf blower (machine)	-			Mainly used for blowing, sucking and crushing weeds, leaves and other debris.
	microwave plough (machine)		-	-	Mainly used for rotary ploughing, ploughing, sowing, etc. in gardens, fields and orchards.

(ii) Main business models

1. Procurement modalities

Through its wholly-owned subsidiary, DAYE Supply Chain, the Company implements the centralised procurement mode of "on-demand procurement", and procures materials including engines and components, hardware, plastic particles, lithium batteries and components, electrical parts, steel, packaging materials, motors, gearboxes and so on. For general materials, the company formulates and executes the procurement plan according to the sales order; for imported parts such as imported engines, due to the relatively long delivery period of the suppliers, the company usually arranges for stocking in conjunction with the estimated order while formulating and executing the procurement plan according to

the sales order; for plastic particles, due to their
Market price fluctuations are more frequent, in order to control the procurement cost, the Company will appropriately increase the stocking at the low point of the predicted price according to the annual estimated procurement volume, combined with the market price trend and industry experience.

The company has formulated systems such as "Supplier Control Procedures", "Purchasing Control Procedures", "Monitoring and Measuring Control Procedures" and "Product Protection Control Procedures", etc., which are unified by the Purchasing Department, and jointly implemented with the Marketing Centre, Planning and Material Control Department, Quality Centre and Warehousing Department, to carry out comprehensive management of supplier qualification, requisition approval, procurement implementation and inspection and warehousing.

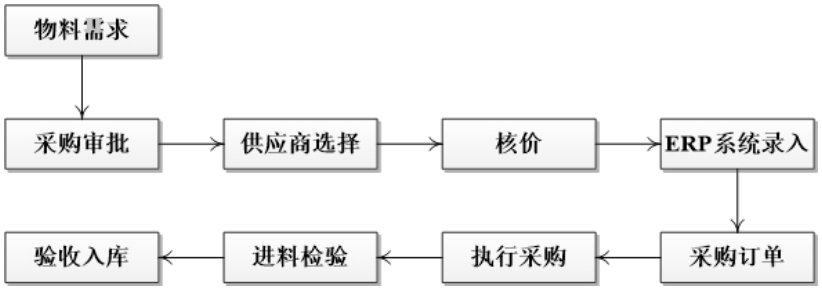
（1） Supplier qualifications

The Purchasing Department of the company, together with the Quality Centre, R&D Centre and Lean Department, set up an evaluation team to evaluate the candidate suppliers in accordance with the "Supplier Basic Information Sheet", "Supplier Questionnaire" and "Supplier Selection Record Sheet", and to comprehensively consider the level of their on-site management and organisational system,

Supply ability, quality ability, price, after-sales service, etc.. The suppliers who pass the assessment become qualified suppliers of the company, and the Purchasing Department enters them into the qualified supplier list in the ERP system and incorporates them into the purchasing system. At the same time, the company follows up and evaluates the qualified suppliers on a regular basis and maintains the qualified supplier list dynamically.

（2） Requisitioning and procurement implementation

For the procurement of spare parts, the Planning and Material Control Department fills in the Requisition Order in the ERP system; for the procurement of other materials, the Planning and Material Control Department generates the Requisition Order through the ERP system according to the sales order and the BOM of the products related to the order. Purchasing personnel will apply for requisition on the system according to the content of the Requisition Order, and the Purchase Order will be generated after the department manager approves the requisition, and the purchasing personnel will carry out the purchasing according to the Purchase Order. The main processes of requisitioning and procurement are as follows:



（3） Inspection and storage

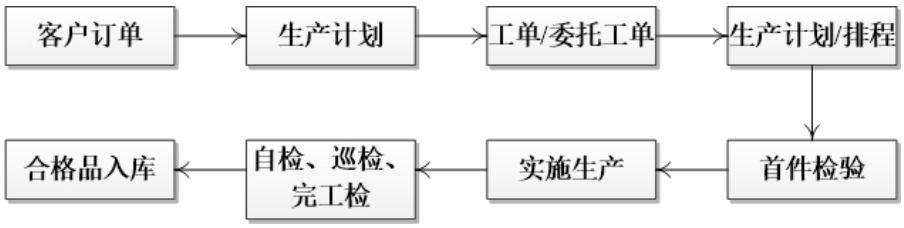
The company's warehouseman according to the supplier's delivery order in the ERP system to generate "procurement acceptance into the warehouse", the quality centre based on "monitoring and measurement control procedures" on the purchase of materials for the implementation of incoming inspection, after passing the inspection, warehousing based on the "Product Protection Control Procedures" for the warehousing and protection management, defective products based on the "Nonconforming Goods Control Procedures" for disposal.

2. Production model

The company mainly adopts the mode of "production based on sales" for production management. After receiving the customer orders from the marketing centre, the planning and material control department makes the "weekly schedule" and issues the "production

work order" to the production workshop to organise the production.

As customers have strict requirements on product specifications, technical indicators, mechanical appearance, packaging design, etc., the company implements the principle of "first piece confirmation" in the production process. Before the formal mass production of parts workshop, the technicians are responsible for moulds, machinery and equipment parameters debugging, workshop supervisors and quality centre staff to jointly carry out the first piece of confirmation, after passing the confirmation to the "first (last) piece of inspection identification card" identification and formal mass production. Before mass production in assembly workshop, the workshop supervisor and inspector will check and confirm the parts according to the work order, and confirm the first product of assembly line according to the operation standard book station by station, after the first piece of qualified test, the inspector will fill in the First Piece Inspection Form, and the workshop supervisor will fill in the Product Manufacturing Flow Sheet, and the workshop will carry out mass production in accordance with the confirmed process. The main production process of the company is as follows:



In addition to "production based on sales", due to the company's large-scale sales of lawnmowers, and the production cycle of lawnmower chassis is relatively long and complicated, the company, in order to ensure that the supply capacity of the peak season, usually combined with the estimated orders for lawnmower chassis to make appropriate stock production.

Due to the tightness of equipment capacity, site and personnel during the production shipment, the company entrusts part of the injection moulding processing and other processes to professional outsourcing units for production, which are subject to the company's strict review of qualification conditions, technical equipment and supply capacity.

3. Sales model

The company's products are mainly exported, and the proportion of revenue from domestic and overseas sales in the reporting period reached 95.46%, mainly sold to the United States, Germany, France, Poland, the United Kingdom, Russia, Australia, the Netherlands, Belgium, the Czech Republic, Denmark, Canada, Italy, Spain and Sweden, etc.; the company's domestic customers are mainly the enterprises set up by international garden machinery brand manufacturers in China, and the products of their purchasing companies are mainly sold to the overseas market. The Company's domestic sales customers are mainly enterprises set up by international garden machinery brand manufacturers in China, and their products purchased by the Company are mainly sold to overseas markets.

The company adopts the sales model combining ODM and OBM. In Europe and the United States and other developed countries and regions, the market development of garden machinery industry is more mature, international brand manufacturers, international building materials and supermarket groups, garden machinery professional wholesalers have set up a solid brand image, and occupy most of the market sales channels, the company by virtue of the excellent R & D and design capabilities, quality management level, production and manufacturing scale, and the above range of internationally renowned enterprises to cooperate

with the ODM way of development, design, production and manufacturing to supply to the above customers. With excellent R&D and design capability, quality management level and manufacturing scale, the company cooperates with international famous enterprises in the above scope, and engages in development, design and manufacturing in ODM mode to supply to the above customers. At the same time, the company has set up overseas subsidiaries such as DAYE Europe, DAYE North America, etc., to continuously improve the international marketing network and carry out the sales of independent brands such as "MOWOX" and "GREEN MACHINE".

4. Research and development model

The company takes the downstream customer demand and industry development trend as the guidance, on the one hand, in the process of cooperation with the customer, constantly communicate with the customer's technology, production and sales departments, through the synchronous feedback of the relevant departments of the customer, the customer's opinions into the R & D process, to determine the product technical solutions; on the other hand, the company forward-looking control of the industry's technological development trend, product industrial design, production process, product performance, technological innovation and other pioneering development and research. On the other hand, the company has a forward-looking control of the industry's technological trends, and carries out pioneering development research on product industrial design, production process, product performance and technological innovation. Through comprehensive collection of technical information and comparative analysis of multi-technology solutions, the company explores the best customer solutions.

The company has established a research and development system with the collaborative participation of multiple departments, and formulated the Design and Development Control Procedures, agreeing on the responsibilities and processes of each department in the research and development process. Among them, the marketing centre is responsible for communicating with customers, researching, and proposing R&D applications based on market analysis; the R&D centre is in accordance with the public

R&D planning of new technology, technical feasibility analysis, implementation of research and development work; R & D Centre under the R & D departments responsible for the development of new products; Lean Department is responsible for the production process, jigs and fixtures, technical support for the mass production of products and improvement; the laboratory is responsible for the R & D process of the various experimental monitoring, and put forward comprehensive conclusions and opinions; the Chief Engineer's Office is responsible for the management of technical documents, standardisation management, product certification, intellectual property management and other work. management, standardisation, product certification and intellectual property management.

During the reporting period, the company's R&D investment was on an upward trend. Through continuous R&D investment, the company has mastered a series of core technologies and production processes of garden machinery, laying a foundation for expanding the scale of business performance.

(iii) Key performance drivers

1. Policy drivers

近年来，国家主管部门大力推广园林绿化的应用。2018 年 7 月国家林草局发布《全国森林城市发展规划（2018-2025）年》提出“森林城市群建设将构建互联互通的森林生态网络体系，使城市群地区蓝绿空间占比 50%以上；以改善城市生态环境、增加 With the goal of improving the urban ecological environment, increasing the area of urban forests, upgrading the quality of urban forests, and increasing the open space for urban residents, the construction of urban forests will be strengthened, the canopy coverage rate of urban areas will reach 25%, and the mileage ratio of boulevard roads will be higher than that of the main and secondary roads in urban areas.

In March 2021, the Outline of the Fourteenth Five-Year Plan for National Economic and Social Development and the Visionary Goals for 2035 proposed that "the pattern of territorial spatial development and protection will be optimised, the green transformation of production and living styles will be effective, and the allocation of energy resources will be more reasonable,

The Government has also significantly improved the efficiency of its use of energy, reduced energy consumption and carbon dioxide emissions per unit of GDP by 13.5 per cent and 18 per cent respectively, continued to reduce the total amount of major pollutant emissions, increased the forest coverage rate to 24.1 per cent, continued to improve the ecological

environment, made the ecological security barrier stronger, and markedly improved the environment of urban and rural living quarters".

In addition, under the influence of the widely accepted lawn culture, in some countries and regions in North America, Europe and Oceania, the Government or communities have established by-laws on lawn maintenance in the form of local ordinances or community management regulations that must be observed by residents. For example: German states require that lawns in public places and private homes must be mowed regularly, with a height of no more than 20 centimetres, and if they are in violation of the regulations, the city order bureau and other agencies will be responsible for the maintenance of the lawn.
The government will issue a ticket, and the relevant units and individuals must complete the mowing within 14 days, otherwise the city will arrange for mowing and the violator will have to pay a higher mowing fee; Springfield, the capital of the State of Illinois in the United States, the "Good Neighbour Act" provides for a series of penalties for nuisance behaviours, including non-repair of lawns and bushes, etc., which stipulates that the height of grass in lawns must not exceed 6 inches, otherwise a fine of $50 will be imposed; the local California law enforcement authorities will issue a ticket. The Good Neighbour Act in Springfield, Illinois, provides for a range of penalties for nuisance behaviour, including failure to repair lawns and shrubs, and stipulates that lawn grass must not exceed 6 inches in height or face a $50 fine.

The ordinance states that lawns must have no more than 4 inches of grass or face the penalty of a fine; the Village of Maspeth Park, New York City ordinance states that failure to comply with Required lawn mowing may result in a $1,000 fine for first-time offenders and, if the lawn is allowed to grow without any action being taken, a $1,000 fine.
Will be subject to a maximum of 10,000 U.S. dollars in fines; Toronto, Canada, the city hall regulations, private houses within the lawn height can not exceed 20 cm, and sent inspectors patrol, violators may face fines; Melbourne, Australia, Monashee City Hall, each household to ensure that the front pavement grass to keep tidy, often mowed grass, not more than 30 cm. Under the constraints of laws and regulations, garden machinery has become the European and American

The immediate needs of the family supplies, further enhance the market demand for garden machinery.

2、The company's product advantages

The company's products are mainly sold to Europe and the United States countries and regions, the above countries and regions belong to mature market economy countries, in addition to tariffs, for garden machinery products, mainly through the conduct of emissions, noise pollution, hazardous substances, product safety certification and standard setting and other ways to manage.

In order to ensure that the company's product certification work is carried out in an orderly manner, the company has formulated a comprehensive internal control system and implemented it effectively, and the company's main products have all obtained the required certification. The company's main products have passed the global CB certification, the European Union CE certification, EMC certification, RoHS certification, NOISE certification, RED certification and Euro V certification, Germany's GS certification, North America's ETL certification, ANSI certification, EPA & CARB certification, Australia, New Zealand's RCM certification and many other international import certifications.

The company corresponds to the main products to obtain the certification and standards of importing countries can enhance market trust, help improve product competitiveness, and contribute to the company's performance drive.

3、Strong innovative R&D capability

The company has been rated as a high-tech enterprise since 2009, and is a leading enterprise in the domestic garden machinery industry and a leading enterprise of lawn mowers, having "Zhejiang Enterprise Technology Centre" and "Provincial Industrial Design Centre". As of the end of the reporting period, the company owns 219 patents, including 72 invention patents, and the company's laboratory is authorised and approved by TUV Süd Group as a witness electrical testing laboratory. Based on the strength of independent R&D and product quality, the company is committed to promoting the healthy development of industry standards. The company is responsible for formulating or participating in drafting 37 standards, including 15 national standards, and is a member unit of China Forestry Machinery Standardisation Technical Committee and a leading enterprise in China's internal combustion engine industry.

The company constantly improves the construction of R&D talent echelon, pays attention to R&D investment, employs domestic and foreign experts to provide professional technical guidance, actively implements industry-university-research co-operation, prospectively controls the development trend of the industry technology, and carries out research and development work in the areas of product industrial design, manufacturing process, product performance and new product development, which has resulted in the formation of strong R&D strength. The company's excellent technical research and development capabilities for the implementation of the fund-raising project to provide technical support.

4、Quality customer resources and perfect marketing service system

Through years of efforts, the company has become a high-profile ODM manufacturer in the international garden machinery industry, with a high market position in production technology, product quality, manufacturing scale, etc. Our products are sold to more than 60 countries and regions around the world, such as the United States, Germany, France, Poland, the United Kingdom, Russia, Australia, the Netherlands, Belgium, the Czech Republic, Denmark, Canada, Italy, Spain, Sweden, etc. We have accumulated a number of high-quality customer resources. Our products are sold to more than 60 countries and regions around the world, including USA, Germany, France, Poland, UK, Russia, Australia, Holland, Belgium, Czech Republic, Denmark, Canada, Italy, Spain, Sweden, etc. We have accumulated a number of high-quality customer resources, and our main customers include The Home Depot, Husqvarna, Jade Harvest, Wal-Mart, Andaya, Makita, HECHT, and Bristol. At the same time, the company through the establishment of Germany, the United States, DAYE Europe, DAYE North America subsidiaries, etc., in the garden machinery in the main consumer countries and regions to provide localised product marketing services, customer relationship maintenance, and expand sales channels. After years of market development and customer resources accumulation, the company in Europe and North America garden machinery market has built up a more complete marketing network body.

system and after-sales service system.

III. Analysis of core competencies

(i) Advantage in technology development

The company has been rated as a high-tech enterprise since 2009, and has "Zhejiang Provincial Enterprise Technology Centre" and "Provincial Industrial Design Centre". In 2022, it will be awarded the title of "National Intellectual Property Advantageous Enterprise". With a large number of professionals in industrial design, mechanical design and manufacturing, engine design and manufacturing, electrical engineering, lithium battery management system, intelligent control technology, etc., the company has formed a patent system covering gasoline-powered, alternating current-powered and lithium-powered product series.

As of the end of the reporting period, the company has been granted 219 patents, including 72 invention patents. The company's "Self-propelled High-Efficiency and Environmentally Friendly Garden Gasoline Mower" and "Low-Emission and Low-Noise Lightweight Two-Stroke Gasoline Mower" have been awarded the certificates of National Torch Plan Industrialisation Demonstration Projects respectively. The Company is committed to improving the level of R&D and innovation, and the R&D expenses for the reporting period reached RMB67,871,700, representing an increase of 7.27% compared with that of 2022.

(ii) Product advantages

In terms of product innovation, as people pay attention to the protection of environment, the company has forward-looking layout of a series of new energy products such as Li-ion riding lawn mower and Li-ion battery gardening, power tools and intelligent lawn mower. The company has formed three voltage platform product series of 20V, 40V and 62V, covering a variety of lithium products, which have been unanimously recognised by the market and customers. 2023, the company independently researched and developed the zero-turn petrol riding lawn mower products, and the company has developed a series of new energy products, such as the lithium battery garden tools and intelligent lawn mowers.

It has been recognised by the customer and has been awarded the first ETL certificate in Greater China by Intertek.

The company has increased investment in the field of lawn mowing robots, planning

and developing three types of lawn mowing robots with high, medium and low configurations to meet the needs of different market segments, with high-precision motor control, multi-sensor fusion, high-efficiency cutting, wireless interconnections and other technologies, so that the products have a high degree of intelligence, active obstacle avoidance, APP remote operation and other functions.

For regular garden tools, the 20V/40V dual voltage pack concept is adopted, which can meet the strong power demand of 40V high voltage tools and also meet the compatibility use of 20V products of users, so as to achieve the use of one battery pack to meet the use of products of different voltage platforms, which brings great convenience to users.

In terms of product development, the company always aims to improve the user experience and reduce the user's whole life cycle cost, and continues to carry out creative product design to meet different market demands. (1) Ride-on product power aspects of the company in the new energy and gasoline two major categories at the same time layout, to achieve platform standardisation, manufacturing vertical, such as frame, mowing discs, motors, gearboxes, electronic control systems and other core components of the independent research and development and manufacturing, in the electronic brakes, electric adjustable height, load-bearing rear racks, multi-package power management system and other features, humane and innovative experience . Through the zero-turn design, it enhances the handling convenience and comfort, and improves the cutting efficiency; (2) stepper mower products, full range of product development, covering all lawn series, low-cost belt rear drive, easy to turn the operation of the front wheels of the self-drive, high-configuration independent motor self-drive mowing

The mower is designed to provide better user experience and meet the needs of different user scenarios; the mower handrail system can be placed vertically by folding design, thus reducing the space for placing by 70%; and through technical optimisation, it has realised the platform, standardisation and serialisation of lithium-ion mowers, which facilitates the market promotion.

(3) Lithium-ion handheld blower products use external rotor motors, making the fan and motor integrated design, reducing the size of the motor, reducing manual assembly, improving the service life and product quality, with an air volume of up to 655CFM, which can easily clean up the leaves in the lawn. (4) The lawn mowing robot is passing

Under the technical premise that the unified contact sensor obstacle avoidance requires a certain size of impact collision to be triggered, ultrasonic detection is used to achieve contactless obstacle avoidance, while the effective range of detection can be up to 30cm, so that the lawn mower robot can understand the obstacles in front in advance, and can implement all kinds of actions in advance to achieve the active obstacle avoidance function, making the machine safer and more intelligent. The APP can be used at any time through the cloud service, so that users can always know the status of the lawn mower, enhancing the sense of use of the machine.

During the reporting period, the Company continued to innovate in engine technology, transmission technology, battery packs, motors and other core component performance to meet the changing market demands, utilised scientific management methods, and continuously launched new garden machinery products with superior performance, comprehensive functions and convenient operation through product planning, platform planning and technological innovation.

(iii) Quality customer advantage

With outstanding design and research capabilities, strict product quality control system, and good production management capabilities, the company has established a solid relationship with a number of high-quality customer groups. The company focuses on allocating resources around core customers with strong strength and good creditworthiness, with strong operational stability, which can effectively prevent market risks. At present, the company's customers mainly include Home Depot, Husqvarna Group, Cuifeng Group, Andaya Group, Makita, Wal-Mart, HECHT and other international brand manufacturers, international

building materials and supermarket groups, and professional wholesalers of garden machinery.

(iv) Quality management advantages

Garden machinery products are mainly oriented to Europe, the United States and other mature consumer markets, excellent quality management level is a necessary condition for enterprises to improve their competitive strength and obtain market recognition. Based on ISO9001 quality management system, the company has built a complete and efficient quality control and management system. Through the establishment and operation of the quality management system, the company's main products have obtained the certification of the main importing countries of garden machinery.

(v) Talent advantage

The company's core management team has rich industry experience, keen insight and efficient execution, a deep understanding of the garden machinery industry, in the development strategy, new business planning, resource integration, personnel training experience. The company attaches great importance to the construction of corporate culture, has a good working atmosphere, has a strong corporate cohesion, the company has a number of stable core management, research and development, technical personnel through internal training, external introduction and other ways, and make full use of the "Zhejiang Provincial Enterprise Technology Centre", "Provincial Industrial Design Centre" and industry-university cooperation. We also make full use of "Zhejiang Enterprise Technology Centre", "Provincial Industrial Design Centre" and the platform of cooperation between industry, academia and research to develop new technology, new products and new processes.

As at the end of the reporting period, the Company and its subsidiaries had a total of 1,102 employees, including 252 R&D personnel, accounting for 22.87% of the Company's workforce.

The company's R&D team has formulated and participated in 37 standards, including 15 national standards. The professional and profound technical team ensures that the company can provide customers with high-quality and high-level products continuously.

IV. Main

business analysis 1.

Overview

During the reporting period, under the leadership of the management with the Board of Directors as the core, the Company was enterprising and responded calmly to various severe difficulties.

Difficulties and challenges, closely focusing on the annual business objectives, and further consolidating the main business by continuing to promote the building of core competencies such as technology research and development, brand and channel construction, and global manufacturing.

In 2023, the company will achieve operating income of 92,845.90 million yuan; net profit attributable to owners of the parent company will be -17,487.01 million yuan; net profit attributable to the owners of the parent company will be -17,487.01 million yuan.

The net assets of the parent company amounted to RMB 818,377.2 million.

In reviewing the highlights of the work carried out by the Company in FY2023, the main areas are as follows:

(i) Strengthening the main business and actively planning the layout of new production capacity

During the reporting period, the Company closely followed the development strategy formulated by the Board of Directors, formulated the annual work plan and actively carried out various tasks to further consolidate the main business, and on the basis of the original production capacity, actively laid out the expansion of key products through refinancing, while the Company accelerated the construction of its overseas manufacturing bases in Mexico by overcoming the unfavourable factors of the tough global economic situation and trade friction, and the first phase of the infrastructure has been completed at present. At the same time, the company overcame the adverse factors of global economic situation and trade friction, accelerated the construction of overseas manufacturing base in Mexico, and the first

phase of the infrastructure has been completed.

(ii) Keeping abreast of customer needs and actively exploring international markets

During the reporting period, the Company continued to maintain good co-operation with old customers and continuously developed new customers with a view to forming long-term strategic co-operation relationships

Department.

(iii) Improve the construction of human resources system and fully mobilise the enthusiasm of employees

During the reporting period, the Company continued to improve its human resources management system. On the one hand, the Company continued to improve the recruitment process, strengthen the recruitment of management personnel and improve the degree of matching between employees and positions, so as to achieve the goal of accurate employment; on the other hand, the management continued to optimise the Company's organisational structure, clarify the responsibilities of departments and employees, so as to make the management more standardised and refined.

(iv) Increase investment in research and development to enhance core competitiveness

Innovation is the endogenous driving force for the survival, development and growth of an enterprise. During the reporting period, the Company continued to attach importance to research and development, strengthened investment in research and development, vigorously introduced high-level talents with solid theoretical background and rich experience, and committed to relying on independent innovation to achieve sustainable development of the enterprise. During the reporting period, the Company

The R&D investment of the Company was RMB67.8717 million, accounting for 7.31% of the operating revenue, representing an increase of 7.27% compared with that of 2022. By the end of the reporting period, 219 patents (including 72 invention patents) had been authorised.
During the reporting period, the company always pays attention to talent cultivation, through independent training and external introduction.
As of the end of the reporting period, the Company and its subsidiaries had a total of 1,102 employees, including R&D staff.
The company's R&D team is responsible for formulating or participating in the drafting of 37 standards, of which 15 are national standards, with 252 personnel, accounting for 22.87% of the company's total.
Item.

(v) Continuously improving the level of standardised operation and promoting the Company's high-quality development

The Company has continuously improved its standardised operation and is committed to promoting the Company's high-quality development. During the reporting period, the Company continued to strengthen the "Three Councils and One Level" governance communication mechanism, gave full play to the supervisory role of independent directors and supervisors, and effectively adopted the professional opinions of external organisations such as sponsoring bodies, law firms and accounting firms; and implemented the requirements for internal auditing to strengthen the internal audit's internal supervision responsibilities. Meanwhile, the Company improves the internal control system, strengthens the implementation of the internal control management system, and conducts a comprehensive combing of the existing systems and business processes in a timely manner in accordance with the latest regulations and normative documents issued by the CSRC and the SZSE, and in the light of the actual situation of the Company.

2. Revenue and costs

(1) Composition of operating income

Overall operating income

Unit: Yuan

	2023		2022		Year-on-year increase/dec
	sum of money	Share of	sum of money	Share of	

		operating revenue		operating revenue	rease
Total operating income	928,459,027.45	100%	1,471,575,032.77	100%	-36.91 per cent
subsector					
Garden machinery industry	924,582,210.97	99.58 per cent	1,469,206,171.42	99.84 per cent	-37.07 per cent
the rest	3,876,816.48	0.42 per cent	2,368,861.35	0.16 per cent	63.66 per cent
by product					
lawnmower	806,067,817.65	86.82 per cent	1,245,269,891.21	84.62 per cent	-35.27 per cent
Lawnmowers/cultivators	8,262,715.54	0.89 per cent	15,835,465.87	1.08 per cent	-47.82 per cent
Other power machinery	42,121,526.67	4.54 per cent	110,087,926.60	7.48 per cent	-61.74 per cent
replacement (parts)	68,130,151.11	7.34 per cent	98,012,887.74	6.66 per cent	-30.49 per cent
the rest	3,876,816.48	0.42 per cent	2,368,861.35	0.16 per cent	63.66 per cent
subregion					
outside (a country's) borders	886,289,410.33	95.46%	1,412,496,704.93	95.99 per cent	-37.25 per cent
internal (a country, province, city etc)	42,169,617.12	4.54 per cent	59,078,327.84	4.01 per cent	-28.62 per cent
subsales model					
direct selling	928,459,027.45	100.00 per cent	1,471,575,032.77	100.00 per cent	-36.91 per cent

(2) Industries, products, regions and sales patterns that account for more than 10% of the Company's operating revenue or operating profit

☑Applicable ☐Not Applicable

Unit: Yuan

	revenue	business costs	gross margin	Increase or decrease in operating income over the same period of the previous year	Increase/decrease in operating costs over the same period last year	Increase or decrease in gross profit margin over the same period of the previous year
subsector						
Garden machinery industry	924,582,210.97	820,639,629.65	11.24 per cent	-37.07 per cent	-33.48 per cent	-4.79 per cent
by product						
lawnmower	806,067,817.65	716,623,451.69	11.10%	-35.27 per cent	-31.38 per cent	-5.04 per cent
subregion						
outside (a country's) borders	886,289,410.33	788,452,177.96	11.04 per cent	-37.25 per cent	-33.92 per cent	-4.48 per cent
subsales model						
direct selling	928,459,027.45	822,090,879.76	11.46%	-36.91 per cent	-33.36 per cent	-4.71 per cent

In the event that the statistical calibre of the Company's main business data is adjusted during the reporting period, the Company's main business data for the most recent year adjusted to the calibre at the end of the reporting period

☐ Applicable ☑ Not applicable

(3) Whether the company's revenue from in-kind sales is greater than its revenue from labour

☑Yes ☐No

Industry Classification	sports event	unit (of measure)	2023	2022	Year-on-year increase/decrease
Garden machinery industry	sales volume	10,000 units	56.89	110.76	-48.64 per cent
	production volume	10,000 units	46.71	115.41	-59.53 per cent
	stockpile	10,000 units	25.32	35.91	-29.49 per cent

Explanation of reasons for changes of more than 30 per cent in relevant data year-on-year

☑Applicable ☐Not applicable

Sales volume for the current period decreased by **48.64%** as compared with the previous year, mainly due to the decrease in demand from major customers in Europe and the United States, who were at the stage of high inventory and increased efforts to remove inventory;

The production volume of the current period decreased by **59.53%** compared with the previous year, which was mainly due to the production based on sales, and the decrease in sales volume

led to a simultaneous decrease in production volume.

(4) Performance of material sales contracts and material purchase contracts entered into by the Company up to the reporting period

☐ Applicable ☑ Not applicable

(5) Operating cost components

Industry Classification

Unit: Yuan

Industry Classification	sports event	2023		2022		Year-on-year increase/decrease
		sum of money	As a percentage of operating costs	sum of money	As a percentage of operating costs	
Garden machinery industry	direct material	636,351,696.12	77.41 per cent	943,231,560.46	76.46%	-32.53 per cent
Garden machinery industry	direct labour	79,514,151.19	9.67 per cent	130,354,298.37	10.57 per cent	-39.00 per cent
Garden machinery industry	manufacturing cost	104,773,782.34	12.74 per cent	160,047,277.62	12.97 per cent	-34.54 per cent
the rest	direct material	1,451,250.11	0.18 per cent			

Description: None

(6) Changes in the scope of consolidation during the reporting period

Yes ☑No

(7) Information on significant changes or adjustments in the company's business, products or services during the reporting period

☐ Applicable ☑ Not applicable

(8) Major Sales Customers and

Major Suppliers of the Company

Total sales to top five customers ($)	671,073,585.24
Percentage of aggregate sales to total annual sales from top five customers	72.28 per cent
Ratio of related party sales to total annual sales among sales to top five customers	0.00 per cent

Information on the company's top 5 customers

serial number	Client Name	Sales ($)	Percentage of total annual sales
1	Client 1	371,231,245.80	39.98 per cent
2	Client 2	98,860,979.80	10.65 per cent
3	Client 3	95,543,226.75	10.29 per cent
4	Walmart Inc.	68,224,833.73	7.35 per cent
5	Client 5	37,213,299.16	4.01 per cent
add up the total	--	671,073,585.24	72.28 per cent

Other notes on major clients

☐ Applicable ☑ Not applicable

Major suppliers of the company

Total purchase amount from the top five vendors ($)	248,012,834.98
Proportion of total annual purchases from the top five vendors overall	37.06 per cent
Proportion of purchases from related parties in purchases from the top five suppliers to total annual purchases	0.00 per cent

Information on the company's top 5 suppliers

serial number	Supplier Name	Purchase amount ($)	Percentage of total annual procurement
1	Supplier 1	154,782,226.30	23.13 per cent
2	Chongqing Zongshen General Power Machinery Co.	33,799,293.34	5.05 per cent
3	Supplier 3	27,558,886.73	4.12 per cent
4	Suppliers 4	16,263,402.05	2.43 per cent
5	Suppliers 5	15,609,026.56	2.33 per cent
add up the total	--	248,012,834.98	37.06 per cent

☐ Applicable ☑ Not applicable

3. Costs

Unit: Yuan

	2023	2022	Year-on-year increase/decrease	Description of significant changes
sales expense	99,724,996.27	81,337,624.40	22.61 per cent	

overheads	70,866,732.65	70,709,862.17	0.22 per cent	
financial cost	28,384,095.23	-12,172,309.00	333.19 per cent	Mainly attributable to the increase in interest expense during the period and foreign exchange gains Decrease from the previous year.
R&D costs	67,871,660.42	63,270,028.26	7.27 per cent	

4. Investment in research and development

☑Applicable ☐Not Applicable

Name of major R&D projects	Purpose of the project	Project progress	Objectives to be achieved	Expected impact on the company's future development
Intelligent Borderless Mowing Robot	Through the visual borderless technology, it solves the user's wiring installation pain, improves the product experience, and makes the cost more competitive.	Detailed design	1. Through the monocular lens RGB scheme, based on the RGB-D SLAM system, using real-time better ORB features for tracking and comparing positioning to identify the boundary. 2, charging mode: along the edge of the charging back, remote visual recognition to the charging seat after the guidance of charging back 3, the highest degree of maturity: ready-made module fall Ground fast and have experience in mass production.	The cancellation of the annoyance of boundary arrangement and the application of big data will become a borderless intelligent mower with better performance and reliability, promoting the development of the company's scientific and technological high-end products.
Hydraulic Riding Mowers	The hydraulic drive system was developed in-house to create a riding mower with a better experience and price/performance ratio.	prototype	1.Platformised hydraulic transmission system design can be used together for multiple riding mowers. 2、This hydraulic transmission system has a compact structure and the transmission ratio is adjustable within a certain range. 3、Speed adjustment is smooth, no sudden change and Sense of blockage.	The product experience is good, making the company's riding mower experience and cost more competitive.
Electric height-adjustable smart mower	The cutting height can be adjusted at any time from a distance via the APP, so you can manage the mower anytime, anywhere.	mass produce	1、Step motor precise control to adjust the height. 2、Bluetooth, WIFI With APP cloud technology, users can control their smart mower cutting from anywhere! Height.	The company's first intelligent lawnmower that can be fully controlled remotely represents the company's technological products.
20V Home DIY Lithium Ion Handsaw	Lightweight new energy handsaw	Small batch trial	1, shared 20V battery pack platform, good platform versatility. 2、Compact structure,	Fill the gap in the company's twig cutting market

	High branching shears of the same height.		Lightweight. 2, The extension pole can be quickly retracted. 3. The handle of the main body is connected to the high branch saw. Used with good platform versatility.	Cutting height high pruning shears.
20V Low Voltage High Branch Saw	Lightweight and retractable to meet different heights of high branch saws.	Detailed design	1、Using AL alloy material, the whole machine is lightweight. 2, The extension pole can be quickly retracted. 3, the main body of the handle and high branch shears through the Used with good platform versatility.	The company's first high branch saw that can accommodate multiple cutting heights.
Independent self-propelled lithium mower	Adjustable speed, drive system that can work independently, great experience lithium self drive mower.	Detailed design	1、Highly motor + self-developed gearbox technology, small size, low cost. 2、Using brushless motor, self-driving speed can be precisely controlled. 3、Self-driving independent control, easy to use Jet.	Use performance, good experience, competitive lawn mower, improve our competitiveness in lithium products.
40V Lithium Ion Single Step Snowplow	A lithium-ion snowplow that can be used at low temperatures and can throw snow at multiple angles.	mass produce	1.The left and right angle of the snow throwing bucket is adjustable. 2. The snow throwing angle of the snow throwing bucket is adjustable. 3、Using high brightness lighting, you can late Interworking.	Better experience, suitable for small area walkway clearing snowplow, filling the company's niche market Gaps in the field.
Intelligent lawn mower based on full-coverage path planning algorithm	No wiring, efficient cutting, automatic return, automatic memory, intelligent mower that can be remotely controlled anytime, anywhere.	conceptual design	1, through the monocular lens RGB programme, based on the RGB-D SLAM system, using real-time better ORB features for tracking, positioning and closed-loop detection to get the information-rich image data, calculation of positioning and construction of environmental maps, and comparison of positioning and identification of boundaries. 2、Based on the RTK positioning system, gyroscope inertial navigation technology, to achieve the robot in different scenarios can be regulated. The cutting efficiency is improved by cutting on a regular basis.	The company's first high-performance smart mower that requires no wiring, no self-built maps, and is easy to use at any time.

20V Household DIY Small Lawnmower	Convenient grass clippers, compact and high quality cuts for high quality bonsai maintenance.	conceptual design	1、Adopting 2 working heads of oscillating and reciprocating motion, which can be quickly interchanged to meet multiple working condition scenarios. 2、Adopting eccentric drive, structure submitted Small and lightweight.	Great experience, suitable for home bonsai, delicate lawn repair, filling the gap in the company's market segment.
62V Lithium Ion Dual Step Sweeper	A powerful snowplough that turns, moves forward and backward automatically for a great experience.	mass produce	1、Self-driven control and snow throw head linkage control, emergency can be quickly stopped Machine. 2、Snow throwing head left and right electric control, can be easily adjusted at any time to throw snow party. Bit. 3.The height of snow ploughing is adjustable, which can be adapted to different ground conditions. 4、Self-driving speed can be adjusted according to different snow conditions, so that the snow-throwing effect is optimal. 5、Handle with heating function, use Good experience.	Full-featured, better operating experience, better use of lithium-ion snowplow, will bring customers a new sense of feeling.
62V Lithium microtiller	For small family ploughing and loosening of the soil, easy to handle.	conceptual stage	1、Spiral multi-sharp blades, high efficient soil crushing ability. 2、Compact, adaptable, suitable for a variety of soil types and terrain conditions, such as sand, grass, slopes and so on. 3、DC start and stop, easy to turn operation. Work efficiency.	The company's first lithium micro-tillage machine, high voltage configuration, strong power, to meet the user a variety of working conditions.
40V Lithium Ion Seam Cleaner	Can meet the different slit	conceptual stage	1、Multi-working head can be changed quickly to meet the	Usability, better experience

	Cleanup tools that are efficient.		Different working condition scenarios demand. 2、Speed adjustable, according to the use of the need, select different speeds.	The cleaning tool for slits, which fills a gap in our product range.
Handheld lightweight lithium-ion snowplow	Snowploughs for steps, corners and tight spaces.	Detailed design phase	1、Rear power, lightweight working head, convenient and easy to operate. 2, can quickly remove the snow covered in the ground，and can more thoroughly Clear the floor.	Use the performance and experience a competitive snowplow.
40V 21" Lithium Ion Rear Drive Mower	Dual-motor lithium-ion mower, mowing and self-drive can work independently and co-ordinately to achieve the best working efficiency and cutting quality.	Detailed design phase	1、Brushless cutting motor, intelligent cutting speed recognition to meet different grasses situation, improve cutting efficiency, quality, and single package time. 2、Independent self-driving motor can adjust the self-driving speed according to the working condition and cutting quality to achieve the best usability. Can.	Highly equipped lithium mowers with better experience and performance bring users a new experience and enhance the competitiveness of the brand.
American petrol two-step snowplow	A petrol snowthrower with comprehensive features, superior performance, range and experience.	mass produce	1、Snowplow bucket can be adjusted electrically, convenient and quick to adjust the direction of snow throwing. 2、Snow sweeping height adjustable to meet the complex road conditions, clean up. 3. With lighting function, you can operate the job at any time. 4、Handle with heating function, operation It won't freeze when it does.	Full-featured and better experience petrol lawnmowers to drive the company's sales in the market.
Outdoor External Energy Storage Box	It can be easily carried to meet the energy storage equipment for wild camping.	conceptual design	1、Through inverter technology, the low voltage 62V DC, converted to 120V AC for use with AC appliances. 2, through the buck technology, 62V DC, into 5V or other voltage output, to meet the different electronic products. The product, photographic tools, etc.	Bringing a better experience of daily life with energy storage devices that make life changes convenient.

Electronic self-propelled transmission	Low-cost self-drive system with clutch function.	prototype	1. The clutch is in a sealed gearbox, which is not affected by external grass clippings and dust. Rattle. 2、High-speed motor, multi-stage gear reduction mechanism, small system volume, cost Low and easy to install.	Improve the cost competitiveness of the company's products.
A new generation of low-cost petrol lawnmowers	Catering for specific market segments at competitive costs.	prototype	1、Through market analysis and parameter collection, we adopt the common lawn mower motor in the market to achieve the best working condition matching and select the most reasonable power motor. 2、Electronic control, select the best electronic devices, the use of current-limiting technology, to meet the needs of the working conditions, to meet the use of devices Restrictions.	Cost-effective and competitive lawnmowers are expected to boost the company's sales in this category.

Company's R&D staff

	2023	2022	Percentage of change
Number of R&D staff (persons)	252	305	-17.38 per cent
Number of R&D staff as a percentage	22.87 per cent	21.82 per cent	1.05 per cent
Research and development staff qualifications			
undergraduate (adjective)	119	134	-11.19 per cent
bachelor's degree	6	6	0.00 per cent
undergraduate or below	127	165	-23.03 per cent

Master's degree or above		0	
Age composition of R&D staff			
Under 30 years of age	102	148	-31.08 per cent
30~40 years old	91	99	-8.08 per cent
40 years and over	59	58	1.72 per cent

Amount of the company's R&D investment in the past three years and its proportion of operating revenue

	2023	2022	2021
Amount invested in research and development (yuan)	67,871,660.42	63,270,028.26	49,391,939.68
R&D investment as a percentage of operating revenue	7.31 per cent	4.30 per cent	3.07 per cent
Amount of R&D expenditure capitalised ($)	0.00	0.00	0.00
Capitalised R&D expenditure as a percentage of R&D investment	0.00 per cent	0.00 per cent	0.00 per cent
Capitalised R&D expenditure as a percentage of net profit for the period	0.00 per cent	0.00 per cent	0.00 per cent

Reasons for and effects of significant changes in the composition of the Company's research and development personnel

☐ Applicable ☑ Not applicable

Reasons for the significant change in total R&D investment as a percentage of operating revenue from the previous year

☐ Applicable ☑ Not applicable

Reasons for the significant change in the capitalisation rate of R&D inputs and its justification

☐ Applicable ☑ Not applicable

5. Cash flow

Unit: Yuan

sports event	2023	2022	Year-on-year increase/decrease
Subtotal cash inflow from operating activities	1,325,937,480.36	1,887,492,879.07	-29.75 per cent
Subtotal cash outflows from operating activities	1,121,387,840.65	1,863,809,859.95	-39.83 per cent
Net cash flows from operating activities	204,549,639.71	23,683,019.12	763.70 per cent
Subtotal cash inflow from investing activities	40,938,467.80	17,978,210.78	127.71 per cent
Subtotal cash outflows from investing activities	383,179,272.19	186,430,175.17	105.54 per cent
Net cash flows from investing activities	-342,240,804.39	-168,451,964.39	-103.17 per cent
Subtotal cash inflow from financing activities	2,440,959,143.61	1,193,705,330.35	104.49 per cent
Subtotal cash outflows from financing activities	1,693,967,019.18	1,059,549,087.30	59.88 per cent

Net cash flows from financing activities	746,992,124.43	134,156,243.05	456.81 per cent
Net increase in cash and cash equivalents	630,317,452.38	-5,422,291.73	11,724.56 per cent

Explanation of the main factors affecting significant year-on-year changes in relevant data

☑Applicable ☐Not applicable

1. During the reporting period, net cash flows from operating activities increased by 763.70 per cent compared with the previous year, which was mainly due to the decrease in payments for material purchases;

During the reporting period, the net cash flow from investing activities decreased by 103.17 per cent as compared with that of the previous year, which was mainly due to the increase in investment in the overseas production base in Mexico and the increase in investment in the project for the production of 60,000 sets of ride-on lawn mowers per year;

3. During the reporting period, net cash flows from financing activities increased by 456.81 per cent compared with the previous year; this was mainly attributable to: (1) the increase in bank borrowings; and (2) the receipt of proceeds from convertible bonds.

Explanation of the reasons for the material difference between the net cash flow from operating activities of the Company during the reporting period and the net profit for the current year

☑Applicable ☐Not applicable

Mainly attributable to: (1) cash received from the sale of goods and provision of services exceeded operating income during the reporting period; (2) cash paid for the purchase of goods and acceptance of services decreased during the reporting period; (3) provision for impairment of assets and depreciation of fixed assets increased during the reporting period; and (4) exchange rate fluctuations led to a decrease in foreign exchange gains during the reporting period.

V. Non-primary operations

☑Applicable ☐Not applicable

Unit: Yuan

	sum of money	Percentage of total profit	Explanation of causes	Sustainability
investment income	-15,996,305.94	8.05 per cent	Mainly from disposal of financial assets/liabilities held for trading of investment income.	clogged
Gains and losses on changes in fair value	84,126.29	-0.04 per cent	Mainly relates to changes in the fair value of forward locks.	clogged
Impairment of assets	-12,683,710.73	6.38 per cent	Mainly due to provision for impairment of inventories.	clogged
non-operating income	47,062.59	-0.02 per cent	Mainly represents gains on the retirement of non-current assets.	clogged
non-operating expenses	247,293.23	-0.12 per cent	Represents mainly compensation and late payment fees.	clogged
Other gains	4,741,977.19	-2.39 per cent	Mainly due to government grants received related to operating activities. Assist.	clogged
Credit impairment losses	3,130,068.36	-1.57 per cent	Mainly due to reversal of provision for bad debts.	clogged

VI. Analysis of assets and liabilities

1. Significant changes in the composition of assets

Unit: Yuan

	End of 2023		Early 2023		increase or decrease in specific gravity	Description of significant changes
	sum of money	Percentage of total assets	sum of money	Percentage of total assets		

money funds	719,267,873.45	23.23 per cent	113,030,472.81	4.32 per cent	18.91 per cent	Mainly attributable to: receipt of proceeds from convertible bonds, higher cash received from sales of goods and lower payments for raw material purchases. Less due to;
accounts receivable	127,582,026.08	4.12 per cent	243,825,670.38	9.31 per cent	-5.19 per cent	Mainly attributable to: Sales receipts during the period The decrease is due to a decrease in income;
inventory (of material)	760,712,716.12	24.57 per cent	950,877,082.12	36.30 per cent	-11.73 per cent	Main line of action: Increase in sales to Due to inventory strength
investment property	2,164,668.10	0.07 per cent			0.07 per cent	
fixed assets	865,430,398.77	27.95 per cent	792,529,776.92	30.26 per cent	-2.31 per cent	
construction in progress	209,423,720.31	6.76 per cent	152,794,862.81	5.83 per cent	0.93 per cent	
usufructuary assets	20,389,562.09	0.66 per cent	35,123,344.47	1.34 per cent	-0.68 per cent	
short term loan	384,680,366.63	12.42 per cent	842,833,293.36	32.18 per cent	-19.76 per cent	Main line of action: Optimisation of bank borrowing The structure of the programme is the result of a number of factors;
Contractual liabilities	2,587,275.16	0.08 per cent	1,017,450.48	0.04 per cent	0.04 per cent	
long term loan	955,726,805.54	30.87 per cent	149,955,970.22	5.72 per cent	25.15%	Main line of action: Optimisation of bank borrowing

						The structure of the programme is the result of a number of factors;
leasehold liability	10,628,977.01	0.34 per cent	22,700,487.75	0.87 per cent	-0.53 per cent	

Higher proportion of offshore assets

☑Applicable ☐Not applicable

Specifics of assets	Reasons for formation	Size of assets ($)	site	operating model	Controls to safeguard the security of assets	Status of proceeds ($)	Foreign assets as a percentage of the company's net assets	Whether there is a significant risk of impairment
Daye North America, Inc.	constitute	481,468,294.82	United States of America	company operation	wholly-owned subsidiary firms	-84,067,740.14	58.83 per cent	clogged
Daye Mexico S.A. de C.V	constitute	236,936,847.96	Mexico	company operation	wholly-owned subsidiary firms	-1,505,191.98	28.95 per cent	clogged

2. Assets and liabilities measured at fair value

☑Applicable ☐Not applicable

Unit: Yuan

sports event	beginning of period	Gains and losses on fair value changes during the period	Accumulated fair value changes included in equity	Impairment provided for during the period	Amount purchased during the period	Amount sold during the period	Other changes	closing figure
financial asset								
derivative financial asset	611,893.28	115,732.96					-611,893.28	115,732.96
Subtotal,	611,893.28	115,732.96					-611,893.28	115,732.96

financial assets								
Receivables financing	50,000,000.00							50,000,000.00
Total above	50,611,893.28	115,732.96					-611,893.28	50,115,732.96
financial liability	2,649,367.34	31,606.67					-2,649,367.34	31,606.67

Other changes

Mainly due to expiry of forward locks.

Whether there were significant changes in the measurement attributes of the Company's major assets during the reporting period

Yes ☑No

3. Restricted rights to assets as at the end of the reporting period

Item	Closing book balance ($)	Closing book value ($)	Type of restriction	Reason for restriction
money funds	33,917,844.83	33,917,844.83	margin (in derivative trading)	Promissory note deposits, import deposits, letters of guarantee margin (in derivative trading)
fixed assets	242,517,841.84	166,661,897.79	collateral	Borrowing mortgages, financial lease mortgages
intangible asset	103,277,584.71	81,830,231.61	collateral	collateral for borrowing

investment property	3,753,250.51	2,164,668.10	collateral	collateral for borrowing
Receivables financing	50,000,000.00	50,000,000.00	pledges	Pledge of letters of credit
accounts receivable	1,733,822.42	1,681,807.75	pledges	loan pledge
Total	435,200,344.31	336,256,450.08		

VII. Analysis of the investment situation

1. General

☑Applicable ☐Not applicable

Amount invested during the reporting period ($)	Amount invested in the same period of the previous year ($)	Magnitude of change
338,173,415.82	138,969,643.94	143.34 per cent

2. Significant equity investments acquired during the reporting period

☐ Applicable ☑ Not applicable

3. Significant ongoing non-equity investments during the reporting period

☐ Applicable ☑ Not applicable

4. Investment in financial assets

（1） Investment in securities

☐ Applicable ☑ Not applicable

The company had no investments in securities during the reporting period.

（2） Derivatives investments

☑Applicable ☐Not Applicable

1) Derivative investments for hedging purposes during the reporting period

☑Applicable ☐Not applicable

Unit: $ million

Types of Derivatives Investments	Initial investment amount	Opening amount	Gains and losses on fair value changes during the period	Accumulated fair value changes included in equity	Amount acquired during the reporting period	Amount sold during the reporting period	Closing amount	Amount of investments at the end of the period as a percentage of the Company's net assets at the end of the reporting period
Foreign Exchange Options	0	38,179.63	0	0	27,866.5	60,336.93	5,709.2	6.98 per cent
add up the total	0	38,179.63	0	0	27,866.5	60,336.93	5,709.2	6.98 per cent
Explanation of the accounting policies, specific principles of accounting for hedging operations during the reporting period, and whether there were any significant changes compared with the previous reporting period	No significant changes.							
Actual gains and losses for the reporting period Note on the status of implementation of the recommendations of the Advisory Committee on Administrative and Budgetary Questions	During the reporting period, the Company's gain on foreign exchange option products amounted to RMB -15.9122 million and foreign currency exchange gain amounted to RMB 13.588 million, and the actual gain on foreign exchange option products offset by foreign currency exchange gain amounted to RMB -2.434 million.							
Description of hedging effects	The Company uses funds matching the scale of revenue from international business to carry out foreign exchange derivatives trading business, and carries out financial derivatives business following the principle of prudence, safety and effectiveness, with							

	the purpose of hedging, reducing the impact of exchange rate fluctuations on the Company's operating results, and the risk can be overall Control.
Derivatives investment funds come source	own funds
Risk analysis and description of control measures for derivative positions during the reporting period (including but not limited to market risk, liquidity risk, credit risk, operational risk, legal risk, etc.)	In order to improve the Company's ability to cope with the risk of foreign exchange fluctuations, to better avoid and prevent the risk of fluctuations in foreign exchange rates and interest rates faced by the Company, and to enhance the Company's financial soundness, the Company intends to carry out foreign exchange derivative transactions using funds matching the scale of revenue from its international business. The types of foreign exchange derivatives transactions to be carried out by the Company include, but are not limited to, foreign exchange forward transactions, foreign exchange swap transactions, foreign exchange option transactions, structured forward transactions, interest rate swaps, currency swaps and other products or a combination of the above products. There are certain risks associated with such foreign exchange derivative investments, including: 1. Market Risk: Due to the large changes in the foreign exchange market, there may be a market risk of loss due to changes in the price of foreign exchange financial derivatives caused by fluctuations in the market price of the underlying interest rate, exchange rate and other market prices. 2. Liquidity risk: the risk of not being able to complete a transaction due to insufficient market liquidity. 3. Performance risk: The counterparties of the Company's foreign exchange financial derivatives investments are all banks and other financial institutions with good credit and with whom the Company has established long-term business relations, and the performance risk is low. 4. Internal control risk: Foreign exchange financial derivatives transactions are more specialised and complex, and may give rise to risks due to an inadequate internal control system. 5. Other possible risks: In the specific conduct of business, if it occurs that the operator fails to accurately, timely and completely record the information of foreign exchange financial derivatives investment business, it will possibly lead to the loss of foreign exchange financial derivatives business or the loss of trading opportunities; at the same time, if the trader fails to fully understand the terms of the trading contract and the information of the product, it will be exposed to the legal risks and trading losses brought about by it. The company's proposed risk control measures are set out below: 1. Perfect system: Strictly in accordance with the relevant provisions of the Company's Foreign Exchange Derivatives Trading Business Management System, foreign exchange derivatives investments are subject to decision-making, authorisation, risk management and processing. 2、 Professional team: a working group composed of relevant personnel from the company is responsible for risk assessment before trading foreign exchange derivatives, analysing the feasibility and necessity of trading, responsible for the specific operation of the transaction for when the market has major changes in a timely report on the changes in the risk assessment and put forward a feasible contingency stop-loss measures. 3. Market analysis: Before conducting foreign exchange financial derivatives transactions, we conduct comparative analyses between a number of markets and a variety of products, and select the foreign exchange financial derivatives that are most suitable for the company's business background, strong liquidity, and more controllable risk to carry out the business. 4. Transaction control: Fully understand the operating qualifications, implementation team, trading staff involved and authorisation system of the financial institutions handling foreign exchange financial derivatives, and carefully select banks and other financial institutions with good credit and with which the company has established long-term business dealings. If necessary, professional institutions can be hired to analyse and compare the trading mode and counterparties of financial derivatives. 5. Risk plan: The risk response plan and decision-making mechanism are determined in advance, and a person is responsible for tracking changes in the fair value of financial derivatives, assessing changes in the risk exposure of traded financial derivatives in a

	timely manner, and reporting on a regular basis. In the event of severe market volatility or increased risk, the frequency of reporting will be increased to ensure that the risk plan is activated and implemented in a timely manner. 6、Routine inspection: The internal and external audit departments of the company regularly or irregularly inspect the business-related transaction processes, approval procedures, handling records and

	Accounting information is verified. 7. Regular disclosure: Strictly in accordance with the laws, regulations and the relevant provisions of the Shenzhen Stock Exchange requirements to complete the disclosure of information in a timely manner.
Changes in market price or product fair value of invested derivatives during the reporting period, the analysis of the fair value of derivatives should disclose the specific methodology used and the setting of relevant assumptions and parameters	The Company measures its derivative investments at fair value, which is measured and recognised on a regular basis based on foreign exchange quotes from banks.
Involvement in litigation (if applicable) (used)	inapplicable
Derivatives Investment Approval Board Announcement Disclosure Date (if any)	18 April 2023
Derivatives Investment Approval Shareholders' Meeting Announcement Disclosure Date (if any)	12 May 2023
Independent Directors' Special Opinion on the Company's Derivatives Investments and Risk Controls	The Independent Directors are of the view that the relevant decision-making procedures of the Company in carrying out foreign exchange derivatives trading business are in compliance with the relevant national laws and regulations and the relevant provisions of the Articles of Association of the Company. Based on normal production and operation, and relying on specific business operations, under the premise of ensuring normal production and operation, the Company uses financial instruments to reduce exchange rate risks, reduce exchange losses and control business risks, and there is no situation that harms the interests of the Company and all shareholders, especially small and medium-sized shareholders. It is feasible for the company to carry out foreign exchange derivatives trading business and the risk is controllable. of the Company. Therefore, the Independent Directors unanimously agree that the Company should conduct foreign exchange derivatives trading business in accordance with the provisions of the relevant system.

2) Derivative investments for speculative purposes during the reporting period

☐ Applicable ☑ Not applicable

The company did not invest in derivatives for speculative purposes during the reporting period.

5. Use of funds raised

☑Applicable ☐Not applicable

(1) Overall Use of Proceeds

☑Applicable ☐Not applicable

Unit: $ million

Year of collection	Collection Methods	Total funds raised	net proceeds	Total proceeds utilised during the period	Cumulative total amount of proceeds utilised	Total amount of proceeds from change of use during the reporting period	Cumulative total amount of proceeds from change of use	Proportion of total amount of proceeds from cumulative change of use	Total unused proceeds	Use and destination of unused proceeds	Amount of funds raised that have been idle for more than two years
2020	initial public offering (IPO)	42,320	36,526.18	11.36	36,584.61	0	0	0.00 per cent	0	inapplicable	0
2023	Public offering of convertible bonds	47,603.12	46,411.56	21,841.33	21,841.33	0	0	0.00 per cent	25,773.61	Use of part of the idle proceeds to temporarily replenish working capital of RMB 180 million, and the remaining funds were deposited in the fund-raising account. middle	0
add up the total	--	89,923.12	82,937.74	21,852.69	58,425.94	0	0	0.00 per cent	25,773.61	--	0

Explanation of the overall use of the proceeds
1. After the approval of the China Securities Regulatory Commission for the registration of the initial public offering of shares of Ningbo DAYE Garden Equipment Co. The Company issued 40,000.00 million ordinary shares (A shares) to the public at an issue price of RMB10.58 per share, with a total of RMB1,000.00 per share. The net proceeds raised by the Company amounted to RMB365,261,800,O O O after deduction of the listing and issuance expenses of RMB423,200,000. The above fund raising situation has been verified by Tianjian Accounting Firm (Special Ordinary Partnership) and certified by Tianjian Accounting Firm (Special Ordinary Partnership) and certified by Tianjian Accounting Firm (Special Ordinary Partnership). The Company has issued the Capital Verification Report (Tianjian Verification [2020] No. 336). As at 31 December 2023, the Company had used a total of RMB365,846,100,000 of the Proceeds, and the Proceeds had been used up. The balance of the special account was RMB0 million. Ltd. to issue convertible corporate bonds to unspecified persons (Securities Supervision Permit [2023] No. 44) agreed to register, the Company by the principal underwriter Haitong Securities Co. The Company issued 4,760,312 convertible corporate bonds, each with a nominal value of RMB100, by way of offline placement to institutional investors and online issuance to public investors, raising a total of RMB476,031,200,000, and after deduction of expenses, the net proceeds raised by the Company this time were RMB464,115,600,000. The above fund raising situation has been verified by Tianjian Accounting Firm (Special General Partnership). The availability of the aforesaid proceeds has been verified by Tianjian Certified Public Accountants (Special General Partnership), which has issued the Capital Verification Report (Tianjian Verification [2023] No. 381). As at 31 December 2023, the Company has cumulatively used the proceeds of RMB1,000,000,000 for the purpose of raising funds. The difference of RMB218,413,300 between the collected funds and the actual balance of RMB77,736,100 was due to the fact that the difference between the collected funds and the actual balance of RMB168,422,900 in the current period was due to the fact that the Company had a balance of RMB246,159,000 in the current period and the actual balance of RMB777,736,100. The difference of RMB168,422,900 between the balance of fund-raising funds payable and the actual balance of fund-raising funds for the period was due to the fact that the Company had a balance of RMB218,413,300 in the current period. During the period, the use of idle proceeds of RMB180 million to temporarily supplement liquidity and the existence of unreplaced pre-invested proceeds of RMB11,577,100, of which the unreplaced proceeds included RMB11,497,300 of outstanding bills and RMB79,800 of unreplaced proceeds, and the amount of the unreplaced proceeds included RMB1,497,300 of outstanding bills and RMB798,000 of unreplaced proceeds. The total amount of unused proceeds is RMB257,736,100 (including interest income of RMB456,700,000 and temporary supplement of working capital of RMB180,000,000) The total amount of unused proceeds was RMB257,736,100 (including interest income of RMB456,700 and temporary replenishment of working capital of RMB180,000,000).

(2) Status of fund-raising commitment projects

☑Applicable ☐Not Applicable

Unit: $ million

Commitment to investment projects and investment of over-raised funds	Whether the project has been changed (including partial changes)	Total committed investment of proceeds	Total adjusted investments(1)	Amount invested during the reporting period	Cumulative inputs as at the end of the period (2)	Progress on investments as at the end of the period (3) = (2)/(1)	Date on which the project reaches its intended useable condition	Benefits realised during the reporting period	Cumulative benefits realised by the end of the reporting period	Achievement of projected benefits	Whether there has been a significant change in the feasibility of the project
Committed investment projects											
Additional 900,000 garden units Equipment Product Manufacturing Project	clogged	36,526.18	36,526.18	11.36	36,584.61	100.16 per cent	31 October 2021	-2,642.42	-3,358.65	clogged	clogged
Annual production capacity of 60,000 ride-on Lawnmower production project	clogged	21,970.55	21,970.55	7,998.79	7,998.79	36.41 per cent		-1,122.13	-1,122.13	inapplicable	clogged
Annual output of 220,000 sets of new energy garden machinery products production production project	clogged	10,596.45	10,596.45							inapplicable	clogged
Supplementary working capital projects	clogged	13,844.56	13,844.56	13,842.54	13,842.54	99.99 per cent				inapplicable	clogged

Subtotal committed investment projects	--	82,937.74	82,937.74	21,852.69	58,425.94	--	--	-3,764.55	-4,480.78	--	--
where the over-raised funds are invested											
inapplicable	clogged										
add up the total	--	82,937.74	82,937.74	21,852.69	58,425.94	--	--	-3,764.55	-4,480.78	--	--
Explanation of and reasons for non-achievement of planned progress and projected benefits by project (Includes reasons for selecting "not applicable" for "whether projected benefits have been achieved")	1, the new 900,000 sets of garden equipment production project: fund-raising projects have not reached the expected benefits mainly by the adverse changes in the international political and economic environment, Europe and the United States, the emergence of a more serious hyperinflation and extremely high As the market demand slows down due to warm weather, the company's sales revenue in 2023 will decrease compared with the same period of the previous year. Meanwhile, the total budgeted investment of "900,000 sets of gardening equipment production project" is 58,495.89 million yuan. The total budgeted investment is higher than the net proceeds, and the company needs to continue to use self-financing funds to invest. As of the end of 2023, the project still has some production lines under investment and construction, and has not yet reached full production. 2. Annual output of 60,000 sets of riding lawn mowers: some production lines started production and operation, and the whole had not reached the intended useable state by the end of the period. 3. Annual output of 220,000 sets of new energy garden machinery production project: based on the company's strategic layout and global industry market changes, as of the end of the period has not yet started.										
Project feasibility re Information note on major changes	not have										
Amount, purpose and progress of utilisation of over-provisioned funds	inapplicable										
Changes in the location of implementation of fund-raising investment	inapplicable										

projects	
Adjustment of the implementation mode of fund-raising investment projects	inapplicable
Advance Investment and Replacement of Proceeds Investment Projects	applicability
	1. Proceeds from initial public offering: On 9 September 2020, the Company held the seventh meeting of the second session of the Board of Directors and considered and passed the "Self-financing on the use of proceeds to replace pre-invested fund-raising projects". It was agreed that the Company would replace the self-financing funds pre-invested in the fund-raising projects with the fund-raising funds in the total amount of RMB30,529.93 million. 2、Public offering of convertible bonds to raise funds: On 9 August 2023, the Company held the seventh meeting of the third session of the Board of Directors, and considered and passed the proposal on the use of fund-raising to replace pre-investment in fundraising projects and The "Resolution on the Self-financing Funds which have Paid the Issue Costs", agreeing that the Company shall replace the self-financing funds pre-invested in the fund-raising projects with the proceeds in the total amount of RMB62,732,200,000 (including the amount of payment of the outstanding notes). (RMB11,497,300), and agreed that the Company would use the proceeds to replace the paid issue expenses in the amount of RMB127,100 (excluding value-added tax), totalling RMB62,859,100.
Temporary replenishment of working capital with idle proceeds	applicability
	1、Public issue of convertible bonds to raise funds: On 9 August 2023, the seventh meeting of the third session of the Board of Directors and the fifth meeting of the third session of the Supervisory Board, considered and passed the proposal on the use of part of the idle raised funds. The Company will use not more than RMB180,000.00 million of idle proceeds to temporarily supplement liquidity for a period not exceeding 12 months from the date of consideration and approval by the Board of Directors. As at 31 December 2023, the aforesaid proceeds of RMB180,000.00 million for temporary replenishment of working capital had not been returned to the special account for fund raising. As at 31 December 2023, the aforesaid proceeds of RMB180,000.00 million used for temporary replenishment of working capital had not been returned to the special account for fund raising. Accounts.
Amount of and reasons for fund-raising balances arising from project implementation	inapplicable
Use and destination of unused proceeds	Proceeds from the public offering of convertible bonds: the balance of the proceeds from the fund-raising account was RMB77,736,100, and the balance of the proceeds from the temporary replenishment of working capital was RMB180,000,000. The Company used the fund-raising balance to invest in committed fund-raising projects, to replace the payment amount of outstanding notes and to replace the issuance costs. Destination: The unused proceeds were deposited in the special account for fund-raising deposits and temporarily supplemented the

	liquidity of the Company. Liquidity.
Problems or other situations in the use and disclosure of funds raised	not have

(3) Changes in the project status of the fund-raising

☐ Applicable ☑ Not applicable

The Company did not have any fund-raising to change projects during the reporting period.

VIII. Significant asset and equity sales

1. Sale of significant assets

☐ Applicable ☑ Not applicable

The company did not sell any significant assets during the reporting period.

2. Sale of significant equity interests

☐ Applicable ☑ Not applicable

IX. Analysis of major holdings and participations

☑Applicable ☐Not applicable

Major Subsidiaries and Participating Companies Affecting 10% or More of the Company's Net Profit

Unit: $ million

company identification	firms typology	Main business	registered capital	total assets	net assets	revenues	business profit	net profit
Leader Intelligence	associated company	Engaged in the research and development and manufacture of garden machinery products, sales (representative, agreement etc)	16,000	124,279.23	37,965.31	21,637.15	-3,665.73	-3,158.18
North America (botany)	associated company	Engaged in the research and development, manufacture, sales and after-sales of garden machinery products service	100,000 shares	48,146.83	-12,503.04	44,091.82	-8,504.52	-8,406.77

Acquisition and disposal of subsidiaries during the reporting period

☐ Applicable ☑ Not applicable

Description of major holdings and participations

X. Structured subjects controlled by the company

☐ Applicable ☑ Not applicable

XI. Prospects for the future development of the Company

(i) Corporate business plan and development strategy

In order to realise the company's growth strategy, the company will focus on four strategic foundations in the future: innovative products, globalised manufacturing, brand operations and outstanding talent, on top of consolidating its existing garden machinery and equipment manufacturing business. The company demonstrates a broad long-term vision to promote the development of new energy and smart technologies, and endeavours to relentlessly pursue product innovation and multi-brand operations as the company's global growth strategy, which consolidates the competitiveness of the company's lawnmower segment while maintaining high standards of environmental, social and corporate governance. We will strengthen the construction of our global R&D centre, enhance our ability to apply new technologies and develop new products, and increase investment in our offshore production bases, so as to further enhance our core competitiveness and achieve sustainable, healthy and stable development. Specific business development plans include:

1. Production and business plan

Through convertible bond issuance, the company will add 60,000 sets of riding lawn mower products and 220,000 sets of new energy garden machinery products project and technical renovation of the existing plant, introduce advanced production equipment and production lines, build digital factory, expand manufacturing capacity, improve production process, enhance automation level, so as to increase the production efficiency, reduce the cost of labour, and reduce the production process. Meanwhile, the company will accelerate the self-development and production of core components.

The Company's Mexican production base covers an area of approximately 383 acres, and at present the first phase of the plant of 52,600 square metres has been basically completed, with the subsequent gradual commencement of production will improve the efficiency of customer delivery, greatly shorten the delivery time, reduce the cost of product shipping, and reduce the adverse impacts brought about by changes in the international political environment.

Through the above measures, the Company will improve and optimise its global production layout, further expand the international market, and improve product competitiveness and operational efficiency. It will gradually transform the production mode from "labour-intensive" to "technology-intensive", and at the same time, it will help the Company give full play to the effect of economies of scale, get closer to the forefront of the market, expand its market share, and enable the Company to gain more advantages in the fierce competition in the market.

2. Product and technology development programmes

The company will make full use of the existing talent and technology advantages, relying on the existing "national high-tech enterprises", "Zhejiang Provincial Enterprise Technology Centre" and "Zhejiang Provincial Industrial Design Centre". The company will increase the investment in R&D equipment, focus on the training of R&D technicians, further improve the R&D environment and talent structure of the enterprise technology centre, promote the technological integration of garden machinery and other disciplines, accelerate the introduction, digestion and absorption of foreign advanced technology, continuously expand the research and development of new products and applications, enhance the added-value of the products, and strengthen the company's core competitiveness, mainly including:

（1） Strengthening the company's R&D centre

R&D centre is the core force of enterprise innovation-driven development and an important guarantee to enhance the enterprise's technological innovation capability. The company will continue to increase product R&D and design efforts, through the purchase of advanced R&D and testing equipment, the introduction of high-end R&D talents, improve the company's existing R&D environment, and enhance the company's overall R&D strength. We will push forward new ideas in terms of appearance, function and customer experience, expand our own product line and optimise the product structure, so as to fully meet the personalised needs of consumers at different levels and in different categories.

（2） Focus on the development of ride-on products, and comprehensively promote the development of products in the direction of lithium-ionisation and intelligentisation

The company will focus on the development of a full range of riding lawnmower products, the comprehensive development of high-capacity, high-voltage 62V lithium-ion platform product line and low-voltage

20/40V lithium platform product line, develop more energy-saving, environmentally friendly, intelligent garden equipment and a series of innovative products.







3. Market development and marketing network development plan

In order to enhance the company's comprehensive strength and accelerate its growth ability, and to improve the company's position in the global garden machinery industry chain, the company will unswervingly implement its internationalisation strategy in the future, which mainly includes: further improving the global marketing network, deepening the business cooperation with branded customers, and constructing the market information centre, so as to create a broad business platform for the company to participate in the division of labour in the international industry chain, to expand its market share rapidly, and to add value to the company in a sustained manner. We will lay a solid foundation for the transformation of our profit model from "product manufacturing" to "service manufacturing".

At the same time the company bound the largest channel end of the European and American market, especially the largest channel in North America and Europe Home Depot and Cui Feng Group, and actively expand online and offline sales channels, of which the online track is expected to become a new growth point. Garden machinery is currently the main sales market focused on Europe and the United States, of which the U.S. market accounts for about half of the global market. Thanks to the professionalism and experience of offline shops, sales channels in Europe and the United States are mainly offline. According to Statistia data, in 2020, 80.7% of the U.S. home power tools sales channels through the B2B mode, only 19.3% through the B2C mode, including direct sales and e-commerce. The Home Depot will have a market share of approximately 26% of the U.S. market in 2021 and is the world's leading retailer of home building supplies. The Company will achieve rapid expansion in the U.S. market through in-depth cooperation with The Home Depot.

4. Brand Management Plan

The company will continue to strengthen brand publicity and promotion by participating in professional garden machinery industry exhibitions, etc., and make use of different media (such as professional magazines, radio and TV, outdoor advertisements, etc.) to publicise the company's products and services in different markets in a targeted manner. The company has begun to operate "MOWOX", "Green Machine" and other independent brands and rent other internationally renowned brands, the future of the company will be through the overall quality management and product technology research and development, to the direction of

multi-brand development, the independent brand products positioned as a professional, high-quality products. In the future, the company will develop in the direction of multi-branding through comprehensive quality management and product technology research and development, and position its own-branded products as specialised, medium-to-high-end and high-quality products, continue to expand the proportion of its own-branded products in its sales, increase its global reputation and brand influence, and promote the company's sustained and rapid development.

5. Human resources plan

The company has formulated the talent strategy as an important guarantee for the development of the company, treating talent as a strategic resource, making the biggest, macro, global conception and arrangement for the cultivation, attraction and use of talent, and taking the striver as the core culture of the company. According to the development stage of the company and the needs of business development, the company is carrying out global talent recruitment, layout and reserves, will be through internal training, talent introduction and other ways to vigorously expand the technical research and development, management and other aspects of the talent team, and constantly improve the staff's knowledge structure, age structure and professional structure, the establishment of talent echelon in line with the needs of the rapid development of enterprises. Fully tap the potential of internal human resources, carry out follow-up vocational skills training in the company's employees, improve the business quality and skills of existing employees, according to the company's own development needs, develop career development planning for employees, establish employee incentive mechanism, prompting the company's talent to rapid growth and enhance and give full play to the greatest talent.

(ii) Possible risks

1. Trade environment risk and financial risk

The company's export business accounts for a large proportion of the company's export business, with the frequency of global financial market mega-quakes, political and economic stability of importing countries, tariff policies, trade policies, as well as exchange rate fluctuations on the company's export business to increase the uncertainty of the impact of the company's export business. At the same time, the company's foreign sales revenue accounted for a high proportion of the settlement of product sales.

The currency is mainly US dollar, exchange rate fluctuations will affect the company's product unit price, exchange gains and losses. In the future, if the exchange rate of the US dollar to the RMB fluctuates greatly, it will have a certain impact on the company's operating income and operating results, and the company has a certain trade environment risk and financial risk.

Response: The company pays close attention to the development of various countries, strengthens research on changes in the international economic environment, actively explores diversified export markets, establishes overseas manufacturing bases, and promotes the export business to improve quality in a stable manner. We will increase the development of domestic market, diversify the risk of overseas business as far as possible, and implement market substitution. At the same time, in order to avoid the impact of exchange rate fluctuations on business performance, according to the actual operational needs, the company through foreign exchange forwards, foreign exchange options and other derivative products to lock the target exchange rate, reduce the impact of exchange rate fluctuations on production and operation.

2. Operational risk

Operational risk is a greater challenge to the enterprise's ability to operate in the face of a complex and volatile domestic and international macroeconomic situation and international trade environment, as well as increased external uncertainties.

Response: On the basis of the company's own resource advantages and the current situation, look for new strategic directions to break through the transformation; at the same time, take measures to integrate and enhance the existing business to improve profitability.

3. Innovation risk and technology risk

Consumers' demands for garden machinery in terms of high efficiency and energy saving, safety and environmental protection, and power performance are constantly increasing. The company has strengthened the adjustment of product structure and the development of new products by making use of the core technology, design capability and innovation culture accumulated in the long-term production and operation process. As of the end of the reporting period, the company has been granted 219 patents, including 72 invention patents, and has formulated and participated in 37 standards, including the national standards.

The company has 15 approvals. Strong R&D capability provides a strong guarantee for the renewal of the company's products. If the company's subsequent development funds can not

continue to invest in the research and development of new technologies, and can not maintain product development and manufacturing capacity and other aspects of the industry's dominant position, the company's operating results will be adversely affected. Garden machinery manufacturing involves industrial design, mechanical design and manufacturing, engine design and manufacturing, electrical engineering, lithium battery management system, intelligent control and other professional and technical fields, the production process technology is an important part of the company's core competitiveness, such as the core technology leakage, the loss of key technical personnel will be the company's business management, financial condition, operating results adversely affected.

Countermeasures: (1) Grasp the industry development trend in real time, and actively invest funds and personnel for innovation and research and development after sufficient technical demonstration, market research and validation, and launch industry-leading new products in a timely manner, applying one generation, developing one generation, and reserving one generation, so as to ensure the company's leading position in the industry. (2) The company will continue to improve the talent training mechanism and establish a sound employee career development plan. In the future, the Company will continue to introduce high-quality, professional and outstanding talents, continue to optimise the allocation of human resources and give full play to the role of human resources. In terms of management mechanism, the Company will continue to standardise the job duties of each department to fully make the best use of talents, employ them according to their abilities and strengths.

4. Product certification risk

The company's products are mainly sold to European and American countries and regions, and the importing countries have clear technical standard requirements for imported garden machinery products. Up to now, the company has obtained CE, GS, EMC, NOISE, RED, RoHS and other certifications for the EU market; ETL, ANSI, EPA, CARB and other certifications for the U.S. market; RCM certification for the Australian market; KC certification for the Korean market; and KC certification for the Korean market.

The INMETRO certification qualification for the Brazilian market ensures that the exported products meet the quality, environmental protection and other requirements of the importing countries. However, if there are significant changes in the import trade policy and product certification system requirements of the importing country, it may have a certain impact on the sales of the company's products, which in turn will affect the company's operating results.

Countermeasures: Pay close attention to developments in various countries, strengthen research on changes in the international economic environment, actively explore diversified export markets and optimize production processes. Adopt advanced technology programmes and emergency programmes, increase relevant inputs, and strictly control certification and environmental protection risks.

5. Customer concentration risk

During the reporting period, the total sales of the Company's top five customers accounted for 72.28% of the total annual sales, with a high degree of customer concentration. If the Company's major customers' operating conditions are unfavourable in the future, thereby reducing the procurement of the Company's products, or if the competitiveness of the products declines and the Company encounters competition in the market, or if there are problems such as overdue recoveries of payments, the Company's operations will be adversely affected.

Countermeasures: The Company will strengthen the services for important customers to maintain and develop the existing business and deepen the degree of cooperation with existing customers; the Company will actively develop new customers and diversify the types of customers; at the same time, it will continue to develop new products, expand the industry's new customers, and optimise the revenue structure, so as to reduce the risks that may be brought about by the relative concentration of customers.

XII. Registration form for activities such as research, communication and interviews received during the reporting period

☑Applicable ☐Not Applicable

Reception time	Location of reception	Reception	Type of recipient	Target audience	Main points of discussion and information provided	Index of basic information of the research

10 May 2023	Panorama "Investor Relations Interactive Platform " (https://ir.p5w.net)	Online platform for online communication	the rest	Investors Participating in the Online Earnings Presentation for FY2022 of DAYE	The exchange was mainly focused on the Company's 2022 results, operations, etc.	For details, please refer to Juchao Information Website (http://www.cninfo.com.cn) Disclosed 10 May 2023 Transcript of Investor Relations Activity on 10 May 2023 (no: 2023-001)

XIII. Implementation and enforcement of the action programme "Quality Returns and Double Improvement"

Whether the company has disclosed the "Quality Returns Double Improvement" action programme.

Yes ☑No

Section IV. Corporate governance

I. Basic state of corporate governance

During the reporting period, the Company strictly complied with the requirements of the Company Law, the Securities Law, the Code of Governance for Listed Companies, the Rules for Listing of Stocks on the Growth Enterprise Market of the Shenzhen Stock Exchange, the Shenzhen Stock Exchange's Self-disciplinary Supervision Guideline for Listed Companies No. 2 - Standardised Operation of Listed Companies on the Growth Enterprise Market, as well as the relevant laws and regulations of the CSRC, and continuously improved the corporate governance structure of the Company. It has continuously improved the corporate governance structure of the Company, established and improved the internal management and control system of the Company, continued to carry out in-depth corporate governance activities, promoted the standardised operation of the Company, continuously strengthened the disclosure of information, actively carried out investor relationship management work, safeguarded the interests of the listed company and its shareholders, and ensured the safe, stable, healthy and sustainable development of the Company.

As at the end of the reporting period, the actual situation of corporate governance complied with the requirements of the "Code on Governance of Listed Companies", "No. 2 Self-disciplinary Supervision Guidelines for Listed Companies of the Shenzhen Stock Exchange - Standardised Operation of Listed Companies on the Growth Enterprise Market" and other relevant laws and regulations, and there was no unresolved issue of corporate governance.2023 Specifics of corporate governance are as follows :

(i) Regarding shareholders and general meetings

The Company regulates the convening, convening and voting procedures of its general meetings in strict accordance with the Company Law, the Rules for General Meetings of Listed Companies, the relevant regulations and requirements of the GEM Board of the Shenzhen Stock Exchange, as well as the Articles of Association and the Rules of Procedure for General Meetings of Shareholders. All general meetings of the Company are convened by the Board of Directors, and the Company issues notices of general meeting meetings in accordance with the prescribed time and sets up on-site voting and internet voting. On-site shareholders' meetings are held by the secretary of the Board of Directors, supervisors,

shareholder representatives and witness lawyers to check the identity certificates, shareholding certificates, power of attorney and voting ballots of the participating shareholders and shareholders' agents, so as to ensure that the shareholders and shareholders' agents attending the shareholders' meetings of the Company are legally and validly qualified. At the shareholders' general meeting, it is ensured that all shareholders have the full right to speak, and that all shareholders, especially small and medium-sized shareholders, enjoy equal status and fully exercise their rights as shareholders. The Company has not so far bypassed the shareholders' general meeting in respect of any material matters, nor has it implemented any material matters first and then considered them. There are no other cases in which the Company has violated the Rules for General Meetings of Shareholders of Listed Companies.

(ii) On the relationship between the Company and its controlling shareholders and de facto controllers.

The Company has independent and complete main business and independent operation capability, and is independent of the controlling shareholders and the actual controller in terms of personnel, assets, business, management organisation and financial accounting system, and is capable of independent operation, independent management and independent assumption of responsibilities and risks. The controlling shareholders and de facto controller of the Company are able to exercise their rights and assume corresponding obligations in accordance with the law. During the reporting period, there were no acts of directly or indirectly interfering in the Company's decision-making and operating activities beyond the authorisation of the shareholders' general meeting and the Board of Directors, or using their controlling positions to infringe upon the interests of other shareholders, which had no adverse impact on the Company's governance structure and independence.

(iii) On directors and boards of directors

The Board of Directors of the Company consists of 7 directors, including 3 independent directors, and the number and composition of the Board of Directors are in compliance with the requirements of laws, regulations and the Articles of Association of the Company. The professional structure of the members of the Board of Directors is reasonable, and they are able to make decisions effectively, scientifically, promptly and prudently. The directors of the Company are able to make decisions in accordance with the laws and regulations and the Company's Articles of Association.

The Board of Directors' Rules of Procedure, the Working System of Independent Directors and the Shenzhen Stock Exchange Self-disciplinary Supervision Guidelines for Listed Companies No. 2 - Standardised Operation of Listed Companies on GEM Board, etc., attended the Board of Directors' and shareholders' meetings, and fulfilled their duties and obligations diligently and conscientiously, and at the same time actively participated in the relevant trainings to familiarise themselves with and master the relevant laws and regulations. Laws and regulations. The Independent Directors performed their duties independently in accordance with the Articles of Association and other laws and regulations without being affected, attended the Board of Directors and shareholders' meetings of the Company, and ensured the standard operation of the Company.

There are four specialised committees under the Board of Directors of the Company, namely the Nomination Committee, the Audit Committee, the Strategy Committee and the Remuneration and Evaluation Committee, and each of the specialised committee members has provided scientific and professional opinions and references for the decision-making of the Board of Directors in accordance with their respective duties.

(iv) Regarding the Supervisors and the Supervisory Board

The Supervisory Committee of the Company consists of 3 Supervisors, of which 1 is an employee representative Supervisor. The number and composition of the Supervisory Committee are in compliance with the laws, regulations and the provisions and requirements of the Articles of Association of the Company. The convening and convening procedures of the meetings of the Supervisory Committee are fully in accordance with the requirements of the Rules of Procedure of the Supervisory Committee, and in accordance with the provisions of the Articles of Association of the Company.

As required by the Articles of Association and the Rules of Procedure of the Supervisory

Board, the Board conscientiously performs its duties and, in the spirit of being responsible to the Company and all shareholders, reviews the Company's periodic reports, supervises the conduct of the Company's directors and senior management, and supervises the Company's major matters and significant financial decision-making matters.

(v) On performance evaluation and incentive and constraint mechanisms

The Remuneration and Appraisal Committee under the Board of Directors of the Company is responsible for the performance appraisal of the directors and senior management of the Company. The Company has established a target responsibility appraisal system, adopting an annual performance appraisal approach for senior management personnel, setting key appraisal indicators, assessing and evaluating the performance for the current year while taking into account the long-term development requirements of the Company, and regularly evaluating the annual performance of the executive team while linking the annual business objectives to the annual At the same time, the annual business objectives are linked to the annual assessment results. The existing assessment and incentive and restraint mechanism of the Company is in line with the development requirements of the Company.

(vi) On information disclosure and transparency

The Company strictly follows the relevant laws and regulations as well as the requirements of "Information Disclosure Management System", "Investor Relationship Management System" and other rules and regulations to do a good job in the management and disclosure of the Company's information, and discloses the relevant information truthfully, accurately, timely, fairly and completely. The secretary of the Board of Directors of the Company is designated to be responsible for information disclosure, coordinating the relationship between the Company and investors, receiving visits and enquiries from investors, and providing investors with the disclosed information of the Company; and the Securities Times and Juchao Information Network are designated as the designated newspapers and websites for the disclosure of information of the Company to disclose the information truthfully, accurately and completely and to ensure that all the investors of the Company are able to obtain the information of the Company with equal opportunities.

(vii) On relevant stakeholders

The Company fully respects and safeguards the legitimate rights and interests of relevant

stakeholders, attaches importance to the Company's social responsibility, and achieves a coordinated balance of the interests of shareholders, employees, society and other parties to jointly promote the Company's sustainable and healthy development.

(viii) On investor relations management

The Company has always attached great importance to the management of investor relations and continuously learnt from advanced investor relations management experience. As the specific implementation organ of investor relations management, the Office of the Board of Directors of the Company is committed to building a good interactive relationship with investors and establishing a good image of the Company in the capital market. The Company appoints the secretary of the board of directors as the person in charge of investor relations management, arranges special personnel to be responsible for the reception of investor visits, and does a good job in the establishment and storage of files for investor relations management work, reasonably and appropriately arranges for individual investors, institutional investors, industry analysts and other relevant personnel to carry out research in the Company, and effectively does a good job in maintaining the confidentiality of the information.

We have strengthened communication with investors through various channels such as investor relationship management telephone, e-mail, fax, SZSE Interactive Ease, Juchao Information Website, etc. and answered investors' questions as far as possible.

Whether there are any material differences between the actual state of corporate governance and the laws, administrative regulations and the regulations issued by the CSRC on the governance of listed companies

Yes ☑No

There are no material differences between the actual state of corporate governance and the laws, administrative regulations and the regulations issued by the CSRC on the governance of listed companies.

II. Independence of the Company vis-à-vis controlling shareholders and de facto controllers in ensuring the Company's assets, personnel, finances, organisations, business, etc.

Since its establishment, the Company has been operating in strict accordance with the requirements of the Company Law, the Securities Law and other relevant laws and regulations and the Articles of Association, and is independent of the controlling shareholders, actual controllers and other enterprises under their control in terms of assets, personnel, finances, organisations and businesses, and it has an independent and complete business system as well as the ability to operate independently in the market.

1. Asset independence

At present, the Company has the main production system, auxiliary production system and ancillary facilities related to production and operation, complete and independent of the controlling shareholders, de facto controllers and other enterprises under their control to

carry out production and operation of land, plant, machinery and equipment, patents, trademarks, and other assets, and independent raw material procurement and merchandising system. The ownership of the Company's assets is clear and complete, and there is no dependence on controlling shareholders, de facto controllers and other enterprises under their control, and there is no situation in which funds or other assets are occupied by controlling shareholders, de facto controllers and other enterprises under their control to the detriment of the Company's interests.

2. Independence of personnel

The directors, supervisors and senior management of the Company are elected and appointed in strict accordance with the Company Law, the Securities Law and other laws and regulations and the relevant provisions of the Articles of Association of the Company, and there is no case in which the controlling shareholders or the actual controllers overstep their authority in making decisions on personnel appointments and removals. The Company's general manager, deputy general manager, chief financial officer and secretary of the Board of Directors and other senior management personnel do not hold administrative positions other than director and supervisor in the controlling shareholders' units, and do not receive salaries in the controlling shareholders, de facto controllers and other enterprises under their control; the Company's financial personnel do not hold part-time jobs in the controlling shareholders, de facto controllers and other enterprises under their control. The Company is independent of its shareholders and other connected parties, and it has established and independently implemented a labour, personnel and remuneration management system.

3. Financial independence

The Company has established an independent financial accounting system, is capable of making financial decisions independently, and has a standardised financial accounting system and financial management system for its branches and subsidiaries; the Company has not shared bank accounts with its controlling shareholders, de facto controllers and other enterprises under their control. The Company is financially independent and does not provide any form of guarantee for the controlling shareholders, actual controllers and other enterprises under their control, or have funds occupied by the controlling shareholders, actual controllers and other enterprises under their control.

4. Institutional independence

The Company has established and improved its internal operation and management organisations and independently exercised its operation and management powers, and there is no mixing of organisations with the controlling shareholders and de facto controllers and other enterprises under their control.

5. Operational independence

The Company has independent business qualifications and the ability to conduct business independently, has independent operational decision-making and implementation rights, and is completely independent of the controlling shareholders, the actual controller and other enterprises under its control. The important functions of the Company such as procurement, research and development and sales are entirely undertaken by the Company itself, and there is no situation in which the controlling shareholders, de facto controllers and other enterprises under their control have harmed the interests of the Company by retaining the aforesaid organisations. The business of the Company is independent of the controlling shareholders, actual controllers and other enterprises under their control, and there is no inter-industry competition or unfair connected transactions with the controlling shareholders, actual controllers and other enterprises under their control.

III. Competition in the same industry

☐ Applicable ☑ Not applicable

IV. Information on annual general meetings and extraordinary general meetings held during the reporting period

1. General meetings of shareholders during the reporting period

Session of the Conference	Type of meeting	Percentage of investor participation	Date of convening	Date of disclosure	Conference resolution
2023 First Extraordinary General Meeting	extraordinary general meeting (EGM)	68.67 per cent	16 January 2023 date	16 January 2023 date	For details, please refer to Juchao Information Website (Announcement of Resolutions of the First Extraordinary General Meeting of 2023" disclosed on (http://www.cninfo.com.cn) (Bulletin No. 2023-002)
2022 Annual General Meeting	annual shareholders' meeting	68.75 per cent	12 May 2023 date	12 May 2023 date	For details, please refer to Juchao Information Website (Announcement of Resolutions of the 2022 Annual General Meeting (Announcement) disclosed on http://www.cninfo.com.cn. No. 2023-032)
2023 Second Extraordinary General Meeting	extraordinary general meeting (EGM)	69.29 per cent	2023 Jun 16 date	2023 Jun 16 date	For details, please refer to Juchao Information Website (Announcement of Resolutions of the Second Extraordinary General Meeting of 2023" disclosed on (http://www.cninfo.com.cn) (Bulletin No. 2023-036)

2. Preferred shareholders whose voting rights have been restored request the convening of an extraordinary general meeting of shareholders

☐ Applicable ☑ Not applicable

V. Arrangements for companies with differential voting rights

☐ Applicable ☑ Not applicable

VI. Corporate governance of the red-chip structure

☐ Applicable ☑ Not applicable

VII. Directors, Supervisors and Senior Managers

1. Basic information

name and surname	distinguishing between the sexes	(a person's) age	duties	tenure status	Date of commencement of term of office	Termination date	Number of shares held at the beginning of the period (Unit)	Number of additional shares held during the period (Unit)	Number of shares reduced during the period (Unit)	Other increases/decreases (Unit)	Number of shares held at the end of the period (Unit)	Reasons for increase or decrease in shares
Ye Xiaobo	male	53	Chairman, General managers	hold an office	16 December 2016	15 January 2026						
ANGELICA PG HU	women	54	Director, Vice President	hold an office	16 December 2016	15 January 2026						

			managers									
Xu Laigen	male	70	board member	hold an office	16 December 2016	15 January 2026						
fire beacon (used as alarm signal over long distance)	male	51	board member	hold an office	16 December 2016	15 January 2026						
Ji Wei Bin	male	55	independent director	hold an office	16 January 2023	15 January 2026						
Li Wengui (1964-), one of the Gang of Four	women	42	independent director	hold an office	16 January 2023	15 January 2026						
Xu Hong	male	45	independent director	hold an office	16 January 2023	15 January 2026						
Jia Bin (1957-), PRC film director	male	46	independent director	leave office	16 December 2016	16 January 2023						
Liu Yun (1900-1989), communist leader and economist	women	48	independent director	leave office	16 December 2016	16 January 2023						
Tu Bisheng	male	60	independent director	leave office	16 December 2016	16 January 2023						
Yu Jenkin (1901-1989), Mao Zedong's second wife	male	51	Chairman of the Supervisory Board	hold an office	26 December 2018	15 January 2026						
Lu Fengxian (1835-1910), Chinese poet and novelist	women	42	supervisor	hold an office	16 January 2023	15 January 2026						
Wei or Ornithology	male	41	supervisor of employee representatives affair	hold an office	16 January 2023	15 January 2026						
Wu Jun (1916-), PRC film director	male	46	Secretary of the Board of Directors, Deputy General Manager intrinsic order	hold an office	16 December 2016	15 January 2026						
Wu Bofan (1941-),	male	50	Chief Financial	hold an office	16 January 2023	15 January 2026						

sixth governor of Hainan			Officer, deputy general manager									
Yin Kaijun	male	53	deputy general manager	hold an office	16 January 2023	15 January 2026						
Nguyen Kim Man (1933-), prime minister of Vietnam (2006-2011)	women	40	deputy general manager	hold an office	16 January 2023	15 January 2026						
Wu Civilisation	male	40	deputy general manager	leave office	16 January 2023	13 November 2023						
Dong Laihui (1913-2005), Mao Zedong's third wife	women	47	Deputy Director of Finance	leave office	28 May 2021	16 January 2023						
Shuaibao	women	51	Chairman of the Supervisory Board	leave office	16 December 2016	16 January 2023						
Zhu Liqin	women	41	supervisor of employee representatives affair	leave office	16 December 2016	16 January 2023						
add up the total	--	--	--	--	--	--						--

Whether there was any departure of directors and supervisors and dismissal of senior management during the term of office during the reporting period

☑Yes ☐No

13 November 2023 Mr. Wu Wenming resigned from his position as deputy general manager of the R&D Centre due to work adjustment, and after his resignation, Mr. Wu Wenming continued to hold other positions in the Company, which he has now left.

Changes in Directors, Supervisors and Senior Management of the Company

☑Applicable ☐Not applicable

name and surname	Positions held	typology	dates	rationale
Wu Civilisation	deputy general manager	dismiss an employee	13 November 2023	reassignment
Jia Bin (1957-), PRC film director	independent director	Departure on expiry of term of office	16 January 2023	leave office at the end of the term
Liu Yun (1900-1989), communist leader and economist	independent director	Departure on expiry of term of office	16 January 2023	leave office at the end of the term
Tu Bisheng	independent director	Departure on expiry	16 January 2023	leave office at the

		of term of office		end of the term
Dong Laihui (1913-2005), Mao Zedong's third wife	Deputy Director of Finance	Departure on expiry of term of office	16 January 2023	leave office at the end of the term
Shuaibao	Chairman of the Supervisory Board	Departure on expiry of term of office	16 January 2023	leave office at the end of the term
Zhu Liqin	supervisor	Departure on expiry of term of office	16 January 2023	leave office at the end of the term
Ji Wei Bin	independent director	elected	16 January 2023	successful candidate in the imperial examinations
Li Wengui (1964-), one of the Gang of Four	independent director	elected	16 January 2023	successful candidate in the imperial examinations
Xu Hong	independent director	elected	16 January 2023	successful candidate in the imperial examinations
Wei or Ornithology	supervisor of employee representatives	elected	16 January 2023	successful candidate in the imperial examinations
Lu Fengxian (1835-1910), Chinese poet and novelist	supervisor	elected	16 January 2023	successful candidate in the imperial examinations
Wu Bofan (1941-), sixth governor of Hainan	Chief Financial Officer, Deputy General Manager	appoint (to a position)	16 January 2023	general appointment
Yin Kaijun	deputy general manager	appoint (to a position)	16 January 2023	general appointment
Nguyen Kim Man (1933-), prime minister of Vietnam (2006-2011)	deputy general manager	appoint (to a position)	16 January 2023	general appointment
Wu Civilisation	deputy general manager	appoint (to a position)	16 January 2023	general appointment

2. Tenure

Professional background, major work experience and current major duties of the Company's current directors, supervisors and senior management

1. **Mr Ye Xiaobo**, born in 1971, Chinese nationality, no permanent residence abroad, college degree, senior economist. Mr Ye Xiaobo is currently the chairman of the board of directors and general manager of the Company. 1990 to 1994, he worked in Yuyao Finance and Taxation Bureau; 1994 to 1998, he was freelance in Australia; 1998 to 2017, he was a director of SKA; 2001 to 2006, he was a deputy general manager of DAYE Industries; 2008 to 2017, he was a director of Gotex; 2007 to 2009, he was a director of Huikang Electric; 2012 to 2017, he was a director of DAYE Anguilla; and 2007 to 2009, he was a director of Huikang Electric. From 2008 to 2017, he served as a director of GOTEX; from 2007 to 2009, he served as a director of Huikang Electric; from 2012 to 2017, he served as a director of DAYE Anguilla; and from 2006 to present, he has served as an executive director, the chairman of the board of directors and general manager of the Company. Ye Xiaobo also serves as a supervisor of Ningbo DAYE

Investment Co., Ltd, a director of Hong Kong Gutai, a director of Hong Kong Kinde, an executive director of Jindaye, a vice chairman of China Electrical Apparatus Industry Association (CEAIA) Power Tools Branch, a vice chairman of China Forestry Machinery Association (CFMA) Gardening Machinery and Horticultural Tools Branch, a vice chairman of China Internal Combustion Engines Association (CIECA) Small Gasoline Engines Branch, a member of the National Forestry Machinery Standardisation Technical Committee, an executive member of the Ningbo Federation of Industry and Commerce, and an executive member of Ningbo Federation of Industry and Commerce. He is a member of the National Forestry Machinery Standardisation Technical Committee, an executive member of the Ningbo Federation of Industry and Commerce, the director of the International Cooperation Committee of the Ningbo Federation of Industry and Commerce, the vice-president of the Yuyao Federation of Industry and Commerce, the president of the Yuyao International Chamber of Commerce, the president of the New Generation Entrepreneurs' Association of the Economic Development Zone of Yuyao and a director of some of the Company's subsidiaries.

2. **Ms ANGELICA PG HU**, born in 1970, Australian nationality, postgraduate degree, college degree. She is currently the director and deputy general manager of the Company. from 1992 to 1996, she worked in Yuyao Vocational and Adult Education Centre School; from 1996 to 2013, she was freelance in Australia; from 1998 to 2017, she was the director of SKA; from 2013 to now, she has served as the manager of the Company's purchasing department, assistant to the general manager, deputy general manager and director. ANGELICA PG HU is also a director of some subsidiaries of the Company.

3. **Mr Xu Laigen**, born in 1954, Chinese nationality, with permanent residence in Australia, college degree, senior economist, is now a director of the Company. Mr Xu is currently a director of the Company. from 1989 to 1993, he was the director of Zhejiang Vacuum Cleaner Factory; from 1993 to 2008, he was the president of Ningbo Fuda Company Limited; from 1998 to 2020, he was the chairman of Daishan Fuda Electrical Appliances Company Limited; from 2008 to now, he has been the senior consultant and director of the Company, and he is also the director of some of the subsidiaries of the Company.

4、Mr. He Feng, born in December 1973, Chinese nationality, no right of permanent residence in foreign countries, graduated from Fudan University, master's degree, senior accountant, certified public accountant (non-practising), currently a director of the Company. 1998 to 2010, served as a senior manager of Tianjian Accounting Firm, 2010 to 2011, served as the person in charge of the shareholding reform of Hangzhou Cable Company Limited, 2011 to 2016, served as investment director of Hangzhou Good Hope Investment Management Company Limited, 2016 to present, director and general manager of Hangzhou Yuanning Investment Management Co. From 1998 to 2010, he was the senior manager of Tianjian Accounting Firm; from 2010 to 2011, he was the person in charge of share reform of Hangzhou Cable Company Limited; from 2011 to 2016, he was the investment director of Hangzhou Haoxiangjiao Investment Management Co.

5. **Mr Ji Weibin**, born in 1969, Chinese nationality, no right of permanent residence, doctoral degree, professorial senior engineer, graduated from Jiangsu Institute of Technology (now Jiangsu University) with a bachelor's degree majoring in the design and manufacture of internal combustion engines, graduated from Shanghai Institute of Mechanics (now Shanghai Institute of Technology) with a master's degree majoring in fluid mechanics, and graduated from Tongji University with a doctorate degree majoring in power machinery and engineering. 1993 July to 2011 September Joined Shanghai Internal Combustion Engine Research Centre

From October 2011 to June 2022, he worked at SAIC Motor Corporation in the commercial and industrial sectors, respectively as an assistant engineer, engineer, senior engineer and deputy director.

He has been working in the Vehicle Technology Centre as the Deputy Director of the Service Inspection Department and the Director of the Industry Service Department, respectively; since July 2022, he has been working in the Shanghai Motor Vehicle Inspection and Certification Centre. Deputy Director and Director of the Forward-looking Technology Department of the Certification Technology Research Centre Co., Ltd. He has been an independent director of Hunan Oil Pump Co., Ltd. and Guangdong Zhengyang Sensing Technology Co., Ltd. since October 2017 and an independent director of the Company from January 2023 to present.

6. **Ms Li Wengui**, born in 1982, Chinese nationality, no right of permanent residence, professor, doctoral supervisor, graduated from the School of Economics and Management of Wuhan University, full-time teacher of the School of Accounting of Zhejiang University of Finance and Economics from July 2005 to the present; January 2020 to December 2023 Ltd. and Ningbo Tianpu Rubber Technology Company Limited; from December 2023 to the present, he has been serving as the deputy dean of the School of Accounting of Zhejiang University of Finance and Economics. Since 2015, he has served as an independent director of Zhongyuan Home Furnishings Company Limited, Mangalong Jewellery Company Limited and Ningbo Tianpu Rubber Science and Technology Company Limited; from January 2023 to date, he has served as an independent director of the Company.

7. **Mr. Xu Hong**, born in 1979, Chinese nationality, no right of permanent residence, graduated from Renmin University of China, Ph.D. degree, is now an associate professor of East China University of Political Science and Law, director of the Corporate Compliance Research Centre, master's degree tutor. from June 2010 to June 2012, assistant to the mayor of the people's government of the Daguan District, Anhui Province, member of the party group. from July 2012 to the present, East China University of Political Science and Law, postdoctoral degree in law, associate professor. Since July 2012, Postdoctoral Fellow of East China University of Political Science and Law, Associate Professor.

Researcher. from November 2019 has served as an independent director of Huarong Science and Technology Company Limited, Shanghai Kehua Bioengineering Company Limited; from January 2023 to present as an independent director of the Company.

8. **Mr Yu Zhenjin**, born in 1973, Chinese nationality, no permanent residence abroad, college degree. He is currently a Supervisor of the Company. 1995 to 2009, he served as a technician and assistant supervisor of TTI; 2009 to 2010, he served as a project manager of Anhui Huangshan Golf Infrastructure Project; 2010 to 2014, he served as a laboratory manager of Changzhou Glebe Tools Company Limited; 2014 to present, he has served as a senior manager of the Company's testing centre, a deputy director of the quality centre, and a director; 2018 to present He has been the supervisor and chairman of the supervisory board of the Company since 2018.

9、Ms. Lu Fengxian, born in 1982, Chinese nationality, no right of permanent residence in foreign countries, college degree, from 2004 to 2005, served as Ningbo Jiefeng Home Furnishing Company Limited as a document clerk; from 2005 to 2006, served as a document clerk in Ningbo Fangyuan Automobile and Motorcycle Company Limited; from 2006 to present, served as the head of the company's document team. 16 January 2023, served as a supervisor of the company.

10、Mr. Wei or orn, born in 1983, Chinese nationality, no right of permanent residence, college degree, from 2005 to 2007, served as a programmer of Yuyao Weir Computer Technology Co., Ltd. and from 2007 to now, served as a software administrator and team leader of the information department of the company. 2023, from 16 January, served as a supervisor of the company.

11. Mr Wu Jun, born in 1978, with Chinese nationality, no right of permanent residence, bachelor degree. Mr. Wu Jun is the secretary of the board of directors and deputy general manager of the Company. 1999 to 2002, he was the webmaster of the information department of Zhejiang Wananda Fire Protection Equipment Co. Ltd. from 2004 to 2012; from 2012 to now, he is the Director of General Manager Office of the Company, Secretary of the Board of Directors and Deputy General Manager.

12. Mr Wu Bofan: Mr Wu Bofan: Born in 1974, Chinese nationality, no right of permanent residence, master's degree and master's degree, senior accountant. He is currently the chief financial officer of the Company. from 2006 to 2009, he was the chief

financial officer of Ningbo Kangda Fine Arts Painting Material Group Co; Ltd. from 2017 to 2018; Financial Director of Ningbo Huizhixing New Material Technology Co.

2022 Director, Deputy General Manager, Treasurer and Secretary of the Board of Directors of Bó Lè Intelligent Equipment Co. 2021 - present Independent Director of Ningbo Kanda Fine Art Painting Material Group Co. 2023 - present Chief Financial Officer and Deputy General Manager of the Company.

13. Mr Yin Kaijun, born in 1971, with Chinese nationality, no right of permanent residence abroad, and a bachelor's degree. He is currently the deputy general manager of the Company.

From 1995 to 2011, he was the production supervisor and IE manager of VTech Electronics Factory in Dongguan, Guangdong Province; from 2011 to 2014, he was the senior manager of Ningbo Aox Group.

Ltd. and IE Director; from 2015 to 2019, Manufacturing Director of Zhejiang Wanma Co. Ltd. in 2007; Vice General Manager of the Company's Operation Centre from 2022 to present.

14、 Ms. Ruan Jinman, born in 1984, with Chinese nationality, no right of permanent residence in foreign countries, doctoral degree and title of senior technician, is the deputy general manager of the Company. Currently, she is the deputy general manager of the Company. from 2008 to 2014, she was the assistant manager of Ningbo Jinhai Electronics Co.

Employment in shareholders' organisations

☑Applicable ☐Not applicable

Name of incumbent	Name of shareholder unit	Positions held in shareholders' organisations	Date of commencement of term of office	Termination date	Whether or not remuneration allowance is received at the shareholders' unit
Ye Xiaobo	Gutai Hong Kong	board member	21 December 2009		clogged
Ye Xiaobo	Hong Kong Kindred	board member	21 December 2009		clogged
Ye Xiaobo	Kim Dae Yeh	executive director	18 August 2016		clogged

Employment in other units

☑Applicable ☐Not applicable

Name of incumbent	Name of other units	Positions held in other organisations	Date of commencement of term of office	Termination date	Receipt of remuneration allowances in other establishments
Ye Xiaobo	Ningbo DAYE Investment Co.	supervisor	27 September 2010		clogged
Ye Xiaobo	Ningbo City Federation of Industry and Commerce	Executive Committee	16 November 2016		clogged
Ye Xiaobo	Ningbo City Federation of Industry and Commerce International Cooperation Workers preparatory committee	head	28 December 2023		clogged
Ye Xiaobo	Yuyao International Chamber of Commerce	president of a club, committee etc	19 May 2023	19 May 2028	clogged
Ye Xiaobo	New Generation Enterprises in Yuyao Economic Development Zone sorority	president of a club, committee etc	16 January 2015		clogged
Ye Xiaobo	Yuyao Federation of Industry and Commerce	vice-president	16 January 2015		clogged
Ye Xiaobo	Yuyao Economic Development Zone Chamber of Commerce	president of a club, committee etc	12 November 2015	26 May 2023	clogged
Ye Xiaobo	National Technical Committee for the Standardisation of Forestry	committee	27 July 2016		clogged

	Machinery be sure to	member			
Ye Xiaobo	China Internal Combustion Engine Industry Association Small Gasoline Engine branch	vice-president (of a council etc)	17 March 2017		clogged
Ye Xiaobo	China Electrical Appliance Industry Association Power Tools Branch be sure to	vice-president (of a council etc)	23 November 2018		clogged
Ye Xiaobo	China Forestry Machinery Association Garden Machinery and Gardening Tools Branch	vice-president	11/03/2019		clogged
Ye Xiaobo	Leader Intelligence	executive director deputy managing director	12/02/2018		clogged
Ye Xiaobo	Hongyue Intelligence	executive director deputy managing director	22 October 2020		clogged
Ye Xiaobo	macrophyte	board member	24 September 2014		clogged
Ye Xiaobo	North America (botany)	Director, General cut back (e.g. on staff)	16 June 2017		clogged
Ye Xiaobo	Daiye Hongbo	board member	21 August 2020		clogged
Ye Xiaobo	Ohba Runbo	board member	25 August 2020		clogged
Ye Xiaobo	Big Leaf Singapore	board member	25 August 2020		clogged
Ye Xiaobo	Daiye Hong Kong	board member	14 June 2017		clogged
Ye Xiaobo	DAYE E-commerce	executive director deputy managing director	22 December 2022		clogged
Ye Xiaobo	Big Leaf Supply Chain	executive director deputy managing director	27 December 2022		clogged
ANGELICA PG HU	Thailand (Tw)	board member	16 September 2020		clogged
ANGELICA PG HU	Leafy North America	board member	16 June 2017		clogged
ANGELICA PG HU	macrophyte	board member	03 August 2022		clogged

ANGELICA PG HU	Moxa North America	board member	21 June 2022		clogged
Xu Laigen	Yuyao Jiehua Power Machinery Co.	board member	08/02/2010		clogged
Xu Laigen	New Century Red Maple Development Limited	board member	07 November 2001		clogged
Xu Laigen	Daiye Hongbo	board member	21 August 2020		clogged
Xu Laigen	Ohba Runbo	board member	25 August 2020		clogged
Xu Laigen	Big Leaf Singapore	board member	25 August 2020		clogged
Xu Laigen	Daiye Hong Kong	board member	14 June 2017		clogged
fire beacon (used as alarm signal over long distance)	Zhejiang Zhixiang New Material Co.	executive director deputy managing director	22 February 2023		clogged
fire beacon (used as alarm signal over long distance)	Hangzhou Hangsheng Digital Equipment Technology Co. department (under a ministry)	chairman of the board	26 September 2022		clogged
fire beacon (used as alarm signal over long distance)	Zhejiang Haili Environmental Protection Technology Co. department (under a ministry)	board member	23 September 2022		clogged
fire beacon (used as alarm signal over long distance)	Zhejiang Chenghong Medical Investment Management Co. limited company	board member	03 June 2021		clogged
fire beacon (used as alarm signal over long distance)	Hangzhou Heshun Technology Co.	board member	17 September 2019		clogged
fire beacon (used as alarm signal over	Hangzhou Hexing Carbon Fibre Technology Co.	board member	12 December 2023		clogged

long distance)					
fire beacon (used as alarm signal over long distance)	Hangzhou Changqiao Tourism Investment Group Co. limited company	board member	04 June 2019		clogged
fire beacon (used as alarm signal over long distance)	Hangzhou Lianhui Technology Co.	board member	19 November 2015		clogged
fire beacon (used as alarm signal over long distance)	Hangzhou Yuanning Investment Management Co.	executive director deputy managing director	02 January 2020		clogged
fire beacon (used as alarm signal over long distance)	Hangzhou Yuanning Huizhi Investment Management Partnership (General Partnership)	delegate	17/02/2016		be
fire beacon (used as alarm signal over long distance)	Hangzhou Yuanning Huixin Investment Partnership (limited partnership)	delegate	16/03/2016		clogged
fire beacon (used as alarm signal over long distance)	Hangzhou Yuanning Ruixin Investment Management Partnership (Limited Partnership)	delegate	29/03/2018		clogged
fire beacon (used as alarm signal over long	Hangzhou Yuanning Yixin Equity Investment Partnership (Limited Partnership)	delegate	15 October 2020		clogged

distance)					
fire beacon (used as alarm signal over long distance)	Hangzhou Good Hope Corner Yuhang Investment Partnership (limited partnership)	delegate	09 October 2016		clogged
fire beacon (used as alarm signal over long distance)	Shanghai Binku Network Technology Co. department (under a ministry)	board member	19 December 2016		clogged
fire beacon (used as alarm signal over long distance)	Suzhou Dreamer Software Technology Co.	board member	17 July 2015		clogged
fire beacon (used as alarm signal over long distance)	Shenzhen San Yuan Colour Culture Communication Co. department (under a ministry)	board member	10 September 2015		clogged
fire beacon (used as alarm signal over long distance)	Zhejiang Boyi Network Culture Co.	board member	28 April 2016		clogged
fire beacon (used as alarm signal over long distance)	Hangzhou Palcool Information Technology Co.	board member	22 November 2011		clogged
fire beacon (used as alarm signal over long distance)	Zhejiang Liantianmei Enterprise Management Co.	supervisor	22 November 2022		clogged
fire beacon (used as alarm signal over long distance)	Zhongdao Auto Rescue Co.	supervisor	26 July 2022		clogged
Ji Wei Bin	Hunan Oil Pump Co.	independent director	11 October 2017	11 October 2023	be

Ji Wei Bin	Shanghai Motor Vehicle Testing and Certification Technology Research Centre Co.	assistant (governme nt) minister (Forward-Looking Technology (Departme nt of Surgery)	01 July 2022	23 January 2024	be
Ji Wei Bin	Shanghai Motor Vehicle Testing and Certification Technology Research Centre Co.	chief engineer (political research standard (quasi-centres)	23 January 2024		be
Ji Wei Bin	Guangdong Zhengyang Sensing Technology Co.	independen t director (not on) (City)	01 September 2022		be
Li Wengui (1964-), one of the Gang of Four	Ningbo Tianpu Rubber Technology Co.	independen t director	2021 08 September		be
	firms				
Li Wengui (1964-), one of the Gang of Four	Fosda Deep-Cooling Equipment Co.	independen t director	26 October 2020		be
Li Wengui (1964-), one of the Gang of Four	Zhejiang University of Finance and Economics	Dean of the School of Account ing and Party Deputy Secretary of the Committee	12 December 2023		be
Xu Hong	Huarong Technology Co.	independen t director	01 November 2019		be
Xu Hong	Shanghai Dingda Law Firm	Senior Advisor	01 July 2016		clogged
Xu Hong	East China University of Political Science and Law	Associate Professor	01 July 2012		be
Xu Hong	Gao Mingxuan Academic Hall	deputy director	01 March 2023		clogged
Xu Hong	Institute for Counter-Terrorism Studies, Northwestern University of Political Science and Law	Specialised Research member	05 October 2022		clogged
Xu Hong	Shanghai Kewa Bioengineering Co. department (under a ministry)	independen t director	28 June 2023		be
Wei or Ornitholog y	DAYE E-commerce	supervisor	27 December 2022		clogged
Wei or	Big Leaf Supply Chain	supervisor	27 December 2022		clogged

Ornithology					
Wu Bofan (1941-), sixth governor of Hainan	Ningbo Kanda Art Material Group Co. limited company	independent director	30 July 2021		be

Penalties imposed by securities regulatory authorities in the past three years on the Company's current and outgoing directors, supervisors and senior management during the reporting period

☐ Applicable ☑ Not applicable

3. Remuneration of Directors, Supervisors and Senior Managers

Decision-making process, basis of determination and actual payment of remuneration of directors, supervisors and senior management personnel

1. Decision-making procedures: The Company has established a relatively comprehensive performance appraisal system and decision-making procedures. According to the Articles of Association and the Working Rules of the Remuneration and Evaluation Committee of the Board of Directors, the remuneration or allowances of the Company's Directors and Supervisors shall be decided by the general meeting of shareholders, and the remuneration of the senior management shall be decided by the Board of Directors. The internal directors and supervisors of the Company are remunerated according to the positions they hold in the Company and the performance of their duties, and no additional director's or supervisor's allowances are paid; the external directors of the Company do not receive any remuneration or allowances from the Company; and the allowances of the independent directors are determined by the shareholders' general meeting.

2. Basis of determination: Directors and Supervisors of the Company shall be paid on a monthly basis in accordance with the positions they hold in the Company and their performance of duties, after being considered and approved by the shareholders' meeting of the Company; the annual remuneration of the senior management of the Company shall be divided into two parts, namely, basic annual remuneration and performance annual remuneration, which shall be paid on a monthly basis, and performance annual remuneration shall be paid at the end of the year. The performance-based remuneration of senior management personnel is determined on the basis of the Company's annual operating and financial objectives and in conjunction with the results of the annual performance appraisal

of the senior management personnel.

3. Actual payment: The remuneration of directors, supervisors and senior management has been paid in full in accordance with the determined remuneration standards. According to the

In accordance with the relevant provisions of the Articles of Association, the remuneration of Directors and Supervisors of the Company shall be considered and approved by the general meeting of shareholders, and the remuneration of senior management of the Company shall be considered and approved by the Board of Directors.

Remuneration of directors, supervisors and senior management of the Company during the reporting period

Unit: $ million

name and surname	distinguishing between the sexes	(a person's) age	duties	tenure status	Total pre-tax compensation received from the company	Whether or not remuneration is received at a related party of the company
Ye Xiaobo	male	53	Chairman, General Manager	hold an office	54.35	clogged
ANGELICA PG HU	women	54	Director, Deputy General Manager	hold an office	51.55	clogged
Xu Laigen	male	70	board member	hold an office	0	clogged
fire beacon (used as alarm signal over long distance)	male	51	board member	hold an office	0	clogged
Ji Wei Bin	male	55	independent director	hold an office	8.05	clogged
Li Wengui (1964-), one of the Gang of Four	women	42	independent director	hold an office	8.05	clogged
Xu Hong	male	45	independent director	hold an office	8.05	clogged
Jia Bin (1957-), PRC film director	male	46	independent director	leave office	0	clogged
Liu Yun (1900-1989), communist leader and economist	women	48	independent director	leave office	0	clogged
Tu Bisheng	male	60	independent director	leave office	0	clogged
Yu Jenkin (1901-1989), Mao Zedong's second wife	male	51	Chairman of the Supervisory Board	hold an office	35.49	clogged
Lu Fengxian (1835-1910),	women	42	supervisor	hold an office	15.38	clogged

Chinese poet and novelist						
Wei or Ornithology	male	41	supervisor of employee representatives	hold an office	13.96	clogged
Wu Jun (1916-), PRC film director	male	46	Secretary of the Board of Directors, Deputy General Manager	hold an office	40.78	clogged
Wu Bofan (1941-), sixth governor of Hainan	male	50	Chief Financial Officer, Deputy General Manager	hold an office	57.58	clogged
Yin Kaijun	male	53	deputy general manager	hold an office	58.03	clogged
Nguyen Kim Man (1933-), prime minister of Vietnam (2006-2011)	women	40	deputy general manager	hold an office	50.71	clogged
Wu Civilisation	male	40	deputy general manager	leave office	38.16	clogged
Dong Laihui (1913-2005), Mao Zedong's third wife	women	47	Deputy Director of Finance	leave office	25.01	clogged
Shuaibao	daughter	51	Chairman of the Supervisory Board	leave office	24.02	clogged
Zhu Liqin	women	41	supervisor of employee representatives	leave office	18.58	clogged
add up the total	--	--	--	--	507.75	--

Other information notes

☐ Applicable ☑ Not applicable

VIII. Fulfilment of duties by directors during the reporting period

1. Status of the Board of Trustees during the reporting period

Session of the Conference	Date of convening	Date of disclosure	Conference resolution
First meeting of the third session of the Board of Trustees	16 January 2023	16 January 2023	For details, please refer to Juchao Information Website (http://www.cninfo.com.cn) disclosed Announcement of Resolutions of the First Meeting of the Third Board of Directors (Bulletin No. 2023-003)
Second meeting of the Third Board of Directors	16 February 2023	16 February 2023	For details, please refer to Juchao Information Website (http://www.cninfo.com.cn) disclosed Announcement of Resolutions of the Second Meeting of the Third Board of Directors (Bulletin No. 2023-008)
Third meeting of the Third Board of Directors	14 April 2023	18 April 2023	For details, please refer to Juchao Information Website (http://www.cninfo.com.cn) disclosed Announcement of Resolutions of the Board of Directors' Meetings (Circular No.

			(No. 2023-013)
Fourth meeting of the Third Board of Directors	24 April 2023	25 April 2023	For details, please refer to Juchao Information Website (http://www.cninfo.com.cn) disclosed Announcement of Resolutions of the Fourth Meeting of the Third Board of Directors (Bulletin No. 2023-025)
Fifth meeting of the Third Board of Directors	31 May 2023	01 June 2023	For details, please refer to Juchao Information Website (http://www.cninfo.com.cn) disclosed Announcement of Resolutions of the Fifth Meeting of the Third Board of Directors (Bulletin No. 2023-033)
Sixth meeting of the Third Board of Directors	12 July 2023	13 July 2023	For details, please refer to Juchao Information Website (http://www.cninfo.com.cn) disclosed Announcement of Resolutions of the Sixth Meeting of the Third Board of Directors (Bulletin No. 2023-037)
Seventh meeting of the Third Board of Directors	09 August 2023	10 August 2023	For details, please refer to Juchao Information Website (http://www.cninfo.com.cn) disclosed Announcement of Resolutions of the Seventh Meeting of the Third Board of Directors (Bulletin No. 2023-049)
Eighth meeting of the Third Board of Directors	25 August 2023	29 August 2023	For details, please refer to Juchao Information Website (http://www.cninfo.com.cn) disclosed Announcement of Resolutions of the Board of Directors (Announcement No. 2023-) 060)
Ninth meeting of the Third Board of Directors	08 September 2023	08 September 2023	For details, please refer to Juchao Information Website (http://www.cninfo.com.cn) disclosed Announcement of Resolutions of the Ninth Meeting of the Third Board of Directors (Bulletin No. 2023-065)
Tenth meeting of the Third Board of Directors	20 September 2023	20 September 2023	For details, please refer to Juchao Information Website (http://www.cninfo.com.cn) disclosed Announcement of Resolutions of the Tenth Meeting of the Third Board of Directors (Bulletin No. 2023-067)
Eleventh meeting of the Third Board of Trustees	24 October 2023		Consideration and adoption of the Third Quarterly Report on the <2023 Motion on "Report of the Committee on the Elimination of Discrimination Against Women

Twelfth meeting of the Third Board of Trustees	06 December 2023	06 December 2023	For details, please refer to Juchao Information Website (http://www.cninfo.com.cn) disclosed Announcement of Resolutions of the Twelfth Meeting of the Third Board of Directors (Bulletin No. 2023-073)

2. Attendance of Directors at the Board of Directors' and Shareholders' Meetings

Attendance of Directors at Board and General Meetings							
Name of Director	Current reporting period Number of times due to participate in the Board of Trustees	Number of board meetings attended on site	Participation in the Board of Trustees by correspondence	Number of proxy attendances at the Board of Directors	Number of absences from the Board	Whether two consecutive Failure to attend Board meetings in person	Attendance at general meetings
Ye Xiaobo	12	12	0	0	0	clogged	3
ANGELICA PG HU	12	12	0	0	0	clogged	3
Xu Laigen	12	12	0	0	0	clogged	3
Description of two consecutive fire beacon (used as alarm signal over long distance) absences from the Board of	12	0	12	0	0	clogged	3
Ji Wei Bin	12	0	12	0	0	clogged	2
Li Wengui (1964-), one of the Gang of Four Trustees in person nil	12	0	12	0	0	clogged	2
Xu Hong	12	0	12	0	0	clogged	2
Jia Bin (1957-), PRC film director	0	0	0	0	0	clogged	1
Tu Bisheng	0	0	0	0	0	clogged	1
Liu Yun (1900-1989), communist leader and economist	0	0	0	0	0	clogged	1

3. Directors' objections to matters relating to the Company

Whether the directors have raised any objections to the matters relating to the Company ☐Yes ☑No

The Directors did not raise any objection to the Company's matters in this regard during the reporting period.

4. Other explanations of the directors' fulfilment of their duties

Whether the Directors' recommendations to the Company are adopted

☑Yes ☐No

Director's statement on the adoption or non-adoption of the relevant recommendations of the Company

During the reporting period, all Directors of the Company diligently performed their duties and worked in strict accordance with the relevant regulations of the China Securities Regulatory Commission and the Shenzhen Stock Exchange as well as the Articles of Association of the Company, Rules of Procedure of the Board of Directors and other systems, paid great attention to the standardised operation and operation of the Company, and put forward relevant opinions on the Company's major governance and operation decisions in the light of the Company's actual situation, formed unanimous opinions after full communication and discussion, and We resolutely supervise and promote the implementation of the resolutions of the Board of Directors to ensure that the decisions are made in a scientific, timely and efficient manner and to safeguard the legitimate rights and interests of the Company and all shareholders.

IX. Specialised committees under the Board of Directors during the reporting period

Name of the Committee	Membership	Number of meetings held	Date of convening	Content of the meeting	Important observations and recommendations made	Other performance of duties	Specifics of the objections (if any)
Board of Auditors	He Feng, Li Wengui, Xu Hong	4	2023 01 06th of June	Consideration and adoption 1. Internal Audit Report for the Fourth Quarter of 2022 2. First Season 2023 Internal Audit Plan	All members (Mr Tu Bisheng, Mr Liu Yun and Mr He Feng) unanimously agreed to the above two motions. table		
			2023 04 14th of January	Consideration and adoption 1. Resolution on the Proposed Renewal of the Appointment of Accounting Firms 2. Internal Audit Report for the First Quarter of 2023 3. Internal Audit Plan for the Second Quarter of 2023 4. The full text of the 2022 Annual Report and its Summary>. 5. "On <Corporate Report on the	All members (He Feng, Li Wengui, Xu Hong) unanimously agreed to the above six motions		

				Financial Accounts for the Year 2022> Motion 6. "On <Corporation Report on the Self-Evaluation of Internal Controls for the Year 2022 The Case			
			2023 08 25th of January	Consideration and adoption 1. The Convention on <<Corporate The Full Half-Yearly Report for 2023 and its Summary>. 2. Internal Audit Report for the Second Quarter of 2023 3. Third quarter of 2023 Internal Audit Plan	All members (He Feng, Li Wengui, Xu Hong) unanimously agreed to the above three motions		
			2023 10 24th of March	Consideration and adoption 1. The Convention on <<Corporate Motion for Third Quarterly Report 2023>; 2. Report on the work of the Internal Audit Department for the third quarter of 2023 Report; 3. Fourth quarter of 2023 Work Plan of the Department of Internal Audit	All members (He Feng, Li Wengui, Xu Hong) unanimously agreed to the above three motions		
nominating committee	Ji Weibin, Li Wengui, Xu Hong	1	2023 01 16th of March	Consideration and adoption of the "Proposal on the Appointment of Senior Management Personnel of the	All members (Kei Weibin, Li Wengui, Xu Hong) agreed to the above motion. table		

				Company			

X. Work of the Supervisory Board

Whether the Supervisory Board has identified any risks to the Company in its supervisory activities during the reporting period

Yes ☑No

The Supervisory Board has no objections to the supervisory matters in the reporting period.

XI. Employees of the Company

1. Number of employees, professional composition and education level

Number of employees employed by the parent company at the end of the reporting period (persons)	784
Number of employees on board of major subsidiaries at the end of the reporting period (persons)	318
Total number of employees on board at the end of the reporting period (persons)	1,102
Total number of employees receiving remuneration during the period (persons)	1,102
Number of retired employees of the parent company and major subsidiaries required to bear the costs (persons)	0
Professional composition	
Professional composition category	Number of professional components (persons)
production staff	694
sales person	67
technical staff	252
treasurer	19
administrative staff	70
add up the total	1,102
educational attainment	
Type of educational attainment	Number (persons)
doctoral	1
bachelor's degree	19
undergraduate (adjective)	247
three-year college	335
High school and below	500
add up the total	1,102

2. Remuneration policy

The Company has established a standard remuneration system in strict compliance with labour laws and regulations and policies, the purpose of which is to better attract, retain and motivate talents, fully mobilise staff's enthusiasm and creativity, provide human resources protection for the Company's development, and thus help the Company achieve its business objectives. The design of the Company's remuneration system is guided by the principles of job value and performance, with reference to the industry market remuneration level, giving full consideration to the comprehensive ability and performance of the employees, and further strengthening the correspondence between performance and incentive, therefore, the Company and its subsidiaries have formulated the relevant systems to regulate the Company's

Salary system, at the same time, the company also provides humane care and welfare protection for employees, in addition to five insurance and one gold statutory benefits, but also provide other benefits and subsidies for employees, and constantly improve employee satisfaction and loyalty, to achieve a win-win situation for both the company and employees.

3. Training programmes

The company attaches great importance to talent reserves and training, adhere to innovation, adhere to the practice of people-oriented talent development concept, through the scientific training management system, the introduction of external excellent training resources, and comprehensively improve the business skills and comprehensive quality of all staff.

I. The Company will achieve the strategic objectives of the organisation by enhancing the competence, quality and performance of its employees during the year 2023 as follows:

1. Implementation of the master-apprentice system: one-to-one assistance to improve efficiency and quality of work while ensuring that core knowledge and experience are passed on.

2. Enhancement of management competitiveness: introduction of external resources to develop the management's competence in leadership and strategic thinking, etc., to enhance overall competitiveness.

3、Specialised training: management training team training, instructor team training, safety officer team training, sales team training and other professional skills training, etc., to enhance the comprehensive ability by participating in the project.

II. In 2024, the Company's talent development will continue to closely follow the business strategy, relying on the corporate university-Yang Ming Institute, to accelerate the process of building a learning organisation and to ensure the sustainable development of the Company, as follows:

1. Improve the training management system and establish an effective talent assessment mechanism.

2. Focus on developing quality courses, improving the quality of the instructor team, and strengthening talent cultivation.

3. Introduce external quality management resources to empower the management team.

4、Focus on staff growth needs, provide diversified development opportunities, accelerate the

construction of talent echelon, and create a good cultural atmosphere.

5. Insist on innovation, focusing on new ideas and solutions for the business and adapting to changing market and business needs.

4. Outsourcing of labour services

☑Applicable ☐Not applicable

Total number of man-hours of labour outsourcing (hours)	790,665.13
Total remuneration paid for labour outsourcing ($)	18,578,016.41

XII. Distribution of profits and capitalisation of capital reserve of the Company

Formulation, implementation or adjustment of profit distribution policy, especially cash dividend policy, during the reporting period

☑Applicable ☐Not applicable

Article 155 of the Articles of Association of the Company applicable after the Company's initial public offering and listing stipulates the Company's profit distribution policy, including the conditions and proportion of the Company's cash dividends.

(a) The profit distribution policy under the currently applicable Articles of Incorporation is as follows:

1. Principle of profit distribution: The Company shall implement a stable and sustainable profit distribution policy, and profit distribution shall emphasise reasonable investment returns to investors and take into account the sustainable development of the Company. The company's profit distribution shall not exceed the range of cumulative distributable profit.

2. Forms of profit distribution: The Company's profit distribution may be made in cash, shares, a combination of cash and shares, or in any other manner permitted by law.

3. Interim Profit Distribution: The Company may make interim profit distribution when conditions are favourable.

Cash Profit Distribution: In the event that the audited net profit of the Company for the year is positive and the conditions for profit distribution stipulated in the Company Law are met, if there is no major investment plan or significant cash expenditure, the Company shall include cash distribution in the profit distribution methods adopted for each year. Within three consecutive fiscal years, the cumulative profit distributed by the Company in cash shall not be less than 30% of the average annual distributable profit of those three years.

5. Distribution of profits in shares: The company may distribute profits in shares while implementing the distribution of profits in cash. When determining the specific amount of profits to be distributed by way of shares, the Company shall give full consideration to whether the total share capital after the distribution of profits by way of shares is compatible with the Company's current scale of operation and consider the impact on the cost of debt financing in the future, so as to ensure that the distribution plan is in line with the overall interests of all shareholders.

6. Implementation of the profit distribution method: After the General Meeting of Shareholders of the Company has resolved on the profit distribution plan in accordance with the established profit distribution policy, the Board of Directors of the Company shall complete the distribution of dividends (or shares) within two months after the General Meeting.

7. If the Board of Directors of the Company makes a decision not to implement profit distribution or to implement a profit distribution plan that does not include cash distribution, it shall disclose the reasons for its decision not to implement profit distribution or to implement a profit distribution plan that does not include cash distribution in its regular report, and the independent directors of the Company shall express their

independent opinions in this regard.

8. The company's profit distribution policy shall not be changed arbitrarily. If there is a real conflict between the current policy and the company's production and operation situation, investment planning and long-term development needs, the profit distribution policy may be adjusted. Adjustment of profit distribution policy should be widely consulted with independent directors, supervisors, public investors, the adjusted profit distribution policy shall not violate the relevant provisions of the China Securities Regulatory Commission and the Stock Exchange, the motion on the adjustment of profit distribution policy shall be submitted to the General Meeting of Shareholders of the Company for approval after consideration by the Board of Directors of the Company.

Significant investment plan or significant cash expenditure refers to one of the following situations: (1) the cumulative expenditure on foreign investment, acquisition of assets or purchase of equipment proposed by the Company in the next twelve months reaches or exceeds 50% of the Company's latest audited net assets and exceeds RMB50 million; (2) the cumulative expenditure on foreign investment, acquisition of assets or purchase of equipment proposed by the Company in the next twelve months reaches or exceeds 30% of the Company's latest audited total assets. 30% of the company's latest audited total assets.

(ii) The Company's differentiated cash dividend policy

The Board of Directors of the Company shall, taking into account factors such as the characteristics of the industry in which the Company operates, its stage of development, its own mode of operation, its level of profitability and whether it has any arrangement for significant capital expenditure, differentiate between the following circumstances and, in accordance with the procedures set out in these Articles of Association, put forward a differentiated cash dividend policy:

1. If the Company's development stage is mature and there is no major capital expenditure arrangement, when profit distribution is made, the proportion of cash dividends in the profit distribution shall be at least 80%;

2. If the company's development stage is mature and there are arrangements for significant capital expenditure, when profit distribution is made, the proportion of cash dividends in the profit distribution shall be at least 40%;

3. If the company's development stage is in the growth period and there are arrangements for significant capital expenditure, when profit distribution is made, the proportion of cash dividends in the profit distribution shall be at least 20%.

Special note on cash dividend policy	
Whether it complies with the provisions of the Articles of Association or the requirements of the resolutions of the general meeting of shareholders:	be
Whether the criteria and percentage of dividends are clear and unambiguous:	be
The adequacy of relevant decision-making procedures and mechanisms:	be
Whether the independent directors have fulfilled their duties and responsibilities and played their roles properly:	be
If the company has not made cash dividends, it should disclose the specific reasons and the next steps it intends to take to enhance the level of investor returns:	be
Whether small and medium-sized shareholders have adequate opportunities to express their views and aspirations, and whether their legitimate rights and interests are adequately protected:	be
If the cash dividend policy is adjusted or changed, whether the conditions and procedures are compliant and transparent:	inapplicable

The Company's profit distribution proposal and capitalisation of capital reserve for the reporting period are in line with the relevant provisions of the Articles of Association of the Company and the Dividend Management Measures.

☑Yes ☐No ☐Not applicable

The Company's profit distribution proposal and capitalisation of capital reserve for the reporting period are in compliance with the relevant

Share capital base for the distribution proposal (shares)	and other relevant	160,014,525
Cash dividend amount (RMB) (including tax)	al reserve during	0.00
Amount of cash dividends in other ways (e.g. share buybacks) ($)		0.00
Distributable profit ($)		121,218,634.02
Total cash dividends (including other methods) as a percentage of total profit distribution		0.00 per cent
The current cash dividend		
the rest		
Detailed description of the proposed distribution of profits or capitalisation of capital reserves		
In view of the company did not achieve profit in 2023, and considering that the company is in the construction of overseas production bases, strengthening the key period of research and development of new products, the future investment in overseas production bases and new products, in order to protect the company's sustained development, smooth operation, and better safeguard the long-term interests of all shareholders, and in conjunction with the company's business plan for the year 2024 and the demand for funds, the company has proposed a profit distribution plan for the year 2023. The plan is as follows: no cash dividend, no bonus shares, no transfer of capital reserve to capital reserve.		

The Company was profitable during the reporting period and the Parent Company's profit available for distribution to shareholders was positive but no cash dividend distribution proposal was made.

☐ Applicable ☑ Not applicable

xiii. implementation of the company's share incentive scheme, employee share ownership plan or other employee incentives

☑Applicable ☐Not Applicable

1. Equity incentives

1、On 22 October 2021, the Company held the 14th meeting of the second session of the Board of Directors, which considered and passed the "Motion on the 2021 Restricted Stock Incentive Plan (Draft)" and its summary, the "Motion on the 2021 Restricted Stock Incentive Plan Implementation and Assessment Management" and the "Motion on the 2021 Restricted Stock Incentive Plan Implementation and Assessment Management".
Proposal of the "Measures for the Management of Restricted Stock Incentive Scheme" and "Proposal of Requesting the General Meeting of Shareholders to Authorise the Board of Directors to Handle Matters Relating to Restricted Stock Incentive for the Year 2021", Proposal to convene the First Extraordinary General Meeting of the Company in 2021". The Independent Directors of the Company have expressed their independent opinions on the proposals relating to the Incentive Scheme.

On the same day, the Company held the Ninth Meeting of the Second Session of the Supervisory Committee to consider and approve the Company's "2021 Restricted Share Incentive Scheme".

(Draft) and its Summary" and "Proposal on the "Management Measures for the Implementation and Assessment of the 2021 Restricted Stock Incentive Plan",

Motion on Verification of the List of Incentive Recipients under the 2021 Restricted Stock Incentive Plan of Ningbo DAYE Landscape Equipment Co.

2. On 26 October 2021, the Company published a report on Juchao Information Website, a GEM information disclosure website designated by CSRC.

(http://www.cninfo.com.cn) on the disclosure of the "Independent Directors of Ningbo DAYE Garden Equipment Co.

Notice", pursuant to the appointment by the other independent directors of the Company, Liu Yun, an independent director, as the solicitor, in respect of the Company's proposal to convene a meeting on 16 November 2021 for the purpose of soliciting the attendance of the independent directors of the Company.

Voting rights will be solicited from all shareholders of the Company for the proposals relating to the 2021 Restricted Share Incentive Plan (the "Incentive Plan") to be considered at the First Extraordinary General Meeting of Shareholders to be held in 2021.

3. From 1 November 2021 to 10 November 2021, the Company will publish the names and titles of the incentive recipients to be granted under this Incentive Plan on the public website.

A public announcement was made within the Company. During the public announcement period, the Supervisory Committee of the Company did not receive any objections relating to the incentive recipients under the Incentive Scheme. 2021

On 11 November, the Company disclosed on Juchao Information Website (http://www.cninfo.com.cn), the information disclosure website of GEM designated by CSRC that

Ltd. on the list of incentive targets under the 2021 Restricted Share Incentive Scheme and the explanation of the public announcement (Announcement No. 2021-041).

4. On 16 November 2021, the Company held the first extraordinary general meeting of 2021, at which it considered and approved the Company's "Report on the 2021 Annual General Meeting".

Draft Restricted Stock Incentive Plan and its Summary", "Proposal on the Assessment Management for the Implementation of the 2021 Restricted Stock Incentive Plan", "Proposal on the Implementation of the 2021 Restricted Stock Incentive Plan" and its Summary".

The "Resolution on the Measures for the Administration of the Incentive Scheme" and "Resolution on Requesting the General Meeting of Shareholders to Authorise the Board of Directors to Handle Matters Relating to the Restricted Share Incentive for the Year 2021". The implementation of the Incentive Scheme by the Company has been approved by the Shareholders' General Meeting, and the Board of Directors has been authorised to determine the date of grant of restricted shares, to grant restricted shares to the incentive recipients when the incentive recipients are eligible and to handle all matters necessary for the grant of restricted shares.

5. On 16 November 2021, the Company published a report on Juchao Information Website, a GEM information disclosure website designated by CSRC.

(http://www.cninfo.com.cn) disclosed the "Ningbo DAYE Landscape Equipment Co. Self-Investigation Report on Trading of Company Shares by Informants of Insider Information and Incentive Recipients (Announcement No. 2021-044).

6. On 24 November 2021, the Company held the fifteenth meeting of the second session of the Board of Directors and the tenth meeting of the second session of the Supervisory Committee to consider and approve the following

The "Proposal on Adjustment of Matters Relating to the 2021 Restricted Share Incentive Scheme of the Company" and the "Proposal on Granting Restricted Shares to Incentive Recipients" were passed. The independent directors of the Company expressed their independent opinions on the matter. The Supervisory Committee verified and issued verification opinions on the list of incentive recipients as at the date of grant and agreed with the list of incentive recipients granted under the Incentive Scheme of the Company.

7. On 14 April 2023, the Third Meeting of the Third Session of the Board of Directors and the Second Meeting of the Third Session of the Supervisory Committee of the Company were convened to consider and approve the "Proposal on the Voiding of Part of the Granted Class II Restricted Shares Not Yet Vested". The independent directors of the Company expressed their independent opinions on the matter. The lawyers and independent financial advisers have expressed relevant opinions on the matter.

8. On 19 April 2024, the Company held the Fifteenth Meeting of the Third Session of the Board of Directors and the Eighth Meeting of the Third Session of the Supervisory Committee and considered and passed the "Proposal on the Voiding of Part of the Granted and Unvested Class II Restricted Shares". The matter has been considered and approved by the Remuneration and Evaluation Committee, and the Lawyer and the Independent Financial Adviser have expressed relevant opinions on the matter.

Equity incentives granted to directors and senior management

☑Applicable ☐Not applicable

Unit: shares

name and surname	duties	Number of stock options held at the beginning of the year	Number of new stock options granted during the reporting period	Number of shares exercisable during the reporting period	Number of shares exercised during the reporting period	Number of shares exercised during the reporting period Exercise price (RMB/share)	Number of stock options held at the end of the period	Market value at the end of the reporting period (yuan)/(Unit)	Number of restricted shares held at the beginning of the period	Number of shares unlocked during the period	Number of new restricted shares granted during the reporting period	Restricted stock grant price ($/share)	Number of restricted shares held at the end of the period
ANGELICA PG HU	Director and Deputy General Manager grain (of wood)								200,000	0	-60,000	9.29	140,000
add up the total	--	0	0	0	0	--	0	--	200,000	0	-60,000	--	140,000
Remarks (if any)	At the beginning of 2023, ANGELICA PG HU, Director and Vice President, held 200,000 Class II restricted shares. On 14 April 2023, the Company held the Third Meeting of the Third Session of the Board of Directors and the Second Meeting of the Third Session of the Supervisory Board, and considered and passed the "Proposal on the Voiding of Partially Granted and Not Yet Vested Class II Restricted Shares", in which the Company voided 60,000 Class II restricted shares held by ANGELICA PG HU. Class II restricted shares held by him as at 140,000 Class II Restricted Shares were also held at 31 December 2023.												

Appraisal mechanisms and incentives for senior managers

The Company has formulated a remuneration programme for senior management personnel and continuously improved the performance appraisal system and remuneration system for senior management personnel. The Remuneration and Evaluation Committee of the Board of Directors determines the range of remuneration standards for senior management personnel of different positions according to their job levels, job responsibilities, work performance and achievement of tasks and objectives, reflecting the principle of reciprocity of responsibilities and rights, and the remuneration is in line with the importance of the positions, workloads and responsibilities, so as to maintain the attractiveness of the Company's remuneration and its competitiveness in the market. During the reporting period, the senior management of the Company was able to perform their duties in accordance with the law, actively implemented the relevant resolutions of the general meeting of shareholders and the Board of Directors of the Company, and conscientiously fulfilled their responsibilities in their respective areas of work.

2. Implementation of the Employee Share Ownership Plan

☐ Applicable ☑ Not applicable

3. Other staff incentives

☐ Applicable ☑ Not applicable

XIV. Construction and implementation of the internal control system during the reporting period

1. Construction and implementation of internal controls

During the reporting period, the Company updated and improved its internal control system in a timely manner in accordance with the provisions of the "Basic Standard for Internal Control of Enterprises" and its accompanying guidelines, established a set of internal control system that is scientifically designed, concise and applicable, and effectively operated, and formed the Company's risk-based internal control management organisational system together with the Audit Committee and the internal audit department to supervise and evaluate the Company's internal control management. Through the operation, analysis and evaluation of the internal control system, the Company has effectively prevented risks in operation and management and promoted the achievement of internal control objectives.

2. Details of significant deficiencies in internal control identified during the reporting period

Yes ☑No

XV. Management control of subsidiaries by the Company during the reporting period

company identification	Integration plan	Progress on integration	Problems encountered in integration	Measures taken to address the issue	Progress towards a solution	Follow-up settlement plan
inapplicable	inapplicable	inapplicable	inapplicable	inapplicable	inapplicable	inapplicable

XVI. Internal control evaluation reports or internal control audit reports

1. Internal control evaluation reports

Date of disclosure of full internal control evaluation report	23 April 2024
Index of full text disclosure of internal control evaluation reports	Juchao Information Network (http://www.cninfo.com.cn)
Total assets of units included in the evaluation scope as a percentage of total assets of the company's consolidated financial statements	100.00 per cent
Operating income of units included in the scope of evaluation as a percentage of operating income of the	100.00 per cent

company's consolidated financial statements		
Criteria for determining deficiencies		
form	financial report	Non-financial reporting
Qualitative standards	The qualitative criteria established by the Company for evaluating deficiencies in internal control over financial reporting are set forth below: 1. Significant deficiencies （1） Director, supervisor and senior management fraud; （2） Serious violation of the requirements of laws and regulations; （3） Misstatement corrections for material errors in published financial reports; （4） The Audit and Risk Control Committee and the Audit Department were ineffective in overseeing internal controls over financial reporting; （5） The CPA identifies a material misstatement in financial reporting that internal control failed to detect in its operation. 2. Significant defects （1） Accounting policies were not selected and applied in accordance with generally accepted accounting principles; （2） Anti-fraud procedures and controls were not established;	The qualitative criteria for evaluating deficiencies in internal control over non-financial reporting identified by the Company are set forth below: 1. Significant deficiencies （1） The company's decision-making process resulted in significant failures; （2） Negative media coverage is frequent, extensive and the negative impact has not been eliminated; （3） Lack of institutional control or ineffective institutional system for important company operations; （4） The company's business activities are in serious violation of national laws and regulations; （5） There has been a serious loss of senior and middle management, core technical and operational staff; （6） The company suffers penalties from the SEC or warnings from the stock exchange. 2. Significant defects （1） Corporate decision-making process leading to general failure
	（3） There are no controls in place or compensating controls in place for the accounting treatment of non-routine or extraordinary transactions; （4） One or more deficiencies in controls over the period-end financial reporting process that do not provide reasonable assurance that the financial statements are prepared with the objective of presenting a true and accurate picture. 3. General defects Control deficiencies other than the significant deficiencies and material weaknesses described above.	Mistake; （2） Negative news in the media, but it can be eliminated in a timely manner; （3） Deficiencies in the company's important business systems or systems; （4） Significant or general deficiencies in the company's internal controls have not been corrected; （5） The company's personnel violated the company's internal rules and regulations, resulting in a loss. 3. General defects Controls other than the above major defects and significant defects that have a general impact or cause minor damage. System deficiencies.

quantitative standard	The quantitative criteria established by the Company for evaluating deficiencies in internal control over financial reporting are set forth below: Potential misstatement of operating income: material weakness: misstatement > 5 per cent of operating income; significant weakness: 2 per cent of operating income < misstatement ≤ 5 per cent of operating income; general weakness: misstatement ≤ 2 per cent of operating income. Potential misstatement of total assets: material weakness: misstatement > 2 per cent of total assets; significant weakness: 1 per cent of total assets < misstatement ≤ 2 per cent of total assets; general weakness: misstatement ≤ 2 per cent of total assets. General weakness: misstatement amount ≤ 1 per cent of total assets.	The quantitative criteria established by the Company for evaluating deficiencies in internal control over non-financial reporting are set forth below: Amount of direct property damage: Significant deficiencies: misstatements >$10 million; material deficiencies: $2 million <Misstatements ≤ $10 million; General deficiency: misstatements ≤ $2 million.
Number of significant deficiencies in financial reporting (number)	0	
Number of non-financial reporting material weaknesses (number)	0	
Number of significant deficiencies in financial reporting (number)	0	
Number of non-financial reporting material weaknesses (number)	0	

2. Internal control audit reports or attestation reports

inapplicable

XVII. Self-inspection and rectification of problems in the special operation on governance of listed companies

inapplicable

Section V. Environmental and social responsibility

I. Significant environmental issues

Whether the listed company and its subsidiaries are key emission units announced by the environmental protection department

Yes ☑No

Administrative penalties imposed on environmental issues during the reporting period

Name of company or subsidiary	Reasons for penalties	Circumstances of non-compliance	Penalty results	Impact on the production and operation of listed companies	Corrective measures by the company
inapplicable	inapplicable	inapplicable	inapplicable	inapplicable	inapplicable

No other environmental information disclosed with reference to priority emission units

Measures taken to reduce its carbon emissions during the reporting period and their effects

☐ Applicable ☑ Not applicable

Reasons for non-disclosure of other environmental information

Neither the Company nor its subsidiaries are key emission units

II. Situation of social responsibility

In its daily operation, the Company attaches importance to the fulfilment of its social responsibilities, fully protects the legitimate rights and interests of its shareholders, attaches importance to honest transactions with suppliers and customers, protects the growth and self-worth of its employees, and attaches importance to environmental protection. By assuming responsibilities and obligations to stakeholders such as shareholders, suppliers, customers, employees and the environment, the Company ultimately achieves the coordinated development of the enterprise and the society, and safeguards the sustainable development of the Company.

（1） Protection of shareholders' and creditors' rights and interests

During the reporting period, the Company further strengthened its standardised operation and established a sound corporate governance structure, with the convening, holding and proceedings of the general meeting of shareholders.

The company will continue to improve the company's internal control system and amend the Articles of Association in accordance with relevant regulations; earnestly fulfil its information

disclosure obligations, ensure that the information disclosed is true, accurate, complete, timely and fair, and refrain from selective disclosure of information, and strictly implement the registration of persons with knowledge of insider information and the confidentiality system for insider information, and fairly treat all shareholders; strengthen investor relations management, and communicate with investors through the interactive platform for investor relations, hotline and other means; strengthen investor relations management; strengthen investor relations with investors through the interactive platform for investor relations, hotline and other means. Enhance investor relationship management, and communicate with investors through the interactive investor relationship platform, hotlines and other means.

The Company will communicate with all shareholders, especially the small and medium-sized shareholders, to protect their legitimate rights and interests.

（2） Employee Rights and Interests Protection

The company adheres to the people-oriented, talent strategy as the focus of enterprise development, strict compliance with the Labour Law, the Protection of Women's Rights and Interests Law and other relevant laws and regulations, timely payment of employees' pension, medical care, unemployment, work-related injuries, maternity and other social insurance, respect for and maintenance of employees.

The company pays attention to the personal rights and interests of the employees, and pays attention to the health, safety and satisfaction of the employees. The company attaches importance to personnel training, and organises regular training on production safety,

Basic skills training for each position, comprehensive quality training for management personnel, etc., so that employees can work in addition to their own jobs, the overall professionalism and overall quality of the overall effective enhancement of the common growth of employees and enterprises, and build a harmonious and stable labour relations.

(3) Supplier, customer and consumer protection

The company has been following the trading principles of "honesty and trustworthiness, mutual benefit and legal compliance", focusing on communication and coordination with all relevant parties, fully respecting and protecting the legitimate rights and interests of suppliers and customers, and establishing a strategic partnership with suppliers and customers. The company constantly improves the procurement system and process, in the selection of suppliers, the company has established a fair and impartial assessment system to screen out qualified suppliers. The company insists that the interests of customers are paramount, strictly controls product quality, constantly improves service quality, and always pays attention to product safety, so that the rights and interests of all parties are duly protected.

(4) photovoltaic construction

As a company that advocates green development and focuses on low-carbon manufacturing, quality, energy saving and emission reduction, the company was awarded the Platinum Award for "Low Carbon and Environmental Protection" by the WWF in Hong Kong in 2012, and was awarded the title of "Environmental Protection Model (Green) Enterprise" by Ningbo Municipality in 2013, and the self-propelled high-efficiency and environmentally friendly garden gasoline mower was included in the Torch Programme. In 2013, we were awarded the title of "Environmental Protection Model (Green) Enterprise" in Ningbo City, and our self-propelled high-efficiency and environmentally friendly garden gasoline lawn mower was listed in the National Torch Plan.

On 21 July 2023, the 8MW photovoltaic project in three factories of DAYE was formally connected to the grid. The total investment of this distributed photovoltaic project is 2400 More than ten thousand yuan, the total installation area is about 78,000 square metres, the number of battery components is about 15,000, according to the project running for 25 years can provide the company with a clear

The company will actively protect the environment in the process of creating a carbon-neutral China by carrying out photovoltaic projects, increasing energy-saving renovation projects, and building a green manufacturing system. In the process of

achieving carbon neutrality in China, the company will take the protection of the environment as its responsibility, actively respond to the call of the state, take the photovoltaic project as a starting point, increase energy-saving renovation projects, the construction of a green manufacturing system, and continue to strive for t h e company to achieve even greater energy-saving and emission reduction goals.

III. Consolidation and expansion of poverty eradication and rural revitalisation

inapplicable

Section VI Important matters

I. Implementation of commitments

1. Matters in respect of which the Company's de facto controllers, shareholders, connected parties, acquirers and the Company and other parties related to the undertakings have fulfilled their undertakings during the reporting period and have not yet fulfilled their undertakings as at the end of the reporting period

☑Applicable ☐Not Applicable

Subject matter of the commitment	committed party	Type of commitment	Content of the commitment	Commitment time	Commitment period	Fulfilment
Commitments made at the time of initial public offering or refinancing	ANGELICA PG HU; HAN Yueying; HUANG Guoyong; SHU Yabo; WU Jun; HONG KONG GUTAI INTERNATIONAL LIMITED; HONG KONG KINGDOM INTERNATIONAL HOLDINGS LIMITED; YE Xiaobo; YUYAO DETRONIC JUNBO INVESTMENT PARTNERSHIP (LIMITED PARTNERSHIP); YU Zhenjin; ZHEJIANG	Share Restriction Commitment	(1) Within thirty-six months from the date of listing of the issuer's shares, it will not transfer or entrust others to manage the shares held directly and indirectly by the issuer that were issued prior to the issuer's initial public offering, nor will the issuer repurchase such shares; (2) If the issuer's shares are listed in the six months following the issuer's listing for a period of 20 consecutive trading days, it will not transfer or entrust others to manage the shares held directly and indirectly by the issuer. If the closing price of the shares is lower than the issue price, or if the closing price of the shares is lower than the issue price at the end of the 6-month period after the listing of the issuer (in the event of ex-rights and ex-dividend, the above issue price will be adjusted accordingly), the lock-up period of the shares of the issuer directly and indirectly held by me will be extended by 6 months on top of the above lock-up period automatically;	01 September 2020	31 August 2023	run out

	GOLDEN DAIYE HOLDINGS LIMITED; ZHU Dianyu. Zhu Liqin					
Commitments made at the time of initial public offering or refinancing	Ningbo Meishan Free Trade Port Zone Hengfeng Zongchuang Investment Partnership (Limited) (Partnership)	Share Reduction Commitment	If, for the enterprise's own needs, the enterprise reduces its shareholding within two years after the expiry of the lock-up period, its cumulative shareholding may reach a maximum of 100% of the total number of shares of the issuer held at the time of listing.	2021 01 September	31 August 2023	run out
Commitments made at the time of initial public offering or refinancing	Hong Kong Gutai International Limited; Hong Kong Kind International Holdings Limited; Yuyao Dechuang Junbo Investment Partnership (Limited Partnership);Zhejiang Jindaye Holding Co. limited company	Share Reduction Commitment	If the Company/Enterprise reduces its shareholding within two years after the expiry of the lock-up period, the annual shareholding reduction shall not exceed 25% of the total number of shares of the issuer held by the Company/Enterprise; if the Company/Enterprise reduces its shareholding within two years after the expiry of the lock-up period, the shareholding reduction shall be at a price not lower than the issue price (in the event of the ex-rights and ex-dividend situation, the aforesaid price shall be adjusted accordingly).	01 September 2023	31 August 2025	Under normal fulfilment
Initial public	ANGELICA PG	Regarding	In order to avoid competition in the same industry in	01 September 2020	long term	normal

offering or		competition in the same industry,	future operations and to maximise the maintenance of the Company's interests			cy

Commitments made at the time of refinancing	HU; Ye Xiaobo; Zhejiang Jindaye Holding Co.	Commitments in respect of connected transactions and capital appropriation	interests and ensure the normal operation of the Company, the controlling shareholder of the Company, JINDAYE, and the actual controllers, YE Xiaobo, ANGELICA PG HU has issued the "Letter of Commitment on Avoidance of Competition in the Same Business" to the Company, committing to the following: 1. The Company/I and the companies controlled by the Company/I currently do not exist and are not engaged in any business that is the same as or constitutes competition with the main business of the Issuer, and have not in any way engaged in or participated in the operation of or operated, or operated, in any way, either directly or indirectly, any business that is the same as or similar to, or in any respect constitutes competition with, the main business of the Issuer for any other person; 2. The Company/I and the companies controlled by the Company/I will not in the future engage in any way, directly or indirectly, within or outside China, in any business that is the same as, similar to or in any way competes with the Issuer and its subsidiaries; 3. Not to provide proprietary technology or sales channels, customer information and other commercial secrets, etc., to other companies, enterprises or other institutions, organisations or individuals whose business is the same as, similar to or in any way competes with the Issuer and its subsidiaries. The Company will not provide proprietary technology or provide sales channels, customer information and other trade secrets to other companies, enterprises or other institutions, organisations or individuals, and will not in any way support others other than the Issuer in engaging in business that competes or is likely to compete with the Issuer's current and future main business; 4. If the Issuer or its subsidiaries determines that the Company's existing business or business generated by the Company and other companies under its control in the future is in the same line of business as the Issuer's business and the business of the Issuer and its subsidiaries, then			in prog ress

			the Company and other companies under its other companies under its control will promptly transfer or terminate such business upon objection by the issuer or its subsidiaries; 5. At the board of directors' or shareholders' meeting at which the issuer or its subsidiaries determines whether or not there is a competition with the Company/I and other companies under its control in the same line of business, the Company/I and other companies under the control of the Company/I will recuse themselves from the meeting as provided for in the Articles of Association of the Company and the shareholders' representative concerned will refrain from taking part in the voting; and 6, The Company/I and other enterprises controlled by the Company/I pledge to strictly observe the provisions of the Articles of Association of the Company The Company is determined not to take advantage of the position of shareholders or de facto controllers (or directors or senior management) to seek undue benefits and not to harm the legitimate rights and interests of the issuer and other shareholders. The controlling shareholder of the Company, Jindaye, and the actual controllers, Ye Xiaobo, ANGELICAPG HU issued a "Commitment to Reduce and Regulate Connected Transactions" to the Company Letter", the specific commitments are as follows: 1. As of the date of issuance of this commitment, there are no other important connected transactions between the Company/I and the enterprises controlled by the Company/I and the Issuer, except for those cases which have been disclosed; 2. The Company/I will not carry out any behaviour that affects the independence of the Issuer, and will maintain the independence of the Issuer in terms of assets, personnel, finances, business and institutions; 3. The Company/I will try to avoid the occurrence of connected transactions with the Issuer. We will try our best to avoid the occurrence of connected transactions with the Issuer, and for the unavoidable connected business dealings or transactions, they will be carried out on an equal and voluntary basis and in accordance			

			with the principles of fairness, equity and equal pay for equal value, and the transactions will be carried out in accordance with the principles of fairness and equity and equal pay for equal value. The price will be set at a reasonable price recognised in the market; 4. The Company/I will			

			Strictly comply with the avoidance provisions in the Issuer's Articles of Association regarding connected transactions, and all connected transactions involved will be conducted in accordance with the Issuer's decision-making procedures for connected transactions, and will fulfil the lawful procedures for timely information disclosure of connected transactions; 5. The Company/I guarantee that we/I will not make use of connected transactions to divert the Issuer's profits, and will not harm the Issuer and other shareholders' legitimate rights and interests by influencing the Issuer's business decisions. The Company/I and the enterprises controlled by the Company/I will not in any way illegally take up the Issuer's funds and request the Issuer to (c) Non-compliance with guarantees given by pedestrians.			
Commitments made at the time of initial public offering or refinancing	Ningbo DAYE Garden Equipment Co.	IPO Price Stabilisation Commitment	Within three years after the listing of the issuer, if the closing price is lower than the audited net asset per share of the previous fiscal year for twenty consecutive trading days (in the event of any change in the issuer's net assets or total number of shares as a result of any ex-rights and ex-dividend events such as distribution of profits, conversion of capital reserve into share capital, issuance of additional shares and share allotment, the net asset per share will be adjusted accordingly), then the condition of activating the stabilisation of the share price will be triggered, and the issuer shall activate the stabilisation of the share price within ten trading days of the last Within ten trading days from the last trading day of the occurrence of the aforesaid circumstances, the issuer shall activate the share price stabilisation measures in strict accordance with the provisions of the "Stabilisation Plan for the Share Price of the Company within Three Years after the Listing of the Company's Shares", and repurchase the Shares from the public shareholders. The Board of Directors of the issuer shall formulate specific The body implements the plan and announces it three trading days in advance.	01 September 2020	31 August 2023	run out

Commitments made at the time of initial public offering or refinancing	Zhejiang Jindaye Holding Co.	IPO Price Stabilisation Commitment	Within three years after the listing of the Issuer, if the closing price of the Issuer is lower than the audited net asset per share of the previous financial year for twenty consecutive trading days (if the net asset per share is adjusted accordingly due to changes in the net assets or total number of shares of the Issuer as a result of ex-rights and ex-dividend events such as profit distribution, capitalisation of capital reserve, issue of additional shares and share allotment, etc.), then it will be a condition to activate the price stabilisation measures, and the Company shall strictly activate share price stabilisation measures upon the occurrence of the aforesaid circumstances 按照《公司股票上市后三年内公司股价稳定预 案》的规定启动稳定股价措施，增持发行人股份，并将根据发行人股东大会批准的《公司股票上市后三年内公司股价稳定预案》中的相关规定，在发行人就回购股份事宜召 Vote in favour of the resolution relating to the repurchase of shares at the general meeting of shareholders in progress.	01 September 2020	31 August 2023	run out
Commitments made at the time of initial public offering or refinancing	ANGELICA PG HU; HE Feng; HUANG Guoyong; WU Jun; XU Laigen; YE Xiaobo; ZHU Dianyul	IPO Price Stabilisation Commitment	Within three years after the listing of the issuer, if the closing price of the issuer is lower than the audited net asset per share for twenty consecutive trading days in the previous financial year (if the net asset per share changes as a result of ex-rights and ex-dividend events such as distribution of profits, capitalisation of capital reserve, issue of additional shares and share allotment of shares, the net asset per share shall be adjusted accordingly), the conditions for the activation of price stabilisation measures shall be triggered, and the directors of the issuer (excluding the independent directors), senior management shall, after the occurrence of the aforesaid circumstances, act in strict accordance with the The provisions of the "Plan for Stabilisation of the Company's Share Price within Three Years after the Listing of the Company's Shares" activate share price stabilisation measures to increase the shareholding of the Issuer. The above undertakings shall have the same effect on the issuer's new directors (excluding independent directors) and senior management in the future. Kind of binding.	01 September 2020	31 August 2023	run out

Initial public offering or Commitments made at the time of refinancing	ANGELICA PG HU;Ye Xiaobo	Other commitments	Ye Xiaobo and ANGELICA PG, beneficial owners of the Issuer HU Commitment: If the Company is involved in the execution of the case number (2019) 浙 02 民初 223	01 September 2020	long term	normal cy honour
consent			No. 1 of the Patent Litigation Dispute and need to pay any damages, related litigation costs, or suffer losses in the Company's production and operation due to the above litigation, I will bear the damages, case costs and losses in the Company's production and operation due to the above litigation dispute, in order to ensure that the Company will not be caused by the above costs to and the public shareholders of the Company in the future after the listing suffered any loss.			middle

Commitments made at the time of initial public offering or refinancing	ANGELICA PG HU; HE Fenghuang; HUANG Guoyong; JIA Bin; LIU Yun; Ningbo DAYE Gardening Equipment Co Ltd; TU Bisheng; WU Jun; XU Laigen; YE Xiaobo; ZHEJIANG GOLDEN DAYE HOLDINGS CO LTD; ZHU Dianyul	Other commitments	1, the issuer's commitment to the company's public offering proceeds of the proceeds will be used for the company's main business development. As the construction and implementation of the fund-raising projects will take some time, when the Company's share capital and net assets increase and the fund-raising investment projects have not yet achieved profitability, shareholders' immediate returns, such as earnings per share and return on net assets, will decline to a certain extent if the net profit does not achieve a corresponding increase after the issue. In order to reduce the impact of the dilution of the current issue, the Company intends to take the following measures: (1) Actively implement the fund-raising projects to enhance the profitability and overall competitiveness of the Company The fund-raising investment projects are closely centred on the Company's existing main business, which is in line with the Company's future development strategy and is conducive to the improvement of the Company's sustained profitability and competitiveness in the market. The Board of Directors of the Company has fully demonstrated the fund-raising investment projects. After the fund-raising funds are in place, the Company will actively promote the implementation of the fund-raising projects, actively expand the market, and further improve the level of income and profitability. (2) Strengthen the management of the proceeds and ensure the standardised and effective use of the proceeds The Company has, in accordance with the Company Law and the Securities Law, The Rules Governing the Listing of Stocks on the Growth Enterprise Market of the Shenzhen Stock Exchange and other laws, regulations, normative documents and the Articles of Association of the Company have formulated the "Fund Raising Funds Management System", which clearly stipulates the special account storage, use, change of investment direction, management and supervision of the fund raising funds. In order to protect the Company's standardised and effective use of the proceeds,	01 September 2020	long term	Under normal fulfilment

			after the arrival of the proceeds, the Board of Directors of the Company will continue to supervise the Company's specialised storage of the proceeds, safeguard the use of the proceeds for designated investment projects in accordance with the regulations, and co-operate with the supervisory banks and sponsoring institutions in the checking and monitoring of the use of the proceeds, so as to ensure the reasonable and standardised use of the proceeds and reasonably guard against the risks of the use of the proceeds. (3) Actively enhance the company's core competitiveness, standardise the internal system The company will be committed to further consolidate and enhance the company's core competitive advantages, broaden the market, increase investment in research and development, to expand the leading edge of products and technology, and strive to achieve the double enhancement of the level of income and profitability. The company will strengthen the internal control of the enterprise and bring into play the effectiveness of enterprise management and control. We will promote comprehensive budget management, optimise the budget management process, strengthen cost management, reinforce budget execution supervision, comprehensively and effectively control the company's operation and control risks, and enhance operational efficiency and profitability. (4) Optimise the profit distribution system and strengthen the investor return mechanismThe Company will further improve and perfect the profit distribution policy, establish a scientific, sustainable and stable dividend distribution mechanism, increase the transparency of profit distribution decision-making and safeguard the interests of shareholders of the Company in accordance with the China Securities Regulatory Commission's "On the Further Implementation of the Listed Companies". Circular on Matters Relating to Cash Dividends of Listed Companies", "Paragraph 3 of the Supervisory Guidelines for Listed Companies".			

			No. 1 - Cash Dividends for Listed Companies" and other relevant documents, combined with the actual situation of the Company, the Company has formulated a dividend return plan for shareholders for the three years after the listing of the Company, clarified the specific conditions for profit distribution of the Company, in particular, the specific conditions, proportion, distribution form and conditions for distribution of stock dividends, etc., and improved the decision-making mechanism for profit distribution of the Company and the principles for adjusting the profit distribution policy. After the completion of the Offering, the Company will strictly implement the profit distribution policy, and actively promote the profit distribution to shareholders when the conditions for profit distribution are met, so as to increase the implementation of sustainable, s t a b l e and scientific returns to investors, thereby effectively protecting the legitimate rights and interests of public investors. (5) Continuously improve corporate governance and provide institutional guarantee for the development of the Company The Company will strictly follow the requirements of the Company Law, the Securities Law, the Guidelines for the Governance of Listed Companies and other laws, regulations and normative documents, and will continue to optimise its governance structure and strengthen its internal control: to ensure that shareholders are able to exercise their rights to the fullest extent; to ensure that the Board of Directors is able to exercise its powers in accordance with the provisions of the laws, regulations and the Articles of Association of the Company, and to make scientific, The Board of Directors shall exercise its powers in accordance with the laws and regulations and the Articles of Association of the Company and make scientific, prompt and prudent decisions; ensure that the independent directors can conscientiously perform their duties and safeguard the interests of the Company as a whole, in particular the legitimate rights and interests of the small and medium-sized shareholders; and ensure			

			that the Board of Supervisors can independently and effectively exercise the right to supervise and inspect the directors, senior management and the finances of the Company, so as to provide systematic guarantee for the development of the Company. 2. Commitments of the controlling shareholders In order to reduce the impact of the dilution of the immediate returns of the Issue, the controlling shareholder of the Company undertakes that: (1) it will not intervene in the Company's operation and management activities beyond its authority and will not encroach upon the interests of the Company; and (2) as one of the main parties responsible for the filling of the return measures, in the event of any breach of the above undertakings or any refusal to fulfil the above undertakings, I agree that I shall be punished or taken relevant management measures in accordance with the relevant provisions and rules formulated or issued by the securities regulatory authorities of the CSRC and Shenzhen Stock Exchange. I agree to be punished or take relevant management measures in accordance with the relevant regulations and rules formulated or issued by the China Securities Regulatory Commission and the Shenzhen Stock Exchange. "3. Commitments of all directors and senior management of the Company In order to reduce the impact of the dilution of the immediate returns of the Issue, the directors and senior management of the Company undertake as follows: 1) I undertake not to transfer benefits to other units or individuals without compensation or on unfair terms, or to use other means to harm the interests of the Company. (2) I undertake to exercise restraint on my/my (the enterprise's) consumption behaviour in relation to my/his (the enterprise's) duties. (3) I undertake not to use the Company's assets to engage in investment and consumption activities that are not related to the performance of my/her/its (the enterprise's) duties. (4) I undertake that the remuneration system formulated by the Board of Directors or the Remuneration Committee			

			shall be linked to the implementation of the Company's measures to fill the return. (5) I undertake that the exercise conditions of the Company's equity incentives to be announced will be linked to the implementation of the Company's measures to fill the return. (6) From the issuance of this commitment letter to the completion of the implementation of the issuer's current public offering of shares, if the CSRC makes any other new regulatory provisions regarding the measures for filling returns and its commitments, and the above commitment cannot satisfy such provisions of the CSRC, I undertake to follow the latest provisions of the CSRC at that time. Issuance of supplementary undertakings; (7) I undertake to effectively fulfil the commitments set by the Issuer to have			

			If the Issuer or the Investor is in breach of any of the above undertakings and suffers losses as a result of such breach, the Issuer or the Investor shall be liable for the loss of any of the above undertakings. I am willing to assume the liability to compensate the issuer or investors in accordance with the law.			
Commitments made at the time of initial public offering or refinancing	Ningbo DAYE Garden Equipment Co.	Other commitments	After listing, the Company will implement its profit distribution policy in strict accordance with the Company Law, the Notice of the China Securities Regulatory Commission on Matters Relating to the Further Implementation of Cash Dividends for Listed Companies, the Articles of Association of the Company (Draft) and the Company's shareholders' return plan for the next three years, as well as other laws, regulations and regulations, the provisions of the regulatory bodies and the provisions of the corporate governance system. In the event of revisions to relevant laws, regulations and regulatory documents, the Company will promptly adjust its profit distribution policy in accordance with such revisions and strictly implement it. If the Company fails to strictly implement the profit distribution policy in accordance with the Commitment, the Company will bear the corresponding liability in accordance with the constraints on the failure to fulfil the Commitment. Responsibility.	01 September 2020	long term	Under normal fulfilment

Commitments made at the time of initial public offering or refinancing	Haitong Securities Company Limited; Shanghai Dongzhou Asset Appraisal Company Limited; Tianjian Accounting Firm (Special General Partnership); Zhejiang Tianzhu Law Firm	Other commitments	Haitong Securities Co., Ltd. undertakes to compensate investors for losses caused by false records, misleading statements or material omissions in the documents produced and issued by the Company for the issuer's initial public offering. 2. Zhejiang Tianzhu Law Firm undertakes that there are no false records, misleading statements or material omissions in the documents produced and issued by the Firm for the issuer's initial public offering of Renminbi ordinary shares and listing. There are no false records, misleading statements or material omissions in the documents produced and issued by the firm for the issuer's initial public offering and listing of RMB common shares; if the documents produced and issued by the firm for the issuer's initial public offering contain false records, misleading statements or material omissions, which will cause direct economic losses to investors, the firm will compensate investors for their losses in accordance with the law. 3. Tianjian Accounting Firm (Special General Partnership) undertakes to compensate investors for losses caused by false records, misleading statements or material omissions in the documents produced and issued by the Firm for the issuer's initial public offering and listing on the GEM Board in accordance with the law.4. Shanghai Dongzhou Asset Appraisal Co., Ltd. undertakes to compensate investors for losses caused by false records, misleading statements or material omissions in the documents produced and issued by the Firm for the issuer's initial public offering in accordance with the law. If there are any false records, misleading statements or material omissions in the documents produced and issued by the agency for the issuer's initial public offering, which cause losses to investors, the agency will compensate the investors for their losses according to the law. Investor losses.	01 September 2020	long term	Under normal fulfilment

Commitments made at the time of initial public offering or refinancing	ANGELICA PG HU; HE Fenghuang; HUANG Guoyong; JIA Bin; LIU Yun; Ningbo DAYE Gardening Equipment Co.	Other commitments	1、DaYe commitment (1) If the issuer's commitments are not fulfilled, indeed cannot be fulfilled or cannot be fulfilled on schedule (except for those caused by objective factors beyond the issuer's control, such as relevant laws and regulations, policy changes, natural disasters and other force majeure, etc.), the issuer undertakes to strictly abide by the following constraints: (1) If the issuer fails to fulfil the relevant commitments disclosed in the prospectus, the issuer will publicly explain the specific reasons for failure to fulfil the commitments in the shareholders' general meeting and the (i) If the Issuer fails to fulfil the relevant undertakings disclosed in the Prospectus, the Issuer will publicly state in the shareholders' general meeting and in the newspapers and magazines designated by the CSRC the specific reasons for the failure to fulfil the undertakings and make an apology to the shareholders and public investors. ② If investors suffer losses in securities transactions due to the issuer's failure to fulfil the relevant commitment matters, the issuer will compensate investors for the relevant losses in accordance with the law. (iii) The company will be responsible for the directors, supervisors and senior management who are personally liable for the failure to fulfil the commitments. Reduction or cessation of pay or allowances for personnel (if such personnel are on the payroll of the Company)	01 September 2020	long term	Under normal fulfilment

			and other measures. (2) If the issuer's commitments are not fulfilled, indeed cannot be fulfilled or cannot be fulfilled on schedule due to objective reasons beyond the issuer's control, such as relevant laws and regulations, policy changes, natural disasters and other force majeure, the issuer will take the following measures: ① Promptly and adequately disclose the specific reasons why the issuer's commitments are not fulfilled, cannot be fulfilled or cannot be fulfilled on schedule. (ii) Propose to the issuer's investors to supplement the commitment or alternative commitment (the relevant commitment to be in accordance with the laws, regulations, the Articles of Association of the company to perform the relevant approval procedures), in order to protect the rights and interests of investors as far as possible. 2, the company's controlling shareholder Jindaye commitment (1) If the Company's commitment to fail to perform, really can not be fulfilled, or can not be fulfilled by the due date (the relevant laws and regulations). Except for those caused by objective factors beyond the Company's control such as regulations, policy changes, natural disasters and other force majeure), the Company undertakes to strictly comply with the following constraints: ① If the Company fails to fulfil the relevant undertakings disclosed in the Prospectus, the Company will explain publicly at the general meeting of the Issuer and in the newspapers and magazines designated by the CSRC the specific reasons for the failure to fulfil the undertakings and apologise to the shareholders of the Issuer and to the public at large. investors. (ii) If the Company causes losses to the issuer or other investors as a result of the Company's failure to fulfil the relevant undertakings disclosed in the prospectus, the Company shall be liable to compensate the issuer or other investors in accordance with the law. (iii) If the Company fails to assume the foregoing liability, the issuer shall have the right to deduct the cash dividends distributed to the Company for the			

			purpose of assuming the foregoing liability. Meanwhile, the Company shall not transfer its shares in the issuer during the period in which it has not assumed the aforementioned liability. ④If the Company receives a gain as a result of failing to comply with the relevant undertakings, the gain shall belong to the issuer. The Company shall pay the gain obtained to the issuer's designated account within 5 trading days from the date of obtaining the gain or becoming aware of the fact of non-fulfilment of the relevant commitment matters. (2) In the event that the issuer fails to fulfil the relevant undertakings due to the relevant laws and regulations In the event that I am unable to fulfil my undertakings, or am genuinely unable to fulfil them or am unable to fulfil them on schedule due to objective reasons beyond my control, such as regulations, changes in policies, natural disasters and other force majeure, I will take the following measures: ① Promptly and adequately disclose the specific reasons why my undertakings have not been fulfilled, have not been fulfilled, or have not been fulfilled on schedule. (ii) Propose supplementary or alternative commitments to investors (the relevant commitments shall be subject to the relevant approval procedures in accordance with l a w s , regulations, and the Articles of Association) in order to make the best possible use of the information provided. It protects the rights of investors.			
Commitments made at the time of initial public offering or refinancing	ANGELICA PG HU;Ningbo DAYE Garden Equipment Co;Ye Xiaobo;Zhejiang Jindaye Holding Co.	Other commitments	1. Commitment of the Issuer: If the China Securities Regulatory Commission (CSRC) or the Shenzhen Stock Exchange (SZSE) determines that the Company does not meet the conditions for issuance and listing, and has obtained registration of the issuance by deceptive means, the Company undertakes to repurchase all of the new shares issued in this public offering from the investors in accordance with the law. If the above situation	01 September 2020	long term	Under normal fulfilment

			occurs during the period when the new shares issued by the Company in this public offering have been completed but are not listed for trading, the Company will, based on the proceeds from the issuance of the new shares, purchase the new shares in accordance with the issuance price and the calculation of bank debit and credit balance within 5 working days from the date of the occurrence of the above situation (or within the period of time required by the CSRC or the SZSE). The interest on the same period deposit is returned to the online winning investors and the offline placing investors.			

			If the above situation occurs after the new shares issued by the Company have been listed and traded, the Company will, within 20 trading days from the date of the occurrence of the above situation, issue a new share to the Company within 20 trading days from the date of the occurrence of the above situation. (or within the time required by the CSRC or the SZSE), at the issue price or the closing price of the secondary market on the date of occurrence of the aforesaid circumstance (whichever i s higher), and with other entities (if any) determined by the CSRC or the SZSE through the trading system of the SZSE (or by other lawful means), to repurchase all the new shares of the Company to be issued by the Company in this public offering. In the event of any ex-rights and ex-dividend matters after the listing of the Company, the aforesaid issue price shall be adjusted accordingly. If the CSRC or the SZSE also designates other entities (controlling shareholders, de facto controllers) to repurchase shares together with the Company, the Company will promptly negotiate with such entities to determine the number of shares to be repurchased by each of them. If such entities fail to fulfil their repurchase obligations in accordance with the agreement, the Company shall assume joint and several repurchase obligations for the portion that they fail to complete. The source of funds for the aforesaid repurchase is mainly the Company's own funds, and if its own funds are insufficient, the Company will raise funds through various legal means. Meanwhile, the controlling shareholders and the actual controller have also undertaken to provide the Company with the necessary financial support to complete the aforesaid repurchase. The Company will strictly abide by the relevant laws, regulations and the provisions of the regulatory bodies when carrying out the aforesaid repurchase, and fulfil the obligations and procedures of information disclosure, so as to ensure that the repurchase can be completed on time and smoothly.2. Commitment of the controlling shareholder, Jindaye:If the CSRC or the SZSE determines that the Company does not comply with the conditions for			

			issuance of new shares for listing and obtains issuance of new shares for registration by deception, the Company undertakes to repurchase all new shares of the Company to be issued in the current public offering from investors in accordance with the law. The Company undertakes to repurchase all the new shares issued by the Company in this public offering from the investors in accordance with the law. If the above situation occurs during the period when the new shares issued by the Company in this public offering have been completed but are not listed for trading, the Company will urge the Company to return the proceeds from the issuance of the new shares to the online winning investors and the offline placing investors in accordance with the issuance price plus interest on deposits for the same period of time within 5 working days from the date of the occurrence of the above situation (or within the period required by the CSRC or the SZSE). If the aforesaid situation occurs after the new shares issued by the Company in this public offering have been listed and traded, the Company will repurchase the new shares through the trading system of the Shenzhen Stock Exchange (or other legal means) within 20 trading days from the date of the occurrence of the aforesaid situation (or within the time required by the CSRC or the Shenzhen Stock Exchange) at the issue price or the closing price of the secondary market on the date of the occurrence of the aforesaid situation (whichever is the higher), in conjunction with the other entities (if any) determined by the CSRC or the Shenzhen Stock Exchange, at the issue price of the new shares. (or other lawful means) to repurchase all the new shares of the Company in this public offering. In the event of ex-rights and ex-dividend matters after the listing of the Company, the above issue price shall be adjusted accordingly. If the CSRC or the SZSE designates other entities (controlling shareholders, de facto controllers) to repurchase shares together with the Company, the Company will urge the Company to negotiate with such entities in a timely manner to determine the number of shares to be repurchased by each of them.			

			If such entities fail to fulfil their repurchase obligations in accordance with the agreement, the Company will assume joint and several repurchase obligations for the portion of the repurchase that it fails to complete. The source of funds for the aforesaid repurchase is mainly the Company's own funds, and if the Company's own funds are insufficient, the Company will make the repurchase through various lawful means.			

			The Company is also committed to providing the necessary financial support to the Company to fulfil the above repurchase obligations. In the event that the Company does not have sufficient funds to fulfil the aforesaid repurchase obligations, the Company also undertakes to provide the necessary financial support to the Company to complete the aforesaid r e p u r c h a s e . In carrying out the aforesaid repurchase, the Company will strictly comply with the relevant laws, regulations and provisions of the regulatory bodies, and fulfil its obligations and procedures such as disclosure of information, so as to ensure that the repurchase can be completed in a timely and smooth manner. 3. YE Xiaobo, ANGELICA PG, the beneficial owner of the Company, is a party to this agreement. Commitment of HU: If the CSRC or the SZSE determines that the Company does not meet the conditions for the issuance and listing of the new shares and has obtained the registration of the issuance of the new shares by deception, I undertake to repurchase all of the new shares of the Company issued by the Company from the investors in accordance with the law. If the above situation occurs during the period when the new shares issued by the Company in this public offering have been completed but not yet listed for trading, I will urge the Company to return the proceeds from the issuance of the new shares to the online winning investors and the offline placing investors in accordance with the issuance price plus interest on deposits for the same period of time within 5 working days from the date of the occurrence of the above situation (or within the period required by the CSRC or the SZSE). If the above situation occurs after the new shares issued by the Company have been listed and traded, I will, within 20 trading days from the date of occurrence of the above situation (or within the time required by CSRC or SZSE), repurchase the new shares of the Company through the trading system of SZSE (or other lawful means) in accordance with the issue price or the closing price of the secondary market on the date of		

			occurrence of the above situation (whichever is the higher), together with the other entities (if any) recognised by CSRC or SZSE, through the trading system of SZSE (or any other lawful means). or other lawful means) to repurchase all the new shares of the Company in this public offering. In the event of ex-rights and ex-dividend matters after the listing of the Company, the above issue price shall be adjusted accordingly. If the CSRC or the SZSE designates other entities (controlling shareholders, de facto controllers) to repurchase shares together with the Company, I will urge the Company to negotiate with such entities to determine the number of shares to be repurchased by each of them in a timely manner. If such entities fail to fulfil their repurchase obligations in accordance with the agreement, I will assume joint and several repurchase obligations for the portion that they fail to fulfil. The source of funds for the aforesaid repurchase shall mainly be the Company's own funds, and if the own funds are insufficient, I will raise funds through various legal means. If the Company does not have sufficient funds to fulfil the aforesaid repurchase obligation, I also undertake to provide the Company with the necessary financial support to complete the aforesaid repurchase. I will strictly comply with the relevant laws, regulations and provisions of the regulatory bodies and fulfil the obligations and procedures of information disclosure when carrying out the aforesaid repurchase. sequence to ensure that the repurchase is completed on time and successfully.			
Commitments made at the time of initial public offering or refinancing	ANGELICA PG HU; Ye Xiaobo; Zhejiang Jindaye Holding Co.	Other commitments	The Issuer's controlling shareholder, JINDAIYE, the de facto controller, YE Xiaobo, and ANGELICA PG HU undertakes that if the relevant state authorities require the Company and its subsidiaries to make up for the social insurance premiums and housing provident fund previously payable, the Company/I am willing to assume full responsibility for making up for the social insurance premiums and housing	01 September 2020	long term	Under normal fulfilme

			provident fund and the related expenses and pay them in a timely manner in accordance with the requirements of the relevant authorities; and that if this results in a loss to the Issuer, the Company/I am willing to make up for the social insurance premiums and housing provident fund and the related expenses. In the event that the Company and its subsidiaries incur losses, the Company/I am willing to unconditionally give			nt
			full compensation and does not require the issuer to pay any form of consideration.			
Commitments made at the time of initial public offering or refinancing	ANGELICA PG HU; HE Fenghuang; HUANG Guoyong; JIA Bin; LIU Yun; Ningbo DAYE Garden Equipment Co Ltd; SHU Yabo; TU Bisheng; WU Jun; XU Laigen; YE Xiaobo; YU Zhenjin; ZHEJIANG GOLDEN DAEHE HOLDINGS LIMITED; ZHU Dianyul; ZHU Liqin	Other commitments	1、Da Ye shares promise that if there are false records, misleading statements or material omissions in the prospectus of the public offering of shares, resulting in a material and substantial impact on the judgement of whether the company meets the conditions of issuance stipulated in the law, the company will promptly put forward a share repurchase proposal and submit it to the Board of Directors and the General Meeting of Shareholders for discussion, and repurchase all the new shares issued in the initial public offering in accordance with the law, and the repurchase price will be the secondary market price of the company's shares at the time of repurchase and not lower than the issue price plus interest on bank deposits for the same period as stipulated by the People's Bank of China. The repurchase price shall be the secondary market price of the Company's shares at the time of the repurchase, and shall not be lower than the issue price plus the interest on bank deposits of the same class for the same period as stipulated by the People's Bank of China; in case of suspension of the trading of the Company's shares, the repurchase price shall not be lower than the average trading price of the Company's shares on the day prior to the suspension of the trading of the shares, and shall not be lower than the issue price plus the interest on bank deposits of the same class for the same period as stipulated by the People's Bank of China. In the implementation of the above share	01 September 2020	long term	Under normal fulfilment

			repurchase, if there are other provisions in the laws and regulations and the Articles of Association of the Company, such provisions shall apply. If investors suffer losses in securities transactions due to false records, misleading statements or material omissions in the prospectus of the Company's public offering, investors will be compensated for their losses in accordance with the law. Lost.			
Commitments made at the time of initial public offering or refinancing	Kim Dae Yeh, Yeh Hiu Bo, ANGELICA PG HU	Other commitments	In order to compensate for the decrease in investors' immediate returns that may be caused by the Company's offering, and to ensure that the Company fills the diluted immediate returns, the Company will not be able to make any profit from the offering. The return measures can be effectively fulfilled, the controlling shareholders and de facto controllers of the Company undertake as follows: （1） The Company/I undertake not to intervene in the Company's business management activities beyond my authority and not to encroach upon the Company's interests; （2） The Company/I undertake to practically fulfil the relevant measures formulated by the Company in relation to the filling of returns as well as this undertaking, if the If any violation of this undertaking or refusal to fulfil this undertaking causes losses to the Company or investors, it agrees that it will be liable for any loss caused by such violation in accordance with the laws, regulations and The relevant provisions of the securities regulatory authorities shall bear the corresponding legal liabilities; （3） From the issuance of this undertaking to the completion of the Company's issuance of convertible corporate bonds to unspecified parties. If the China Securities Regulatory Commission, the	25 May 2022	long term	Under normal fulfilment

			Shenzhen Stock Exchange and other regulatory bodies make a decision on the measures to fill the return and the other new regulatory requirements for its undertakings, and if the said undertakings do not satisfy such requirements of the regulator, the Company/ the The person undertakes to issue additional undertakings at that time in accordance with the latest regulations of the regulator.			
Commitments made at the time of initial public offering or refinancing	Kintaiba, Gutai Hong Kong, Kinte Hong Kong, and Tecnon Cyboe.	Other commitments	(1) If we have reduced our shareholding in the issue of convertible bonds in the six months prior to the first day of the issue of convertible bonds (the date of the announcement of the prospectus) In the case of pedestrian shares, we undertake not to participate in the subscription of the convertible bonds and will not entrust other entities to participate in the subscription of the convertible bonds. Sub-convertible bond subscription; (2) If we are not able to issue the Convertible Bonds on the first day of the issue (the Prospectus Announcement), we will not be able to issue the Convertible Bonds.	2023 08 August	long term	Under normal fulfilment

			(Date) No reduction in holdings in the six months prior to the date of In the case of the Issuer's shares, we will decide whether to participate in the subscription of the convertible bonds according to the market situation, and if the subscription is successful, we will not participate in the subscription of the convertible bonds. The Company undertakes to strictly comply with the requirements of relevant laws and regulations on short-term trading, and from the first day of the issuance of the convertible bonds. （The Company will not reduce its shareholding and subscription of the Company's shares within six months from the date of the announcement of the Prospectus to the completion of the issue of the convertible bonds. of this convertible bond; (3) In the event that we fail to fulfil the above commitments in relation to the issue of convertible bonds, the proceeds therefrom to the company and shall bear the legal responsibility arising therefrom in accordance with the law.			

Commitments made at the time of initial public offering or refinancing	YE Xiaobo, ANGELICA PG HU, Xu Laigen, He Feng, Ji Weibin, Li Wengui, Xu Hong Wu Jun, Wu Bo Fan, Yin Kai Jun, Ruan Jin Man	Other commitments	(1) I undertake not to transfer benefits to other units or individuals without compensation or on unfair terms, or to use Otherwise harming the company's interests; (2) I undertake to exercise restraint in my spending behaviour in my office; (3) I undertake not to use the Company's assets to engage in investment or consumption activities unrelated to the performance of my duties; (4) I undertake that the remuneration system formulated by the Board of Directors or the Remuneration and Evaluation Committee will be in line with the Company's measures to fill in the returns. (c) Linking of the implementation of the programme of work to the implementation of the programme of work of the United Nations; (5) If the Company implements the Equity Incentive Scheme in the future, I undertake that the exercise conditions of the Equity Incentive Scheme will be the same as those of the Company. The implementation of return-filling measures is linked; (6) I undertake to effectively fulfil the relevant measures for filling in the return as well as this undertaking formulated by the Company, and if I violate this undertaking, I shall be liable to the Company for any loss or damage arising out of such breach. If the Company or its shareholders suffer any losses as a result of the failure or refusal to fulfil this undertaking, the Company agrees that it shall, in accordance with the laws, regulations and the securities regulatory authorities, be entitled to the following penalties The relevant provisions of the Organisation's rules and regulations shall apply to the relevant legal responsibility; (7) From the issuance of this undertaking to the completion of the Company's issuance of convertible corporate bonds to unspecified parties. If the China Securities Regulatory Commission, the	2023 08 August	long term	Under normal fulfilment

			Shenzhen Stock Exchange and other regulatory bodies make a decision on the measures to fill the return and the In the event of any other new regulatory requirements of his/her undertaking and the said undertaking fails to satisfy such requirements of the regulator, I undertake to Novo will issue additional commitments at that time, in accordance with the latest regulations of the regulator.			
Commitments made at the time of initial public offering or refinancing	YE Xiaobo, ANGELICA PG HU, Xu Laigen, He Fenghuang, Ji Weibin, Li	Other commitments	(1) I undertake not to participate in the subscription of this convertible bond issue of the Company, nor through my spouse and parents, The accounts of children and others participate in the subscription of the convertible bond issue; (2) It is my true intention to renounce the subscription of this convertible bond issue.	17 July 2023	7 August 2023	run out
	Wen Gui, Xu Hong Wu Jun, Wu Bofan, Yin Kaijun, Ruan Jinman Yu Zhenjin, Lu Feng Or		I have failed to fulfil the above With regard to the commitment of this convertible bond issue, the proceeds therefrom shall belong to the Company and shall be borne by the Company in accordance with the law. of legal responsibility.			

Initial public offering or Commitments made at the time of refinancing	Ningbo DAYE Garden Equipment Co.	Other commitments	The Company undertakes that at the end of each period after filing, it will continue to satisfy the cumulative bond balance after the completion of the issue not exceeding the most recent period of The requirement of 50 per cent of net assets at the end of the year.	2023 08 August	long term	Under normal fulfilment
Share Incentive Commitments	Ningbo DAYE Garden Equipment Co.	/	Not to provide loans and any other form of financial assistance, including guaranteeing loans, to Incentive Participants for the acquisition of the relevant Restricted Shares pursuant to this Incentive Plan.	26 October 2021	24 May 2026	normal fulfilment middle
Share Incentive Commitments	All incentive recipients	/	All the incentive recipients of the Company undertake that, if the Company is not eligible for the granting of interests or the exercise of interest arrangements due to false records, misleading statements or material omissions in the disclosure documents, the incentive recipients will be subject to this Incentive Scheme from the time the relevant disclosure documents are confirmed to contain false records, misleading statements or material omissions. All benefits received from the programme are returned to the company.	26 October 2021	long term	Under normal fulfilment
Whether commitments are fulfilled on time classifier for objects in rows such as words	be					

2. If there is a profit forecast for the company's assets or projects, and the reporting period is still in the profit forecast period, the company will explain that the assets or projects have reached the original profit forecast and the reasons for it.

☐ Applicable ☑ Not applicable

II. Non-operational appropriation of funds by controlling shareholders and other connected parties to the listed company

☐ Applicable ☑ Not applicable

There was no non-operational appropriation of funds by controlling shareholders and other related parties to the listed company during the reporting period.

III. Violations of external guarantees

☐ Applicable ☑ Not applicable

There were no irregularities in the Company's external guarantees during the reporting period.

IV. Explanation by the Board of Directors on the situation relating to the latest "non-standard audit report"

☐ Applicable ☑ Not applicable

V. Explanations by the Board of Directors, the Supervisory Committee and the Independent Directors (if any) on the "Non-standard Audit Report" of the Accounting Firm for the Reporting Period

☐ Applicable ☑ Not applicable

VI. Explanation by the Board of Directors on the changes in accounting policies, accounting estimates or corrections of significant accounting errors during the reporting period

☑Applicable ☐Not applicable

From 1 January 2023, the Company has implemented the "Interpretation of Enterprise Accounting Standard No. 16" issued by the Ministry of Finance, "Accounting for Deferred Taxes on Assets and Liabilities Arising from Individual Transactions Not Subject to the Exemption from Initial Recognition", and this change in accounting policy has no impact on the Company's financial statements.

VII. Explanation of changes in the scope of consolidation compared with the previous year's financial report

☐ Applicable ☑ Not applicable

There were no changes in the scope of the Company's consolidated statements during the reporting period.

VIII. Appointment and dismissal of accounting firms

Accounting firm currently engaged

Name of domestic accounting firm	Tianjian Accounting Firm (Special General Partnership)
Domestic accounting firm remuneration ($ million)	80
Number of consecutive years of audit services by domestic accounting firms	6
Name of Certified Public Accountant of Domestic Accounting Firm	Huang Yuanxi, Tang Zheren
Number of consecutive years of auditing services by certified public accountants of domestic accounting firms	2, 3

Whether to change to an accounting firm

Yes ☑No

Engagement of internal control audit accounting firms, financial advisers or sponsors

☐ Applicable ☑ Not applicable

IX. Facing delisting after disclosure of the annual report

☐ Applicable ☑ Not applicable

X. Matters relating to insolvency reorganisation

☐ Applicable ☑ Not applicable

There were no matters related to bankruptcy and reorganisation in the reporting period of the Company.

XI. Significant litigation and arbitration matters

☑Applicable ☐Not applicable

Litigation (Arbitration) Basics	Amount involved ($ million)	Whether a projected liability has arisen	Progress in litigation (arbitration)	Outcome and impact of litigation (arbitration) proceedings	Enforcement of litigation (arbitration) judgements	Date of disclosure	Disclosure Index

May 2020 26 MTD Products, Inc. filed petitions with the U.S. Department of Commerce and the U.S. International Trade Commission (ITC) requesting the initiation of antidumping and countervailing investigations of walk-behind gasoline lawn mowers (up to and including 196cc displacement) originating in China, and of antidumping investigations of the foregoing products originating in Viet Nam. 2020 June 2020 On 16 March, the U.S. Department of Commerce announced that it had filed a case and initiated a "double reverse"	0	clogged	United States International Trade Commission (USITC) （The ITC has issued final antidumping and countervailing rulings on walk-behind lawn mowers imported from China and Vietnam, finding that the dumping and government subsidies caused substantial injury to the domestic industry in the U.S. The ITC's final rulings were published in the Federal Register (FR), and the final measures became effective on the date of publication. The U.S. Department of Commerce will issue a levy order to the U.S. Customs Service to collect the anti-dumping and countervailing deposits based on the results of the aforementioned final ruling. Starting from 9 July 2021, the Company will be required to pay deposits at an anti-dumping duty rate of 88.14% and a countervailing duty rate of 14.17% when exporting gasoline lawnmower products to the United States. On 7 September 2022, MTD filed its third application for an anti-circumvention investigation based on its response to the DOC's questioning.2022 On 21 October 2022, the DOC decided to formally initiate an investigation into the anti-circumvention of the Chinese companies involved in the case.2022 On 27 October 2022, the investigation was published in the U.S. Federal Register and became effective.	final ruling	conclude a case	2024 02 08th of January	For details, please refer to Juchao Information Website (http://www.cninfo.com.cn) February 2024 Disclosure on 8 Announcement of the Results of the Final Ruling on the First Administrative Review of the Countervailing Duty Ruling of the United States on China's Walk-behind Gasoline Lawnmowers (No. 2024-005)

investigation into the case.			On 28 July 2023, the U.S. Department of Commerce issued its initial ruling in this case, finding that the Company's 2020 The range of subsidies is 10.58 per cent.				
			The range of subsidies for the period 2021 is 9.46 per cent. February 2024 The U.S. Department of Commerce issued a final ruling in the case, finding that the company's subsidy margin for the 2020 period was reduced from the initial ruling rate of 10.58 per cent to 9.12 per cent. The subsidy margin for the period 2021 was reduced from the initial rate of 9.46 per cent to 8.57 per cent. In accordance with the U.S. rules for administrative review investigations, the				

			results of this final tariff rate were published in the Federal Register on 6 February 2024 Entered into force and implemented as of				
October 2022 On 21 October, the DOC decided to formally initiate an anti-circumvention investigation into the Chinese companies involved in the case.2022 On 27 October, the investigation was published in the U.S. Federal Register and became effective.	0	clogged	DOC 21 October 2022 A public notice was issued to formally open an investigation into the case. 27 February 2023 DOC Preliminarily, it was determined that engine-less lawnmowers were the products expressly excluded from the scope of duty in the original investigation, and an announcement was made of the proposed conclusion of this anti-circumvention investigation. DOC 17 July 2023 Issuance of a final decision in this case, formally dismissing this anti-circumvention investigation, effective 21 July 2023, as published in the US Federal Register.	final ruling	conclude a case	2023 07 25th of January	For details, please refer to Juchao Information Website (http://www.cninfo.com.cn) July 2023 25th disclosure Announcement on the Termination of the Anti-circumvention Investigation on China's Walk-behind Gasoline Lawnmowers by the United States (No.: 2023-0007) 046)
November 2023 3 Glebe (Jiangsu) Co., Ltd. against the Company and Zhejiang Tmall Network Co. Trademark infringement	1,000	clogged	Not yet in session	/	/		

by the Division							

XII. Penalties and rectification

☐ Applicable ☑ Not applicable

There were no penalties or corrective actions taken by the company during the reporting period.

XIII. Integrity of the Company, its controlling shareholders and de facto controllers

☐ Applicable ☑ Not applicable

XIV. Significant connected transactions

1. Connected transactions related to daily operations

☐ Applicable ☑ Not applicable

The Company did not have any connected transactions related to daily operations during the reporting period.

2. Connected transactions arising from the acquisition or disposal of assets or equity interests

☐ Applicable ☑ Not applicable

The Company did not engage in any connected transactions for the acquisition or disposal of assets or equity interests during the reporting period.

3. Connected transactions for joint foreign investment

☐ Applicable ☑ Not applicable

The Company did not have any connected transactions of joint foreign investment during the reporting period.

4. Related debt transactions

☐ Applicable ☑ Not applicable

The Company had no related debt transactions during the reporting period.

5. Transactions with finance companies with which a relationship exists

☐ Applicable ☑ Not applicable

There are no deposits, loans, credit or other financial operations between the Company and the finance companies with which it has a relationship and the related parties.

6. Transactions between the finance company controlled by the company and related parties

☐ Applicable ☑ Not applicable

There are no deposits, loans, credit facilities or other financial operations between the Company's holding company, the Finance Company, and related parties.

7. Other significant connected transactions

☐ Applicable ☑ Not applicable

The Company had no other material connected transactions during the reporting period.

XV. Significant contracts and their performance

1. Status of trusteeship, contracting and leasing matters

(1) Hosting situation

☐ Applicable ☑ Not applicable

The company was not in escrow during the reporting period.

(2) Contractual situation

☐ Applicable ☑ Not applicable

There were no contracting situations in the company's reporting period.

(3) Rental situation

☑Applicable
☐Not
Applicable
Lease
description

On 26 August 2020, DAYE NORTH AMERICA leased a 310,128 sq. ft. warehouse in Ladson, South Carolina, USA from RW STONEY LADSON INDUSTRIAL OWNER IV, LLC, near the ports of Charleston and Savannah. The lease is for the construction of an offshore warehouse and the establishment of an in-house logistics and warehousing system. The lease term is 5 years and the rent is US$1,659,184.80, US$1,708,805.28, US$1,761,527.04, US$1,814,248.80, and US$1,870,071.84 for each 12-month period.

On 26 May 2023, DAYE North America renewed its Lease Agreement with STOCKBRIDGE 77 CORPORATE PARK, LLC. The agreement provides that the lessor will continue to lease the 11,223 square foot leased premises located at 3400 St. Vardell Lane, Charlotte, North Carolina to DAYE North America for a new term from 1 June 2023 to 31 May 2024, and that the lessor will continue to lease the premises to DAYE North America for a new term from 1 June 2023 to 31 May 2024, and that DAYE North America will continue to lease the premises to STOCKBRIDGE 77 CORPORATE PARK, LLC. Per

Monthly rent of US$ 15,899.25.

On 1 March 2021, DAYE THAILAND and WHA EASTERN SEABOARD INDUSTRIAL ESTATE COMPANY

LIMITED entered into a House Lease Agreement. The contract stipulates that the lessor leases the house located at 911/27, 911/28 Moo 5 Tambol Khao Khan Song, Amphur Sriracha, Chonburi, ThailandIN The Industrial Estate, with a rented area of 8,309 square metres, for the use of Dae Yeh Thailand for a term of 1 March 2021 to 29 February 2024, and that the lessor will not lease the house for the use of Dae Yeh Thailand. The lease term is from 1 March 2021 to 29 February 2024. Monthly rent is 1,620,255 Baht.

The contract was terminated in September 2023.

On 21 February 2023, the Company entered into a Plant Lease Contract with Ningbo Fuyu Paper Industry Co Ltd, whereby the Company, as the lessor, will Plant No. 3 located at No. 3 Customs Road, Yuyao City is leased to Fuyu Paper. The lease period of the plant is from 1 April 2023 to 3 March 2028

31st of January.

On 12 June 2023, the Company entered into a Plant Lease Contract with Yuyao One Point Trading Company Limited, whereby the Company as the lessor will Part of the factory building located at No. 28 Jinfeng Road, Yuyao City is leased to Bit Trade with a lease area of 1,668 square metres and a lease term of 1 August 2023

The Committee on Economic, Social and Cultural Rights is of the view that it is important to ensure that the Government of the Republic of Moldova is able to provide the necessary support for the implementation of the Convention.

On 12 June 2023, the Company entered into a Plant Lease Contract with Yuyao Floating Cloud Trading Company Limited, whereby the Company as the lessor will Part of the factory building located at No. 28 Jinfeng Road, Yuyao City is leased to Floyd Trading with a lease area of 1,000 square metres and a lease term of 1 August 2023

The Committee on Economic, Social and Cultural Rights is of the view that it is important to ensure that the Government of the Republic of Moldova is able to provide the necessary support for the implementation of the Convention.

On 17 August 2023, the Company entered into a tripartite lease agreement with Ningbo Lingxin Home Furnishings Company Limited and Ningbo Sabo New Materials Company Limited Ltd. as the lessor of the factory building located at No. 32 Binhai Avenue, Sino-Italian Ningbo Eco-Park, Yuyao City.

The lease period is from 1 September 2023 to 31 August 2026, with a leased area of 9,000 square metres.

Items that generate gains or losses for the company amounting to 10 per cent or more of the company's total profit for the reporting period

☐ Applicable ☑ Not applicable

The Company did not have any leasing projects that brought gains or losses to the Company amounting to more than 10 per cent of the Company's total profit for the reporting period.

2. Significant guarantees

☑Applicable ☐Not applicable

Unit: $ million

External guarantees of the Company and its subsidiaries (excluding guarantees to subsidiaries)										
Name of security object	Date of disclosure of announcement relating to the guarantee amount	guarantee	Actual date of occurrence	Actual guarantee amount	Type of guarantee	collateral (if any)	Counter-guarantees (if any)	guarantee period	Completion of fulfilment	Whether guarantee for related parties
Corporate guarantees to subsidiaries										
Name of security object	Date of disclosure of announcement relating to the guarantee amount	guarantee	Actual date of occurrence	Actual guarantee amount	Type of guarantee	collateral (if any)	Counter-guarantees (if any)	guarantee period	Completion of fulfilment	Whether guarantee for related parties
Leader Intelligence		10,000	27 November 2018	8,278	collateral	immovables	not have	27 November 2018 to 23 September 2023	be	clogged
Leader Intelligence	2021 April 20 days	20,000	12 January 2022	1,500	collateral	immovables	not have	27 November 2018 to 23 September 2023	be	clogged
			06 December 2022	990	collateral	immovables	not have	27 November 2018 to 23 September 2023	be	clogged
			30 May 2022	10,000	General warranty, set-off	immovables	not have	9 May 2022 to 8 May 2025	be	clogged

					mortgages					
Leader Intelligence	2022 April 19th	20,000	12 January 2023	1,500	collateral	immovables	not have	15 November 2022 to 30 October 2023 date	be	clogged
			22 March 2023	4,000	collateral	immovables	not have	15 November 2022 to 30 October 2023 date	be	clogged
			15 December 2022	230	general guarantee admonish		not have	21 September 2022-20 September 2023	be	clogged
			19 December 2022	230	general guarantee admonish		not have	21 September 2022-20 September 2023	be	clogged
			21 December 2022	230	general guarantee admonish		not have	21 September 2022-20 September 2023	be	clogged
			26 December 2022	230	general guarantee admonish		not have	21 September 2022-20 September 2023	be	clogged
			26 December 2022	99	general guarantee admonish		not have	21 September 2022-20 September 2023	be	clogged
			29 December 2022	298	general guarantee admonish		not have	21 September 2022-20 September 2023	be	clogged
			10 January 2023	387	general guarantee admonish		not have	21 September 2022-20 September 2023	be	clogged
			10 January 2023	335	general guarantee admonish		not have	21 September 2022-20 September 2023	be	clogged
			13 February 2023	1,981.8	general guarantee admonish		not have	21 September 2022-20 September 2023	be	clogged
			07 March 2023	97	general guarantee admonish		not have	21 September 2022-20 September 2023	be	clogged

			08 March 2023	294	general guarantee admonish		not have	21 September 2022-20 September 2023	be	clogged
			16 March 2023	567	general guarantee admonish		not have	21 September 2022-20 September 2023	be	clogged
			15 March 2023	97	general guarantee admonish		not have	21 September 2022-20 September 2023	be	clogged
			10 January 2023 To 28 April 2023 date	3,612.7	collateral	immovables	not have	15 November 2022 to 30 October 2023 date	be	clogged
			17 March 2023	3,000	general guarantee admonish	not have	not have	9 March 2023 to 9 March 2026	clogged	clogged
Leader Intelligence	April 2023 18th	42,085	23 May 2023	3,000	General warranty, set-off mortgages	immovables	not have	9 May 2022 to 8 May 2025	be	clogged
			29 May 2023	4,000	General warranty, set-off mortgages	immovables	not have	9 May 2022 to 8 May 2025	be	clogged
			28 August 2023	20,000	collateral	immovables	not have	9 August 2023 to 8 August 2028	clogged	clogged
			19 May 2023 Until 5 July 2023	2,417.1	collateral	immovables	not have	15 November 2022 to 30 October 2023 date	be	clogged
			08 June 2023	2,900	general guarantee admonish	not have	not have	21 September 2022-20 September 2023	be	clogged
			24 November 2023	1,136	general guarantee admonish	not have	not have	23 November 2023 to 23 November 2033 date	clogged	clogged
			17 October 2023 To 13 November 2023	1,669.76	General	not have	not have	7 October 2023 to 6 October 2024	clogged	clogged

			date		Guarantee					
			24 August 2023 Until 14 September 2023 date	869.7	collateral	immovables	not have	15 November 2022 to 30 October 2023 date	clogged	clogged
			15 June 2023 Until 20 July 2023 date	1,320.35	collateral	immovables	not have	15 November 2022 to 30 October 2023 date	be	clogged
Big Leaf Supply Chain	April 2023 18th	40,000	23 November 2023	1,000	general guarantee admonish	not have	not have	21 November 2023 to 21 November 2028 date	clogged	clogged
			16 May 2023 Until 24 August 2023 date	2,939.4	General Guarantee	not have	not have	15 May 2023 to 15 May 2026	be	clogged
			03 July 2023 Until 25 December 2023 date	4,798.34	General Guarantee	not have	not have	15 May 2023 to 15 May 2026	clogged	clogged
Daeye Electronics commercial affairs	April 2023 18th	10,000		0		not have	not have		clogged	clogged
Euphorbiaceae (botany) elder brother	April 2023 18th	30,000		0		not have	not have		clogged	clogged
North America (botany)	April 2023 18th	20,000		0		not have	not have		clogged	clogged
Total amount of guarantees approved for subsidiaries during			120,000	Reporting period to subsidiaries Total actual						61,922.15

the reporting period (B1)			incidence of guarantees (B2)							
Total amount of approved guarantees to subsidiaries at the end of the reporting period (B3)		120,000	Total actual guarantee balance for subsidiaries at the end of the reporting period (B4)							32,473.8
Guarantees given by subsidiaries to subsidiaries										
Name of security object	Date of disclosure of announcement relating to the guarantee amount	guarantee	Actual date of occurrence	Actual guarantee amount	Type of guarantee	collateral (if any)	Counter-guarantees (if any)	guarantee period		Completion of fulfilment	Whether guarantee for related parties
Total corporate guarantees (i.e., total of the first three major items)										
Total amount of guarantees approved during the reporting period (A1+B1+C1)		120,000	Total actual amount of guarantees incurred during the reporting period (A2+B2+C2)							61,922.15
Total amount of guarantees approved at the end of the reporting period (A3+B3+C3)		120,000	Total actual guarantee balance at the end of the reporting period (A4+B4+C4)							32,473.8
Total actual guarantees (i.e. A4+B4+C4) as a percentage of the company's net assets										39.68 per cent
Among them:										
Balance of debt guarantees provided, directly or indirectly, to secured parties with gearing ratios										5,798.34

exceeding 70 per cent (E)	
Total amount of the above three guarantees (D+E+F)	5,798.34

Specification of the use of composite guarantees

3. Delegation of cash asset management

(1) Entrusted financial management

☐ Applicable ☑ Not applicable

The Company did not have any entrusted finance during the reporting period.

(2) Status of entrusted loans

☐ Applicable ☑ Not applicable

The Company did not have any entrusted loans during the reporting period.

4. Other major contracts

☐ Applicable ☑ Not applicable

The company had no other significant contracts during the reporting period.

XVI. Description of other significant matters

☐ Applicable ☑ Not applicable

There are no other significant matters that need to be clarified in the company's reporting period.

XVII. Material matters of the Company's subsidiaries

☐ Applicable ☑ Not applicable

Section VII. Changes in shares and shareholders

I. Changes in shares

1. Changes in shares

Unit: shares

	Before this change		Increase/decrease (+, -) in current changes					After this change	
	quantities	proportions	issue new shares	a share grant	conversion of provident fund	the rest	Subtotal	quantities	proportions
I. Restricted shares	105,000,000	65.63 per cent				-105,000,000	-105,000,000	0	0.00 per cent
1. State shareholding									
2. State-owned legal persons holding thigh									
3. Other domestic holdings thigh	61,800,000	38.62 per cent				-61,800,000	-61,800,000	0	0.00 per cent
Of which: shares held by domestic legal persons	61,800,000	38.62 per cent				-61,800,000	-61,800,000	0	0.00 per cent
Held by domestic natural persons thigh									
4. Foreign shareholding	43,200,000	27.00 per cent				-43,200,000	-43,200,000	0	0.00 per cent
Of which: Overseas legal entities holding shares	43,200,000	27.00 per cent				-43,200,000	-43,200,000	0	0.00 per cent
Overseas natural persons holding thigh									

II. Unlimited shares	55,000,000	34.38 per cent				105,000,000	105,000,000	160,000,000	100.00 per cent
1. RMB General thigh	55,000,000	34.38 per cent				105,000,000	105,000,000	160,000,000	100.00 per cent
2. Domestically listed foreign shares									
3. Foreign shares listed abroad									
4. Other									
III. Total number of shares	160,000,000	100.00 per cent						160,000,000	100.00 per cent

Reasons for changes in shares

☑Applicable ☐Not applicable

During the reporting period, a portion of 105,000,000 shares (65.6250 per cent of the total share capital of the Company) issued before the initial public offering of the Company were subject to a lock-up period of 36 months from the date of listing and trading of the Company's shares on the GEM Board of the Shenzhen Stock Exchange, and such portion of the shares subject to the lock-up will be issued in September 2023

The lock-up period will expire on 12 September 2023 and the Company will be listed on the Stock Exchange of Hong Kong Limited. For details, please refer to the information disclosed on 11 September 2023 on the website of Julius Baer.

(http://www.cninfo.com.cn) "Announcement on Release of Shares Issued before Initial Public Offering from Restriction and Listing and Circulation" (Announcement no: 2023-059).

Approval of share changes

☐ Applicable ☑ Not applicable

Transfers of share changes

☐ Applicable ☑ Not applicable

Effect of share changes on financial indicators such as basic and diluted earnings per share and net assets per share attributable to ordinary shareholders of the Company for the latest year and the latest period

☐ Applicable ☑ Not applicable

Other disclosures deemed necessary by the Company or required by securities regulators

☐ Applicable ☑ Not applicable

2. Changes in restricted shares

☑Applicable ☐Not applicable

Unit: shares

Name of Shareholder	Number of restricted shares at the beginning of the period	Increase in the number of restricted shares during the period	Number of shares released from lock-up during the period	Number of restricted shares at the end of the period	Reason for selling restriction	Release Date
Zhejiang Jindaye control joint-stock limited company	52,800,000	0	52,800,000	0	Already in place in September 2023 12 Release of restrictions on sale	12 September 2023
Gutai International Hong Kong limited company	28,800,000	0	28,800,000	0	Already in place in September 2023 12 Release of restrictions on sale	12 September 2023
KINGDOM INTERNATIONAL Holding Company Limited	14,400,000	0	14,400,000	0	Already in place in September 2023 12 Release of restrictions on sale	12 September 2023
Yuyao Dechuang Junbo Investment Partnership (limited partnership)	9,000,000	0	9,000,000	0	Already in place in September 2023 12 Release of restrictions on sale	12 September 2023
add up the total	105,000,000	0	105,000,000	0	--	--

II. Issuance and listing of securities

1. Issuance of securities (excluding preference shares) during the reporting period

☑Applicable ☐Not applicable

shares and their Name of Derivative Securities	Issue date	issue price (or interest rate)	Number of issues	Launch date	Number of Approvals for Listing and Trading	Transaction termination date	Disclosure Index	Date of disclosure
share class								
Convertible corporate bonds, separately traded convertible corporate bonds, corporate bond class								
publicly convertible debentures	2023 07 17th of January	par value Renminbi (RMB) $100, ticket face rate (e.g. interest rate on a loan) For: First 0.20 per cent per annum second year 0.40 per cent, para.	4,760,312 sheet of paper	2023 08 08th of January	4,760,312 sheet of paper	2029 07 16th of March	See Juchao information network (www.cninfo.com.cn) disclosed Ningbo University Leaf Landscaping preparedness	2023 08 01st day of the month
		third year 0.60 per cent, para. four-year 1.70 per cent, para. five-year 2.80 per cent, para. six years 3.50 per cent.					limited company creation departures from the mainland China market (i.e. shortages of jobs) specified target convertible convertible bonds (finance) securities listed company (public) report	

							No.: 2023-048), etc. relevant announcement	
Other derivative securities category								

Description of securities issued during the reporting period (excluding preference shares)

On 18 January 2023, the Company disclosed the Announcement on the Application for Issuance of Convertible Corporate Bonds to Unspecified Objects Obtaining the Approval for Registration from the China Securities Regulatory Commission (CSRC), in which the Company obtained the Approval for Issuance of Convertible Corporate Bonds to Unspecified Objects by Ningbo DAYE Garden Equipment Co.
On 17 July 2023, the Company issued 4,760,312 convertible bonds to unspecified parties, each with a nominal value of RMB100 and a total issuance amount of RMB476,031,200, with a coupon rate of 0.20% in the first year, 0.40% in the second year, 0.60% in the third year, 1.70% in the fourth year and 2.80% in the fifth year, and 3.50% in the sixth year. The coupon rate is 0.20% in the first year, 0.40% in the second year, 0.60% in the third year, 1.70% in the fourth year, 2.80% in the fifth year and 3.50% in the sixth year. As agreed by the Shenzhen Stock Exchange, the company's RMB 47,603.12 million convertible bonds will be listed and traded on the Shenzhen Stock Exchange from 8 August 2023, with the bond abbreviation of "DAYE Convertible Bonds" and the bond code of "123205". For details of the above, please refer to the relevant documents disclosed by the Company on the Juchao Information Website (www.cninfo.com.cn).

2. Explanation of changes in the total number of shares and shareholder structure of the Company, and changes in the structure of the Company's assets and liabilities

☐ Applicable ☑ Not applicable

3. Existing internal employee shares

☐ Applicable ☑ Not applicable

III. Shareholders and de facto controllers

1. Number of shareholders and shareholdings of the Company

Unit: shares

Total number of ordinary shareholders at the end of the reporting period	14,008	Total number of ordinary shareholders at the end of the previous month before the annual report	13,337	Total number of preference shareholders with voting rights restored at the end of the reporting period (if any) (refer to Note 9)	0	Total number of preference shareholders with voting rights restored at the end of the previous month before the annual report disclosure date (if any) (see note	0	Total number of shareholders holding special voting shares (if any)	0

		disclosure date				9)			
Shareholdings of shareholders holding more than 5% of the shares or top 10 shareholders (excluding shares lent through the swap)									
Name of Shareholder	Nature of shareholders	percentage of shareholding	Number of shares held at the end of the reporting period	Changes during the reporting period	Number of shares held with limited selling conditions	Number of shares held under unlimited conditions of sale	Pledged, marked or frozen		
							shareholding	quantities	
Zhejiang Jindaye Holding Co. limited company	Domestic non-state law man	33.00 per cent	52,800,000	0	0	52,800,000	inapplicable	0	
Gutai Hong Kong	extraterritoriality	18.00 per cent	28,800,000	0	0	28,800,000	inapplicable	0	
International Limited firms	man								
KINGDOM INTERNATIONAL HOLDINGS, HONG KONG limited company	Overseas legal persons	9.00 per cent	14,400,000	0	0	14,400,000	inapplicable	0	
Yuyao Dechuang Junbo Investment Partnership (Limited Partnership) (group)	Domestic non-state legal persons	5.63 per cent	9,000,000	0	0	9,000,000	inapplicable	0	

Ningbo Meishan Free Trade Port Zone Hengfeng Zongchuang Investment Partnership (with (limited partnership)	Domestic non-state legal persons	1.63 per cent	2,611,000	-787,000	0	2,611,000	inapplicable	0
Jiao Haiwu (1913-1998), communist politician	self-sustaining natural person	0.69 per cent	1,099,565	988,065	0	1,099,565	inapplicable	0
Bank of China Limited - Dacheng Jinghen g Mixed Securities Investment funds	the rest	0.64 per cent	1,029,400	965,800	0	1,029,400	inapplicable	0
Suzhou Zhengyuan Xinyi Asset Management Company Limited - Zhengyuan Xinyi Monthly Open II Private Placement Securities Investment funds	the rest	0.49 per cent	787,000	787,000	0	787,000	inapplicable	0
Everbright Securities Co. firms	State-owned legal person	0.37 per cent	597,577	560,342	0	597,577	inapplicable	0

Huatai Financial Holdings (Hong Kong) Limited - China Power Fund generic term for lustrous and ductile metals	Overseas legal persons	0.36 per cent	581,500	581,500	0	581,500	inapplicable	0
Strategic investors or general corporations in the top 10 shareholders as a result of the placing of new shares, if any (refer to Note 4)	inapplicable							
Description of the above shareholders' affiliation or concerted action	The shareholders, namely Zhejiang Jindaye Holding Company Limited, Hong Kong Gutai International Company Limited, Hong Kong Kind International Holdings Limited and Yuyao Dechuang Junbo Investment Partnership (Limited Partnership), are controlled by the same actual controller, Ye Xiaobo, and are acting in concert. Apart from that, the Company does not know whether other shareholders are related to each other, nor does it know whether they belong to the "Administrative Measures for the Takeover of Listed Companies". Provision for persons acting in concert.							
Explanation of the above shareholders involved in proxy/trusted voting rights and waiver of voting rights	inapplicable							
Special note on the existence of repurchase accounts among the top 10 shareholders (if any) (see note 10)	inapplicable							

Shareholdings of the top 10 shareholders with unlimited sales conditions			
Name of Shareholder	Number of unlimited shares held at the end of the reporting period	Type of shares	
		Type of shares	quantities
Zhejiang Jindaye Holding Co. firms	52,800,000	Renminbi ordinary shares	52,800,000
Hong Kong Gutai International Limited department (under a ministry)	28,800,000	Renminbi ordinary shares	28,800,000

Hong Kong KINGDOM INTERNATIONAL HOLDINGS Co. limited company	14,400,000	Renminbi ordinary shares	14,400,000
Yuyao Dechuang Junbo Investment Co. Partnership (Limited Partnership)	9,000,000	Renminbi ordinary shares	9,000,000
Ningbo Meishan Free Trade Port Zone Hengfeng Zongchuang Investment Partnership (limited partnership)	2,611,000	Renminbi ordinary shares	2,611,000
Jiao Haiwu (1913-1998), communist politician	1,099,565	Renminbi ordinary shares	1,099,565
Bank of China Limited - Dacheng Jingheng Hybrid Securities investment funds	1,029,400	Renminbi ordinary shares	1,029,400
Suzhou Zhengyuan Xinyi Asset Management Company Limited - Zhengyuan Xinyi Monthly Open II Private Placement Certificates voucher investment fund	787,000	Renminbi ordinary shares	787,000
Everbright Securities Co. department (under a ministry)	597,577	Renminbi ordinary shares	597,577
Huatai Financial Holdings (Hong Kong) Limited - China Power Fund	581,500	Renminbi ordinary shares	581,500
between the top 10 shareholders with unlimited shares outstanding, and between the top 10 shareholders with unlimited shares outstanding. Description of affiliation or concerted action between the Company and its top 10 shareholders	The shareholders, namely Zhejiang Jindaye Holding Company Limited, Hong Kong Gutai International Company Limited, Hong Kong Jinde International Holdings Limited and Yuyao Dechuang Junbo Investment Partnership (Limited Partnership), are controlled by the same actual controller, Ye Xiaobo, and are parties acting in concert. Apart from that, the Company does not know whether there is any connection between the other shareholders or whether they are parties acting in concert as stipulated in the Administrative Measures for Takeovers of Listed Companies.		

Description of shareholders participating in financing and securities financing business (if any) (see note 5)	Jiao Haiwu, a shareholder of the Company, holds 0 shares through an ordinary securities account, which is guaranteed by Everbright Securities Co. 1,096,065 shares were held in a securities account, totalling 1,099,565 shares.

Participation of top ten shareholders in lending of shares in the transfer business

☐ Applicable ☑ Not applicable

Change in the top ten shareholders from the previous period

☑Applicable ☐Not applicable

Unit: shares

Changes in the top ten shareholders from the end of the previous period					
Name of shareholder (full name)	Additions/withdrawals during the reporting period	Number of shares lent and not yet returned on the transfer facility at the end of the period		Shareholders' general and credit accounts at the end of the period Number of shares held and shares lent on transfer and not yet returned	
		Total number	Percentage of total share capital	Total number	Percentage of total share capital
Jiao Haiwu (1913-1998), communist politician	additional	0	0.00 per cent	1,099,565	0.69 per cent
Bank of China Limited - Dacheng Jingheng Mixed Securities Investment Fund	additional	0	0.00 per cent	1,029,400	0.64 per cent
Suzhou Zhengyuan Xinyi Asset Management Company Limited - Zhengyuan Xinyi Monthly Opening II Private Placement Securities investment funds	additional	0	0.00 per cent	787,000	0.49 per cent
Everbright Securities Co.	additional	0	0.00 per cent	597,577	0.37 per cent
Huatai Financial Holdings (Hong Kong) Limited Division - China Power Fund	additional	0	0.00 per cent	581,500	0.36 per cent
Chen Haihua (1875-1905), anti-Qing revolutionary and martyr	abort	0	0.00 per cent	uncharted	uncharted
Zhang Jianfei	abort	0	0.00 per cent	uncharted	uncharted
China Construction Bank Corporation - BOCOM Schroder Economic New Dynamic Mixed Securities investment funds	abort	0	0.00 per cent	uncharted	uncharted
Ong Ai Xiang (1935-), Chinese actress	abort	0	0.00 per cent	uncharted	uncharted
China Merchants Bank Co., Ltd - BOCOM Schroder Innovation Leader Mixed Securities Investment funding fund	abort	0	0.00 per cent	uncharted	uncharted

LEE KIN YUK	abort	0	0.00 per cent	uncharted	uncharted
Greybird School	abort	0	0.00 per cent	356,000	0.22 per cent
Ho Chi Kin (1941-), Hong Kong actor	abort	0	0.00 per cent	uncharted	uncharted
LIXIL Investment Management (Shanghai) Company Limited - LIXIL Huimin Private Equity Investment Fund generic term for lustrous and ductile metals	abort	0	0.00 per cent	uncharted	uncharted
Zhejiang Jindaye Holding Co.	additional	0	0.00 per cent	52,800,000	33.00 per cent
Hong Kong Gutai International Co.	additional	0	0.00 per cent	28,800,000	18.00 per cent
Hong Kong Kinte International Holdings Limited	additional	0	0.00 per cent	14,400,000	9.00 per cent
Yuyao Dechuang Junbo Investment Partnership (limited partnership)	additional	0	0.00 per cent	9,000,000	5.63 per cent

Note: Some shareholders were not listed in the register of top 200 shareholders at the end of the period issued by the China Securities Registrars, and the Company is not aware of their shareholdings.

Whether the company has voting rights differential arrangements

☐ Applicable ☑ Not applicable

Whether the Company's top 10 ordinary shareholders and top 10 ordinary shareholders with unlimited conditions for sale engaged in agreed repurchase transactions during the reporting period

Yes ☑No

The Company's top 10 ordinary shareholders and top 10 ordinary shareholders with unlimited conditions of sale did not engage in agreed repurchase transactions during the reporting period.

2. Controlling shareholders of the Company

Nature of controlling shareholder:
natural person holding, foreign holding Type of controlling shareholder: legal person

Name of controlling shareholder	Legal representative/head of unit	Date of Establishment	Organisation Code	Main business operations
Zhejiang Jindaye Holding Co.	Ye Xiaobo	18 August 2016	91330281ma282gtg8w	Industrial investment, shop and factory rental, wholesale and retail of daily necessities, marketing planning and conference services, real estate development and sales. (Items subject to approval in accordance with the law, can only

				be carried out after approval by the relevant departments) (move)
Equity interests in other domestic and overseas listed companies held and participated in by the controlling shareholder during the reporting period	not have			

Changes in controlling shareholders during the reporting period

☐ Applicable ☑ Not applicable

There was no change in the controlling shareholder of the Company during the reporting period.

3. Actual controllers of the Company and their concert parties

Nature of beneficial owner:
Domestic natural person
Type of beneficial owner:
Natural person

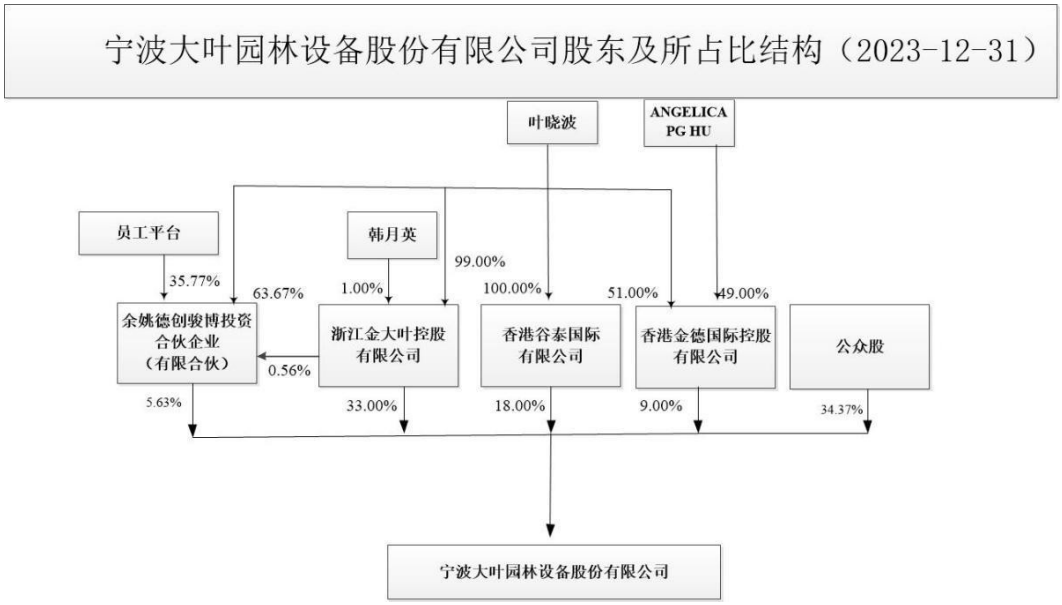
Name of actual controller	Relationship with de facto controller	citizenship	Acquisition of other countries or territories right of abode (law)
Ye Xiaobo	the person himself	sino	clogged
ANGELICA PG HU	Concerted action (including agreements, relatives, same control)	Australia	be
Main occupations and positions	See "Section IV Corporate Governance" of this annual report, "VII Directors, Supervisors and Senior Management", Part II, Employment: "Professional backgrounds, major working experiences and current major positions of the Company's Directors, Supervisors and senior management. Current major positions in the Company Duties."		
Domestic and overseas listed companies in which the Company had a controlling stake in the past 10 years	not have		

Change in beneficial owner during the reporting period

☐ Applicable ☑ Not applicable

There was no change in the actual controller of the Company during the reporting period.

Block diagram of the ownership and control relationship between the Company and the de facto controller



Control of the company by the beneficial owner through trusts or other means of asset management

☐ Applicable ☑ Not applicable

(4) The ratio of the number of shares pledged by the controlling shareholder or the first largest shareholder of the company and the persons acting in concert with him to the number of shares held by him reaches 80%.

□ Applicable ☑ Not applicable

5. Other corporate shareholders holding more than 10 per cent of the shares

☑Applicable □Not applicable

Name of corporate shareholder	Legal representative/head of unit	Date of Establishment	registered capital	Main business operations or management activities
Gutai Hong Kong	Ye Xiaobo	21 December 2009	HK$10,000	Mainly engaged in industrial investment business

6. Restrictions on shareholding reductions by controlling shareholders, de facto controllers, restructuring parties and other committed subjects

☑Applicable ☐Not applicable

For details of the restriction on the reduction of shareholdings of the Company by controlling shareholders and de facto controllers, please refer to "Section VI. Important Matters" and "I. Fulfilment of Commitments" of this report.

IV. Specific implementation of share repurchases during the reporting period

Progress of implementation of share buybacks

☐ Applicable ☑ Not applicable

Progress of the implementation of the reduction of repurchased shares by means of centralised bidding transactions

☐ Applicable ☑ Not applicable

Section VIII. Information on preferred shares

☐ Applicable ☑ Not applicable

There were no preference shares in the company during the reporting period.

Section IX. Bond-related information

☑Applicable ☐Not Applicable

I. Corporate bonds

☐ Applicable ☑ Not applicable

The company did not have corporate bonds during the reporting period.

II. Corporate bonds

☐ Applicable ☑ Not applicable

The company did not have corporate bonds during the reporting period.

III. Debt financing instruments for non-financial corporations

☐ Applicable ☑ Not applicable

The Company did not have any non-financial corporate debt financing instruments during the reporting period.

IV. Convertible corporate bonds

☑Applicable ☐Not applicable

1. Previous adjustments to the conversion price

The initial conversion price of the Company's convertible bonds was RMB20.01 per share, and as at the end of the reporting period, the Company's conversion price was RMB20.01 per share, and there was no adjustment of the conversion price during the reporting period.

2. Cumulative conversions

☐ Applicable ☑ Not applicable

3. Top ten convertible bond holders

serial number	Name of convertible bond holder	Nature of convertible bond holders	Number of convertible bonds held at the end of the reporting period (Sheets)	Amount of convertible bonds held at the end of the reporting period (yuan)	Percentage of convertible bonds held at the end of the reporting period
1	Zhejiang Jindaye Holding Co.	Domestic non-state legal persons	1,570,852	157,085,200.00	33.00 per cent
2	Hong Kong Gutai International Co.	Overseas legal persons	856,828	85,682,800.00	18.00 per cent

3	Hong Kong Kinte International Holdings Limited	Overseas legal persons	428,414	42,841,400.00	9.00 per cent
4	Yuyao Dechuang Junbo Investment Partnership (Limited) (group)	Domestic non-state legal persons	267,759	26,775,900.00	5.62 per cent
5	China Merchants Bank Co., Ltd - Bosera CSI Convertible and Exchangeable Bonds Traded Open-End Index Securities investment funds	the rest	29,070	2,907,000.00	0.61 per cent
6	Shanghai JinTechnetium Private Equity Fund Management Company Limited - Jin 锝尧典 20 号私募证券投资基金	the rest	28,930	2,893,000.00	0.61 per cent
7	Li Qiang (1977-), PRC politician	Domestic natural persons	23,160	2,316,000.00	0.49 per cent
8	Sun Yao (1902-1998), Chinese pioneer nuclear physicist	Domestic natural persons	14,830	1,483,000.00	0.31 per cent
9	China Construction Bank Corporation - Hua Shang Xin Enhanced Bond Fund	the rest	14,740	1,474,000.00	0.31 per cent
10	Zhang Yongguo (1907-1989), Chinese communist leader, a martyr of the Cultural Revolution	Domestic natural persons	12,200	1,220,000.00	0.26 per cent

4. Significant changes in the guarantor's profitability, asset position and credit standing

☐ Applicable ☑ Not applicable

5. The Company's indebtedness at the end of the reporting period, changes in creditworthiness and cash arrangements for debt repayment in future years

During the reporting period, Dongfang Jincheng International Credit Appraisal Co., Ltd. maintained the main credit rating of DAYE's convertible bonds at A+, with a stable rating outlook, and the convertible bonds issued in this issue

The credit rating of the bonds is A+. For details of the relevant indicators of the convertible bonds, please refer to "Section IX, VIII. Major accounting data and financial indicators of the Company for the past two years as at the end of the reporting period" of this report.

V. Losses in the scope of the consolidated statements for the reporting period exceeding 10 per cent of net assets as at the end of the previous year

☑Applicable ☐Not applicable

Project name	Loss situation	Reasons for loss	Impact on the company's production and operations and solvency capacity

Net profit attributable to shareholders of the parent company	During the reporting period, the Company's net profit attributable to the shareholders of the parent company was RMB-17,487.01 million, representing a loss of -18.33% of the net assets at the end of last year.	Main customers in Europe and the United States are in a high inventory stage while increasing efforts to remove inventory, resulting in reduced customer demand, increased sales deductions, a decline in gross profit margins, a decrease in foreign exchange gains arising from fluctuations in foreign currency exchange rates, and new interest expenses on the issuance of convertible bonds to unspecified parties, resulting in finance costs. The increase is due to increased use.	The loss for the reporting period will not affect the normal production and operation of the Company and the repayment of debts as they fall due.

VI. Interest-bearing debt other than bonds overdue at the end of the reporting period

☐ Applicable ☑ Not applicable

VII. Any violation of rules and regulations during the reporting period

Yes ☑No

VIII. Major accounting data and financial indicators of the Company for the past two years as at the end of the reporting period

Unit: $ million

sports event	End of the reporting period	end of previous year	Increase/decrease at the end of the reporting period over the end of the previous year
current ratio	2.03	0.96	111.46%
gearing	73.57 per cent	63.58 per cent	9.99 per cent
quick ratio	1.14	0.32	256.25 per cent
	Current reporting period	same period last year	Increase/decrease in the current reporting period over the same period of the previous year
Net profit after extraordinary gains and losses	-16,370.27	2,741.65	-697.10 per cent

EBITDA All debt ratio	-2.69 per cent	6.79 per cent	-9.48 per cent
Interest coverage multiples	-2.87	1.16	-347.41 per cent
Cash interest coverage multiple	3.99	0.74	439.19 per cent
EBITDA Interest cover multiple	-1.19	3.51	-133.90 per cent
Loan repayment rate	100.00 per cent	100.00 per cent	0.00 per cent
Interest repayment rate	-387.01 per cent	15.93 per cent	-402.94 per cent

Section X. Financial reporting

I. Audit reports

Type of audit opinion	Standard unqualified opinion
Date of signature of the audit report	22 April 2024
Name of auditing body	Tianjian Accounting Firm (Special General Partnership)
Audit report symbol	Tianjian trial [2024].
Name of Certified Public Accountant	Huang Yuanxi, Tang Zheren

Body of the audit report

All shareholders of Ningbo DAYE

Garden Equipment Company

Limited: **I. Audit opinion**

We have audited the financial statements of Ningbo DAYE Garden Equipment Co., Ltd (hereinafter referred to as DAYE), which comprise the consolidated and parent company balance sheets as at 31 December 2023, the consolidated and parent company statements of income, the consolidated and parent company statements of cash flows, and the consolidated and parent company statements of changes in equity for the year 2023, and the related notes to the financial statements.

In our opinion, the accompanying financial statements present fairly, in all material respects, the consolidated and parent company financial position of Big Leaf Corporation as of 31 December 2023 and the consolidated and parent company results of its operations and its cash flows for the year ended 31 December 2023 in conformity with accounting principles generally accepted in the Republic of China.

II. Basis for forming an audit opinion

We conducted our audit in accordance with the provisions of the Standards on Auditing for Certified Public Accountants in China. Our responsibilities under those standards are further described in the section of the audit report entitled "Responsibilities of Certified Public Accountants for the Audit of Financial Statements". In accordance with the Code of Ethics for Certified Public Accountants in China, we are independent of DAYE and have fulfilled our other ethical responsibilities. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

III. Key audit matters

Key audit matters are those matters that, in our professional judgement, are of most significance to the audit of the current financial statements. These matters are addressed in the context of the audit of the financial statements as a whole and in forming our opinion, and we do not express an opinion on them individually.

(i) Revenue recognition

1. Description of the matter

For related disclosures, see Note 1 of the Notes to the Financial Statements for Revenue, Note 1 of the Notes to the Financial Statements for Consolidated Income Statement Items and Notes to the Financial Statements for Segment Information.

Message.

DAYE's operating income is mainly derived from the sale of garden machinery and equipment, and DAYE's operating income in fiscal year 2023 will be 92,845.90 million.

Since operating revenue is one of the key performance indicators of DAYE AG, there may be an inherent risk that management of DAYE AG (hereinafter referred to as management) may achieve specific objectives or expectations through inappropriate revenue recognition. Therefore, we identified revenue recognition as a key audit matter.

2. Audit response

The audit procedures that we performed in response to revenue recognition consisted primarily of:

(1) Understand key internal controls related to revenue recognition, evaluate the effectiveness of their design and implementation, and test the operating effectiveness of related internal controls;

(2) Examine major customer contracts for key contractual terms or conditions and evaluate the appropriateness of revenue recognition methods;

(3) Analytical procedures are implemented for operating revenues and gross margins by year, month, major product, major customer, etc., to identify any significant or unusual fluctuations and to ascertain the causes of such fluctuations;

(4) We selected major customers to perform the correspondence procedures, and we corresponded with the customers under enquiry to confirm the accounts receivable balances, advance receipts balances and sales revenue amounts, and to verify the results of the correspondence;

(5) For export sales, obtaining customs electronic port data and checking it with book records, adopting sampling method, checking large sales contracts, sales orders and corresponding invoices, export declarations, freight bills of lading, sales invoices and other supporting documents; for direct sales by overseas subsidiaries, checking orders and corresponding invoices in the supplier's system, bills of lading, warehouse receipts, etc.; for domestic sales, adopting sampling method, checking For domestic sales, a sampling method was adopted to check large-value sales contracts, sales orders and corresponding invoices, warehouse receipts, shipping lists, signing receipts and so on;

(6) Revenue cut-off testing procedures are implemented to evaluate whether revenue is recognised in the appropriate period by checking supporting documents such as warehouse receipts, delivery notes, export declarations, freight bills of lading, etc., for business revenue recognised before and after the balance sheet date;

(7) Obtain records of sales returns after the balance sheet date and check whether the

conditions for revenue recognition are not met at the balance sheet date.

Situation;

（8） Check that information relating to operating income is properly presented in the financial statements.

(ii) Impairment of inventories

1. Description of the matter

As described in Note 7 of the Notes to the Consolidated Balance Sheet in the Notes to the Financial Statements of Dah Yeh Corporation, as of 31 December 2023, Dah Yeh has

The carrying amount of the Company's inventories was RMB777,231,300, and the allowance for decline in value was RMB16,518,600, resulting in a carrying value of RMB760,712,700, and the adequacy of the provision for decline in value of inventories had a significant impact on the financial statements. The net realisable value of inventories is determined on the basis of the estimated selling price less the estimated costs to be incurred until completion (if relevant), selling expenses and relevant taxes.

We identified provision for inventory write-downs as a key audit matter due to the significant amount involved and the significant judgement required from management.

Item.

2. Audit response

The audit procedures we performed consisted primarily of:

(1) Understand key internal controls related to inventory impairment, evaluate the effectiveness of their design and implementation, and test the operating effectiveness of related internal controls;

(2) Perform inventory monitoring procedures to check the status of inventory in terms of quantity and quality;

(3) Obtain a year-end inventory ageing list for Big Leaf Corporation and analyse the long ageing inventories in relation to it;

(4) Obtain outstanding orders from DAYE Corporation as at the end of the period, compare the unit cost of finished goods as at the end of the period with the selling price on the orders, less estimated selling expenses and related taxes, and determine whether there are any indications of impairment of the finished goods as at the end of the period;

(5) Obtain and review the calculation of the provision for decline in value of inventories at the end of the period for Big Leaf Corporation;

(6) Examine the current period's changes in the provision for decline in value of inventories made in previous years and review the reasonableness of the reversal or write-off of the provision for decline in value of inventories;

(7) A sample of inventory sold after 31 December 2023 was taken to test the difference between the actual selling price and the estimated selling price;

(8) Check that information relating to impairment of inventories is properly presented in the financial statements. **IV.**

Other information

Management is responsible for other information. Other information includes information covered in the annual report, but excludes the financial statements and our audit report.

Our audit opinion on the financial statements does not cover other information, and we do not express any form of assurance conclusion on that other information. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, to consider whether the other information is consistent with the financial statements.

There are material inconsistencies or appear to be material misstatements in the statements of

operations or in the circumstances known to us in the course of our audit.

Based on the work we have performed, if we determine that other information is materially misstated, we should report that fact. In this regard, we have nothing to report.

V. Management and governance responsibilities for the financial statements

Management is responsible for the preparation of financial statements that present fairly, in accordance with enterprise accounting standards, and for designing, implementing and maintaining internal control necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the ability of DAYE AG to continue as a going concern and disclosing matters related to going concern (if applicable) and apply the going concern assumption, unless liquidation, termination of operations or no other realistic alternative is planned. The governance (hereinafter referred to as governance) of Big Leaf PLC is responsible for overseeing the financial reporting process of Big Leaf PLC.

VI. Responsibilities of certified public accountants for the audit of financial statements

Our objective is to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an audit report that includes an audit opinion. Reasonable assurance is a high level of assurance, but it does not provide assurance that an audit performed in accordance with auditing standards will be sufficiently reliable for a particular purpose.

Material misstatements are always detected when they exist. Misstatements may result from fraud or error and are generally considered to be material if they could reasonably be expected, individually or in the aggregate, to influence the economic decisions of users of financial statements based on the financial statements.

In performing the audit in accordance with auditing standards, we use professional judgement and maintain professional scepticism. We also perform the following:

(i) Identifying and assessing the risks of material misstatement of the financial statements, whether due to fraud or error, designing and performing audit procedures to address those risks, and obtaining audit evidence that is sufficient and appropriate to form the basis of an audit opinion. The risk of not detecting material misstatements due to fraud is higher than the risk of not detecting material misstatements due to error, as fraud may involve collusion, forgery, intentional omissions, misrepresentation or overriding internal controls.

(ii) obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of internal control.

comment

(iii) Evaluate the appropriateness of accounting policies selected and the reasonableness of accounting estimates and related disclosures made by management.

(iv) Conclude on the appropriateness of management's use of the going concern assumption. At the same time, based on the audit evidence obtained, we draw a conclusion as to whether a material uncertainty exists regarding the matters or circumstances that may give rise to significant doubts about the ability of Daejeon Joint Stock Company to continue as a going concern. If we conclude that a material uncertainty exists, auditing standards require us to draw the attention of the users of the statements to the relevant disclosures in the financial statements in our audit report; if the disclosures are not adequate, we should issue a non-qualified opinion. Our conclusions are based on the information available as at the date of the audit report. However, it is possible that future events or circumstances may cause Ohye AG to be unable to continue as a going concern.

(v) Evaluate the overall presentation, structure and content of the financial statements and whether the financial statements present fairly the underlying transactions and events.

(vi) Obtaining sufficient and appropriate audit evidence about the financial

information of the entities or business activities in Daejeon Joint Stock Company to express an audit opinion on the financial statements. We are responsible for directing, supervising and performing the Group's audits and accept full responsibility for the audit opinion.

We communicate with governance on matters such as planned audit scope, timing, and significant audit findings, including communicating internal control deficiencies of concern identified in our audit.

We also provide a statement to governance that we have complied with ethical requirements related to independence and communicate with governance all relationships and other matters that could reasonably be perceived to affect our independence, as well as related precautions, if applicable.

From the matters communicated to governance, we determined which matters were most significant to the audit of the current financial statements and, therefore, constituted key audit matters. We describe these matters in our audit report except where public disclosure of the matters is prohibited by law or regulation or, in rare instances, we determine that a matter should not be communicated in the audit report if it is reasonably anticipated that the negative consequences of communicating the matter in the audit report would outweigh the benefits to the public interest.

Tianjian Accounting Firm (Special General Partnership) Certified Public Accountants of China: (Project partner)

China Hangzhou China Certified Public Accountant:

April 22, 2024

II. Financial statements

The statements in the notes to the financial statements are expressed in United States dollars.

1. Consolidated balance sheet

Prepared by: Ningbo DAYE Garden Equipment Co.

31 December 2023

Unit: Yuan

sports event	31 December 2023	1 January 2023
Liquid assets:		
money funds	719,267,873.45	113,030,472.81
Provision for settlement		
invested sum that can be cashed		
Financial assets held for trading	115,732.96	611,893.28
derivative financial asset		
notes receivable		
accounts receivable	127,582,026.08	243,825,670.38
Receivables financing	50,000,000.00	50,000,000.00
Prepayments	34,580,010.81	18,630,153.24
Premiums receivable		
Receivables from reinsurance		
Reserve for reinsurance contracts receivable		
Other receivables	4,634,793.35	8,580,027.96
Of which: Interest receivable		
Dividends receivable		
Bought and sold financial assets		
inventory (of material)	760,712,716.12	950,877,082.12
Contractual assets		
Assets held for sale		

Non-current assets due within one year		
Other current assets	47,781,943.22	46,603,133.20
Total current assets	1,744,675,095.99	1,432,158,432.99
Non-current assets:		
Release of loans and advances		
debenture investment		
Other debt investments		
Long-term receivables		
Long-term equity investments		
Investments in other equity instruments		
Other non-current financial assets		
investment property	2,164,668.10	
fixed assets	865,430,398.77	792,529,776.92
construction in progress	209,423,720.31	152,794,862.81
Productive biological assets		
oil and gas assets		
usufructuary assets	20,389,562.09	35,123,344.47
intangible asset	197,284,070.30	166,277,110.30
development expenditure		
reputation of a firm's product		
Long-term amortised expenses	1,569,606.80	1,574,020.53
Deferred tax assets	43,705,839.59	26,451,120.46
Other non-current assets	11,660,000.00	12,438,400.00
Total non-current assets	1,351,627,865.96	1,187,188,635.49
Total assets	3,096,302,961.95	2,619,347,068.48
Current liabilities:		
short term loan	384,680,366.63	842,833,293.36
Borrowing from the Central Bank		
funds on call		
Trading financial liabilities	31,606.67	2,649,367.34
Derivative financial liabilities		
note payable	96,705,069.14	152,188,779.40
accounts payable	281,572,195.11	424,365,998.16
Advance receipts	639,001.68	
Contractual liabilities	2,587,275.16	1,017,450.48
Sales of repurchased financial assets		
Deposit-taking and interbank deposits		
Securities brokerage		
Underwriting of securities		

Employee remuneration payable	22,423,914.52	21,473,171.57
Taxes payable	14,639,928.52	15,475,497.67
Other accounts payable	1,373,911.57	854,804.93
Of which: Interest payable		
dividend payable		
Fees and commissions payable		
Accounts payable for reinsurance		
Liabilities held for sale		
Non-current liabilities due within one year	54,855,137.05	23,669,265.07
Other current liabilities	420,092.87	
Total current liabilities	859,928,498.92	1,484,527,627.98
Non-current liabilities:		
Reserves for insurance contracts		
long term loan	955,726,805.54	149,955,970.22
bonds payable	440,660,196.96	
Of which: preference shares		
perpetual bond		
leasehold liability	10,628,977.01	22,700,487.75
Long-term accounts payable		
Long-term employee compensation payable		
projected liability		
Deferred income	10,981,272.48	8,319,491.25
Deferred income tax liabilities		
Other non-current liabilities		
Total non-current liabilities	1,417,997,251.99	180,975,949.22
Total liabilities	2,277,925,750.91	1,665,503,577.20
Ownership Interests:		
share capital	160,000,000.00	160,000,000.00
Other equity instruments	25,871,997.13	
Of which: preference shares		
perpetual bond		
capital surplus	454,907,231.29	455,164,859.85
Less: Treasury stock		
Other comprehensive income	12,004,599.56	-1,784,862.59
earmark		
surplus surplus	44,374,749.04	44,374,749.04
General risk provision		
unallocated profit	121,218,634.02	296,088,744.98
Total equity attributable to owners of the parent company	818,377,211.04	953,843,491.28
Minority interests		
Total owners' equity	818,377,211.04	953,843,491.28
Total liabilities and owners' equity	3,096,302,961.95	2,619,347,068.48

Legal representative: Ye Xiaobo Responsible for accounting work: Wu Bofan Head of

accounting organisation: Wu Bofan

2. Parent company balance sheet

Unit: Yuan

sports event	31 December 2023	1 January 2023
Liquid assets:		
money funds	338,450,426.43	48,782,387.84
Financial assets held for trading	85,885.44	611,893.28
derivative financial asset		
notes receivable		
accounts receivable	129,218,513.57	212,090,968.97
Receivables financing	50,000,000.00	50,000,000.00
Prepayments	19,368,888.60	12,615,341.96
Other receivables	879,174,424.93	601,247,037.31
Of which: Interest receivable		
Dividends receivable		
inventory (of material)	249,072,593.44	337,341,423.35
Contractual assets		
Assets held for sale		
Non-current assets due within one year		
Other current assets	8,028,759.88	24,416,408.57
Total current assets	1,673,399,492.29	1,287,105,461.28
Non-current assets:		
debenture investment		
Other debt investments		
Long-term receivables		
Long-term equity investments	812,632,346.14	608,474,429.54
Investments in other equity instruments		
Other non-current financial assets		
investment property	2,164,668.10	
fixed assets	171,851,652.00	156,145,441.47
construction in progress	36,955,658.02	61,378,832.72
Productive biological assets		
oil and gas assets		
usufructuary assets		
intangible asset	33,827,619.78	36,678,814.69
development expenditure		
reputation of a firm's product		
Long-term amortised expenses	911,401.71	519,147.80
Deferred tax assets	19,934,193.94	6,626,403.76
Other non-current assets		68,400.00

Total non-current assets	1,078,277,539.69	869,891,469.98
Total assets	2,751,677,031.98	2,156,996,931.26
Current liabilities:		
short term loan	260,152,380.53	704,612,308.28
Trading financial liabilities	15,851.80	2,649,367.34
Derivative financial liabilities		
note payable	111,848,208.14	95,203,827.60
accounts payable	104,368,902.38	215,289,113.58
Advance receipts	147,798.21	
Contractual liabilities	1,234,518.15	626,000.23
Employee remuneration payable	16,973,927.44	16,277,382.41
Taxes payable	2,664,267.95	3,212,120.78
Other accounts payable	40,059,592.82	1,547,551.67
Of which: Interest payable		
dividend payable		
Liabilities held for sale		
Non-current liabilities due within one year	12,500,000.00	
Other current liabilities		
Total current liabilities	549,965,447.42	1,039,417,671.89
Non-current liabilities:		
long term loan	756,574,791.65	67,077,015.28
bonds payable	440,660,196.96	
Of which: preference shares		
perpetual bond		
leasehold liability		
Long-term accounts payable		
Long-term employee compensation payable		
projected liability		
Deferred income	8,318,213.63	7,634,858.49
Deferred income tax liabilities		
Other non-current liabilities		
Total non-current liabilities	1,205,553,202.24	74,711,873.77
Total liabilities	1,755,518,649.66	1,114,129,545.66
Ownership Interests:		
share capital	160,000,000.00	160,000,000.00
Other equity instruments	25,871,997.13	
Of which: preference shares		
perpetual bond		
capital surplus	454,907,231.29	455,164,859.85
Less: Treasury stock		
Other comprehensive income		
earmark		

surplus surplus	44,374,749.04	44,374,749.04
unallocated profit	311,004,404.86	383,327,776.71
Total owners' equity	996,158,382.32	1,042,867,385.60
Total liabilities and owners' equity	2,751,677,031.98	2,156,996,931.26

3. Consolidated income statement

Unit: Yuan

sports event	2023	2022
I. Gross operating income	928,459,027.45	1,471,575,032.77
Of which: Operating income	928,459,027.45	1,471,575,032.77
Interest income		
Earned premiums		
Fee and commission income		
II. Total operating costs	1,106,485,718.55	1,449,721,273.78
Of which: Operating costs	822,090,879.76	1,233,633,136.45
interest expense		
Handling fee and commission expenses		
surrender charge		
Net claims expenditure		
Net withdrawal of contractual reserves for insurance liabilities		
Policy dividend expenses		
Reinsurance costs		
Taxes and surcharges	17,547,354.22	12,942,931.50
sales expense	99,724,996.27	81,337,624.40
overheads	70,866,732.65	70,709,862.17
R&D costs	67,871,660.42	63,270,028.26
financial cost	28,384,095.23	-12,172,309.00
Of which: interest costs	51,318,781.91	32,184,888.51
Interest income	10,421,017.77	1,357,449.67
Add: other gains	4,741,977.19	6,603,868.45
Investment income (loss is represented by a "-" sign)	-15,996,305.94	-24,851,321.45
Of which: Income from investments in associates and joint ventures		
Gain on derecognition of financial assets measured at amortised cost		
Exchange gains (losses are represented by a "-" sign)		
Net exposure to hedging gains (losses are represented by a "-" sign)		
Gain (Loss) on fair value changes	84,126.29	-1,842,474.06
Credit impairment losses (losses are represented by a "-" sign)	3,130,068.36	4,730,485.38
Impairment losses on assets (losses are represented	-12,683,710.73	-2,949,441.59

by a "-" sign)		
Gain (loss is represented by a "-") on disposal of assets	141,006.43	-426,082.81
III. Operating profit (loss is shown with a "-" sign)	-198,609,529.50	3,118,792.91
Add: Non-operating income	47,062.59	2,083,266.39
Less: Non-operating expenses	247,293.23	76,178.61
IV. Total profit (total loss is shown with a "-" sign)	-198,809,760.14	5,125,880.69
Less: Income tax expense	-23,939,649.18	-6,125,170.60
V. Net profit (net loss is represented by a "-" sign)	-174,870,110.96	11,251,051.29
(i) Classification by continuity of operations		
1. Net profit from continuing operations (net loss is shown with a "-" sign)	-174,870,110.96	11,251,051.29
2. Net profit from discontinued operations (net loss is represented by a "-" sign)		
(ii) Classification by ownership		
1. Net profit attributable to shareholders of the parent company	-174,870,110.96	11,251,051.29
2. Minority gains and losses		
VI. Other comprehensive income, net of tax	13,789,462.15	1,771,464.79
Net other comprehensive income attributable to owners of the parent, after tax	13,789,462.15	1,771,464.79
(i) Other comprehensive income not reclassifiable to profit or loss		
1. Remeasurement of changes in defined benefit plans		
2. Other comprehensive income that cannot be transferred to profit or loss under the equity method		
3. Changes in fair value of investments in other equity instruments		
4. Changes in fair value of the enterprise's own credit risk		
5. Other		
(ii) Other comprehensive income to be reclassified to profit or loss	13,789,462.15	1,771,464.79
1. Other comprehensive income available for transfer to profit or loss under the equity method		
2. Changes in fair value of other debt investments		
3. Amounts reclassified from financial assets to other comprehensive income		
4. Provision for credit impairment of other debt investments		
5. Cash flow hedge reserve		
6. Translation differences on foreign currency financial statements	13,789,462.15	1,771,464.79
7. Other		
Net other comprehensive income attributable to minority shareholders, after tax		
VII. Total comprehensive income	-161,080,648.81	13,022,516.08
Total comprehensive income attributable to owners of the parent company	-161,080,648.81	13,022,516.08
Total comprehensive income attributable to minority shareholders		
VIII. Earnings per share		
(i) Basic earnings per share	-1.09	0.07
(ii) Diluted earnings per share	-0.94	0.07

In the event of a business combination under the same control during the current period, the net profit realised by the party to be merged before the merger was: RMB, and the net profit realised by the party to be merged in the previous period was: RMB. Legal representative: Ye Xiaobo

Responsible for accounting work: Wu Bofan Head of accounting organisation: Wu Bofan

4. Parent company income statement

Unit: Yuan

sports event	2023	2022
I. Operating income	490,883,404.61	978,243,919.40
Less: Operating costs	412,399,149.04	807,178,893.87
Taxes and surcharges	9,571,123.08	5,189,603.19
sales expense	22,678,864.20	19,183,880.19
overheads	37,399,388.64	38,694,422.55
R&D costs	53,746,071.94	50,033,051.38
financial cost	24,768,179.56	-7,812,478.41
Of which: interest costs	38,242,130.83	21,555,557.41
Interest income	6,395,748.84	1,042,157.03
Add: other gains	3,525,065.80	4,760,070.32
Investment income (loss is represented by a "-" sign)	-14,922,905.94	-24,408,721.45
Of which: Income from investments in associates and joint ventures		
Derecognition gain (loss recorded as "–") on financial assets carried at amortised cost		
Net exposure to hedging gains (losses are represented by a "-" sign)		
Gain (Loss) on fair value changes	70,033.64	-1,842,474.06
Credit impairment losses (losses are represented by a "-" sign)	-4,501,716.66	-11,893,362.49
Impairment losses on assets (losses are represented by a "-" sign)	-6,730,930.03	-2,441,810.99
Gain (loss is represented by a "-") on disposal of assets		-58,181.65
II. Operating profit (loss is shown with a "-" sign)	-92,239,825.04	29,892,066.31
Add: Non-operating income	32,336.70	2,028,659.01
Less: Non-operating expenses	209,276.09	39,381.77
III. Total profit (total loss is shown with a "-" sign)	-92,416,764.43	31,881,343.55
Less: Income tax expense	-20,093,392.58	-3,506,257.34
IV. Net profit (net loss is represented by a "-" sign)	-72,323,371.85	35,387,600.89
(i) Net profit from continuing operations (net loss is represented by a "-" sign)	-72,323,371.85	35,387,600.89
(ii) Net profit from discontinued operations (net loss is represented by a "-" sign)		
V. Other comprehensive income, net of tax		
(i) Other comprehensive income not reclassifiable to profit or loss		
1. Remeasurement of changes in defined benefit plans		
2. Other comprehensive income that cannot		

be transferred to profit or loss under the equity method		
3. Changes in fair value of investments in other equity instruments		
4. Changes in fair value of the enterprise's own credit risk		
5. Other		
(ii) Other comprehensive income to be reclassified to profit or loss		
1. Other comprehensive income available for transfer to profit or loss under the equity method		
2. Changes in fair value of other debt investments		
3. Amounts reclassified from financial assets to other comprehensive income		
4. Provision for credit impairment of other debt investments		
5. Cash flow hedge reserve		
6. Translation differences on foreign currency financial statements		
7. Other		
VI. Total comprehensive income	-72,323,371.85	35,387,600.89
VII. Earnings per share:		
(i) Basic earnings per share		
(ii) Diluted earnings per share		

5. Consolidated statement of cash flows

Unit: Yuan

sports event	2023	2022
i. Cash flows from operating activities:		
Cash received from sales of goods and services	1,102,695,871.79	1,645,511,268.98
Net increase in customer deposits and interbank deposits		
Net increase in borrowing from central banks		
Net increase in remittances to other financial institutions		
Cash received from premiums for original insurance contracts		
Net cash received from reinsurance operations		
Net increase in policyholder deposits and investments		
Cash received for interest, fees and commissions		
Net increase in inward remittances		
Net increase in funding for repurchase operations		
Net cash received from agency trading of securities		
Tax refunds received	68,244,457.71	112,548,823.16
Other cash received in relation to operating activities	154,997,150.86	129,432,786.93
Subtotal cash inflow from operating activities	1,325,937,480.36	1,887,492,879.07

Cash paid for goods and services	751,536,936.03	1,417,951,758.60
Net increase in loans and advances to customers		
Net increase in deposits with central banks and interbanks		
Cash payments for original insurance contract claims		
Net increase in funds disbursed		
Cash paid for interest, fees and commissions		
Cash for payment of policy dividends		
Cash paid to and for employees	188,321,104.20	247,936,299.84
Taxes paid	21,047,416.70	27,702,119.15
Payments of other cash related to operating activities	160,482,383.72	170,219,682.36
Subtotal cash outflows from operating activities	1,121,387,840.65	1,863,809,859.95
Net cash flows from operating activities	204,549,639.71	23,683,019.12
II. Cash flows from investing activities:		
Cash received from recovery of investments		
Cash received from investment income		
Recoveries on disposal of fixed assets, intangible assets and other long-term assets Net cash	21,880.00	303,447.31
Net cash received on disposal of subsidiaries and other operating units		
Other cash received related to investing activities	40,916,587.80	17,674,763.47
Subtotal cash inflow from investing activities	40,938,467.80	17,978,210.78
Payments for acquisition of fixed assets, intangible assets and other long-term assets in cash	338,173,415.82	138,969,643.94
Cash paid for investments	18,033,780.00	17,902,836.80
Net increase in pledged loans		
Net cash paid for acquisition of subsidiaries and other operating units		
Payments of other cash related to investing activities	26,972,076.37	29,557,694.43
Subtotal cash outflows from investing activities	383,179,272.19	186,430,175.17
Net cash flows from investing activities	-342,240,804.39	-168,451,964.39
III. Cash flows from financing activities:		
Cash received from absorption of investments		
Of which: Cash received by subsidiaries from absorption of minority investments		
Cash received for borrowings	2,432,253,393.61	1,115,705,330.35
Other cash received related to financing activities	8,705,750.00	78,000,000.00
Subtotal cash inflow from financing activities	2,440,959,143.61	1,193,705,330.35
Cash paid for debt service	1,590,224,517.05	945,385,320.53
Cash paid for distribution of dividends, profits or repayment of interest	37,989,552.31	49,160,070.99
Of which: Dividends and profits paid by subsidiaries to minority shareholders		
Other cash payments related to financing activities	65,752,949.82	65,003,695.78
Subtotal cash outflows from financing activities	1,693,967,019.18	1,059,549,087.30
Net cash flows from financing activities	746,992,124.43	134,156,243.05
IV. Impact of exchange rate changes on cash	21,016,492.63	5,190,410.49

and cash equivalents		
V. Net increase in cash and cash equivalents	630,317,452.38	-5,422,291.73
Add: Cash and cash equivalents balance at beginning of period	55,032,576.24	60,454,867.97
VI. Cash and cash equivalents balance at end of period	685,350,028.62	55,032,576.24

6. Parent company statement of cash flows

Unit: Yuan

sports event	2023	2022
i. Cash flows from operating activities:		
Cash received from sales of goods and services	587,282,086.06	1,261,431,563.99
Tax refunds received	49,900,536.04	73,665,103.42
Other cash received in relation to operating activities	1,500,481,898.28	108,758,925.63
Subtotal cash inflow from operating activities	2,137,664,520.38	1,443,855,593.04
Cash paid for goods and services	403,767,993.48	792,603,262.08
Cash paid to and for employees	113,785,043.40	163,625,899.22
Taxes paid	9,823,235.44	20,096,250.58
Payments of other cash related to operating activities	1,427,803,876.17	106,997,804.31
Subtotal cash outflows from operating activities	1,955,180,148.49	1,083,323,216.19
Net cash flows from operating activities	182,484,371.89	360,532,376.85
II. Cash flows from investing activities:		
Cash received from recovery of investments		
Cash received from investment income		
Net cash recovered from disposal of fixed assets, intangible assets and other long-term assets	21,880.00	50,000.00
Net cash received on disposal of subsidiaries and other operating units		

Other cash received related to investing activities	764,617,767.29	599,868,989.68
Subtotal cash inflow from investing activities	764,639,647.29	599,918,989.68
Cash paid for acquisition of fixed assets, intangible assets and other long-term assets	26,384,102.09	50,221,712.06
Cash paid for investments	218,680,756.25	36,509,870.70
Net cash paid for acquisition of subsidiaries and other operating units		
Payments of other cash related to investing activities	729,518,186.27	910,518,852.53
Subtotal cash outflows from investing activities	974,583,044.61	997,250,435.29
Net cash flows from investing activities	-209,943,397.32	-397,331,445.61
III. Cash flows from financing activities:		
Cash received from absorption of investments		
Cash received for borrowings	1,569,495,396.34	934,321,917.45
Other cash received related to financing activities		
Subtotal cash inflow from financing activities	1,569,495,396.34	934,321,917.45
Cash paid for debt service	1,185,786,517.05	869,438,409.38
Cash paid for distribution of dividends, profits or repayment of interest	27,992,623.00	41,614,319.12
Other cash payments related to financing activities	39,593,281.92	
Subtotal cash outflows from financing activities	1,253,372,421.97	911,052,728.50
Net cash flows from financing activities	316,122,974.37	23,269,188.95
IV. Impact of exchange rate changes on cash and cash equivalents	7,228,059.67	23,096,640.27
V. Net increase in cash and cash equivalents	295,892,008.61	9,566,760.46
Add: Cash and cash equivalents balance at beginning of period	33,960,442.82	24,393,682.36
VI. Cash and cash equivalents balance at end of period	329,852,451.43	33,960,442.82

7. Consolidated statement of changes in equity

Amount for the period

Unit: Yuan

sports event	2023													
	Equity attributable to owners of the parent company												Minority interests	Total owners' equity
	share capital	Other equity instruments			capital surplus	diminish: Stock pile Unit	Other comprehensive income	earmark	surplus surplus	- General risk provision	unallocated profit	the rest	Subtotal	
		preferential shares	perpetual bond	the rest										
I. Prior year closing balance	160,000,000.00				455,164,859.85		-1,784,862.59		44,374,749.04		296,088,744.98		953,843,491.28		953,843,491.28
plu: Change in accounting policy														

Correction of periodical errors															
(used for either sex when the sex is unknown or unimportant)															
II. Opening balance for the year	160,000,000.00				455,164,859.85		-1,784,862.59		44,374,749.04		296,088,744.98		953,843,491.28		953,843,491.28
III. Increases and				25,871,997.13	-257,628.56		13,789,462.15				-174,870,110.96		-135,466,280.24		-135,466,280.24

decreases during the period flux															
sum of money (Reduced by "-") (inserted by the symbol "`")															
(i)) Total comprehensive income							13,789,462.15				-174,870,110.96		-161,080,648.81		-161,080,648.81

(ii)) Owners ' inputs and reductions in capital					-257,628.56								-257,628.56		-257,628.56
1. Ordinary shares invested by owners															
2. Capital contributions by holders of other equity instruments															

3. Share-based payment credit					-257,628.56								-257,628.56		-257,628.56
Amount of owners' equity															
4. Other															
(iii) Profit sharing															
1. Withdrawal of surplus reserves															
2. Provision for general															

risks															
3. For owners (or shareholders)															
4. Other															
(iv)) Internal carry-forward of owners' equity															
1.															
Capitalisation of capital surplus (or shar															

e capital)															
2. Transfer of surplus to capital (or share capital)															
3. Surplus surpluses to cover losses															
4. Transfer of changes in defined ben															

efit plans to retained earnings															
5. Other comprehensive income carried forward to retained earnings															
6.															

the rest														
(V) (e) Earmarked reserves provide or equip														
1. Current period withdraw (from a bank or warehouse)														
2. Current period make use of														
(VI) their (used for either sex when the				25,871,997.13								25,871,997.13		25,871,997.13

sex is unknown or unimportant)															
IV. End of the period balances	160,000,000.00			25,871,997.13	454,907,231.29		12,004,599.56		44,374,749.04		121,218,634.02		818,377,211.04		818,377,211.04

Prior period amount

Unit: Yuan

sports event	2022														
	Equity attributable to owners of the parent company													Minority interests	Total owners' equity
	share capital	Other equity instruments			capital surplus	dimin ish: Stock pile Unit	Other comprehensive income	ear mark	surplus surplus	- General risk provision	unallocated profit	the rest	Subtotal		
		preferential shares	perpetual bond	the rest											
I. Prior year	160,000,000.00				450,059,488.42		-3,556,327.38		40,835,988.95		309,176,453.78		956,515,603.77		956,515,603.77

closing balance															
plus:: Will accounting and government															
policy change															
Correction of periodical errors															
(used for either sex when the sex is unknown or unimp															

ortant)															
II. Opening balance for the year	160,000,000.00				450,059,488.42		-3,556,327.38		40,835,988.95		309,176,453.78		956,515,603.77		956,515,603.77
III. Changes during the period (Reduced by "-") (inserted by the symbol "`")					5,105,371.43		1,771,464.79		3,538,760.09		-13,087,708.80		-2,672,112.49		-2,672,112.49
(i)) Total compre							1,771,464.79				11,251,051.29		13,022,516.08		13,022,516.08

hensive income															
(iii) Owners' inputs and reductions in capital					5,105,371.43								5,105,371.43		5,105,371.43
1. ownership															

Ordinary shares invested by															
2. Capital contributions by holders of other equity instruments															
3. Amount of share-based payments credited to owners' equity					5,105,371.43								5,105,371.43		5,105,371.43

4. the rest															
(iii)) Profit sharing									3,538,760.09		-24,338,760.09		-20,800,000.00		-20,800,000.00
1. Withdrawal of surplus reserves									3,538,760.09		-3,538,760.09				
2. Provision for general risks															
3. insofar as											-20,800,000.00		-20,800,000.00		-20,800,000.00
some people (or shareholders)															
4. Other															

(iv) Internal carry-forward of owners' equity															
1. Capitalisation of capital surplus (or share capital)															
2. Transfer of surplus to capital (or share capital)															

3. Surplus surpluses to cover losses															
4. preferences															
Carry-over of changes in beneficiary plans to retained earnings															
5. Other comprehensive income carried forwar															

d to retained earnings															
6. the rest															
(V)) Earmarked Reserve															
1. Withdrawals during the period															
2. Use during the period															
(VI)) Other															

IV. Closing balance for the period	160,000,000.00				455,164,859.85		-1,784,862.59		44,374,749.04		296,088,744.98		953,843,491.28		953,843,491.28

8. Statement of changes in equity of the parent company

Amount for the period

Unit: Yuan

sports event	2023											
	share capital	Other equity instruments			capital surplus	diminish: Stock pile Unit	Other comprehensive income	he irl oc m	surplus surplus	unallocated profit	the rest	Total owners' equity
		preferential shares	perpetual bond	the rest								
I. Prior year closing balance	160,000,000.00				455,164,859.85				44,374,749.04	383,327,776.71		1,042,867,385.60
Add: change in accounting policy												
Correction of prior period errors												
the rest												
II. Opening balance for the year	160,000,000.00				455,164,859.85				44,374,749.04	383,327,776.71		1,042,867,385.60
III. Changes during the period (Decrease is indicated by a "-" sign)				25,871,997.13	-257,628.56					-72,323,371.85		-46,709,003.28

(i) Total comprehensive income										-72,323,371.85		-72,323,371.85
(ii) Owners' inputs and reductions in capital					-257,628.56							-257,628.56
1. Ordinary shares invested by owners												
2. Capital contributions by holders of other equity instruments												
3. Share-based payments credited to owners' equity Amount of benefit					-257,628.56							-257,628.56
4. Other												
(iii) Distribution of profits												
1. Withdrawal of surplus reserves												
2. Distribution to owners (or shareholders)												
3. Other												
(iv) Internal carry-forward of owners' equity												
1. Transfer of capital surplus to capital (or share capital)												
2. Transfer of surplus to capital (or share capital)												
3. Surplus surpluses to cover losses												
4. Settlement of changes in defined benefit plans Transfer to retained earnings												

5. Other comprehensive income carried forward to retained earnings												
6. Other												
(v) Earmarked reserves												
1. Withdrawals during the period												
2. Use during the period												
(vi) Other				25,871,997.13								25,871,997.13
IV. Closing balance for the period	160,000,000.00			25,871,997.13	454,907,231.29				44,374,749.04	311,004,404.86		996,158,382.32

Prior period amount

Unit: Yuan

sports event	2022											
	share capital	Other equity instruments			capital surplus	Less: Treasury stock	Other comprehensive income	earmark	surplus surplus	unallocated profit	the rest	Total owners' equity
		preferential shares	perpetual bond	the rest								
I. Prior year closing balance	160,000,000.00				450,059,488.42				40,835,988.95	372,278,935.91		1,023,174,413.28
Add: change in accounting policy												
Correction of prior period errors												
the rest												
II. Opening balance for the	160,000,000.00				450,059,488.42				40,835,988.95	372,278,935.91		1,023,174,413.28

year												
III. Amount of increase or decrease during the period (decreases are indicated by a "-" sign)					5,105,371.43				3,538,760.09	11,048,840.80		19,692,972.32
(i) Total comprehensive income										35,387,600.89		35,387,600.89
(ii) Owners' inputs and reductions in capital					5,105,371.43							5,105,371.43
1. Ordinary shares invested by owners												
2. Inputs from holders of other equity instruments principal												
3. Share-based payments recognised in equity amounts					5,105,371.43							5,105,371.43
4. Other												
(iii) Distribution of profits									3,538,760.09	-24,338,760.09		-20,800,000.00
1. Withdrawal of surplus reserves									3,538,760.09	-3,538,760.09		
2. Distribution to owners (or shareholders)										-20,800,000.00		-20,800,000.00
3. Other												
(iv) Internal carry-forward of owners' equity												
1. Transfer of capital surplus to capital (or share capital)												
2. Transfer of surplus to capital (or share capital)												
3. Surplus surpluses to cover losses												

4. Transfer of changes in defined benefit plans to retained earnings												
5. Other comprehensive income carried forward from retained earnings all the more												
6. Other												
(v) Earmarked reserves												
1. Withdrawals during the period												
2. Use during the period												
(vi) Other												
IV. Closing balance for the period	160,000,000.00				455,164,859.85				44,374,749.04	383,327,776.71		1,042,867,385.60

III. Basic company information

(hereinafter referred to as the Company or the Company) was formerly known as Ningbo DAYE Garden Equipment Co.

(hereinafter referred to as DAYE Co., Ltd.), which was established by SKA INTERNATIONAL.PTY.LTD, an overseas legal person with capital investment, was registered in Ningbo Administration for Industry and Commerce on 17 February 2006, and its headquarter is located in Ningbo City, Zhejiang Province. The company now holds a unified social credit

Business licence with code 91330281784320546U, registered capital of RMB 160 million, total number of shares 160 million (par value 1 per share).

(RMB). All of the shares are A shares with unlimited conditions of sale. The Company's shares were listed and traded on 1 September 2020 on the Shenzhen Stock Exchange.

The Company belongs to the special-purpose equipment manufacturing industry. Its principal activity is to engage in the manufacture and sale of lawn mowers, brushcutters, brushcutters, other power machinery and accessories.

Research and development, design, manufacture and sales. The main products are: lawn mowers, weed whackers/ brushcutters, other power machines and accessories.

These financial statements have been approved for external reporting by the Company on 19 April 2024 at the 15th meeting of the 3rd Board of Directors.

IV. Basis of preparation of the financial statements

1. Basis of preparation

The Company's financial statements

have been prepared on a going concern

basis. **2. Going concern**

There are no matters or circumstances that cast significant doubt on the Company's ability to continue as a going concern for the 12 months from the end of the reporting period.

v. significant accounting policies and accounting estimates

Specific Accounting Policies and Accounting Estimates Reminder:

The Company has formulated specific accounting policies and accounting estimates for

transactions or events such as impairment of financial instruments, inventories, depreciation of property, plant and equipment, depreciation of right-of-use assets, amortisation of intangible assets, and revenue recognition in accordance with the characteristics of actual production and operations.

1. Statement of compliance with enterprise accounting standards

The financial statements prepared by the Company comply with the requirements of the Accounting Standards for Business Enterprises and give a true and complete picture of the Company's financial position, results of operations and cash flows and other relevant information.

2. Accounting period

The accounting year begins on 1 January and ends on 31 December of the Gregorian calendar.

3. Business cycle

The Company operates in a short business cycle and uses 12 months as the standard for classifying the liquidity of assets and liabilities. **4. Currency of accounts**

The Company and its domestic subsidiaries use RMB as the local currency of account, and its foreign subsidiaries select the currency of the major economic environment in which they operate.

The currency of account is the local currency of the accounts.

5. Methodology for determining materiality criteria and basis for selection

☑Applicable ☐Not applicable

sports event	Materiality criteria
Significant individually bad debt provisioned accounts receivable	The Company considers notes receivable whose individual amount exceeds 0.3% of total assets to be significant. Receive tickets.
Recovery or reversal of significant bad debt provision for accounts receivable	The Company considers accounts receivable with an amount greater than 0.3% of total assets to be significant receivables Accounts.
Significant write-offs of receivables	The Company considers accounts receivable with an amount greater than 0.3% of total assets to be significant receivables Accounts.
Significant prepayments aged over 1 year	The Company will make prepayments with an age of one year or more exceeding 0.3 per cent of total assets with an age of one year or more. Prepayments with an age of more than one year are recognised as significant prepayments.
Significant individual bad debt provision for other receivables	The Company identifies other receivables whose individual amounts exceed 0.3 per cent of total assets as significant. To other receivables.
Recovery or reversal of significant bad debt provision for other receivables	The Company considers other receivables with an amount greater than 0.3% of total assets to be significant Other receivables.
Significant write-offs of other receivables	The Company considers other receivables with an amount greater than 0.3% of total assets to be significant Other receivables.
Significant construction projects in progress	The company will have a single construction in progress amount exceeding the total amount of assets 0.3 per cent of the projects were identified as significant construction in progress.
Significant other payables aged over 1 year	The Company will transfer other accounts payable with an age of more than one year that exceed 0.3 per cent of total assets to the following accounts payable with an age of more than one year. The above other payables are considered to be significant other payables with an age of more than one year.
Significant subsidiaries, non-wholly owned subsidiaries	The Company identifies as material subsidiaries those subsidiaries whose total assets exceed 5 per cent of the Group's total assets.
Important commitments	The Company considers commitments involving more than 0.3 per cent of total assets to be material.

6. Accounting treatment of business combinations under the same control and non-same control

(1) Accounting treatment of business combinations under the same control

Assets and liabilities acquired by the Company in a business combination are measured at the carrying value of the party being combined in the consolidated financial statements of the party ultimately in control at the date of the combination. The Company adjusts its capital surplus by the difference between the book value of the equity of the parties to be consolidated in the consolidated financial statements of the party ultimately in control and the book value of the merger consideration paid or the total nominal value of the shares issued; if capital surplus is not sufficient to be eliminated, it is adjusted to retained earnings.

(2) Accounting for business combinations not under the same control

The Company recognises goodwill at the date of purchase for the difference between the cost of consolidation and the share of fair value of the identifiable net assets of the acquiree acquired in the consolidation; if the cost of consolidation is less than the share of fair value of the identifiable net assets of the acquiree acquired in the consolidation, the Company firstly reviews the fair value of the acquiree's identifiable assets, liabilities and contingent liabilities, as well as the measurement of consolidation cost, and if, after the review, the cost of consolidation remains If the cost of consolidation, after review, is still less than the fair value of the acquiree's identifiable net assets, the difference is recognised in profit or loss for the current period.

7. Criteria for judgement of control and presentation of consolidated financial statements

(1) Judgement of control

Control is recognised when there is power over the investee, variable returns through participation in the investee's relevant activities, and the ability to use the power over the investee to influence the amount of its variable returns.

(2) Methodology for the preparation of consolidated financial statements

The Parent Company includes all subsidiaries it controls in the scope of consolidation of the consolidated financial statements. The consolidated financial statements are based on the financial statements of the Parent Company and its subsidiaries and are prepared by the Parent Company in accordance with Accounting Standard 33 - Consolidated Financial Statements based on other relevant information.

8. Classification of joint venture arrangements and accounting treatment of joint operations

(1) Joint venture arrangements are classified as joint operations and joint ventures.

(2) When the company is a joint venture partner in a joint operation, the following items related to the share of interest in the joint operation are recognised:

(i) Recognition of individually held assets and of jointly held assets on a shareholding basis;

(ii) Recognition of individually assumed liabilities and recognition of jointly assumed liabilities on a shareholding basis;

(iii) Recognition of revenue from the sale of the company's share of joint operating output;

④ Revenue from joint operations arising from the sale of assets is recognised on the basis of

the company's share of ownership;

⑤ Recognition of expenses incurred separately and expenses incurred

in joint operations based on the company's share of ownership. **9. Criteria for**

determining cash and cash equivalents

Cash presented in the statement of cash flows represents cash on hand and deposits that are readily available for payment. Cash equivalents are cash held by the enterprise

The Company's investments have short maturities, are highly liquid, can

be easily converted to known amounts of cash, and are subject to

minimal risk of changes in value. **10. Foreign currency operations and**

translation of foreign currency statements

(1) Translation of foreign currency operations

Foreign currency transactions are translated into Renminbi amounts at initial recognition using the spot exchange rate at the date of the transaction. At the balance sheet date, foreign currency monetary items are translated using the spot exchange rate at the balance sheet date, and exchange differences arising from the difference in exchange rates, except for the exchange differences on the principal of and interest on specialised borrowings in foreign currencies relating to the acquisition and construction of assets eligible for capitalisation, are recognised in profit or loss for the current period; foreign currency non-monetary items measured at historical cost continue to be translated using the spot exchange rate at the date of the transaction, with no change in the Renminbi amount; foreign currency non-monetary items measured at fair value are translated using the spot exchange rate at the date of determination of the fair value, with the difference being recognised in profit or loss for the current period. Non-monetary items measured at fair value in foreign currencies are translated using the spot exchange rate at the date of determination of fair value, with the difference being recognised in profit or loss or other comprehensive income for the current period.

（2） Translation of foreign currency financial statements

Assets and liabilities in the balance sheet are translated using the spot exchange rate at the balance sheet date; items in equity, except for "undistributed profits", are translated using the spot exchange rate at the date of the transaction; and items in income and expenses in the income statement are translated using the spot exchange rate at the date of the transaction. Differences in the translation of foreign currency financial statements arising from the above translations are included in other comprehensive income.

11. Financial instruments

(1) Classification of financial assets and financial liabilities

Financial assets are classified into the following three categories on initial recognition: (i) financial assets at amortised cost; (ii) financial assets at fair value through other comprehensive income; and (iii) financial assets at fair value through profit or loss.

Financial liabilities are classified into the following four categories at initial recognition: (i) financial liabilities at fair value through profit or loss; (ii) financial liabilities arising from the transfer of financial assets that do not meet the conditions for derecognition or from

continuing involvement in the transferred financial assets; (iii) financial guarantee contracts that do not fall under (i) or (ii) above, and loan commitments that do not fall under (i) above and are made at a lower-than-market interest rate; and (iv) financial liabilities measured at amortised cost. Financial liabilities measured at amortised cost.

(2) Basis of recognition, measurement and derecognition of financial assets and financial liabilities

(i) Basis of recognition and initial measurement of financial assets and financial liabilities

A financial asset or a financial liability is recognised when the Company becomes a party to the contractual provisions of the financial instrument. Upon initial recognition of a financial asset or a financial liability, it is measured at fair value; for financial assets and financial liabilities at fair value through profit or loss, the related transaction costs are recognised directly in profit or loss; for other types of financial assets or financial liabilities, the related transaction costs are included in the initial recognition amount. However, if the receivables initially recognised by the Company do not contain significant financing elements or the Company does not consider the financing elements in contracts that are less than one year old, they are initially measured at the transaction price as defined in ASBE No. 14 - Revenue.

② Subsequent

measurement of financial

assets A. Financial assets

measured at amortised cost

Subsequent measurement at amortised cost is carried out using the effective interest method. Gains or losses arising from financial assets measured at amortised cost that are not part of any hedging relationship are recognized in profit or loss when the asset is derecognized, reclassified, amortized in accordance with the effective interest rate method or recognized as impaired.

B. Investments in debt instruments at fair value through other comprehensive income

Fair value is used for subsequent measurement. Interest, impairment losses or gains and exchange gains or losses calculated using the effective interest rate method are recognised in profit or loss, while other gains or losses are recognised in other comprehensive income. Upon derecognition, the cumulative gain or loss previously recognised in other comprehensive income is transferred from other comprehensive income to current profit or loss.

C. Investments in equity instruments at fair value through other comprehensive income

Fair value is used for subsequent measurement. Dividends received (except for those attributable to the recovery of investment costs) are recognised in profit or loss, and other gains or losses are recognised in other comprehensive income. Upon derecognition, the cumulative gain or loss previously recorded in other comprehensive income is transferred from other comprehensive income to retained earnings.

D. Financial assets at fair value through profit or loss

Gains or losses arising from subsequent measurement using fair value, including interest and dividend income, are recognised in profit or loss unless the financial asset is part of a hedging relationship.

(iii) Subsequent measurement of financial liabilities

A. Financial liabilities at fair value through profit or loss

Such financial liabilities include financial liabilities held for trading (including derivatives that are financial liabilities) and financial liabilities designated as at fair value through profit or loss. These financial liabilities are subsequently measured at fair value. The amount of change in the fair value of financial liabilities designated as at fair value through profit or loss arising from changes in the company's own credit risk is recognised in other comprehensive income, unless this treatment would create or enlarge an accounting mismatch in profit or loss. Other gains or losses arising from such financial liabilities (including interest expense, changes in fair value other than those arising from changes in the company's own credit risk) are recognised in profit or loss, unless the financial liability is part of a hedging relationship. Upon derecognition, the cumulative gain or loss previously recognised in other comprehensive income is transferred from other comprehensive income to retained earnings.

B. Financial liabilities resulting from transfers of financial assets that do not

meet the conditions for derecognition or from continued involvement in the transferred financial assets C. Measured in accordance with the relevant provisions of ASBE No. 23, "Transfers of Financial Assets".

D. Contracts for financial guarantees that are not part of A or B above, and loan commitments that are not part of A above and lend at below-market interest rates

Subsequent to initial recognition, subsequent measurement is made at the higher of: a the amount of the provision for losses determined in accordance with the provisions for impairment of financial instruments; and b the amount initially recognised net of the cumulative amortisation determined in accordance with the relevant provisions of ASBE 14 - Revenue.

E. Financial liabilities measured at amortised cost

Measured at amortised cost using the effective interest method. Gains or losses arising from financial liabilities measured at amortised cost that are not part of any hedging relationship are included in profit or loss when they are derecognised and amortised in accordance with the effective interest method.

④ Derecognition of financial assets and financial liabilities

A. Financial assets are derecognised when one of the following conditions is met:

a The contractual right to receive cash flows from the financial assets has been terminated;

b The financial asset has been transferred and the transfer satisfies the requirements for derecognition of a financial asset as set out in AASB 23, "Transfers of financial assets".

B. When a financial liability (or a portion of a financial liability) is discharged from a present obligation, the financial liability (or the portion of the financial liability) is derecognised accordingly.

(3) Basis of recognition and measurement of transfers of financial assets

If the company transfers substantially all the risks and rewards of ownership of a financial asset, the financial asset is derecognised and the rights and obligations arising from or retained in the transfer are recognised separately as assets or liabilities; if the company retains substantially all the risks and rewards of ownership of a financial asset, the transferred financial asset continues to be recognised. If the company neither transfers nor retains substantially all the risks and rewards of ownership of a financial asset, the company shall deal with it as follows: (1) if the company does not retain control of the financial asset, derecognise the financial asset and recognise the rights and obligations arising from or retained in the transfer as a separate asset or liability; (2) if the company retains control of the financial asset, recognise the financial asset in accordance with the extent to which the company continues to be involved in the transferred financial asset, and recognise the relevant liability accordingly. (ii) if control over the financial asset is retained, the financial asset is recognised to the extent of the continuing involvement in the transferred financial asset, and a corresponding liability is recognised.

If the transfer of financial assets meets the conditions for derecognition, the difference between: (i) the carrying amount of the transferred financial assets at the date of derecognition; and (ii) the sum of the consideration received for the transfer of the financial assets and the amount of the derecognition portion of the cumulative change in the fair value of the transferred financial assets that would have been recognised directly in other comprehensive income (the transferred financial assets are debt instruments that are measured at fair value with changes in fair value recognized in other comprehensive income). comprehensive income). If a portion of a financial asset is transferred and the transferred portion as a whole meets the conditions for derecognition, the carrying amount of the

financial asset as a whole before the transfer is apportioned between the derecognition portion and the continuation portion in accordance with their respective relative fair values at the date of the transfer, and the difference between (i) the carrying amount of the derecognition portion; and (ii) the consideration of the derecognition portion, which is equal to the fair value of the original portion that was directly recognised in other comprehensive income; and (iii) the amount of the derecognition portion. (ii) the sum of the consideration for the derecognition portion and the amount corresponding to the derecognition portion of the cumulative changes in fair value that was previously recognised directly in other comprehensive income (the financial assets involved in the transfer are investments in debt instruments at fair value through other comprehensive income).

(4) Methods of determining the fair value of financial assets and financial liabilities

The Company determines the fair value of the underlying financial assets and financial liabilities using valuation techniques that are appropriate in the circumstances and supported by sufficient available data and other information. The Company categorises the inputs used in the valuation techniques into the following hierarchy and uses them sequentially:

① Level 1 inputs are unadjusted quoted prices in active markets for identical assets or liabilities that are available at the measurement date;

Level 2 inputs are inputs other than Level 1 inputs that are directly or indirectly observable for the underlying asset or liability, including: quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in inactive markets; observable inputs other than quoted prices, such as interest rates and yield curves that are observable between normal quoted price intervals; and market validated inputs;

(iii) Level 3 inputs are unobservable inputs for the asset or liability in question, including interest rates that are not directly observable or cannot be verified by observable market data, equity volatility, future cash flows from abandonment obligations assumed in a business combination, and financial projections made using own data.

(5) Impairment of financial instruments

The Company uses expected credit losses as the basis for impairment of financial assets measured at amortised cost, investments in debt instruments at fair value through other comprehensive income, contract assets, lease receivables, loan commitments classified as other than financial liabilities at fair value through profit or loss, financial liabilities that are not classified as financial liabilities at fair value through profit or loss, or financial guarantee contracts for which the transfer of the financial asset does not meet the conditions for derecognition or that continue to be involved in the financial liability created by the transferred financial asset, and recognises a provision for loss. Financial guarantee contracts for which the transfer of financial assets does not meet the conditions for derecognition or for which there is a continuing involvement in the financial liability arising from the transferred financial asset are treated as impaired and a loss provision is recognised.

Expected credit losses, the weighted average of credit losses on financial instruments weighted by the risk of default. Credit losses are the difference between all contractual cash flows receivable by the company under the contract, discounted at the original effective interest rate, and all cash flows expected to be collected, i.e., the present value of all cash shortfalls. In particular, for financial assets purchased or originated by the company that are credit impaired, they are discounted at the credit-adjusted effective interest rate of the financial asset.

For financial assets purchased or originated that have suffered credit impairment, the company recognises a provision for loss at the balance sheet date only for the cumulative change in expected credit losses over the entire period of existence since initial recognition.

For lease receivables, receivables resulting from transactions regulated by ASBE 14 - Revenue and contract assets, the Company applies a simplified measurement approach to measure the allowance for losses at an amount equal to the expected credit losses over the entire duration.

For financial assets other than those measured above, the Company assesses at each

balance sheet date whether there has been a significant increase in credit risk since initial recognition. If there has been a significant increase in credit risk since initial recognition, the Company measures the allowance for losses as the amount of expected credit losses over the life of the financial instrument; if there has not been a significant increase in credit risk since initial recognition, the Company measures the allowance for losses as the amount of expected credit losses over the next 12 months.

The company uses available reasonable and supportable information, including forward-looking information, to determine whether the credit risk of a financial instrument has increased significantly since initial recognition by comparing the risk of default at the balance sheet date with the risk of default at the date of initial recognition.

At the balance sheet date, if the company judges that a financial instrument has only a low credit risk, it is assumed that the credit risk of the financial instrument has not increased significantly since initial recognition.

The Company assesses expected credit risk and measures expected credit losses on the basis of individual financial instruments or portfolios of financial instruments. When a portfolio of financial instruments is used as a basis, the company classifies the financial instruments into portfolios based on common risk characteristics.

The Company remeasures expected credit losses at each balance sheet date, and the resulting increase or reversal of the amount of the loss allowance is recognised as an impairment loss or gain in profit or loss. For financial assets carried at amortised cost, the allowance for losses is offset against the amount of the financial asset's carrying amount at the balance sheet date.

The carrying value of the financial assets is presented in the following table; for debt investments measured at fair value through other comprehensive income, the Company recognises a provision for losses in other comprehensive income, which does not offset the carrying value of the financial assets.

(6) Offsetting of financial assets and financial liabilities

Financial assets and financial liabilities are presented separately in the balance sheet without offsetting each other. However, if the following conditions are met at the same time, the company will present the net amount after offsetting each other in the balance sheet: (i) the company has the legal right to offset the recognised amount and such legal right is currently enforceable; (ii) the company plans to settle the net amount or realise the financial assets and settle the financial liabilities at the same time.

For transfers of financial assets that do not meet the conditions for derecognition,

the Company does not offset the transferred financial assets and related liabilities. **12.**

Criteria for recognising and providing for expected credit losses on receivables and contract assets

(1) Receivables and contract assets subject to expected credit losses by combination of credit risk characteristics

Portfolio category	Basis for determining the portfolio	Methodology for measuring expected credit losses
Bankers' acceptances receivable	promissory note drawer	Expected credit losses are calculated by reference to historical credit loss experience, taking into account current conditions and forecasts of future economic conditions, through default exposures and expected credit loss rates over the life of the loan
Commercial acceptances receivable	age of accounts	Prepare a table of accounts receivable ageing versus expected credit loss rates to calculate expected credit losses, taking into account historical credit loss experience, current conditions and projections of future economic conditions
Accounts receivable - ageing portfolio		

Accounts receivable - portfolio of related transactions within the scope of consolidation	Related parties within the scope of consolidation	Prepare a table of accounts receivable aging versus expected credit loss rates, taking into account historical credit loss experience, current conditions and projections of future economic conditions. Calculation of expected credit losses
Other receivables - deposit bond receivable portfolio	Nature of payment	Expected credit losses are calculated by reference to historical credit loss experience, taking into account current conditions and forecasts of future economic conditions, through default exposures and expected credit loss rates over the next 12 months or over the entire duration of the programme.
Other receivables - imprest receivable portfolio		
Other receivables - suspense accounts receivable portfolio		
Other receivables - related transactions within the scope of consolidation combinatorial		

(2) Ageing of the ageing portfolio against the expected credit loss ratio

Accounts receivable - ageing portfolio ageing versus expected credit loss ratio over the entire life of the portfolio

age of accounts	Expected credit loss ratio on accounts receivable (per cent)
Less than 1 year (inclusive, same below)	3.00
1-2 years	10.00
2-3 years	20.00
3-4 years	30.00
4-5 years	50.00
More than 5 years	100.00

The ageing of accounts receivable is calculated from the month in which the amounts are actually incurred.

(3) Criteria for identifying receivables and contract assets for which expected credit losses are provided on an individual basis

For receivables and contract assets with credit risk significantly different from that of the portfolio, the Company provides for expected credit losses on an individual basis. **13.**

Inventories

(1) Classification of inventories

Inventories include finished goods or merchandise held for sale in the ordinary course of activities, work in progress in the production process, materials and supplies consumed in the production process or in the provision of labour.

(2) Method of valuation of inventories issued

The weighted average method is used for the issuance of inventories at the end of the month. (3) Inventory system for inventories

The inventory system for inventories is the perpetual inventory system. (4) Amortisation method for low value consumables and packaging

(i) Low value consumables

Amortised in accordance with the lump sum method.

②Packaging

Amortised in accordance with the lump-sum transfer method. (5) Provision for decline in value of inventories

Criteria for recognising and making provision for inventory write-downs

At the balance sheet date, inventories are measured at the lower of cost or net realisable value, and a provision for decline in value of inventories is made for the difference between cost and net realisable value. The net realisable value of inventories used directly for sale is determined in the normal course of production and operation by the estimated selling price of the inventories less estimated selling expenses and related taxes; the net realisable value of inventories requiring processing is determined in the normal course of production and

operation by the estimated selling price of finished goods produced less estimated costs to be incurred up to the time of completion, estimated selling expenses and related taxes; At the balance sheet date, if there is a contract price agreed for one part of the same inventory and no contract price exists for the other part, the net realisable value is determined separately and compared with its corresponding cost, and the amount of provision or reversal of allowance for decline in value of inventories is determined separately.

14. Non-current assets or disposal groups classified as held for sale, discontinued operations

(1) Classification of non-current assets or disposal groups held for sale

The Company classifies non-current assets or disposal groups as held for sale when both of the following conditions are met: (i) immediate sale is possible under current conditions based on the practice of selling such assets or disposal groups in similar transactions; and (ii) it is highly probable that the sale will occur, i.e., the Company has resolved on a plan of sale and has obtained a firm commitment to purchase, and it is expected that the sale will be completed within one year.

Non-current assets or disposal groups acquired by the Company for the sole purpose of resale are classified as held for sale at the date of acquisition if, at the date of acquisition, they satisfy the condition that "the sale is expected to be completed within one year" and it is probable that the other conditions for classification as held for sale will be fulfilled within a short period of time, usually within three months.

If a transaction between unrelated parties is not completed within one year due to one of the following reasons beyond the company's control, and the company is still committed to selling the non-current asset or disposal group, the non-current asset or disposal group will continue to be classified as held for sale: (1) the buyer or other party has unexpectedly set up conditions leading to the postponement of the sale, and the company has already acted on those conditions in a timely manner and expects to be able to successfully resolve the delay factors within one year from the time of the setting up of conditions leading to the postponement of the sale. The company has taken timely action to address these conditions and expects to be able to successfully resolve the delay factors within one year from the date of setting the conditions that caused the sale to be delayed.

(2) Accounting for non-current assets or disposal groups held for sale

① Initial and subsequent measurement

Upon initial measurement and remeasurement of non-current assets or disposal groups held for sale at the balance sheet date, if the carrying value is higher than the fair value less costs to sell, the carrying value is written down to the fair value less costs to sell, and the

amount of the write-down is recognised as an impairment loss on the asset, which is recognized in profit or loss for the current period, and a provision for impairment of the asset held for sale is also made.

For non-current assets or disposal groups classified as held for sale at the date of acquisition, they are measured initially at the lower of the amount that would have been determined had they not been classified as held for sale and the fair value less costs to sell. Except for non-current assets or disposal groups acquired in a business combination, the difference arising from the initial measurement of a non-current asset or disposal group at fair value less costs to sell is recognised in profit or loss.

The amount of asset impairment loss recognised for disposal groups held for sale is offset against the carrying amount of goodwill in the disposal group, and then against the carrying amount of each non-current asset in the disposal group on a pro rata basis according to its proportionate share of the carrying amount of the asset.

No depreciation or amortisation is provided for non-current assets held for sale or non-current assets in disposal groups, and interest and other expenses continue to be recognised for liabilities in disposal groups held for sale.

② Accounting for Reversal of Impairment Losses on Assets

If the fair value of non-current assets held for sale increases at a subsequent balance sheet date, net of costs to sell, the amount previously written down is restored and reversed within the amount of the impairment loss recognised on the asset after classification as held for sale, with the amount of the reversal recognised in profit or loss for the current period. Impairment losses recognised on assets before classification as held for sale are not reversed.

If the fair value of a disposal group held for sale increases at a subsequent balance sheet date, less costs to sell, the previously written down amount is restored and reversed within the amount of the asset impairment loss recognised for non-current assets after classification as held for sale, and the amount of the reversal is recognised in profit or loss for the current period. The carrying amount of goodwill and impairment losses recognised on non-current assets before they are classified as held for sale are not reversed.

The amount of subsequent reversal of impairment losses recognised for assets in disposal groups held for sale is increased proportionately to the carrying amount of each non-current asset other than goodwill in the disposal group based on its proportionate share of the carrying amount of the asset.

(iii) Discontinuation of classification as held for sale and accounting for derecognition

When a non-current asset or disposal group is no longer classified as held for sale because the conditions for classification as held for sale are no longer met or when a non-current asset is removed from a disposal group that is held for sale, it is measured at the lower of: A the carrying amount that would have existed before classification as held for sale adjusted for depreciation, amortisation or impairment that would have been recognised had it not been classified as held for sale; and B the recoverable amount. Recoverable amount.

Upon derecognition of a non-current asset held for sale or a disposal group, the

unrecognised gain or loss is recognised in profit or loss for the period. (3)

Recognition criteria for discontinued operations

Components that have been disposed of or classified as held for sale and can be separately identified are recognised as discontinued operations when one of the following conditions is met:

(i) The component represents a separate principal business or a separate principal operating area;

② The component is part of an associated plan for the proposed disposal of a separate major business or a separate major operating area;

(iii) The component is a subsidiary

acquired exclusively for resale. (4)

Presentation of discontinued operations

The Company presents gains and losses from continuing operations and gains and losses from discontinued operations separately in the income statement. Operating gains and losses, such as impairment losses and reversals, as well as gains and losses on disposals from discontinued operations, are reported as discontinued operations gains and losses. For discontinued operations reported in the current period, the information previously reported as profit or loss from continuing operations is restated as profit or loss from discontinued operations for the comparable period in the current financial statements. Where a discontinued operation no longer fulfils the conditions for classification as held for sale, the information previously reported as profit or loss from discontinued operations is restated as profit or loss from continuing operations for the comparable period in the current financial statements.

15. Long-term equity investments

(1) Judgement of joint control, significant influence

The existence of shared control over an arrangement in accordance with the relevant agreement and the fact that the activities related to the arrangement require the unanimous agreement of the participants who share control before decisions can be made is recognised as joint control. Significant influence is recognised when there is power to participate in decision-making with respect to the financial and operating policies of the investee, but there is no ability to control, or share control with other parties over, the formulation of those policies.

(2) Determination of investment costs

① If a business combination under the same control results in a merger in which the merging parties pay cash, transfer non-cash assets, assume liabilities or issue equity securities as consideration for the merger, the initial cost of the investment is determined as the cost of the acquisition of a share of the book value of the equity interest of the party being combined in the consolidated financial statements of the party ultimately controlling the entity as of the date of the merger. The difference between the initial investment cost of a long-term equity investment and the book value of the merger consideration paid or the total nominal value of the shares issued is adjusted to capital surplus; if capital surplus is insufficient to cover the difference, it is adjusted to retained earnings.

The company determines whether a long-term equity investment resulting from a business combination under the same control of the company that is effected in stages through multiple transactions is a "package deal". If it is a "package deal", each transaction is accounted for as a single transaction for the acquisition of control. If it is not a "package deal", the initial investment cost is determined at the date of consolidation based on the consolidated party's share of the book value of the consolidated party's net assets in the consolidated financial statements of the party ultimately in control. The difference between the initial investment cost of the long-term equity investment at the date of consolidation and the sum of the book value of the long-term equity investment before consolidation and the book value of the new consideration paid for the acquisition of further shares at the date of consolidation is adjusted to capital surplus; if capital surplus is not sufficient to be eliminated, it is adjusted to retained earnings.

(ii) If a long-term investment is formed through a business combination not under the same control, its initial investment cost is based on the fair value of the merger consideration paid at the date of purchase. The Company distinguishes between individual financial statements and consolidated financial statements for long-term equity investments resulting from non-identical control business combinations achieved in stages through multiple transactions. The financial statements are subject to the relevant accounting treatment:

A. In the individual financial statements, the sum of the book value of the equity investment previously held plus the cost of the additional investment is treated as the initial investment cost for the change to the cost method of accounting.

B. In the consolidated financial statements, a judgement is made as to whether a transaction is a "package deal". If the transaction is a "package deal", each transaction is accounted for as an acquisition of control. If the transaction is not a "package deal", the equity interest in the acquiree held prior to the date of purchase is remeasured at the fair value of the equity interest at the date of purchase, and the difference between the fair value and its book value is recognised as investment income for the current period; and the difference between the fair value and its book value is recognised as investment income for the current period.

If the equity interest in the acquiree held prior to the acquisition date is related to other comprehensive income, etc. under the equity method of accounting, the other comprehensive income, etc. related to it is transferred to the income of the period to which the acquisition date belongs. Except for other comprehensive income resulting from the remeasurement of net liabilities or changes in net assets of defined benefit plans by the investee.

(iii) Except for the formation of a business combination: if acquired by cash payment, the purchase price actually paid shall be regarded as the initial investment cost; if acquired by issuance of equity securities, the fair value of the equity securities issued shall be regarded as the initial investment cost; if acquired by debt restructuring, the initial investment cost shall be determined in accordance with "Accounting Standard for Business Enterprises (ASBE) No. 12 Debt Restructuring". If acquired by way of debt restructuring, the initial investment cost shall be determined in accordance with "ASBE No. 12 - Debt Restructuring".

The initial investment cost is determined in accordance with

"Accounting Standard No. 7 - Non-Monetary Asset

Exchanges". (3) Subsequent measurement and profit and

loss recognition methods

Long-term equity investments in investees over which control is exercised are accounted for using the cost method; long-term equity investments in associates and joint ventures are accounted for using the equity method.

(4) Treatment of stepwise disposal of investments in subsidiaries through multiple transactions to loss of control

(i) Principles for determining whether a transaction is a "package deal" or not

In the case of a step-by-step disposal of equity investments in subsidiaries through multiple transactions until loss of control, the Company determines whether the step-by-step transactions are "package transactions" by taking into account the terms and conditions of the transaction agreements for each step of the step-by-step transactions, the disposal consideration obtained, the targets for the sale of the equity interests, the method of disposal, and the point of time of the disposal, among other information. If the terms, conditions and economic impacts of each transaction meet one or more of the following conditions, it is generally considered that multiple transactions are "package

deals":

A. The transactions were entered into simultaneously or with consideration of the effects of each other; B. The transactions as a whole achieve a complete commercial result;

C. The occurrence of one transaction depends on the occurrence of at least one other transaction;

D. A transaction is uneconomical when viewed in isolation, but economical when considered in conjunction with other transactions.

② is not part of the "package deal" accounting treatment A.

Individual financial statements

The difference between the book value and the actual acquisition price of the disposed equity interest is recognised in profit or loss for the current period. For the remaining equity interest, if it still has significant influence over the investee unit or exercises joint control with other parties, it is accounted for under the equity method; if it can no longer exercise control, joint control or significant influence over the investee unit, it is accounted for in accordance with the relevant provisions of "ASBE No. 22 - Recognition and Measurement of Financial Instruments".

B. Consolidated financial statements

Prior to the loss of control, the difference between the disposal price and the disposal long-term equity investment's corresponding share of the subsidiary's net assets calculated on a continuous basis from the date of purchase or the date of consolidation is adjusted to capital surplus (capital premium), and if capital premium is not sufficient to be eliminated, it is eliminated to retained earnings.

Upon loss of control over Atomic, the remaining equity interest is remeasured at its fair value at the date of loss of control. The difference between the sum of the consideration obtained from the disposal of the equity interest and the fair value of the remaining equity interest, less the share of the original subsidiary's net assets calculated on the basis of the original shareholding ratio and calculated on a continuous basis from the date of purchase or the date of consolidation, is included in investment income for the period in which the loss of control occurs, and goodwill is also eliminated. Other comprehensive income, such as other comprehensive income related to equity investments in the original subsidiary, shall be transferred to investment income in the current period when control is lost.

(iii) Accounting for "package deals" A. Individual financial statements

Account for each transaction as a disposal of a subsidiary with loss of control. However, the difference between the disposal price and the carrying amount of the long-term equity investment corresponding to the investment disposed of in each case before the loss of control is recognised in the individual financial statements as other comprehensive income and transferred to profit or loss in the period in which the loss of control occurs.

B. Consolidated financial statements

Each transaction is accounted for as a disposal of a subsidiary and loss of control. However, the difference between the disposal price and the share of the net assets of the subsidiary corresponding to the investment disposed of prior to the loss of control is recognised in the consolidated financial statements as other comprehensive income and transferred to profit or loss in the period in which the control is lost.

16. Investment property

Investment property measurement model
Cost method of measurement
Method of depreciation or amortisation

(1) Investment property comprises leased land use rights, land use rights held for transfer with the intention of increasing in value and leased buildings.

(2) Investment properties are initially measured at cost, subsequently measured using

the cost model, and depreciated or amortised using the same method as fixed assets and intangible assets.

17. Fixed assets

(1) Confirmation conditions

Fixed assets are tangible assets that are held for use in the production of goods, the provision of services, rental or management and have a useful life of more than one fiscal year. Fixed assets are recognised when both the inflow of economic benefits is probable and the cost can be measured reliably.

(2) Depreciation method

form	Depreciation method	depreciable life	salvage rate	Annual depreciation rate
Houses and buildings	life-cycle averaging (LCA)	10-20 years	5%	4.75%-9.50%
Specialised equipment	life-cycle averaging (LCA)	5-10 years	5%	9.50-19.00 per cent
General equipment	life-cycle averaging (LCA)	5-10 years	5%	9.50-19.00 per cent
carrier	life-cycle averaging (LCA)	4-10 years	5%	9.50-23.75 per cent
Other equipment	life-cycle averaging (LCA)	3-5 years	5%	19.00 per cent-31.67 per cent

18. Construction in progress

(1) Construction in progress is recognised when it is probable that both the economic benefits will flow and the cost can be measured reliably. Construction in progress is measured at the actual cost incurred to construct the asset until it reaches its intended use.

(2) When the construction in progress reaches the intended state of use, it is transferred to fixed assets at the actual cost of construction. If the project has reached the intended state of use but has not yet been finalised, it will be transferred to fixed assets at the estimated value first, and the original provisional value will be adjusted according to the actual cost after the finalisation of the project, but no further adjustment will be made to the depreciation that has already been provided for.

form	Criteria and point in time for carrying forward construction in progress to fixed assets
building	Completion of the project to the state of intended use
Machinery and other equipment	After installation and commissioning to meet the design requirements or contractual standards
Others under construction	Completion of the project to the state of intended use

19. Borrowing costs

(1) Recognition principles for capitalisation of borrowing costs

Borrowing costs incurred by the Company that are directly attributable to the acquisition, construction or production of assets eligible for capitalisation are capitalised and included in the cost of the relevant assets; other borrowing costs are recognised as an expense when

incurred and included in profit or loss for the period.

(2) Period in which borrowing costs are capitalised

① Capitalisation of borrowing costs begins when the following conditions are simultaneously met: A. Expenditure on the asset has been incurred; B. Borrowing costs have been incurred; and C. Purchase and construction or production activities necessary to bring the asset to its intended state of use or sale have begun.

(ii) If the construction or production of an asset eligible for capitalisation is interrupted for more than three consecutive months, the capitalisation of borrowing costs is suspended; borrowing costs incurred during the interruption period are recognised as a current expense until the construction or production of the asset recommences.

(iii) Capitalisation of borrowing costs ceases when the assets acquired, constructed or produced that qualify for capitalisation are in a state that is intended to be used or sold. (3) Capitalisation rate and amount of capitalised borrowing costs

If specialised borrowings are borrowed for the purpose of acquiring or producing assets that qualify for capitalisation, interest costs actually incurred on the specialised borrowings during the period shall be used as the basis for the capitalisation of the specialised borrowings.

(including the amortisation of discounts or premiums determined in accordance with the effective interest rate method), minus the amount of interest income obtained from depositing unused borrowed funds in a bank or the amount of investment income obtained from making temporary investments, to determine the amount of interest to be capitalised; in the case of general borrowings occupied for the purchase, construction or production of assets eligible for capitalisation, calculate and determine the amount of interest to be capitalised on general borrowings on the basis of the weighted average number of cumulative asset expenditures exceeding that on specialised borrowings, multiplied by the capitalisation rate of general borrowings occupied. The amount of interest to be capitalised on general borrowings is calculated by multiplying the capitalisation rate of the general borrowings used.

20. Intangible assets

(1) Useful life and the basis for its determination, estimation, amortisation methodology or review procedures

A. Intangible assets, including land use rights, patents and non-patented technologies, are initially measured at cost.

B. Intangible assets with finite useful lives are amortised systematically and reasonably over their useful lives in accordance with the manner in which the economic benefits associated with the intangible asset are expected to be realised, and where the manner of expected realisation cannot be reliably determined, the straight-line method of amortisation is used. The details are as follows:

sports event	Life expectancy	Amortisation method
land use right	34-50 years, based on the useful life established by the relevant legislation	linear method
hardware	3 years	linear method

Intangible assets with indefinite useful lives are not amortised and the company reviews the useful life of the intangible asset in each accounting period. For intangible assets with an indefinite useful life, the determination of indefinite useful life is based on the inability to estimate the period over which the intangible asset will generate future economic benefits for

the enterprise. The Company's intangible asset with an indefinite useful life is the land use rights in Mexico held by the subsidiary DAYE MEXICO, S.A. DE C.V. The land use rights have a perpetual use life.

(2) Scope of attribution of R&D expenditure and related accounting treatment

① Scope of pooling

A. Personnel labour costs

Personnel labour costs include wages and salaries, basic pension insurance premiums, basic medical insurance premiums, unemployment insurance premiums, work injury insurance premiums, maternity insurance premiums and housing fund of the Company's research and development personnel, as well as labour costs of external research and development personnel.

Where research and development personnel serve on multiple research and development projects at the same time, labour costs are recognised on the basis of the records of hours worked by the research and development personnel of each research and development project provided by the Company's management, and are allocated on a pro-rata basis among the different research and development projects.

If the personnel directly engaged in research and development activities and external research and development personnel are also engaged in non-research and development activities, the Company allocates the personnel labour costs actually incurred by the research and development personnel between research and development costs and production and operating costs based on the records of their working hours in different positions, in accordance with the proportion of actual working hours and other reasonable methods.

B. Direct input costs

Direct input costs refer to the relevant expenses actually incurred by the Company for the implementation of research and development activities. Including: 1) directly consumed materials, fuel and power costs; 2) development and manufacturing costs of moulds and process equipment for intermediate tests and product trial production, purchase costs of samples, prototypes and general testing means that do not constitute fixed assets, and inspection costs of trial products; and 3) costs of operation and maintenance, adjustments, inspections, testing and repairs of instruments and equipment used in research and development activities.

C. Depreciation expense and long-term amortisation

Depreciation expense represents the depreciation of instruments, equipment and buildings in use for research and development activities.

Where instruments, equipment and buildings in use are used for research and development activities and at the same time are used for non-research and development activities, necessary records are kept of the use of such instruments, equipment and buildings in use, and depreciation expenses actually incurred are allocated between research and development expenses and production and operating expenses based on factors such as actual man-hours worked and square footage of space used, using a reasonable method.

Long-term amortised costs are long-term amortised costs incurred in the course of alterations, modifications, improvements and repairs to research and development facilities, which are attributed to actual expenditures and amortised equally over a specified period of time.

D. Amortisation charge on intangible assets

Amortisation expense on intangible assets represents the amortisation expense of software, intellectual property, non-patented technology (know-how, licences, designs and calculation methods, etc.) used in research and development activities.

E. design fee

Design costs refer to the costs incurred for the conception, development and manufacture of new products and processes, the design of work processes, technical specifications, the formulation of protocols, and the design of operational characteristics, including the costs associated with creative design activities to obtain innovative, creative

and breakthrough products.

F. Equipment commissioning costs and test costs

Equipment commissioning costs are the costs incurred for research and development activities in the process of preparing workpieces, including costs incurred for activities such as the development of special, specialised production machines, changes in production and quality control procedures, or the development of new methods and standards.

Costs incurred for routine tooling preparation and industrial engineering for large-scale batch and commercial production are excluded from the scope of pooling.

Testing costs include clinical testing costs for new drug development, field testing costs for exploration and development technologies, and field testing costs.

G. Commissioned external research and development costs

Entrusted external research and development expenses are expenses incurred by the Company for research and development activities entrusted to other organisations or individuals inside or outside the country (where the results of the research and development activities are owned by the Company and are closely related to the Company's main operating business).

H. Other costs

Other expenses refer to other expenses directly related to research and development activities other than those mentioned above, including fees for technical books and materials, translation of materials, expert consulting fees, insurance fees for high-tech research and development, fees for searching, demonstration, evaluation, appraisal and acceptance of research and development results, application fees, registration fees and agency fees for intellectual property rights, conference fees, travelling fees and communication fees, and so on.

②Accounting treatment

Expenditure on the research phase of internal research and development projects is charged to profit or loss when incurred. Expenditure in the development phase of an internal research and development project is recognised as an intangible asset when the following conditions are simultaneously met: A. It is technically feasible to complete the intangible asset so that it can be used or sold; B. There is an intention to complete the intangible asset and to use or sell it; and C no. The manner in which the intangible asset will generate economic benefits, including the ability to demonstrate the existence of a market for the product produced by applying the intangible asset or the existence of a market for the intangible asset itself, and the usefulness of the intangible asset if the intangible asset is to be used internally; D. There are sufficient technical, financial and other resources to support the completion of the development of the intangible asset and to enable the intangible asset to be used or sold; E. Expenditure attributable to the development phase of the intangible asset can be reliably measured. expenditure can be measured reliably.

21. Impairment of certain long-lived assets

For long-lived assets such as long-term equity investments, investment properties measured using the cost model, property, plant and equipment, construction in progress, right-of-use assets and intangible assets with finite useful lives, the recoverable amount is estimated if there is any indication of impairment at the balance sheet date. Goodwill and intangible assets with indefinite useful lives arising from business combinations are tested for impairment annually, regardless of whether there is any indication of impairment. Goodwill is tested for impairment in conjunction with the asset group or combination of asset groups to which it relates.

If the recoverable amount of the above long-lived assets is less than their carrying amount, a provision for asset impairment is recognised for the difference and charged to current profit or loss. **22. Long-term amortised expenses**

Long-term amortised expenses account for expenses that have been incurred and are being amortised over a period of one year or more (excluding one year). Long-term amortised expenses are calculated on the basis of actual

(b) The amount incurred is recorded and amortised equally over the period of benefit or a specified period. If a long-term amortised cost item does not benefit a future accounting period, the entire unamortised amortised value of the item is transferred to profit or loss for the current period.

23. Employee remuneration

(1) Accounting treatment of short-term remuneration

In the accounting period in which employees provide services to the company, the actual short-term remuneration incurred is recognised as a liability and included in the profit or loss for the period or in the cost of the relevant asset.

（2） Accounting treatment of post-employment benefits

Post-employment benefits are divided into defined contribution and defined benefit plans.

(i) In the accounting period in which employees provide services to the Company, the amount of contributions payable calculated in accordance with the defined contribution plan is recognised as a liability and charged to current profit or loss or the cost of the related assets.

② Accounting for defined benefit plans typically includes the following steps:

A.(b) Measure the obligation arising from the defined-benefit plan and determine the period over which the obligation falls, based on the projected unit credit method of accruing benefits, using unbiased and consistent actuarial assumptions to estimate, among other things, the relevant demographic and financial variables. At the same time, the obligations arising from the defined-benefit plans are discounted to determine the present value of the defined-benefit plan obligations and the current service cost;

B.(b) Where there are assets in a defined benefit plan, the deficit or surplus resulting from the present value of the defined benefit plan obligation less the fair value of the defined benefit plan assets is recognised as a net defined benefit plan liability or net asset. Where a defined benefit plan has a surplus, the net defined benefit plan asset is measured at the lower of the surplus of the defined benefit plan or the asset limit;

C.At the end of the period, employee compensation costs arising from defined benefit plans are recognised as service costs, net interest on net liabilities or net assets of the defined benefit plans and changes arising from the remeasurement of the net liabilities or net assets of the defined benefit plans, with the service costs and net interest on net liabilities or net assets of the defined benefit plans recognised in profit or loss or in the cost of the related assets, and changes arising from the remeasurement of the net liabilities or net assets of the defined benefit plans recognised in other comprehensive income, and are not allowed to be reversed to profit or loss in subsequent accounting periods, but can be transferred within equity. changes arising from the remeasurement of the net liabilities or net assets of the defined benefit plan are included in other comprehensive income and are not allowed to be reversed to profit or loss in subsequent accounting periods, but these amounts recognised in other comprehensive income can be transferred within equity.

（3） Accounting for termination benefits

Employee compensation liabilities arising from termination benefits provided to employees are recognised in profit or loss at the earlier of the following:

(i) when the company cannot unilaterally withdraw termination benefits provided as a result of a plan to terminate labour relations or a proposal to reduce workforce; and (ii) when the company recognises costs or expenses related to a restructuring that involves the payment of termination benefits.

(4) Accounting treatment of other long-term employee benefits

Other long-term benefits provided to employees are accounted for in accordance with the relevant provisions of the defined contribution plan if they are eligible for the defined contribution plan; other than that, they are accounted for in accordance with the relevant provisions of the defined benefit plan, and for the purpose of simplifying the relevant accounting treatment, the employee compensation costs incurred by them are recognised as service cost, net interest on the net liabilities or net assets for other long-term employee benefits, and the total net amount of the re The total net amount of the constituent items, such as the change arising from the measurement of the net liability or net asset for other long-term employee benefits, is recognised in profit or loss for the period or in the cost of the relevant asset.

24. Projected liabilities

(1) When an obligation arising from contingencies such as guarantees provided to external parties, litigation matters, product quality assurance, loss contracts, etc. becomes a present obligation to be assumed by the company, and it is probable that the performance of the obligation will result in an outflow of economic benefits to the company and the amount of the obligation can be measured reliably, the company recognises the obligation as a projected liability.

(2) The company initially measures projected liabilities on the basis of the best estimate of the expenditure required to settle the related present obligation and reviews the carrying amount of the projected liability at the balance sheet date.

25. Share-based payment

(1) Types of share-based payments

Includes equity-settled share-based payments and cash-settled share-based payments. (2) Accounting treatment related to the implementation, modification and termination of share-based payment plans

Equity-settled share-based payments

Equity-settled share-based payments in exchange for employee services that are exercisable immediately after the grant are recognised at the grant date in the relevant cost or expense based on the fair value of the equity instruments, with a corresponding adjustment to capital surplus. Equity-settled share-based payments in exchange for employee services that are exercisable only upon completion of the services within the waiting period or fulfilment of specified performance conditions are recognised at each balance sheet date during the waiting period at the fair value of the equity instruments at the date of grant of the equity instruments based on the best estimate of the number of equity instruments that will become exercisable, with the services acquired during the period charged to the relevant costs or expenses and the capital surplus adjusted accordingly. Equity-settled share-based payments in exchange for services from other parties, if the fair value of the services from other parties can be reliably measured, are recognised in accordance with the other parties'

If the fair value of the services from other parties cannot be reliably measured, but the fair value of the equity instrument can be reliably measured, the equity instrument is measured at its fair value at the date of service acquisition, and is included in the relevant cost or expense, with a corresponding increase in equity.

② Cash-settled share-based payments

Cash-settled share-based payments in exchange for employee services that are exercisable immediately after the grant are recorded at the fair value of the liability assumed by the company at the date of grant in the relevant cost or expense, with a corresponding increase in the liability. Cash-settled share-based payments in exchange for employee services that are exercisable only after completion of the waiting period or fulfilment of specified performance conditions are recognised at each balance sheet date during the waiting period at the fair value of the liability assumed by the company, based on the best estimate of the extent to which it will be exercisable, by charging the services acquired in the current period to the relevant cost or expense and a corresponding liability.

③ Modification and termination of share-based payment plans

If the modification increases the fair value of the equity instruments granted, the company recognises the increase in acquired services accordingly to the increase in the fair value of the equity instruments; if the modification increases the number of equity instruments granted, the company recognises the increase in the fair value of the equity instruments accordingly to the increase in the acquisition of services; and if the company modifies the conditions of feasibility in a manner that is favourable to the employees, the company treats the conditions of feasibility in the modification, the company takes into account the modified conditions of viability.

If the modification reduces the fair value of the equity instrument granted, the company continues to recognise the amount of services acquired based on the fair value of the equity instrument at the date of grant without regard to the reduction in the fair value of the equity instrument; if the modification reduces the number of equity instruments granted, the company treats the reduction as a cancellation of the equity instrument granted; and if the feasibility conditions are modified in a manner that is unfavourable to the employees conditions, the modified conditions of viability are not taken into account when dealing with the conditions of viability.

If the company cancels an equity instrument granted or settles an equity instrument granted during the waiting period (other than cancellation due to failure to satisfy the conditions for exercisability), the cancellation or settlement is treated as an acceleration of exercisability, with immediate recognition of the amount that would otherwise have been recognised over the remaining waiting period.

26. Preference shares, perpetual bonds and other financial instruments

In accordance with the relevant standards on financial instruments and the Provisions on Accounting Treatment Related to Perpetual Bonds (Caixin [2019] No. 2), for financial instruments such as convertible corporate bonds issued, the Company, based on the contractual terms of the financial instruments issued and their economic substance as reflected in the contract, rather than in legal form only, and in conjunction with the definitions of financial assets, financial liabilities and equity instruments, will, at the time of initial recognition, classify such financial instruments or their components classified as financial assets, financial liabilities or equity instruments.

At the balance sheet date, for financial instruments classified as equity instruments, their interest expenses or dividend distribution are treated as profit distribution of the company, and their repurchase or cancellation are treated as changes in equity; for financial instruments classified as financial liabilities, their interest expenses or dividend distribution are treated as borrowing costs, and their repurchase or redemption are recognised in profit or loss for the current period.

27. Income

Disclosure of accounting policies used for revenue recognition and measurement by type of business

(1) Revenue recognition principles

On the commencement date of a contract, the company evaluates the contract, identifies each individual performance obligation contained in the contract and determines whether each individual performance obligation is to be performed within a certain time period or at a certain point in time.

The performance obligation is fulfilled within a certain period of time if one of the following conditions is met; otherwise, the performance obligation is fulfilled at a certain point in time: (i) the customer acquires and consumes the economic benefits arising from the Company's performance at the same time as the Company performs the performance; (ii) the customer is able to control the commodities being constructed by the Company in the course of the Company's performance; and (iii) the commodities produced by the Company in the course of the Company's performance have irreplaceable uses and the Company has the right to receive payment for the cumulative (iii) the goods produced in the course of the Company's performance are irreplaceable and the Company is entitled to receive payment for the cumulative portion of performance completed to date throughout the contract period.

For performance obligations that are to be fulfilled within a certain period of time, the company recognises revenue over that period of time based on the progress of performance. When the progress of performance is not reasonably determinable, revenue is recognised at the amount of costs incurred until the progress of performance is reasonably determinable, provided that the costs incurred are expected to be reimbursed. For performance obligations fulfilled at a point in time, revenue is recognised at the point at which the customer obtains control of the related goods or services. In determining whether the customer has obtained control of the goods, the Company considers the following indications: 1) the Company has a present right to receive payment for the goods, i.e., the customer has a present right to receive payment for the goods for which the

(ii) the company has transferred legal title to the commodity to the customer, i.e., the customer has legal title to the commodity; (iii) the company has physically transferred the commodity to the customer, i.e., the customer has physically taken possession of the commodity; (iv) the company has transferred the principal risks and rewards of ownership of the commodity to the customer, i.e., the customer has acquired the principal risks and rewards of ownership of the commodity; (v) the customer has accepted the commodity; (vi) other indications that the customer has acquired control of the commodity. the commodity; ⑥ other indications that the customer has acquired control of the commodity.

(2) Principles of income measurement

(i) The Company measures revenue based on the transaction price apportioned to each individual performance obligation. The transaction price is the amount of consideration to which the company expects to be entitled as a result of the transfer of goods or services to the customer, excluding amounts collected on behalf of third parties and amounts expected to be refunded to the customer.

(ii) Where variable consideration exists in a contract, the company determines the best estimate of the variable consideration on the basis of the expected value or the most probable amount to be incurred, provided that the transaction price that includes the variable consideration does not exceed the amount by which it is highly probable that the cumulative revenue recognised will not be materially reversed by the time the related uncertainty is removed.

(iii) If there is a significant financing element in the contract, the Company determines the transaction price on the basis of the amount payable that is assumed to be paid in cash by the customer as soon as the customer obtains control of the goods or services. The difference between this transaction price and the contract consideration is amortised over the contract period using the effective interest method. If, on the commencement date of the contract, the company expects that the interval between the customer's acquisition of control over goods or services and the customer's payment of the price will not exceed one year, the significant financing element of the contract is not taken into account.

④ If a contract contains two or more performance obligations, the company apportions the transaction price to each individual performance obligation on the contract start date in the relative proportion of the individual selling price of the goods promised under each

individual performance obligation.

(3) Specific methods of revenue recognition

The company mainly sells garden machinery products. The company's garden machinery and equipment sales business is a performance obligation fulfilled at a certain point in time, the specific method of revenue recognition: ① domestic sales: the company under the contract will be delivered to the purchaser and the purchaser acceptance confirmation, to obtain the purchaser's signature of acceptance, has been charged the price or obtain the right to payment and the related economic benefits are likely to flow into the recognition of the; ② self-managed export sales: the company under the contract will be products ②Self-export sales: the company according to the contract will be the product customs clearance, to obtain the bill of lading, has received the purchase price or obtained the right to receive payment and the related economic benefits are likely to flow when recognised. For direct sales of overseas subsidiaries, the company agreed under the contract, the product has been out of the warehouse, the customer pick-up or entrusted to the logistics company to pick up the goods that the relevant risks have been transferred, to obtain the bill of lading logistics company, has received payment or the right to receive payment and the related economic benefits are likely to flow into the recognition; ③ bonded area sales: the company will be the product according to the contract customs clearance, the product is delivered to the purchaser and the purchaser acceptance confirmation (iii) Sales in bonded zones: the Company declares the products for customs clearance in accordance with the contract, the products are delivered to the purchaser and confirmed by the purchaser's acceptance, and are recognised when the purchaser's signature on the receipt is obtained, the price is received or the right to receive payment is obtained, and the inflow of related economic benefits is probable.

The use of different business models for the same type of business involving different revenue recognition and measurement methods

28. Contract assets, contract liabilities

The company presents contract assets or contract liabilities in the balance sheet based on the relationship between the fulfilment of performance obligations and payments from customers. The company presents contract assets and contract liabilities under the same contract on a net basis after offsetting them against each other.

The company presents as receivables the right to receive consideration from customers that it owns and that is unconditional (i.e. depends only on the passage of time), and as contractual assets the right to receive consideration for merchandise that has been transferred to a customer and for which the right depends on factors other than the passage of time. The Company presents its obligation to transfer goods to customers for consideration received or receivable from customers as a contractual liability.

29. Government grants

(1) Government grants are recognised when the following conditions are simultaneously met: (i) the company is able to meet the conditions attached to the government grant; and (ii) the company is able to receive the government grant. Government grants that are monetary assets are measured at the amount received or receivable. Government grants that are non-monetary assets are measured at fair value; if the fair value cannot be reliably obtained, they are measured at a nominal amount.

(2) Basis of judgement and accounting treatment of government grants related to assets

Government grants that are stipulated in government documents to be used for the purchase, construction or other formation of long-term assets are classified as asset-related government grants. If a government document is unclear, government grants are judged on the basis of the basic conditions that must be met in order to obtain the grant, and those that are based on the basic conditions of purchasing, constructing or otherwise forming long-term assets are classified as asset-related government grants. Government grants related to assets are offset against the carrying amount of the related assets or recognised as deferred income. If the government grants related to assets are recognised as deferred income, they are phased into profit or loss in a reasonable and systematic manner over the useful life of the related assets. Government grants measured at nominal amounts are recognised directly in profit or loss. If the related assets are sold, transferred, retired or destroyed before the end of their

useful lives, the unallocated balance of the related deferred income is transferred to profit or loss in the period in which the assets are disposed of.

(3) Basis of judgement and accounting treatment of government grants related to revenue

Government grants other than asset-related government grants are classified as revenue-related government grants. For government grants that contain both asset-related and revenue-related components, if it is difficult to distinguish between asset-related and revenue-related government grants, the whole grant is classified as revenue-related government grants. Government grants related to income that are used to compensate for related costs or losses in future periods are recognised as deferred income and are credited to current profit or loss or charged to current cost in the period in which the related costs or losses are recognised; those that are used to compensate for related costs or losses that have already been incurred are directly credited to current profit or loss or charged to current cost.

(4) Government grants related to the Company's daily operating activities are credited to other income or charged to related costs and expenses in accordance with the substance of the economic operations. Government grants that are not related to the Company's daily activities are included in non-operating income and expenses.

(5) Accounting treatment of policy incentives for loan discounts

(i) the finance will be disbursed to the lending bank, the lending bank to provide loans to the company at the policy preferential interest rate, the actual amount of borrowing received as the recorded value of borrowing, according to the principal amount of borrowing and the policy preferential interest rate to calculate the relevant borrowing costs. (ii) If the financial institutions allocate the interest rate subsidy funds directly to the company, the corresponding interest rate will be offset against the related borrowing costs.

30. Deferred income tax assets/deferred income tax liabilities

(1) Deferred tax assets or deferred tax liabilities are recognised based on the difference between the carrying amount of an asset or liability and its tax basis (if the tax basis of an item not recognised as an asset or liability can be determined in accordance with the provisions of the tax laws, the difference between such tax basis and its carrying amount) calculated at the tax rates that are expected to apply in the period in which the asset is recovered or the liability is settled.

(2) Deferred tax assets are recognised to the extent that it is probable that taxable income will be available against which deductible temporary differences can be utilised. Deferred tax assets not recognised in prior periods are recognised when, at the balance sheet date, it is probable that sufficient taxable income will be available in future periods to allow the deductible temporary differences to be utilised.

(3) The carrying amount of deferred tax assets is reviewed at the balance sheet date and written down to the extent that it is more likely than not that sufficient taxable income will not be available to allow the benefit of the deferred tax assets to be utilised in future periods. The amount of the write-down is reversed when it is more likely than not that sufficient taxable income will be available.

(4) The Company's current income tax and deferred income tax are recorded as income tax expense or benefit in profit or loss for the current period, excluding income tax arising from: (i) business combinations; and (ii) transactions or events that are recognised directly in owners' equity.

(5) Deferred tax assets and deferred tax liabilities are stated at net amounts after offsetting if the following conditions are met: (i) the Company has the legal right to settle current income tax assets and current income tax liabilities on a net basis; (ii) the deferred

tax assets and deferred tax liabilities are related to income taxes levied by the same tax authority on the same taxpayer or are related to different taxpayers but are not recovered in the periods in which they will be material in the future; (iii) the taxpayers involved intend to settle current income tax assets and current income tax liabilities on a net basis or acquire assets or settle liabilities simultaneously. (ii) Deferred income tax assets and deferred income tax liabilities are related to income taxes levied by the same tax authority on the same taxable entity or on different taxable entities, but in each future period in which deferred income tax assets and deferred income tax liabilities are reversed in a material way, the taxable entities involved intend to either settle the current income tax assets and current income tax liabilities on a net basis or to acquire the assets and settle the liabilities simultaneously.

31. Leasing

(1) Accounting for leases as lessee

On the commencement date of the lease term, the Company recognises as short-term leases those leases that have a term of no more than 12 months and do not include an option to purchase, and recognises as low-value asset leases those leases that have a lower value when the individual leased asset is a brand-new asset. If the Company subleases or expects to sublease a leased asset, the original lease is not considered a low-value asset lease.

For all short-term leases and leases of low-value assets, the Company recognises the lease payments as part of the cost of the related assets or in profit or loss on a straight-line basis for each period during the lease term.

With the exception of short-term leases and leases of low-value assets, for which the simplified treatment is applied as described above, the Company recognises a right-of-use asset and a lease liability for leases on the commencement date of the lease term.

① Right-to-use assets

A right-of-use asset is initially measured at cost, which consists of: A. the amount of the initial measurement of the lease liability; B. the amount of lease payments to be made on or before the commencement date of the lease term, net of the amount relating to the lease incentives that have already been taken up, if such incentives exist; C. the initial direct costs to be incurred by the lessee; and D. the costs that are expected to be incurred by the lessee to dismantle and remove the leased asset, to reinstate the site on which the leased asset is located, or to restore the leased asset to the condition agreed under the terms of the lease. D. Costs expected to be incurred by the lessee to dismantle and remove the leased asset, restore the site on which the leased asset is located, or return the leased asset to the condition agreed upon in the lease terms.

The Company depreciates right-of-use assets on a straight-line basis. If it is reasonably certain that ownership of the leased asset will be achieved by the end of the lease term, the Company depreciates the leased asset over its remaining useful life. If it is not reasonably certain that ownership of the leased asset will be achieved by the end of the lease term, the Company depreciates over the shorter of the lease term or the remaining useful life of the leased asset.

②Lease liabilities

On the commencement date of the lease term, the Company recognises the present value of the outstanding lease payments as a lease liability. The present value of the lease payments is calculated using the interest rate embedded in the lease as the discount rate or, if the interest rate embedded in the lease cannot be determined, the Company's incremental borrowing rate is used as the discount rate. The difference between the lease payments and their present value is treated as an unrecognised finance charge, and interest expense is recognised over the lease term in each period at the rate that discounts the present value of the lease payments recognised and is included in profit or loss for the current period. Variable lease payments that are not included in the measurement of the lease liability are included in profit or loss when they are actually incurred.

After the commencement date of the lease term, when there is a change in the substantive fixed payments, a change in the estimated payable amount of the residual value of the guarantee, a change in the index or ratio used to determine the lease payments, a change in the appraisal results of the purchase option, the option to renew the lease or the option to terminate the lease or a change in the actual exercise of the right to terminate the option, the company will re-measure the lease liability based on the present value of the lease payments after the change and adjust the carrying value of the right-of-use asset accordingly. If the carrying value of the right-of-use asset has been reduced to zero, but the lease liability still needs to be further reduced, the remaining amount will be recognised in profit or loss for the current period.

（2） Accounting for leases as lessor

At the inception date of a lease, the Company classifies leases that transfer substantially all the risks and rewards associated with ownership of the leased asset as finance leases and all other leases as operating leases.

①Operating lease

The Company recognises lease receipts as rental income on a straight-line basis in each period of the lease term, and initial direct costs incurred are capitalised and apportioned on the same basis as rental income recognition, and are charged to profit or loss in the current period. Variable lease payments made by the Company in connection with operating leases that are not recognised as lease receipts are recognised in profit or loss when they are actually incurred.

②Financial Leasing

At the inception date of the lease term, the Company recognises a finance lease receivable based on the net investment in the lease (the sum of the unguaranteed residual value and the present value of the lease receipts not yet received at the inception date of the lease term discounted at the interest rate embedded in the lease) and derecognises the asset under the finance lease. In each period of the lease term, the Company calculates and recognises interest income at the interest rate embedded in the lease.

Variable lease payments acquired by the Company that are not included in the measurement of the net investment in leases are recognised in profit or loss when they are actually incurred.

(3) sale-and-leaseback

① Company as lessee

The Company evaluates to determine whether the transfer of an asset in a sale and leaseback transaction is a sale in accordance with ASBE No. 14, "Revenue.

Where the transfer of an asset in a sale and leaseback transaction is a sale, the company measures the right-of-use asset resulting from the sale and leaseback at the portion of the carrying value of the original asset that relates to the right of use acquired by the leaseback and recognises the related gain or loss only on the transfer of the right to the lessor.

If the transfer of an asset in a sale and leaseback transaction is not a sale, the Company continues to recognise the transferred asset, and at the same time recognises a financial liability equal to the transfer proceeds and accounts for the financial liability in accordance with ASBE 22 - Recognition and Measurement of Financial Instruments.

② Company as lessor

The Company evaluates to determine whether the transfer of an asset in a sale and leaseback transaction is a sale in accordance with ASBE No. 14, "Revenue.

Where the transfer of an asset in a sale and leaseback transaction is a sale, the Company accounts for the purchase of the asset in accordance with other applicable corporate accounting standards and for the lease of the asset in accordance with ASBJ Statement No. 21 - Leases.

If the transfer of an asset in a sale and leaseback transaction is not a sale, the Company does not recognise the transferred asset, but recognises a financial asset equal to the transfer proceeds and accounts for the financial asset in accordance with ASBE No. 22 - Recognition and Measurement of Financial Instruments.

32. Segment reporting

The Company determines its operating segments on the basis of its internal organisational structure, management requirements and internal reporting system. The Company's operating segments are those components that simultaneously meet the following conditions:

(1) The component is capable of generating revenue and incurring expenses in its day-to-day activities;

(2) Management is able to evaluate the results of the component's operations on a regular basis in order to decide on the allocation of resources to it and to evaluate its performance;

(3) Be able to analyse and obtain relevant accounting information about the component's financial position, results of operations and cash flows. **33. Other significant accounting policies and accounting estimates**

(1) Basis for applying hedge accounting, accounting treatment

① Hedges include fair value hedges/cash flow hedges/hedges of net investment in foreign operations.

② Hedge accounting is applied to a hedge that meets the following conditions: A. The hedging relationship consists solely of the eligible hedging instrument and hedged instrument; B. At the inception of the hedge, the company formally designates the hedging instrument and hedged item and prepares written documentation about the hedging relationship and the company's risk management strategy and risk management objectives for engaging in the hedge; and C. The hedging relationship meets the hedge effectiveness requirements.

The Company determines that a hedging relationship meets the requirements for hedge effectiveness when the following conditions are simultaneously met: A. An economic relationship exists between the hedged item and the hedging instrument; B. Credit risk does not dominate the change in value resulting from the economic relationship between the hedged item and the hedging instrument; and C. The hedge ratio of the hedging relationship is equal to the ratio of the actual number of hedged items hedged by the Company to the actual number of hedging instruments hedged against them, but does not reflect an imbalance in the relative weights of the hedged item and the hedging instrument. The ratio of the actual number of hedged items to the actual number of hedging instruments on which they are hedged does not reflect an imbalance in the relative weights of the hedged items and hedging instruments.

The Company assesses whether a hedging relationship meets the hedge effectiveness requirements on an ongoing basis at the hedge inception date and in subsequent periods. If a hedging relationship no longer meets the requirements for hedge effectiveness due to the hedge ratio, but the risk management objective for which the hedging relationship was

designated has not changed, the company rebalances the hedging relationship.

③ Hedge

accounting

treatment A.

Fair value

hedges

a. Gains or losses arising from hedging instruments are recognised in profit or loss. If the hedging instrument is a hedge of a non-trading equity instrument (or component of a non-trading equity instrument) that has been elected to be measured at fair value through other comprehensive income, the gain or loss arising from the hedging instrument is included in other comprehensive income.

b. Gains or losses arising from the exposure to the hedged item are recognised in profit or loss for the current period, and the carrying amount of the recognised hedged item that is not measured at fair value is adjusted. If the hedged item is a financial asset (or its component) classified as at fair value through other comprehensive income in accordance with Article 18 of "ASBE 22 - Recognition and Measurement of Financial Instruments", the gain or loss arising from the hedged risk exposure is recognised in profit or loss for the current period, and its carrying value has been measured at fair value and will not be adjusted; if the hedged item is a financial asset (or its component) classified as at fair value through other comprehensive income, the carrying value will not be adjusted. If the hedged item is a non-trading equity instrument investment (or its component) that the Company has elected to measure at fair value through other comprehensive income, the gain or loss arising from the hedged risk exposure is recognised in other comprehensive income, and its carrying value has been measured at fair value and is not adjusted.

Where the hedged item is a firm commitment (or a component thereof) that has not yet been recognised, the cumulative change in fair value attributable to the hedged risk subsequent to the designation of the hedging relationship is recognised as an asset or a liability, with the related gain or loss being recognised in profit or loss in each of the relevant periods. When a firm commitment is honoured

Instead, when an asset is acquired or a liability is assumed, the initial recognition amount of the asset or liability is adjusted to include the cumulative change in fair value of the hedged item recognised.

If the hedged item is a financial instrument (or its component) measured at amortised cost, the Company amortises the adjustment to the carrying amount of the hedged item at the effective interest rate recalculated at the commencement date of amortisation and recognises it in profit or loss for the current period. If the hedged item is a financial asset (or its component) classified as at fair value through other comprehensive income in accordance with Article 18 of "ASBE 22 - Recognition and Measurement of Financial Instruments", the cumulative hedging gains or losses recognised are amortised in the same manner and recognised in profit or loss. However, the carrying amount of the financial assets (or their components) is not adjusted.

B. Cash flow hedges

a. The portion of the gain or loss on the hedging instrument that is an effective hedge is recognised as a cash flow hedge reserve in other comprehensive income, and the ineffective portion is recognised in profit or loss for the period. The amount of the cash flow hedge reserve is recognised as the lower of: (a) the cumulative gain or loss on the hedging instrument from the inception of the hedge; and (b) the cumulative change in the present value of the expected future cash flows of the hedged item from the inception of the hedge.

b. When the hedged item is an anticipated transaction and that anticipated transaction results in the subsequent recognition of a non-financial asset or a non-financial liability by the company, or when the anticipated transaction of non-financial assets and non-financial liabilities results in a firm commitment to which fair value hedge accounting applies, the amount of the cash flow hedging reserve that would otherwise have been recognised in other comprehensive income is reversed out to the amount initially recognised for that asset or liability.

c. For other cash flow hedges, the amount of the cash flow hedge reserve that would otherwise be included in other comprehensive income is reversed out to profit or loss in the same period in which the hedged forecast transaction affects profit or loss.

C. Hedges of net investment in foreign operations

The portion of the gain or loss resulting from the hedging instrument that is an effective

hedge is recognised as other comprehensive income and transferred out to current profit or loss when the foreign operation is disposed of; the portion of the gain or loss resulting from the hedging instrument that is an ineffective hedge is recognised in current profit or loss.

(2) Accounting treatment related to the repurchase of the Company's shares

If the Company acquires shares for the purpose of reducing registered capital or rewarding employees, the amount actually paid for the shares is treated as treasury stock and is recorded in the register of treasury stock. If the repurchased shares are cancelled, the difference between the total par value of the shares calculated on the basis of the nominal value of the cancelled shares and the number of shares cancelled and the amount actually paid for the repurchase is charged to capital surplus, and if capital surplus is not sufficient to be charged, it is charged to retained earnings; if the award of the repurchased shares to the Company's employees is an equity-settled share payment, the cost of shares and the accumulated amount of capital surplus (other capital surplus) during the waiting period are also charged to capital surplus (other capital surplus), while the cost of shares and the cumulative amount of capital surplus (other capital surplus) during the waiting period are recorded in the register. The cost of treasury stock delivered to employees and the cumulative amount of capital surplus (other capital surplus) during the waiting period are cancelled when the employees receive the purchase price of the Company's shares by exercising their options, and the capital surplus (share premium) is adjusted for the difference.

34. Significant accounting policies and changes in accounting estimates

(1) Changes in significant accounting policies

☑Applicable ☐Not applicable

Unit: Yuan

What and why changes in accounting policies	Name of statement line significantly affected	Amount of impact

Changes in accounting policies arising from changes in enterprise accounting standards

1. Effective from 1 January 2023, the Company has implemented the provisions of "Interpretation of Enterprise Accounting Standard No. 16" issued by the Ministry of Finance, "Accounting for Deferred Taxes on Assets and Liabilities Arising from Individual Transactions Not Subject to the Exemption from Initial Recognition", and this change in accounting policy has no impact on the Company's financial statements.

(2) Significant changes in accounting estimates

☐ Applicable ☑ Not applicable

VI. Taxes

1. Major tax types and rates

tax types	taxable basis	duty rate
value-added tax (VAT)	Calculation of output tax on the basis of income from the sale of goods and taxable services calculated in accordance with the provisions of the Tax Law, less input tax allowable for deduction in the current period After that, the difference is VAT payable.	The tax rate is 13 per cent, and exported goods enjoy the "exemption, credit and refund" policy, with a refund rate of 13 per cent.
sales tax	/	/
Urban maintenance and construction tax	Actual amount of turnover tax paid	7 per cent, 5 per cent
corporate income tax	taxable income	15-30.525 per cent
property tax	In case of ad valorem levy, the amount of the residual value of the property after a one-time deduction of 30 per cent of the original value of the property shall be 1.2 per cent; 12 per cent of rental income if levied on a rental basis.	1.2 per cent, 12 per cent
education surcharge	Actual amount of turnover tax paid	3 per cent
Local education surcharge	Actual amount of turnover tax paid	2 per cent

Disclosure of information where there are taxable entities with different corporate income tax rates

Name of taxable entity	Income tax rate
Company	15%
Ningbo Leader Intelligent Equipment Co.	15%
DAYE EUROPE GMBH [Note 1]	30.525 per cent
DAYE NORTH AMERICA, INC. [Note 2]	23.50 per cent
DAYE INTERNATIONAL CO., LIMITED [Note 3]	16.50 per cent
honbo int pte.ltd [note 4]	17 per cent
runbo int pte.ltd [note 4]	17 per cent

[Note 1] Taxes and charges, including corporate income tax of 15 per cent, solidarity tax surcharge of 0.825 per cent and transaction tax of 14.70 per cent, are calculated in accordance with the local tax policy of Germany, the country of incorporation.

[Note 2] The relevant taxes are accrued in accordance with the local tax policies of the United States of America, where the Company is incorporated, including federal tax of 21% (34% before 1 January 2018) and state tax of 2.5%.

[Note 3] Relevant taxes and duties are calculated in accordance with the local tax policies of Hong Kong, the place of incorporation.

[Note 4] Taxes are charged in accordance with the local tax policy of Singapore, the place of incorporation. [Note 5] Taxes and fees are charged in accordance with the local tax policy of Thailand, the country of incorporation.

[Note 6] Taxes are charged in accordance with the local tax policy of Mexico, the country of incorporation.

[Note 7] The relevant taxes are accrued in accordance with the local tax policy of the United States of America, where the Company is incorporated, including federal tax of 21% (34% before 1 January 2018) and state tax of 8.87%.

2. Tax incentives

On 7 January 2022, according to the Announcement of the Leading Group Office of the National High-tech Enterprise Recognition and Management Office on the Record of the First Batch of High-tech Enterprises Recognised in Ningbo in 2021 and the Notice of the Leading Group of the High-tech Enterprise Recognition and Management Office of Ningbo on the Publication of the List of High-tech Enterprises of Ningbo in 2021 (Ningbo High-tech Enterprises Recognition 〔2022〕 No. 1), the Company was recognised as a high-tech enterprise of Ningbo. The Company was recognised as a high-tech enterprise of Ningbo City with a validity period of three years，i.e. from 2021 to 2023. According to the preferential policies on income tax for high-tech enterprises, the Company's enterprise income tax for 2023 was reduced by 15%.

On 9 April 2024, according to the "Announcement on Supplementary Filing of High and

New Technology Enterprises Identified and Reported by Ningbo Identifying Institutions in 2023" issued by the Office of the National High and New Technology Enterprises Identification and Management Working Group, Ningbo Leader Intelligent Equipment Co., Ltd. has been identified as a high and new technology enterprise of Ningbo City, which will be valid for a period of three years, i.e., from 2023 to 2025. According to the preferential policies for high-tech enterprises, the enterprise income tax of the subsidiary Ningbo Leader Intelligent Equipment Co.

VII. Notes to the consolidated financial statements

1. Monetary funds

Unit: Yuan

sports event	Closing balance	Opening balance
(accountancy)	143,483.72	80,824.80
a bank account	683,403,547.31	63,336,595.12
Other monetary funds	35,720,842.42	49,613,052.89
Deposits with finance companies	0.00	0.00
add up the total	719,267,873.45	113,030,472.81
Of which: total deposits abroad	22,804,404.08	14,458,761.69

Other notes:

As at 31 December 2023, other monetary funds consisted of banker's acceptance deposit of RMB27,611,402.40, customs import guarantee deposit 5,803,357.57, bond deposit $503,084.86, and e-commerce account balance $1,802,997.59.

2. Financial assets held for trading

Unit: Yuan

sports event	Closing balance	Opening balance
Financial assets at fair value through profit or loss	115,732.96	611,893.28
Among them:		
derivative financial asset	115,732.96	611,893.28
Among them:		
add up the total	115,732.96	611,893.28

Other notes:

Financial assets held for trading at the end of December 2023 were formed when the agreed exchange rates of outstanding forward exchange contracts and outstanding foreign exchange options at the end of the period were higher than the forward exchange rates quoted by

financial institutions for the same period.

3. Accounts receivable

(1) Disclosure by age

Unit: Yuan

age of accounts	Closing book balance	Opening balance
Up to and including 1 year	131,137,428.87	250,928,572.03
1 to 2 years	90,646.47	424,146.58
2 to 3 years	353,074.97	40,196.89
More than 3 years	36,162.77	19,151.00
3 to 4 years	15,472.19	7,453.05
4 to 5 years	7,695.46	11,697.95
More than 5 years	12,995.12	
add up the total	131,617,313.08	251,412,066.50

Note: The amount of 4-5 years at the end of the period is greater than the amount of 3-4 years at the beginning of the period, and the amount of more than 5 years at the end of the period is greater than the amount of 4-5 years at the beginning of the period due to the effect of exchange rate changes.

(2) Disclosure by bad debt accrual method

Unit: Yuan

form	Closing balance					Opening balance				
	Carrying amount		provision for bad debts		book value	Carrying amount		provision for bad debts		book value
	sum of money	proportions	sum of money	accruals ratio precedent	(be) worth	sum of money	proportions	sum of money	accruals ratio precedent	(be) worth
Among them:										
Accounts receivable with provision for bad debts by portfolio	131,617,313.08	100.00 per cent	4,035,287.00	3.07 per cent	127,582,026.08	251,412,066.50	100.00 per cent	7,586,396.12	3.02 per cent	243,825,670.38
Among them:										
add up	131,617,313.08	100.00 per	4,035,287.00	3.07 per	127,582,026.08	251,412,066.50	100.00 per	7,586,396.12	3.02 per	243,825,670.38

the total		cent		cent			cent		cent	

Provision for bad debts by portfolio: ageing portfolio

Unit: Yuan

name (of a thing)	Closing balance		
	Carrying amount	provision for bad debts	Percentage of accruals
Ageing portfolio	131,617,313.08	4,035,287.00	3.07 per cent
add up the total	131,617,313.08	4,035,287.00	

A description of the basis for determining the portfolio:

Provision for bad debts on accounts receivable is made if it is based on a general model of expected credit losses:

☐ Applicable ☑ Not applicable

(3) Provision for bad debts made, recovered or reversed during the period

Provision for bad debts in the current period:

Unit: Yuan

form	Opening balance	Amount of change during the period				Closing balance
		make provision for (capital requirements)	Recovery or reversal	audit and write off	the rest	
Bad debts by portfolio intend	7,586,396.12	-3,551,109.12				4,035,287.00
add up the total	7,586,396.12	-3,551,109.12				4,035,287.00

of which the amount of bad debt provisions recovered or reversed during the period is significant:

Unit: Yuan

Name of unit	Amount recovered or reversed	Reason for reversal	Recovery method	Basis for determining the percentage of the original provision for bad debts and its reasonableness

There were no significant provisions for bad debts recovered or reversed during the period.

(4) Actual accounts receivable written off during the period

Unit: Yuan

sports event	Amount written off

of which significant accounts receivable write-offs:

Unit: Yuan

Name of unit	Nature of accounts receivable	Amount written off	Reasons for write-offs	Write-off procedures performed	Whether or not the amount was paid by the associated come about

Accounts receivable write-off instructions:

There were no receivables actually written off during the period.

(5) Top five accounts receivable and contract assets with closing balances, by party owed

Unit: Yuan

Name of unit	Closing balance of accounts receivable	Closing balance of contract assets	Closing balance of accounts receivable and contract assets	Percentage of combined accounts receivable and contract assets closing balance	Closing balance of provision for bad debts on accounts receivable and impairment of contract assets
Client 1	31,342,986.47		31,342,986.47	23.81 per cent	940,289.59
Client 2	28,036,731.93		28,036,731.93	21.30 per cent	841,101.96
Client 3	20,843,910.76		20,843,910.76	15.84 per cent	625,317.32
Client 4	12,509,184.34		12,509,184.34	9.50 per cent	375,275.53
Client 5	10,918,075.90		10,918,075.90	8.30 per cent	327,542.28
add up the total	103,650,889.40		103,650,889.40	78.75 per cent	3,109,526.68

4. Receivables financing

(1) Presentation of receivables financing classifications

Unit: Yuan

sports event	Closing balance	Opening balance
banker's acceptance		50,000,000.00
domestic letter of credit	50,000,000.00	
add up the total	50,000,000.00	50,000,000.00

(2) Receivable financing pledged by the Company at the end of the period

Unit: Yuan

sports event	Amount pledged at the end of the period
domestic letter of credit	50,000,000.00
add up the total	50,000,000.00

5. Other receivables

Unit: Yuan

sports event	Closing balance	Opening balance
Other receivables	4,634,793.35	8,580,027.96
add up the total	4,634,793.35	8,580,027.96

(1) Interest receivable

1) Classification of interest receivable

Unit: Yuan

sports event	Closing balance	Opening balance

2) Significant overdue interest

Unit: Yuan

borrower	Closing balance	overdue since then	Reason for overdue	Whether impairment has occurred and the basis for judgement

Other notes:

3) Disclosure by bad debt accrual method

☐ Applicable ☑ Not applicable

4) Provision for bad debts made, recovered or reversed during the period

Unit: Yuan

form	Opening balance	Amount of change during the period				Closing balance
		make provision for (capital requirements)	Recovery or reversal	Write-offs or cancellations	Other changes	

of which the amount of bad debt provisions recovered or reversed during the period is significant:

Unit: Yuan

Name of unit	Amount recovered or reversed	Reason for reversal	Recovery method	Basis for determining the percentage of the original provision for bad debts and its reasonableness

Other notes:

5) Actual write-off of interest receivable during the period

Unit: Yuan

sports event	Amount written off

Of which significant write-offs of interest receivable

Unit: Yuan

Name of unit	Nature of	Amount	Reasons for	Write-off	Whether the amount

	payment	written off	write-offs	procedures performed	arises from a connected transaction

Write-off

note:

Other

notes:

(2) Dividends receivable

1) Classification of dividends receivable

Unit: Yuan

project (or investee)	Closing balance	Opening balance

2) Significant dividend receivables aged over 1 year

Unit: Yuan

project (or investee)	Closing balance	age of accounts	Reasons for non-recovery	Whether impairment has occurred and the basis for judgement

3) Disclosure by bad debt accrual method

☐ Applicable ☑ Not applicable

4) Provision for bad debts made, recovered or reversed during the period

Unit: Yuan

form	Opening balance	Amount of change during the period				Closing balance
		make provision for (capital requirements)	Recovery or reversal	Write-offs or cancellations	Other changes	

of which the amount of bad debt provisions recovered or reversed during the period is significant:

Unit: Yuan

Name of unit	Amount recovered or reversed	Reason for reversal	Recovery method	Basis for determining the percentage of the original provision for bad debts and its reasonableness

Other notes:

5) Actual dividends receivable written off during the period

Unit: Yuan

sports event	Amount written off

Significant write-offs of dividends receivable therein

Unit: Yuan

Name of unit	Nature of payment	Amount written off	Reasons for write-offs	Write-off procedures performed	Whether the amount arises from a connected

					transaction

Write-off

note:

Other

notes:

（3） Other receivables

1) Breakdown of other receivables by nature of payment

Unit: Yuan

Nature of payment	Closing book balance	Opening balance
Deposits receivable	6,639,816.23	9,613,211.87
Imprests receivable	153,319.00	281,000.00
Suspense accounts receivable	95,358.60	518,475.81
add up the total	6,888,493.83	10,412,687.68

2) Disclosure by age

Unit: Yuan

age of accounts	Closing book balance	Opening balance
Up to and including 1 year	198,016.15	1,081,889.39
1 to 2 years	382,939.17	2,190,765.09
2 to 3 years	405,030.70	6,629,633.72
More than 3 years	5,902,507.81	510,399.48
3 to 4 years	5,391,497.07	
4 to 5 years		510,399.48
More than 5 years	511,010.74	
add up the total	6,888,493.83	10,412,687.68

Note: The amount over 5 years at the end of the period is

greater than the amount over 4-5 years at the beginning of the

period due to the effect of exchange rate changes. (**3)**

Disclosure by bad debt accrual method

☑Applicable ☐Not applicable

Unit: Yuan

form	Closing balance					Opening balance				
	Carrying amount		provision for bad debts		book value	Carrying amount		provision for bad debts		book value
	sum of money	proportions	sum of money	Percentage of accruals		sum of money	proportions	sum of money	Percentage of accruals	
Among them:										
Provision for bad debts by portfolio	6,888,493.83	100.00 per cent	2,253,700.48	32.72 per cent	4,634,793.35	10,412.687.68	100.00 per cent	1,832,659.72	17.60 per cent	8,580,027.96

n for bad debts by portfolio: portfolio of nature of amounts

Unit: Yuan

e (of a thing)					Closing balance				
Among them:									
add up the total	6,888,493.83	100.00 per cent	2,253,700.48	32.72 per cent	4,634,793.35	10,412.687.68	100.00 per cent	1,832,659.72	17.60 per cent	8,580,027.96

	Carrying amount	provision for bad debts	Percentage of accruals
Deposit bond receivable portfolio	6,639,816.23	2,237,182.62	33.69 per cent
Imprests receivable portfolio	153,319.00	12,360.33	8.06 per cent
Portfolio of suspense accounts receivable	95,358.60	4,157.53	4.37 per cent
add up the total	6,888,493.83	2,253,700.48	

A description of the basis for determining the portfolio:

Provision for bad debts is made on the basis of a general model of expected credit losses:

Unit: Yuan

provision for bad debts	Phase I	Phase II	Phase III	add up the total
	Expected credit losses for the next 12 months	Expected credit losses (no credit impairment) over lifetime	Expected credit losses over lifetime (credit impairment incurred)	
Balance as at 1 January 2023	32,456.68	219,076.51	1,581,126.53	1,832,659.72
Balance as at 1 January 2023 in the current period				
--Transfer to Phase II	-11,488.18	11,488.18		
--Transferred to phase III		-40,503.07	40,503.07	
Provision for the current period	-15,028.01	-151,767.70	587,836.47	421,040.76
Balance at 31 December 2023	5,940.49	38,293.92	2,209,466.07	2,253,700.48

Basis of classification of stages and percentage of provision for bad debts

Changes in the carrying amount of the provision for losses that are significant in amount during the period

☐ Applicable ☑ Not applicable

(4) Provision for bad debts made, recovered or reversed during the period

Provision for bad debts in the current period:

Unit: Yuan

form	Opening balance	Amount of change during the period				Closing balance
		make provision for (capital requirements)	Recovery or reversal	Write-offs or cancellations	the rest	
provision for bad debts	1,832,659.72	421,040.76				2,253,700.48
add up the total	1,832,659.72	421,040.76				2,253,700.48

Of these, the amount of provision for bad debts reversed or recovered during the period is significant:

Unit: Yuan

Name of unit	Amount recovered or reversed	Reason for reversal	Recovery method	Basis for determining the percentage of the original provision for bad debts and its reasonableness

There was no significant provision for bad debts recovered or reversed during the period. **(5) Other receivables actually written off during the period**

Unit: Yuan

sports event	Amount written off

of which significant write-offs of other receivables:

Unit: Yuan

Name of unit	Nature of other receivables	Amount written off	Reasons for write-offs	Write-off procedures performed	Whether or not the amount was paid by the associated come about

Note on write-off of other receivables:

No other receivables were actually written off during the period.

6) Top five other receivables with closing balances, by party owed to them

Unit: Yuan

Name of unit	Nature of payments	Closing balance	age of accounts	Percentage of total closing balance of other receivables	Closing balance of provision for bad debts
Unit 1	Deposit Guarantee	5,312,025.00	3-4 years	77.11 per cent	1,593,607.50
Unit 2	Deposit Guarantee	500,000.00	More than 5 years	7.26 per cent	500,000.00
Unit 3	Deposit Guarantee	354,135.00	2-3 years	5.14 per cent	70,827.00
Unit 4	Deposit Guarantee	140,000.00	1-2 years	2.03 per cent	14,000.00
Unit 5	reserve fund	110,000.00	Amount within 1 year 10,000.00 $100,000.00 for 1-2 year amounts the Yuan or Mongol dynasty (1279-1368)	1.60 per cent	10,300.00
add up the total		6,416,160.00		93.14 per cent	2,188,734.50

7) Reported in other accounts receivable due to central management of funds

Unit: Yuan

Other notes:

6. Advances

(1) Prepayments by age

Unit: Yuan

age of accounts	Closing balance		Opening balance	
	sum of money	proportions	sum of money	proportions
Within 1 year	32,266,018.53	93.31 per cent	18,630,153.24	100.00 per cent
1 to 2 years	2,313,992.28	6.69 per cent		
add up the total	34,580,010.81		18,630,153.24	

Explanation of the reasons for the delayed settlement of

prepayments aged over 1 year and of significant amount:

None

(2) Top five prepayments with closing balances, grouped by object of prepayment

Name of unit	Carrying amount ($)	As a percentage of prepayments Proportion of balance (per cent)
Supplier 1	14,679,759.85	42.45
Supplier 2	5,781,443.64	16.72
Supplier 3	4,898,748.21	14.17
Suppliers 4	2,790,234.32	8.07
Suppliers 5	910,431.00	2.63
subtotal surname Ji	29,060,617.02	84.04

Other notes:

The total prepayments of the top 5 prepayments with the closing balance was $29,060,617.02, accounting for 84.04 per cent of the total closing balance of prepayments.

7. Inventory

Whether the company is required to
comply with disclosure requirements
in the real estate sector No

(1) Inventory classification

Unit: Yuan

sports event	Closing balance			Opening balance		
	Carrying amount	Provision for decline in value of inventories or impairment of contractual performance costs	book value	Carrying amount	Provision for decline in value of inventories or impairment of contractual performance costs	book value
raw materials	246,744,939.02	12,555,316.93	234,189,622.09	277,364,594.70	4,593,405.40	272,771,189.30

in product	44,137,868.73		44,137,868.73	60,058,617.68		60,058,617.68
merchandise in stock	485,834,669.87	3,963,255.70	481,871,414.17	617,195,360.18	1,386,053.69	615,809,306.49
Commissioned materials	513,811.13		513,811.13	2,237,968.65		2,237,968.65
add up the total	777,231,288.75	16,518,572.63	760,712,716.12	956,856,541.21	5,979,459.09	950,877,082.12

(2) Provision for decline in value of inventories and impairment of contractual performance costs

Unit: Yuan

sports event	Opening balance	Increase during the period		Decrease during the period		Closing balance
		make provision for (capital requirements)	the rest	Reversal or cancellation	the rest	
raw materials	4,593,405.40	9,684,353.89		1,722,442.36		12,555,316.93
merchandise in stock	1,386,053.69	2,999,356.84		422,154.83		3,963,255.70
add up the total	5,979,459.09	12,683,710.73		2,144,597.19		16,518,572.63

Specific basis for determining net realisable value, reasons for reversal or write-off of provision for decline in value of inventories during the period

item item	Determination of net realisable value Specific basis	Reversal of inventory write-downs Reasons for preparation	Write-off of inventory write-downs Reasons for preparation
raw materials	Estimated selling price of the relevant finished goods less costs estimated to be incurred up to completion, estimated selling expenses, and Net realisable value is determined as the amount after tax and related expenses.		Raw materials are claimed to produce products and sold out of the warehouse
manufactured goods	Net realisable value is determined as the estimated selling price of the relevant finished goods, less estimated selling expenses and related taxes.		Sales of finished goods out of stock

Provision for decline in value of inventories by portfolio

Unit: Yuan

Portfolio Name	end of term			beginning of a period		
	Closing balance	allowance for price decreases	Provision for decline in value	Opening balance	allowance for price decreases	Provision for decline in value

Criteria for making provision for decline in value of inventories by portfolio

(3) Explanation of closing balance of inventories containing amounts capitalised for borrowing costs

(4) Explanation of the amount of amortisation of contract performance costs for the period 8.

Other current assets

Unit: Yuan

sports event	Closing balance	Opening balance
VAT to be deducted	38,768,614.58	17,889,523.23
Overpayment of enterprise income tax		11,912,098.19
Prepaid customs duties	9,013,328.64	16,801,511.78
add up the total	47,781,943.22	46,603,133.20

Other notes:

9. Investment property

(1) Investment properties measured at cost

☑Applicable ☐Not applicable

Unit: Yuan

sports event	Houses, buildings	land use right	construction in progress	add up the total
I. Original book value				
1. Opening balance				
2. Increase during the period	459,805.51	3,293,445.00		3,753,250.51
(1) Outsourcing				
(2) Inventory/fixed assets \ Transfer from construction in progress	459,805.51	3,293,445.00		3,753,250.51
(3) Increase in business combinations				
3. Decrease during the period				
(1) Disposal				
(2) Other transfers out				
4. Closing balance	459,805.51	3,293,445.00		3,753,250.51
II. Accumulated depreciation and accumulated amortisation				
1. Opening balances				
2. Increase during the period	158,745.42	1,429,836.99		1,588,582.41
(1) Accrual or amortisation	16,684.20	72,295.11		88,979.31
2) Transfer of fixed assets/intangible assets	142,061.22	1,357,541.88		1,499,603.10
3. Decrease during the period				
(1) Disposal				
(2) Other transfers out				
4. Closing balance	158,745.42	1,429,836.99		1,588,582.41
III. Provision for impairment				
1. Opening balances				

2. Increase during the period				
(1) Provision				
3. Decrease during the period				
(1) Disposal				
(2) Other transfers out				
4. Closing balance				
IV. Carrying value				
1. Closing book value	301,060.09	1,863,608.01		2,164,668.10
2. Opening book value				

Recoverable amount is determined as fair value less costs of disposal

☐ Applicable ☑ Not applicable

The recoverable amount is determined as the present value of the expected future cash flows.

☐ Applicable ☑ Not applicable

Reasons for differences between the foregoing information and information used in impairment tests in previous years or external information that is significantly inconsistent with the information used in the Company's impairment tests in previous years and the actual situation in the current year Reasons for differences between the information used in the Company's impairment tests in previous years and the actual situation in the current year

Other notes:

10. Fixed assets

Unit: Yuan

sports event	Closing balance	Opening balance
fixed assets	865,430,398.77	792,529,776.92
add up the total	865,430,398.77	792,529,776.92

(1) Fixed assets

Unit: Yuan

sports event	Houses and buildings	Specialised equipment	General equipment	carrier	Other equipment	add up the total
i. Original book value:						
1. Opening balance horizontal tablet or inscribed board	690,513,269.28	252,854,376.20	26,717,136.84	14,181,909.39	8,453,885.46	992,720,577.17
2. Increase during the period	92,148,242.92	41,022,616.77	2,686,666.42	476,945.06	2,761,096.33	139,095,567.50
(1)) Acquisition	547,022.30	7,910,821.50	2,645,188.91	353,098.28	2,706,987.86	14,163,118.85
(2)) Transfer from construction in progress	91,397,580.73	33,023,548.80				124,421,129.53
(3) (Increase in business combinations)						
(4) Exchange rate of affect (usually adversely)	203,639.89	88,246.47	41,477.51	123,846.78	54,108.47	511,319.12
3. Decrease during the period	677,405.51			182,911.97		860,317.48
(1)) Disposal or scrapping	217,600.00			182,911.97		400,511.97
(2) Transfers to casting investment property	459,805.51					459,805.51
(3) Exchange rate of affect (usually adversely)						
4. Closing balance horizontal tablet or inscribed board	781,984,106.69	293,876,992.97	29,403,803.26	14,475,942.48	11,214,981.79	1,130,955,827.19
II. Accumulated						

depreciation						
1. Opening balance horizontal tablet or inscribed board	98,215,266.39	71,708,055.22	15,526,837.04	8,601,845.01	6,138,796.59	200, 190, 800.25
2. Increase during the period	33,366,413.00	24,581,999.52	4,045,922.89	2,017,578.14	1,824,590.17	65,836,503.72
(1) (b) Provision for	33,319,079.17	24,575,059.92	4,026,415.18	1,963,945.00	1,787,154.70	65,671,653.97
(2) Exchange rate of affect (usually adversely)	47,333.83	6,939.60	19,507.71	53,633.14	37,435.47	164,849.75
3. Decrease during the period	328,109.18			173,766.37		501,875.55
(1)) Disposal or scrapping	186,047.96			173,766.37		359,814.33
(2) Transfers to casting investment property	142,061.22					142,061.22
4. Closing balance horizontal tablet or inscribed board	131,253,570.21	96,290,054.74	19,572,759.93	10,445,656.78	7,963,386.76	265,525,428.42
III. Provision for impairment						
1. Opening balance horizontal tablet or inscribed board						
2. Additions during the period additional amount						
(1) (b) Provision for						

3. Decrease during the period						
(1)) Disposal or scrapping						
4. Closing balance horizontal tablet or inscribed board						
IV. Carrying value						
1. Closing book value	650,730,536.48	197,586,938.23	9,831,043.33	4,030,285.70	3,251,595.03	865,430,398.77
2. Opening accounts nominal value	592,298,002.89	181,146,320.98	11,190,299.80	5,580,064.38	2,315,088.87	792,529,776.92

(2) Status of temporarily idle fixed assets

Unit: Yuan

sports event	Original book value	Accumulated depreciation	provision for impairment	book value	note

(3) Fixed assets leased out through operating leases

Unit: Yuan

sports event	Closing book value
Houses and buildings	27,123,999.58

(4) Status of fixed assets for which certificates of title have not been issued

Unit: Yuan

sports event	book value	Reasons for non-completion of title deeds
Construction of a new factory building for the project "Production of 200,000 pieces of hardware and daily necessities per year".	59,840,982.30	Still in process
Construction of a new plant for the "Production of 60,000 ride-on lawn mowers per year".	88,994,697.44	Still in process
"Newly built plant for the project with an annual output of 900,000 sets of garden machinery products	376,178,171.22	expiry of title deeds
Subtotal	525,013,850.96	

Other notes:

(5) Impairment testing of fixed assets

☐ Applicable ☑ Not applicable

11. Construction in progress

Unit: Yuan

sports event	Closing balance	Opening balance
construction in progress	209,423,720.31	152,794,862.81
add up the total	209,423,720.31	152,794,862.81

(1) Status of construction in progress

Unit: Yuan

sports event	Closing balance			Opening balance		
	Carrying amount	provision for impairment	book value	Carrying amount	provision for impairment	book value
Annual production capacity of 900,000 sets of gardening machinery products sports event	1,985,619.50		1,985,619.50	6,183,972.07		6,183,972.07
Annual production capacity of 60,000 rides deck mower	2,488,100.36		2,488,100.36	75,845,259.38		75,845,259.38
Overseas production in Mexico al-Qaeda	160,316,166.67		160,316,166.67	9,386,798.64		9,386,798.64
In the installation of equipment	36,646,633.78		36,646,633.78	27,731,045.17		27,731,045.17
Advances for equipment	7,987,200.00		7,987,200.00	33,647,787.55		33,647,787.55
add up the total	209,423,720.31		209,423,720.31	152,794,862.81		152,794,862.81

(2) Changes in significant construction-in-progress projects during the period

Unit: Yuan

Project name	budgeted numb	Opening balance	Increase during the peri	Amounts transferred to	Other decreases duri	Closing balance	Cumulative investment	project progress	Accumulated amount of	Of which: Amount of interest	Interest capitalisation	Source of funds

	er		od	fixed assets during the period	ng the period		in works as a percentage of budget		interest capitalised	capitalised during the period	rate for the period	
Production project with an annual output of 900,000 sets of garden machinery products	58,495.89 $10,000,000	6,183,972.07	2,254,851.20	6,453,203.77		1,985,619.50	93.67%	93.67%	19,884,649.14			Proceeds, own funds and loans from financial institutions paragraph
Annual production capacity of 60,000 ride-on mowers grass mower	24,545.49 $10,000,000	75,845,259.38	18,649,235.62	92,006,394.64		2,488,100.36	38.50%	38.50%				Proceeds, own funds capital
Mexico Overseas Production Base structural particle: used before a verb or	5,500.00 million American dollar	9,386,798.64	150,929,368.03			160,316,166.67	41.15%	41.15%				own funds

adjective, linking it preceding the verb or adjective												
In the installation of the device provider or equip		27,731,045.17	34,877,119.73	25,961,531.12		36,646,633.78						own funds
prepaid appliances		33,647,787	7,987,200.00		33,647,787	7,987,200.00						possess capital
paragraph		.55			.55							
add up the total		152,794,862.81	214,697,774.58	124,421,129.53	33,647,787.55	209,423,720.31			19,884,649.14			

Note: The decrease of $33,647,787.55 from prepaid equipment at the beginning of the period to equipment under installation at the end of the period is due to the transfer of prepaid equipment at the beginning of the period to equipment under installation at the end of the period.

(3) Provision for impairment of construction in progress during the period

Unit: Yuan

sports event	Opening balance	Increase during the period	Decrease during the period	Closing balance	Reason for provision

Other notes:

No clear indication of impairment of construction in progress was identified at the end of the period, therefore no provision for impairment was made.

(4) Impairment testing of construction in progress

☐ Applicable ☑ Not applicable

(5) Engineering materials

Unit: Yuan

sports event	Closing balance			Opening balance		
	Carrying amount	provision for impairment	book value	Carrying amount	provision for impairment	book value

Other notes:

12. Right-to-use assets

(1) Status of right-to-use assets

Unit: Yuan

sports event	Houses and buildings	add up the total
I. Original book value		
1. Opening balances	64,852,782.22	64,852,782.22
2. Increase during the period	1,802,827.70	1,802,827.70
(1) Leased-in	887,911.13	887,911.13
(2) Effect of exchange rates	914,916.57	914,916.57
3. Decrease during the period	10,898,269.92	10,898,269.92
(1) Disposal	10,898,269.92	10,898,269.92
4. Closing balance	55,757,340.00	55,757,340.00
II. Accumulated depreciation		
1. Opening balances	29,729,437.75	29,729,437.75
2. Increase during the period	15,063,275.32	15,063,275.32
(1) Provision	14,572,894.69	14,572,894.69
(2) Exchange gains and losses	490,380.63	490,380.63
3. Decrease during the period	9,424,935.16	9,424,935.16
(1) Disposal	9,424,935.16	9,424,935.16
4. Closing balance	35,367,777.91	35,367,777.91
III. Provision for impairment		
1. Opening balances		
2. Increase during the period		
(1) Provision		
3. Decrease during the period		
(1) Disposal		
4. Closing balance		
IV. Carrying value		
1. Closing book value	20,389,562.09	20,389,562.09
2. Opening book value	35,123,344.47	35,123,344.47

(2) Impairment testing of right-of-use assets

☐ Applicable
☑ Not applicable
Other notes:

13. Intangible assets

(1) Intangible assets

Unit: Yuan

sports event	land use right	franchises	Non-patented technology	hardware	add up the total
I. Original book value					
1. Opening balances	191,956,077.74			4,889,568.41	196,845,646.15
2. Increase during the period	38,272,302.09			217,767.26	38,490,069.35
(1) Acquisitions	38,181,291.95			173,451.32	38,354,743.27
(2) In-house research and development					
(3) Increase in business combinations					
(2) Effect of exchange rates	91,010.14			44,315.94	135,326.08
3. Decrease during the period	3,293,445.00				3,293,445.00
(1) Disposal					
(1) Transfer to investment property property developers	3,293,445.00				3,293,445.00
4. Closing balance	226,934,934.83			5,107,335.67	232,042,270.50
II. Accumulated amortisation					
1. Opening balances	27,933,438.32			2,635,097.53	30,568,535.85
2. Increase during the period	4,602,273.90			944,932.33	5,547,206.23
(1) Provision	4,586,372.38			925,468.40	5,511,840.78
(2) Effects of exchange rates	15,901.52			19,463.93	35,365.45
3. Decrease during the period	1,357,541.88				1,357,541.88
(1) Disposal					
(2) Transfer to investment premises	1,357,541.88				1,357,541.88

estate					
4. Closing balance	31,178,170.34			3,580,029.86	34,758,200.20
III. Provision for impairment					
1. Opening balances					
2. Increase during the period					
(1) Provision					
3. Decrease during the period					
(1) Disposal					
4. Closing balance					
IV. Carrying value					
1. Closing book value	195,756,764.49			1,527,305.81	197,284,070.30
2. Opening book value	164,022,639.42			2,254,470.88	166,277,110.30

Intangible assets formed through in-house research and development accounted for 0.00% of the balance of intangible assets at the end of the period.

（2） Status of land use rights for which title deeds have not been issued

Unit: Yuan

sports event	book value	Reasons for non-completion of title deeds

Other notes:

There were no land use rights with outstanding title deeds at the end of the period.

（3） Impairment testing of intangible assets

☐ Applicable ☑ Not applicable

14. Long-term amortisation

Unit: Yuan

sports event	Opening balance	Increase during the period	Amortisation for the period	Other decreases	Closing balance
Expenditure on fixed asset improvements	1,574,020.53	754,362.59	758,776.32		1,569,606.80
add up the total	1,574,020.53	754,362.59	758,776.32		1,569,606.80

Other notes:

15. Deferred income tax assets/deferred income tax liabilities

(1) Deferred tax assets not offset

Unit: Yuan

sports event	Closing balance		Opening balance	
	Deductible temporary differences	Deferred tax assets	Deductible temporary differences	Deferred tax assets
Provision for impairment of assets	20,553,859.63	3,583,421.63	13,565,855.21	2,265,111.50
Unrealised profit on internal transactions	26,942,840.83	6,346,498.86	40,470,553.74	9,526,143.96
Deductible losses	268,265,238.26	43,170,419.43	97,852,284.25	18,891,037.83
Deferred income	3,237,109.56	485,566.44	1,754,214.45	331,595.44
Gains and losses on fair value changes of financial liabilities held for trading	31,606.67	4,741.00	2,454,367.34	368,155.10
Lease transactions	20,389,562.09	4,791,547.09		
add up the total	339,420,217.04	58,382,194.45	156,097,274.99	31,382,043.83

(2) Deferred tax liabilities not offset

Unit: Yuan

sports event	Closing balance		Opening balance	
	Taxable temporary differences	Deferred income tax liabilities	Taxable temporary differences	Deferred income tax liabilities
Gains and losses on fair value changes of financial assets held for trading	115,732.96	17,359.95	611,893.28	91,783.99
Accelerated depreciation	29,986,199.01	4,497,929.85	32,260,929.22	4,839,139.38
Temporary differences on convertible bonds	35,796,786.49	5,369,517.97		
Lease transactions	20,389,562.09	4,791,547.09		
add up the total	86,288,280.55	14,676,354.86	32,872,822.50	4,930,923.37

(3) Deferred income tax assets or liabilities, net of eliminations

Unit: Yuan

sports event	Amounts of deferred tax assets and liabilities offset at the end of the period	Closing balance of deferred tax assets or liabilities after offsetting	Deferred income tax assets and liabilities offset at the beginning of the period	Opening balance of deferred tax assets or liabilities after offsetting
Deferred tax assets	14,676,354.86	43,705,839.59	4,930,923.37	26,451,120.46
Deferred income tax liabilities	14,676,354.86		4,930,923.37	

(4) Breakdown of unrecognised deferred tax assets

Unit: Yuan

sports event	Closing balance	Opening balance
Deductible temporary differences	2,253,700.48	1,832,659.72
Deductible losses	95,319,330.77	98,920,047.04
add up the total	97,573,031.25	100,752,706.76

(5) The deductible losses for which no deferred tax assets have been recognised will expire in the following years

Unit: Yuan

vintages	Closing amount	Opening amount	note
2025	1,494,347.05	1,494,347.05	
2026	50,429,668.03	50,429,668.03	
2027	46,996,031.96	46,996,031.96	
2028	95,319,330.77		
add up the total	194,239,377.81	98,920,047.04	

Other notes:

16. Other non-current assets

Unit: Yuan

sports event	Closing balance			Opening balance		
	Carrying amount	provision for impairment	book value	Carrying amount	provision for impairment	book value
Prepayments for software				68,400.00		68,400.00
Advance payment for acquisition of land	11,660,000.00		11,660,000.00	12,370,000.00		12,370,000.00
add up the total	11,660,000.00		11,660,000.00	12,438,400.00		12,438,400.00

Other notes:

17. Assets subject to restrictions on ownership or use

Unit: Yuan

sports event	end of term				beginning of a period			
	Carrying amount	book value	Type of restriction	Restrictions	Carrying amount	book value	Type of restriction	Restrictions
money funds	33,917,844.83	33,917.844.83	margin (in derivative trading)	Promissory note deposits, import deposits, guarantee deposits	57,997,896.57	57,997,896.57	Deposits, pledges	Promissory note deposits, import deposits, pledged time deposits and letters of guarantee deposit
fixed assets	242,517,841.84	166,661,897.79	collateral	Borrowings secured, financing Leasehold mortgage	637,508,433.52	509,904,956.71	collateral	Borrowings pledged, financing Leasehold mortgage
intangible asset	103,277,584.71	81,830.231.61	collateral	collateral for borrowing	168,142,801.19	143,532,150.56	collateral	collateral for borrowing
investment property property	3,753,250.51	2,164,668.10	collateral	collateral for				

developers				borrowing				
accounts receivable financing	50,000,000.00	50,000.000.00	pledges	quality of a letter of credit mortgages	50,000,000.00	50,000,000.00	pledges	pledge of notes
accounts receivable	1,733,822.42	1,681,807.75	pledges	loan pledge				
add up the total	435,200,344.31	336,256,450.08			913,649,131.28	761,435,003.84		

Other notes:

18. Short-term borrowing

(1) Classification of short-term loans

Unit: Yuan

sports event	Closing balance	Opening balance
loan on pledge	20,000,000.00	
secured loan		125,038,687.08
Guaranteed Borrowing	26,036,366.67	464,550,942.73
credit loan	106,130,152.76	80,260,694.00
Guaranteed and secured lending	232,513,847.20	172,982,969.55
add up the total	384,680,366.63	842,833,293.36

A note on the classification of short-term borrowings:

(2) Status of overdue short-term loans

The total amount of short-term borrowings that were past due at the end of the period was $, of which the significant past due short-term borrowings were as follows:

Unit: Yuan

borrower	Closing balance	borrowing rate	overdue since then	overdue interest rate

Other notes:

19. Financial liabilities held for trading

Unit: Yuan

sports event	Closing balance	Opening balance
Trading financial liabilities	31,606.67	2,649,367.34
Among them:		
Derivative financial liabilities	31,606.67	2,649,367.34
Among them:		

add up the total	31,606.67	2,649,367.34

Other notes:

At the end of December 2023, the trading financial liabilities were formed by the agreed exchange rates of the outstanding forward settlement contracts and outstanding foreign exchange options at the end of the period being lower than the forward exchange rates quoted by financial institutions for the same period.

20. Notes payable

Unit: Yuan

kind	Closing balance	Opening balance
banker's acceptance	96,705,069.14	152,188,779.40
add up the total	96,705,069.14	152,188,779.40

The total amount of notes payable due and unpaid at the end of the period was $0.00, and the reason for the due and unpaid amount was nil.

21. Accounts payable

(1) Presentation of accounts payable

Unit: Yuan

sports event	Closing balance	Opening balance
payment for goods	195,647,169.45	280,775,716.43
Payment for work and equipment	70,670,225.28	121,506,054.01
expense account	15,254,800.38	22,084,227.72
add up the total	281,572,195.11	424,365,998.16

(2) Significant accounts payable older than 1 year or past due

Unit: Yuan

sports event	Closing balance	Reasons for non-reimbursement or carry-over

Other notes:

At the end of the period, there were no significant accounts payable with an age of more than one year. **22.**

Other accounts payable

Unit: Yuan

sports event	Closing balance	Opening balance
Other accounts payable	1,373,911.57	854,804.93
add up the total	1,373,911.57	854,804.93

(1) interest due

Unit: Yuan

sports event	Closing balance	Opening balance

Significant overdue interest payments:

Unit: Yuan

borrower	Amount overdue	Reason for overdue

Other notes:

(2) dividend payable

Unit: Yuan

sports event	Closing balance	Opening balance

Other notes, including significant dividends payable outstanding for more than one year, should disclose the reason for non-payment:

(3) Other accounts payable

1) Other accounts payable by nature of payment

Unit: Yuan

sports event	Closing balance	Opening balance
Deposit Guarantee	755,238.30	256,060.00
Suspense accounts payable	618,673.27	598,744.93
add up the total	1,373,911.57	854,804.93

2) Other notes **on the top five other payables with**

closing balances grouped by counterparty:

There were no significant other payables aged over one year at the end of the period.

23. Advance receipts

(1) Presentation of receipts in advance

Unit: Yuan

sports event	Closing balance	Opening balance
rents	639,001.68	
add up the total	639,001.68	

(2) Significant receipts in advance aged over 1 year or past due

Unit:

sports event	Closing balance	Reasons for non-reimbursement or carry-
sports event	Amount of change	Reason for change

Unit:

Yuan

24. Contractual liabilities

Unit: Yuan

sports event	Closing balance	Opening balance
payment for goods	2,587,275.16	1,017,450.48
add up the total	2,587,275.16	1,017,450.48

Significant contractual liabilities aged over 1 year

Unit: Yuan

sports event	Closing balance	Reasons for non-reimbursement or carry-over
sports event	Amount of change	Reason for change

uan

25. Remuneration payable to employees

(1) Presentation of employee compensation payable

Unit: Yuan

sports event	Opening balance	Increase during the period	Decrease during the period	Closing balance
I. Short-term remuneration	21,473,171.57	179,536,488.23	179,070,337.79	21,939,322.01
II. Post-employment benefits -- defined contribution plans		9,408,532.37	8,923,939.86	484,592.51

III. Termination benefits		44,500.00	44,500.00	
add up the total	21,473,171.57	188,989,520.60	188,038,777.65	22,423,914.52

（2） Presentation of short-term remuneration

Unit: Yuan

sports event	Opening balance	Increase during the period	Decrease during the period	Closing balance
1. Wages, bonuses, allowances and subsidies	20,312,432.57	164,408,436.83	164,019,925.27	20,700,944.13
2. Employee benefit costs		5,422,019.70	5,422,019.70	
3. Social security contributions		4,632,501.71	4,568,623.52	63,878.19
Of which: medical insurance premiums		4,274,974.19	4,233,885.07	41,089.12
Employment injury insurance premiums		357,527.52	334,738.45	22,789.07
4. Housing Provident Fund		2,848,984.00	2,848,984.00	
5. Funds for trade unions and staff education	1,160,739.00	2,224,545.99	2,210,785.30	1,174,499.69
add up the total	21,473,171.57	179,536,488.23	179,070,337.79	21,939,322.01

（3） Presentation of the defined benefit plan

Unit: Yuan

sports event	Opening balance	Increase during the period	Decrease during the period	Closing balance
1. Basic pension insurance		9,143,867.06	8,675,985.46	467,881.60
2. Unemployment insurance premiums		264,665.31	247,954.40	16,710.91
add up the total		9,408,532.37	8,923,939.86	484,592.51

Other notes:

26. Taxes payable

Unit: Yuan

sports event	Closing balance	Opening balance
value-added tax (VAT)	205,261.78	154,397.70
corporate income tax	4,091,538.72	4,420,759.55
personal income tax	135,593.44	417,920.00
Urban maintenance and	73,234.69	142,714.72

construction tax		
property tax	5,970,535.92	5,966,119.55
land use tax	3,851,409.23	3,851,409.31
non-residential property	259,900.83	169,584.02
education surcharge	31,386.30	60,762.00
Local education surcharge	20,924.20	41,177.08
green tax	143.41	93.74
Disability Guarantee Fund (DGF)		250,560.00
add up the total	14,639,928.52	15,475,497.67

Other notes:

27. Non-current liabilities due within one year

Unit: Yuan

sports event	Closing balance	Opening balance
Long-term borrowings due within one year	30,022,916.67	
Long-term payables due within one year	12,500,000.00	8,396,829.55
Lease liabilities due within one year	12,332,220.38	15,272,435.52
add up the total	54,855,137.05	23,669,265.07

Other notes:

28. Other current liabilities

Unit: Yuan

sports event	Closing balance	Opening balance
Sales tax to be transferred	420,092.87	
add up the total	420,092.87	

Increase or decrease in short-term bonds payable:

Unit: Yuan

Bond Name	nominal value	coupon rate	Issue date	Bond maturity	Issue amount	Opening balance	Current Issue	Interest at par	Amortisation of premiums and discounts	Current period reimbursement		Closing balance	Whether or not in breach of contract
add up the total													

Other notes:

29. Long-term borrowings

(1) Classification of long-term loans

Unit: Yuan

sports event	Closing balance	Opening balance
Guaranteed Borrowing	39,027,083.33	30,035,750.00
credit loan	199,152,013.89	
Guaranteed and secured lending	717,547,708.32	119,920,220.22
add up the total	955,726,805.54	149,955,970.22

A note on the classification of long-term borrowings:

Other notes, including interest rate bands:

30. Bonds payable

(1) bonds payable

Unit: Yuan

sports event	Closing balance	Opening balance
convertible bond	440,660,196.96	
add up the total	440,660,196.96	

(2) Increase or decrease in bonds payable (excluding other financial instruments such as preference shares and perpetual bonds classified as financial liabilities)

Unit: Yuan

Bond Name	nominal value	coupon rate	Issue date	Bond maturity	Issue amount	Opening balance	Current Issue	Interest at par	Amortisation of premiums and discounts	Current period reimbursement	Interest adjustment	Closing balance	Whether or not in breach of contract
debenture bond	476,031,200.00		2023 Year 7 Month 17 date	6 years	476,031,200.00		431,575,163.92	425,783.45			8,659,249.59	440,660,196.96	clogged
add up the total	--				476,031,200.00		431,575,163.92	425,783.45			8,659,249.59	440,660,196.96	--

[Note] The coupon rate is 0.20 per cent in the first year, 0.40 per cent in the second year, 0.60 per cent in the third year, 1.70 per cent in the fourth year, 2.80 per cent in the fifth year and 3.5 per cent in the sixth year.

(3) Conditions for conversion of convertible bonds, timing of conversion, accounting treatment of conversion rights and basis of judgement

The convertible bonds issued by the Company have a term of six years from the date of issue, i.e. from 17 July 2023 to 16 July 2029

Date. Convertible bonds issued by the Company from the 1st trading day after 6 months from the closing date of the issue (21 July 2023)

Convertible, i.e., convertible from 22 January 2024 to 16 July

2029 **31. Lease liabilities**

Unit: Yuan

sports event	Closing balance	Opening balance
Housing rental costs	10,628,977.01	22,700,487.75
add up the total	10,628,977.01	22,700,487.75

Other

notes:

none

32. Deferred income

Unit: Yuan

sports event	Opening balance	Increase during the period	Decrease during the period	Closing balance	Reasons for formation
government grant	8,319,491.25	3,247,926.60	586,145.37	10,981,272.48	Related to formation of assets Government allocations
add up the total	8,319,491.25	3,247,926.60	586,145.37	10,981,272.48	

Other notes:

33. Equity

Unit: Yuan

	Opening balance	Increase/decrease (+, -) in current changes					Closing balance
		issue new shares	a share grant	conversion of provident fund	the rest	Subtotal	
Total number of shares	160,000,000.00						160,000,000.00

Other notes:

34. Other equity instruments

(1) Statement of changes in preferred shares, perpetual bonds and other financial instruments issued and outstanding at the end of the period

Unit: Yuan

Issued financial instruments	beginning of a period		Increase during the period		Decrease during the period		end of term	
	quantities	book value	quantities	book value	quantities	book value	quantities	book value
Convertible bond rights Fair value of equity components			4,760,312.00	25,871,997.13			4,760,312.00	25,871,997.13
add up the total			4,760,312.00	25,871,997.13			4,760,312.00	25,871,997.13

Increase or decrease in other equity instruments during the period, description of the reasons for the change, and the basis for the related accounting treatment: other explanations:

35. Capital surplus

Unit: Yuan

sports event	Opening balance	Increase during the period	Decrease during the period	Closing balance
Capital premium (equity premium)	449,231,040.80			449,231,040.80
Other capital surplus	5,933,819.05	-257,628.56		5,676,190.49
add up the total	455,164,859.85	-257,628.56		454,907,231.29

Other explanations, including increases or decreases during the period and explanations of the reasons for the changes:

The increase of -257,628.56 Yuan in other capital surplus was due to the implementation of employee equity incentive plan by the Company and the recognition of share-based payment expense of -257,628.56 Yuan in accordance with the relevant provisions of "Accounting Standards for Business Enterprises - Share-based Payment". During the current period, the Company was unable to exercise the second phase of the second class of restricted shares granted due to the failure to meet the performance conditions, and the accrued share-based payment expense of RMB5,735,000 for the corresponding phase 2 shall be reversed in 2023, while

The share-based payment expense accrued during the period was $5,477,400, resulting in a negative increase in capital surplus for the period. For details, please refer to section XIV, Share-based payment, of this report.

36. Other comprehensive income

Unit: Yuan

sports event	Opening balance	Current period's incidence						Closing balance
		Incurred before income tax for the period horizontal tablet or	Less: Preliminary Charged to other comprehensive income Transferred during the period	Less: Preliminary Charged to other comprehensive income Transferred during the period	Less: Income tax expense	Attributable to parent company after tax	post-tax Attributable to less strand	

		inscribed board	increase and decrease	retained earnings			landlord	
II. Reclassification into loss	-1,784,862.59	13,789,462.15				13,789,462.15		12,004,599.56
Other comprehensive income								
Translation differences on foreign currency financial statements	-1,784,862.59	13,789,462.15				13,789,462.15		12,004,599.56
Total other comprehensive income	-1,784,862.59	13,789,462.15				13,789,462.15		12,004,599.56

Other notes, including adjustments to the effective portion of cash flow hedge gains and losses transferred to the initial recognition amount of the hedged item:

37. Surplus reserves

Unit: Yuan

sports event	Opening balance	Increase during the period	Decrease during the period	Closing balance
Statutory surplus surplus	44,374,749.04			44,374,749.04
add up the total	44,374,749.04			44,374,749.04

A description of surplus surplus, including any increase or decrease during the period and the reasons for the change:

38. Undistributed profits

Unit: Yuan

sports event	the current period	previous period
Adjustments to opening unallocated profit after the period	296,088,744.98	309,176,453.78
Add: Net profit attributable to owners of the parent company for the period	-174,870,110.96	11,251,051.29
Less: Withdrawal of statutory surplus		3,538,760.09

reserves		
Dividends payable on ordinary shares		20,800,000.00
Undistributed profit at the end of the period	121,218,634.02	296,088,744.98

Adjust the breakdown of unallocated profit at the beginning of the period:

1) The effect of the retrospective adjustment due to the new provisions of ASBE and its related new regulations was to affect the unappropriated profit at the beginning of the period in dollars.
2) , as a result of a change in accounting policy, affecting the opening unappropriated earnings in dollars.
3) The impact on the unappropriated earnings at the beginning of the period was due to the correction of significant accounting errors.
4) The change in the scope of consolidation due to the same control affected the beginning of the period's unappropriated earnings by $.
5) The total effect of other adjustments was $0.00 in unappropriated earnings at the beginning of the period.

39. Operating income and operating costs

Unit: Yuan

sports event	Current period's incidence		Prior period's incidence	
	incomes	(manufacturing, production etc) costs	incomes	(manufacturing, production etc) costs
Main business	924,582,210.97	820,639,629.65	1,469,206,171.42	1,233,629,247.61
Other business	3,876,816.48	1,451,250.11	2,368,861.35	3,888.84
add up the total	928,459,027.45	822,090,879.76	1,471,575,032.77	1,233,633,136.45

Whether the lower of audited net profit before or after extraordinary gains and losses is negative.

☑Yes ☐No

Unit: Yuan

sports event	the current year	Specific deductions	previous year	Specific deductions
Amount of operating income	928,459,027.45	Company revenue	1,471,575,032.77	Company revenue
Total operating income deductions	2,030,944.21	Mainly rental of fixed assets and investment properties and write-off of scrap sales revenue	2,075,399.91	Mainly for leasing of fixed assets and investment properties and scrap revenue from material sales
Total amount of operating income deductions as a percentage of operating income	0.22 per cent	/	0.14 per cent	/
I. Income from operations unrelated to the main business				
1. Income from operations other than normal operations. Income from leasing of fixed assets, intangible assets, packaging, sales of materials, non-monetary asset exchange of materials, management of entrusted business, etc., as well as income from operations other than the normal operations of the listed company, although included in the income from the main business.	2,030,944.21	Including income from leasing of fixed assets and investment properties of RMB1,146,161.21, scrapped Proceeds from the sale of materials $884,783.00	2,075,399.91	Including income from leasing of fixed assets and investment properties of $17,333.32 and income from sale of waste materials of $2,058,066.59.
2. Income from unqualified financial businesses, such as interest income from split funds; income generated from new financial businesses in the current and previous fiscal years, such as guarantees, commercial factoring, microfinance, financial leasing, pawning and other businesses, except for financial leasing for the purpose of selling main products.	0.00		0.00	

3. For the current fiscal year and the preceding year Income generated from new trading operations in the year of accrual.	0.00		0.00	
4. Normal operation of the listed company Revenue generated from related transactions unrelated to business operations.	0.00		0.00	
5. Income from subsidiaries in same-control business combinations from the beginning of the period to the date of the combination.	0.00		0.00	
6. Income generated from operations that do not or are difficult to develop a stable business model.	0.00		0.00	
Subtotal of income from operations not related to main operations	2,030,944.21	See details as shown above	2,075,399.91	See details as shown above
II. Income without commercial substance				
1. Revenue from transactions or events that do not significantly alter the risk, temporal distribution or amount of future cash flows of the enterprise.	0.00		0.00	
2. Income from transactions that do not have a real business. For example, false income realised by way of self-dealing, use of Internet technical means, etc. or other method of structuring the transaction to produce	0.00		0.00	
of false income, etc.				
3. Transactions at a price that is manifestly unfair Revenue generated from operations.	0.00		0.00	
4. Subsidiaries or businesses acquired in the current fiscal year in a business combination for significantly less than	0.00		0.00	

fair consideration or in a non-transactional manner Revenue generated from operations.				
5. Non-standard audits in the audit opinion The opinion relates to income.	0.00		0.00	
6. Receipts from other transactions or events that are not commercially reasonable Enter.	0.00		0.00	
Small income without commercial substance ruse	0.00	not have	0.00	not have
iii. not related to the main business or not Other income with commercial substance	0.00		0.00	
Operating income after deductions	926,428,083.24	Company operating income net of cash horizontal tablet or inscribed board	1,469,499,632.86	Company operating income after charging sum of money

Breakdown information of operating income and operating costs:

Unit: Yuan

Contract classification	Division 1		Division 2		Gardening Machinery Products		the rest		add up the total	
	revenue	business costs	revenues	business costs	revenues	business costs	revenues	business costs	revenues	business costs
Business Type					924,582,210.97	820,639,629.66	2,730,655.27	735,660.86	927,312,866.24	821,375,290.52
Among them:										
lawnmower					806,067,817.65	716,623,451.69			806,067,817.65	716,623,451.69
Grass hoggers/ brush cutter					8,262,715.54	7,919,450.11			8,262,715.54	7,919,450.11
other movements presses					42,121,526.67	42,924,641.32			42,121,526.67	42,924,641.32
replace					68,130,151.11	53,172,086.54			68,130,151.11	53,172,086.54

ment (parts)										
the rest							2,730,655.27	735,660.86	2,730,655.27	735,660.86
By Business Area					924,582,210.97	820,639,629.66	2,730,655.27	735,660.86	927,312,866.24	821,375,290.52
Among them:										
outside (a country's) borders					886,256,544.05	788,452,177.96	32,866.28		886,289,410.33	788,452,177.96
internal (a country, province, city etc)					38,325,666.92	32,187,451.69	2,697,788.99	735,660.86	41,023,455.91	32,923,112.56
Type of market or customer										
Among them:										
Contracts type (e.g. blood type)										
it (refers sth. preceding it) Middle:										
Classification by time					924,582,210.97	820,639,629.66	2,730,655.27	735,660.86	927,312,866.24	821,375,290.52

of transfer of goods										
Among them:										
merchandise (at some point in time) (Transfers)					924,582,210.97	820,639,629.66	2,730,655.27	735,660.86	927,312,866.24	821,375,290.52
Classification by contract duration										
Among them:										
By Sales Channel										
Among them:										
add up the total										

Information relating to performance obligations:

sports event	Time for fulfilment of performance obligations	Important payment terms	The nature of the company's commitment to transfer the goods	Whether or not the person is primarily responsible	Pre-assumption borne by the company Amounts to be refunded to clients during the period	The company provides quality Types of Volume Assurance and Related Obligations

Other notes

The Company mainly sells lawn mowers and other products. For details of specific sales of

product performance obligations and agreements, please refer to the description in Section X.V.27 (3) of this report. Payment terms are based on contractual agreements and product sales are usually completed within a relatively short period of time.

Information relating to the transaction price apportioned to the remaining performance obligations:
The amount of revenue corresponding to performance obligations that have been contracted for but not yet fulfilled or not yet completed at the end of the reporting period is $2,587,275.16, of which. 2,587,275.16 is expected to be recognised as revenue in 2024, $ is expected to be recognised as revenue in the year, $ is expected to be recognised as revenue in the year.

Information about variable consideration in the contract:

Significant contractual changes or significant transaction price adjustments

Unit: Yuan

sports event	Accounting treatment	Amount of impact on revenue

Other notes:

40. Taxes and surcharges

Unit: Yuan

sports event	Current period's incidence	Prior period's incidence
Urban maintenance and construction tax	3,952,730.86	1,442,357.50
education surcharge	1,694,024.03	618,153.22
property tax	6,021,132.00	6,016,715.62
land use tax	3,879,546.97	3,878,377.86
vehicle usage tax (VUT)	5,516.87	5,285.98
non-residential property	774,225.37	527,631.66
Local education surcharge	1,129,349.35	412,102.14
green tax	500.56	42,307.52
the rest	90,328.21	
add up the total	17,547,354.22	12,942,931.50

Other notes:

Others are mainly propertytax of foreign subsidiaries $84,351.62, franchisetax ,618.92and hotel accommodation tax $357 .67.

41. Administrative expenses

Unit: Yuan

sports event	Current period's incidence	Prior period's incidence
remuneration of employees	21,282,435.36	20,033,003.69
Depreciation and amortisation	20,825,826.89	20,477,408.32
brokerage	12,250,481.38	8,419,960.79
office expenses	6,998,178.19	7,269,214.34
Maintenance and repair costs	1,552,440.16	990,383.91
travel costs	1,089,128.08	1,207,511.67
Business hospitality	849,934.62	596,116.23
share-based payment	-257,628.56	5,105,371.43
the rest	6,275,936.53	6,610,891.79
add up the total	70,866,732.65	70,709,862.17

Other notes:

42. Cost of sales

Unit: Yuan

sports event	Current period's incidence	Prior period's incidence
Advertising and promotion costs	22,962,307.13	15,129,194.96
remuneration of employees	37,845,141.89	31,429,125.39
Depreciation and amortisation	11,827,130.90	11,053,013.37
after-sales service fee	7,126,097.10	9,109,504.00
office expenses	3,596,205.22	3,239,244.48
travel costs	2,924,218.32	1,805,563.97
insurance premium	2,507,481.90	2,456,536.45

sample fee	2,009,289.20	2,647,720.77
the rest	8,927,124.61	4,467,721.01
add up the total	99,724,996.27	81,337,624.40

Other notes:

43. Research and development costs

Unit: Yuan

sports event	Current period's incidence	Prior period's incidence
remuneration of employees	36,032,273.76	34,752,314.06
direct input	20,355,384.94	17,423,966.25
Depreciation and amortisation	3,694,617.99	4,093,270.31
Certification and testing fees	3,653,688.74	3,529,995.98
the rest	4,135,694.99	3,470,481.66
add up the total	67,871,660.42	63,270,028.26

Other notes:

44. Finance costs

Unit: Yuan

sports event	Current period's incidence	Prior period's incidence
interest expense	51,318,781.91	32,184,888.51
Interest income	-10,421,017.77	-1,357,449.67
Currency exchange gains and losses	-13,508,771.92	-45,854,849.20
Handling fees and others	995,103.01	2,855,101.36
add up the total	28,384,095.23	-12,172,309.00

Other notes:

45. Other gains

Unit: Yuan

Sources of generation of other benefits	Current period's incidence	Prior period's incidence
Government grants related to assets	586,145.37	431,462.24
Government grants related to revenue	4,108,100.00	6,123,652.43
Reimbursement of handling fee for withholding personal income tax	47,731.82	48,753.78
add up the total	4,741,977.19	6,603,868.45

46. Gain on change in fair value

Unit: Yuan

Sources that generate gains from changes in fair value	Current period's incidence	Prior period's incidence
Financial assets held for trading	84,126.29	-1,842,474.06
Of which: Gain on change in fair value from	84,126.29	-1,842,474.06

derivative financial instruments		
add up the total	84,126.29	-1,842,474.06

Other notes:

47. Investment income

Unit: Yuan

sports event	Current period's incidence	Prior period's incidence
Gain on disposal of derivative financial assets/liabilities	-15,996,305.94	-24,851,321.45
add up the total	-15,996,305.94	-24,851,321.45

Other notes:

48. Credit impairment losses

Unit: Yuan

sports event	Current period's incidence	Prior period's incidence
Bad debt losses	3,130,068.36	4,730,485.38
add up the total	3,130,068.36	4,730,485.38

Other notes:

49. Impairment losses on assets

Unit: Yuan

sports event	Current period's incidence	Prior period's incidence
I. Loss on decline in value of inventories and impairment loss on contractual performance costs	-12,683,710.73	-2,949,441.59
add up the total	-12,683,710.73	-2,949,441.59

Other notes:

50. Gain on disposal of assets

Unit: Yuan

Sources of proceeds from the disposal of assets	Current period's incidence	Prior period's incidence
Gain on disposal of fixed assets		-426,082.81
Gain on disposal of right-to-use assets	141,006.43	
add up the total	141,006.43	-426,082.81

51. Non-operating income

Unit: Yuan

sports event	Current period's incidence	Prior period's incidence	Amounts included in non-recurring gains and losses for the period

government grant		2,000,000.00	
Gains on disposal of fixed assets	10,376.52		10,376.52
insurance payout	3,704.62	27,000.00	3,704.62
the rest	32,981.45	56,266.39	32,981.45
add up the total	47,062.59	2,083,266.39	47,062.59

Other notes:

2. Non-operating expenses

Unit: Yuan

sports event	Current period's incidence	Prior period's incidence	Amounts included in non-recurring gains and losses for the period
Loss on destruction and retirement of non-current assets	31,552.04	46,975.62	31,552.04
Expenditure on fines	78,352.17	23,967.89	78,352.17
overdue fine	36,436.81		36,436.81
the rest	100,952.21	5,235.10	100,952.21
add up the total	247,293.23	76,178.61	247,293.23

Other notes:

53. Income tax expense

(1) Schedule of income tax expense

Unit: Yuan

sports event	Current period's incidence	Prior period's incidence
Current income tax expense	-16,524.64	3,854,149.07
Deferred income tax expense	-23,923,124.54	-9,979,319.67
add up the total	-23,939,649.18	-6,125,170.60

(2) Process of adjusting accounting profit to income tax expense

Unit: Yuan

sports event	Current period's incidence
Total profit	-198,809,760.14
Income tax expense at statutory/applicable rates	-29,821,464.00
Effect of applying different tax rates to subsidiaries	-8,436,018.54
Effect of adjustments to prior periods' income taxes	-117,197.02
Impact of non-deductible costs, expenses and losses	81,246.32
Effect of deductible temporary differences or deductible losses for which no deferred tax assets were recognised in the period	22,236,429.59
Effect of one-time adjustment to current profit or loss in accordance with tax, accounting and other laws and regulations on current profit or loss	1,756,658.08
Impact of additional deductions	-9,639,303.61
Income tax expense	-23,939,649.18

Other notes:

54. Other comprehensive income

See note 36 for details.

55. Cash flow statement items

(1) Cash relating to operating activities

Other cash received relating to operating activities

Unit: Yuan

sports event	Current period's incidence	Prior period's incidence
Banker's Acceptance Deposit and Letter of Credit Deposit	129,335,587.91	115,868,420.00
Government incentives and grants	7,034,926.60	7,606,898.21
Receipt of provisional receivables	499,554.53	4,205,250.25
Interest income	10,421,017.77	1,357,449.67
Receipt of deposit bond	3,637,498.10	79,283.20
the rest	4,068,565.95	315,485.60
add up the total	154,997,150.86	129,432,786.93

Description of other cash received related to operating activities:

Other cash paid in relation to operating activities

Unit: Yuan

sports event	Current period's incidence	Prior period's incidence
Banker's Acceptance Deposit and Letter of Credit Deposit	77,809,922.33	94,171,313.26
Cost of sales on a cash basis	47,639,095.60	35,934,293.26
cash management fee	26,901,814.30	24,118,669.29
Cash-out research and development costs	7,646,847.53	7,000,477.64
Payment of suspense receivables	147,071.22	4,268,417.00
Deposits and Guarantees	76,931.95	167,872.19
the rest	260,700.79	4,558,639.72
add up the total	160,482,383.72	170,219,682.36

Description of other cash paid related to operating activities:

(2) Cash relating to investing activities

Other cash received relating to investing activities

Unit: Yuan

sports event	Current period's incidence	Prior period's incidence
Outstanding foreign exchange option income		195,000.00
Banker's acceptance deposit	39,294,587.80	17,479,763.47
margin for foreign exchange settlement	1,622,000.00	
add up the total	40,916,587.80	17,674,763.47

Significant cash received related to investing activities

Unit: Yuan

sports event	Current period's incidence	Prior period's incidence

Description of other cash received related to investing activities:

Other cash paid relating to investing activities

Unit: Yuan

sports event	Current period's incidence	Prior period's incidence
Banker's Acceptance Deposit and Letter of Credit Deposit	26,342,076.37	28,565,694.43
margin for foreign exchange settlement	630,000.00	992,000.00
add up the total	26,972,076.37	29,557,694.43

Significant cash paid in relation to investing activities

Unit: Yuan

sports event	Current period's incidence	Prior period's incidence

Description of other cash paid related to investing activities:

（3） Cash relating to financing activities

Other cash received relating to financing activities

Unit: Yuan

sports event	Current period's incidence	Prior period's incidence
Commercial Acceptance Discounting		28,000,000.00
Finance lease mortgages		50,000,000.00
Pledge of time deposits	8,705,750.00	
add up the total	8,705,750.00	78,000,000.00

Description of other cash received related to financing activities:

Other cash paid in relation to financing activities

Unit: Yuan

sports event	Current period's incidence	Prior period's incidence
Repayment of finance lease loans	46,352,508.67	42,083,333.00
rental fee	16,503,915.30	14,562,487.78
Pledge of time deposits		8,357,875.00
Convertible bond issuance costs	961,595.80	
bill discounting	1,934,930.05	
add up the total	65,752,949.82	65,003,695.78

Description of other cash paid relating to financing activities: changes in liabilities arising from financing activities

☑Applicable □Not applicable

Unit: Yuan

sports event	Opening balance	Increase during the period		Decrease during the period		Closing balance
		Cash movements	Non-cash changes	Cash movements	Non-cash changes	
short term	842,833,293.36	893,222,193.61	25,960,211.17	1,377,335,331.51		384,680,366.63

loan						
Long-term borrowings (including those due within one year) (Long-term borrowings)	149,955,970.22	1,074,000,000.00	12,672,489.68	250,878,737.69		985,749,722.21
Bonds payable (including those due within one year) (Bonds payable)		465,031,200.00	11,000,000.00	915,633.54	34,455,369.50	440,660,196.96
Lease liabilities (including those due within one year) (Lease liabilities)	37,972,923.27		2,815,637.27	16,503,915.30	1,323,447.86	22,961,197.38
Long-term accounts payable	8,396,829.55		50,455,679.1	46,352,508.6		12,500,000.0
(including negative lease payments due within one year) (Debt)			2	7		0
add up the total	1,039,159,016.40	2,432,253,393.61	102,904,017.24	1,691,986,126.71	35,778,817.36	1,846,551,483.18

(4) Notes to the presentation of cash flows on a net basis

sports event	Relevant factual circumstances	Basis for net presentation	Financial impact

(5) Significant activities and financial effects that do not involve current cash receipts and payments but that affect the financial position of the enterprise or may affect the enterprise's cash flows in the future

56. Supplementary information on the statement of cash flows

(1) Supplementary information on the statement of cash flows

Unit: Yuan

Additional information	Amount for the period	Prior period amount
1. Reconciliation of net profit to cash flows from operating		

activities		
net profit	-174,870,110.96	11,251,051.29
Add: Provision for impairment of assets	9,553,642.37	-1,781,043.79
Depreciation of fixed assets, depletion of oil and gas assets, depreciation of productive biological assets	65,688,338.17	55,153,992.74
Depreciation of right-of-use assets	14,572,894.69	14,833,102.08
Amortisation of intangible assets	5,206,696.41	5,538,736.19
Amortisation of long-term amortised expenses	773,210.69	282,258.65
Loss on disposal of property, plant and equipment, intangible assets and other long-lived assets (Gain is represented by a "-" sign)	-141,006.43	426,082.81
Loss on retirement of fixed assets (gains are recognised with a "-" sign)	21,175.52	46,975.62
Loss on fair value changes (gains are recognised with a "-" sign)	-84,126.29	1,842,474.06
Finance costs (gains are represented by a "-" sign)	37,810,009.98	-13,669,960.69
Losses on investments (gains are represented by a "-" sign)	15,996,305.94	24,851,321.45
Decrease in deferred income tax assets (increase is represented by a "-" sign)	-17,254,719.13	-8,877,772.44
Increase (decrease) in deferred income tax liabilities (recorded as a "-")		-1,101,547.23
Decrease in inventories (increase is indicated by a "-")	177,480,655.27	-94,537,429.52
Decrease in operating receivables (increase is represented by a "-")	107,338,207.35	161,932,030.89
Increase (decrease) in operating accounts payable	-37,283,905.31	-137,612,624.42
the rest	-257,628.56	5,105,371.43
Net cash flows from operating activities	204,549,639.71	23,683,019.12
2. Significant investing and financing activities that do not involve cash receipts and payments		
Debt-to-capital conversion		
Convertible bonds due within one year		
Fixed assets under finance leases		
3. Net change in cash and cash equivalents:		
Closing balance of cash	685,350,028.62	55,032,576.24
Less: opening balance of cash	55,032,576.24	60,454,867.97
Add: closing balance of cash equivalents		
Less: opening balance of cash equivalents		
Net increase in cash and cash equivalents	630,317,452.38	-5,422,291.73

(2) Composition of cash and cash equivalents

Unit: Yuan

sports event	Closing balance	Opening balance

I. Cash	685,350,028.62	55,032,576.24
Of which: cash on hand	143,483.72	80,824.80
Bank deposits available for payment	683,403,547.31	54,630,845.12
Other monetary funds readily available for disbursement	1,802,997.59	320,906.32
III. Cash and cash equivalents balance at end of period	685,350,028.62	55,032,576.24

(3) Restricted use but still cash and cash equivalents presentation

Unit: Yuan

sports event	Amount for the period	Prior period amount	Reasons for remaining cash and cash equivalents
a bank account	77,736,118.34		raise money
a bank account	2,680.38		North American subsidiary account, used because the annual review was not done in time at the end of the period restricted
add up the total	77,738,798.72		

(4) Monetary funds other than cash and cash equivalents

Unit: Yuan

sports event	Amount for the period	Prior period amount	Reasons for not being cash and cash equivalents
Other monetary funds	27,611,402.40	42,196,775.45	Banker's acceptance bond
a bank account		8,705,750.00	pledged time deposit
Other monetary funds	5,803,357.57	6,593,422.88	Customs import bond
Other monetary funds	503,084.86	501,948.24	Bond Deposit
add up the total	33,917,844.83	57,997,896.57	

Other notes:

(5) Description of other significant activities

57. Notes to items in the statement of changes in equity

Indicate the name of the "Other" item and the amount of the adjustment to the prior year-end balance:

58. Foreign currency monetary items

(1) Monetary items in foreign currency

Unit: Yuan

sports event	Foreign currency balance at end of period	Converted exchange rates	Converted Renminbi balance at the end of the period
money funds			93,030,773.04
Of which: United States dollars	9,643,679.22	7.0827	68,303,286.81
Euro (currency)	2,991,557.92	7.8592	23,511,252.00
Hong Kong dollar			
Thai baht	3,098,311.18	0.2074	642,589.74
Mexican peso	1,372,027.01	0.4181	573,644.49
accounts receivable			91,929,316.66
Of which: United States dollars	12,324,514.53	7.0827	87,290,839.06
Euro (currency)	590,197.17	7.8592	4,638,477.60
Hong Kong dollar			
long term loan			
Of which: United States dollars			
Euro (currency)			
Hong Kong dollar			
Other receivables:			5,915,050.87
Of which: United States dollars	818,929.10	7.0827	5,800,229.14
Euro (currency)	4,401.00	7.8592	34,588.34
Mexican peso	191,900.00	0.4181	80,233.39
accounts payable			40,895,953.80
Of which: United States dollars	2,048,026.82	7.0827	14,505,559.56
Euro (currency)	376,989.75	7.8592	2,962,837.84
Thai baht	1,161,651.96	0.2074	240,926.62
Mexican peso	15,970,756.61	0.4181	6,677,373.34
Australian dollar	3,405,093.73	4.8484	16,509,256.44
Other accounts payable			31,684.69
Of which: United States dollars	400.00	7.0827	2,833.08
Thai baht	56,116.99	0.2074	11,638.66
Mexican peso	41,169.46	0.4181	17,212.95

Other notes:

59. Leasing

(1) The Company as Lessee

☑Applicable ☐Not applicable

Variable lease payments not included in the measurement of the lease liability

☐ Applicable ☑ Not applicable

Lease costs for short-term leases or low-value assets with simplified treatment

☐ Applicable ☑ Not applicable

Situations involving sale and leaseback transactions

(2) The Company as Lessor

Operating leases as lessor

☑Applicable ☐Not applicable

Unit: Yuan

sports event	Rental income	Of which: Income related to variable lease payments not included in lease receipts
Rental income	1,146,161.21	
add up the total	1,146,161.21	

Financial leases as lessor

☐ Applicable ☑ Not applicable

Undiscounted lease receipts for each of the next five years

☑Applicable ☐Not applicable

Unit: Yuan

sports event	Annual undiscounted lease receipts	
	Closing amount	Opening amount
First year	1,987,800.00	
second year	2,023,480.00	
Third year	676,200.00	
fourth year	710,010.00	
Total undiscounted lease receipts after five years	5,397,490.00	

Reconciliation of undiscounted lease receipts to net investment in leases

(3) Recognition of gains and losses on sales under finance leases as a producer or distributor

☐ Applicable ☑ Not applicable

60. Other

VIII. Research and development expenditure

Unit: Yuan

sports event	Current period's incidence	Prior period's incidence
remuneration of employees	36,032,273.76	34,752,314.06
direct input	20,355,384.94	17,423,966.25
Depreciation and amortisation	3,694,617.99	4,093,270.31
Certification and testing fees	3,653,688.74	3,529,995.98
the rest	4,135,694.99	3,470,481.66

add up the total	67,871,660.42	63,270,028.26
Of which: Expensed research and development expenditure	67,871,660.42	63,270,028.26

IX. Interests in other subjects

1. Interests in subsidiaries

(1) Composition of enterprise groups

Unit: Yuan

Name of Subsidiary	registered capital	Principal place of business	registered office	Nature of business	percentage of shareholding		Acquisition method
					direct	overhead	
Ningbo Leader Intelligent Equipment Co. limited company	160,000,000.00	Yuyao prefecture level city in Jiangxi	Yuyao prefecture level city in Jiangxi	service industry	100.00 per cent		buying
Ningbo DAYE E-commerce Co. limited company	20,000,000.00	Yuyao prefecture level city in Jiangxi	Yuyao prefecture level city in Jiangxi	trade	100.00 per cent		constitute
Ningbo DAYE Supply Chain Management limited company	30,000,000.00	Yuyao prefecture level city in Jiangxi	Yuyao prefecture level city in Jiangxi	trade	100.00 per cent		constitute
Ningbo Hongyue Intelligent Technology Co. limited company	40,000,000.00	Yuyao prefecture level city in Jiangxi	Yuyao prefecture level city in Jiangxi	service industry	100.00 per cent		non-identical control Business combinations under
HONBO INT PTE.	8,000,000.00	Singaporean	Singaporean	trade	100.00 per cent		constitute
runbo int pte.	1,000,000.00	Singaporean	Singaporean	trade	100.00 per cent		constitute
GOODTEX SINGAPORE PTE.	1,000,000.00	Singaporean	Singaporean	trade	100.00 per cent		constitute
MOWOX AMERICAN INC.	10,000.00	United States of America	United States of America	trade	100.00 per cent		constitute
DAYE Europe GmbH	1,000,000.00	German	German	trade	100.00 per cent		under the same control business combination
Daye North America, Inc.	1,000,000.00	United	United	trade	100.00 per		constitute

		States of America	States of America		cent		
DAYE INTERNATIONAL CO., LIMITED	500,000.00	Mainland	Mainland	trade	100.00 per cent		constitute
LINGYE INTELLIGENT (THAILAND) CO.,LTD.	325,170,000.00	Thailand	Thailand	service industry	100.00 per cent		constitute
Daye Mexico S.A.de C.V.	50,000.00	Mexico	Mexico	service industry	100.00 per cent		constitute

Unit: Yuan

A statement that the percentage of shareholding in a subsidiary is different from the percentage of voting rights:
Basis for holding half or less of the voting rights but still controlling the investee, and for holding more than half of the voting rights but not controlling the investee: for significant structured subjects included in the scope of consolidation, the basis of control:
Basis for determining whether a company is an agent or a principal:
Other notes:

x. government grants

1. Government grants recognised at the end of the reporting period at the amount receivable

☐ Applicable ☑ Not applicable

Reasons for not receiving the projected amount of government grants at the projected point in time

☐ Applicable ☑ Not applicable

2. Liability items involving government grants

☑Applicable ☐Not applicable

Unit: Yuan

account	Opening balance	Amount of new grants for the period	Amount included in non-operating income for the period	Amounts transferred to other gains during the period	Other changes during the period	Closing balance	Asset/revenue related
Deferred income	8,319,491.25	3,247,926.60		586,145.37		10,981,272.48	Asset-related
	8,319,491.25	3,247,926.60		586,145.37		10,981,272.48	

3. Government grants recognised in profit or loss for the period

☑Applicable ☐Not applicable

Unit: Yuan

account	Current period's incidence	Prior period's incidence
Amount of government grants included in other gains	4,694,245.37	6,555,114.67
Amount of government grants included in non-operating income		2,000,000.00
Total figure	4,694,245.37	8,555,114.67

Other notes

No government grants were returned during the period.

XI. Risks associated with financial instruments

1. Various types of risks arising from financial instruments

The Company's objective in engaging in risk management is to strike a balance between risk and return, to minimise the negative impact of risk on the Company's operating results and to maximise the interests of shareholders and other equity investors. Based on this risk management objective, the basic strategy of the Company's risk management is to identify and analyse the various risks faced by the Company, establish an appropriate risk tolerance floor and conduct risk management, as well as monitor the various risks in a timely and reliable manner to keep the risks within limits.

The Company is exposed to a variety of risks associated with financial instruments in its day-to-day activities, primarily credit risk, liquidity risk and market risk. Management has reviewed and approved policies to manage these risks, which are summarised below.

(i) Credit risk

Credit risk is the risk that one party to a financial instrument will fail to meet its obligations, causing the other party to incur a financial loss.

1. Credit Risk Management Practices

(1) Methods of evaluating credit risk

The company assesses at each balance sheet date whether the credit risk of the relevant financial instrument has increased significantly since initial recognition. In determining whether there has been a significant increase in credit risk since initial recognition, the company considers information that is reasonably available and supportable without undue additional cost or effort, including qualitative and quantitative analyses based on historical data, external credit risk ratings and forward-looking information. The Company uses individual financial

Instruments or a combination of financial instruments with similar credit risk characteristics are used as the basis for determining the change in the risk of default over the expected life of the financial instrument by comparing the risk of default of the financial instrument at the balance sheet date with the risk of default at the date of initial recognition.

The Company considers that a significant increase in the credit risk of a financial instrument has occurred when one or more of the following quantitative and qualitative criteria are triggered:

1) The quantitative criterion is primarily an increase of more than a certain percentage in the probability of default over the remaining life at the balance sheet date compared with the initial recognition;

2) Qualitative criteria are, inter alia, material adverse changes in the debtor's operating or financial condition, changes in the existing or expected technological, market, economic or legal environment that will have a material adverse effect on the debtor's ability to repay the company.

(2) Definition of defaulted and credit-impaired assets

The Company defines a financial asset as having been in default when one or more of the following conditions are met for the financial instrument, based on criteria consistent with the definition of having been credit-impaired:

1) The debtor is experiencing significant financial difficulties;

2) The debtor breached the terms of the contract binding the debtor;

3) The debtor is likely to go into bankruptcy or other financial reorganisation;

4) The creditor grants concessions to the debtor that the debtor would not have made in any other case because of economic or contractual considerations relating to the debtor's financial difficulties.

2. Measurement of expected credit losses

The key parameters of expected credit loss measurement include probability of default, loss given default (LGD) rate and exposure to default. The Company considers historical statistics (Quantitative analyses and forward-looking information (e.g., counterparty ratings, security methods and types of collateral, repayment methods, etc.) are used to model probability of default, loss given default and exposure to default risk.

3. A reconciliation of the opening and closing balances of the provision for losses on financial instruments is set out in the notes to sections X.VII.3 and VII.VII.5 of this

report.

4. Credit risk exposure and concentration of credit risk

The Company's credit risk is mainly from currency funds and receivables. To control the above related risks, the Company has taken the following measures respectively.

(1) money funds

The Company places its bank deposits and other monetary funds with financial institutions with high credit ratings, and therefore its credit risk is low.

(2) accounts receivable

The Company periodically performs credit evaluations of customers who trade on credit. Based on the results of the credit evaluations, the Company selects to transact with approved and creditworthy customers and monitors their receivable balances to ensure that the Company is not exposed to a significant risk of bad debts.

No collateral is required as the Company only deals with approved and creditworthy third parties. Credit risk concentration is managed on a customer-by-customer basis. As at 31 December 2023, the Company has some concentration of credit risk, with 78.75% of the Company's accounts receivable

(31 December 2022: 88.61%) arise from the top five customers of the balance. The Company does not hold any collateral or other credit enhancements on its accounts receivable balances.

The Company's maximum exposure to credit risk is the carrying amount

of each financial asset in the balance sheet. (ii) Liquidity risk

Liquidity risk is the risk that the Company will experience a shortage of funds when it meets its obligations that are settled by delivery of cash or other financial assets. Liquidity risk may arise from the inability to sell financial assets at fair value as soon as possible; or from the inability of the counterparty to repay its contractual obligations; or from the early maturity of obligations; or from the inability to generate expected cash flows.

In order to control this risk, the Company has made comprehensive use of a variety of financing means, such as bill settlement and bank borrowings, and has adopted an appropriate combination of long-term and short-term financing methods to optimise its financing structure and maintain a balance between continuity and flexibility of financing. The Company has obtained bank credit lines from a number of commercial banks to meet its working capital requirements and capital expenditure.

Classification of financial liabilities by remaining maturity

Unit: Yuan

sports event	closing figure				
	book value	Undiscounted contract amount	Within 1 year	1-3 years	More than 3 years
short term loan	384,680,366.63	387,096,220.55	387,096,220.55		
note payable	96,705,069.14	96,705,069.14	96,705,069.14		
accounts payable	281,572,195.11	281,572,195.11	281,572,195.11		
Other payables paragraph	1,373,911.57	1,373,911.57	1,373,911.57		
Other non-current liabilities due within one year debt	54,855,137.05	56,250,545.21	56,250,545.21		
long term loan	955,726,805.54	994,432,013.89		994,432,013.89	

bonds payable	440,660,196.96				565,049,034.40
leasehold liability	10,628,977.01			11,068,749.22	
few ruse	2,226,202,659.01	1,817,429,955.47	822,997,941.58	1,005,500,763.11	565,049,034.40

(continued from above)

Unit: Yuan

sp orts eve nt	Prior year-end				
	book value	Undiscounted contract amount	Within 1 year	1-3 years	More than 3 years
short term loan	842,833,293.36	856,793,226.03	856,793,226.03		
note payable	152,188,779.40	152,188,779.40	152,188,779.40		
accounts payable	424,365,998.16	424,365,998.16	424,365,998.16		
Other accounts payable	854,804.93	854,804.93	854,804.93		
Other non-current due within one year current liability	23,669,265.07	25,579,786.33	25,579,786.33		
long term loan	149,955,970.22	162,149,807.85		162,149,807.85	
leasehold liability	22,700,487.75	24,233,949.55		24,233,949.55	
subtotal surname Ji	1,616,568,598.89	1,646,166,352.25	1,459,782,594.85	186,383,757.40	

(iii) Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk consists mainly of interest rate risk and foreign exchange risk.

1. interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial

instrument will fluctuate because of changes in market interest rates. Interest-bearing financial instruments with fixed interest rates expose the Company to fair value interest rate risk and interest-bearing financial instruments with floating interest rates expose the Company to cash flow interest rate risk. The Company determines the proportion of fixed-rate to variable-rate financial instruments based on market conditions and maintains an appropriate mix of financial instruments through regular review and monitoring.

2. Foreign exchange risk

Foreign exchange risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company's exposure to changes in foreign exchange rates relates primarily to the Company's foreign currency monetary assets and liabilities. For foreign currency assets and liabilities, in the event of a short-term imbalance, the Company buys and sells foreign currencies at market exchange rates when necessary to ensure that the net exposure is maintained at an acceptable level.

For details of the Company's monetary assets and liabilities denominated in foreign currencies as at the end of the period, please refer to the explanations in Section X.VII.58(1) of this report. **2. Hedging**

(1) The company conducts hedging operations for risk management

☐ Applicable ☑ Not applicable

(2) Company conducts qualifying hedging operations and applies hedge accounting

Unit: Yuan

sports event	Carrying value related to hedged items and hedging instruments	Cumulative fair value hedge adjustments of hedged items included in the carrying amount of the hedged item recognised	Hedge Effectiveness and Hedge Ineffectiveness Partial Source	Impact of hedge accounting related to the company's financial statements
Type of hedging risk				
Hedging category				

Other notes

(3) The company conducts hedging operations for risk management, expects to achieve its risk management objectives, but does not apply hedge accounting.

☐ Applicable ☑ Not applicable

3. Financial assets

(1) Classification of transfer modalities

☐ Applicable ☑ Not applicable

(2) Financial assets derecognised as a result of a transfer

☐ Applicable ☑ Not applicable

(3) Transfer of financial assets for assets that continue to be involved

☐ Applicable
☑ Not
Applicable
Other
Description

XII. Fair value disclosures

1. Closing fair value of assets and liabilities measured at fair value

Unit: Yuan

sports event	Fair value at end of period			
	Level 1 fair value measurements	Level 2 fair value measurements	Level 3 fair value measurements	add up the total
I. Ongoing fair value measurements	--	--	--	--
(i) Financial assets held for trading	115,732.96			115,732.96
1. Financial assets at fair value through profit or loss	115,732.96			115,732.96
(3) Derivative financial assets	115,732.96			115,732.96
2. Receivables financing			50,000,000.00	50,000,000.00
Total assets measured at fair value on an ongoing basis	115,732.96		50,000,000.00	50,115,732.96
(vi) Financial liabilities held for trading	31,606.67			31,606.67
Derivative financial liabilities	31,606.67			31,606.67
Total liabilities measured at fair value on an ongoing basis	31,606.67			31,606.67

II. Discontinued fair value measurements	--	--	--	--

2. Basis for determining the market value of continuing and discontinued Level 1 fair value measurements

The Company's long-term derivative financial assets consist of outstanding bank forward settlement contracts, with the fair value determined on the basis of quoted forward rates from financial institutions at the end of the period as determined by the remaining time frame for delivery.

3. Continuing and discontinued Level 2 fair value measurements, qualitative and quantitative information on valuation techniques and significant parameters used

not have

4. Continuing and discontinued Level 3 fair value measurement items, qualitative and quantitative information on valuation techniques used and significant parameters For receivables financing, receivables are measured at their carrying amount as a reasonable estimate of fair value.

5. Ongoing Level 3 fair value measurement items, information on reconciliations between opening and closing book values and sensitivity analysis of unobservable parameters

not have

6. Ongoing fair value measurement items, where conversions between levels occurred during the period, the reasons for the conversions and the policy for determining the point of conversion

not have

7. Changes in valuation techniques that occurred during the period and the reasons for the changes

not have

8. Fair value of financial assets and financial liabilities not measured at fair value

not have

9. Other

not have

xiii. related parties and connected transactions

1. Information on the parent company of the enterprise

Parent company name	registered office	Nature of business	registered capital	Parent company's shareholding in the enterprise	Proportion of voting rights of the parent company in the enterprise
Zhejiang Jindaye Holdings limited company	Yuyao prefecture level city in Jiangxi	business investment	55 million	33.00 per cent	33.00 per cent

Description of the enterprise's parent company

Zhejiang Jindaye Holding Company Limited, which was invested and established by Ye Xiaobo, was listed in the Yuyao Market Supervision Administration Bureau on 18 August 2016

It is registered and now holds a business licence with a unified social credit code of 91330281MA282GTG8W. As at 31 December 2023

The registered capital of the company is 55,000,000.00 Yuan, among which Ye Xiaobo contributes 54,450,000.00 Yuan, accounting for 99.00% of the registered capital; Han Yueying contributes 550,000.00 Yuan, accounting for 1.00% of the registered capital.

Business scope of the parent company: industrial investment (without the approval of the financial and other regulatory authorities shall not be engaged in the absorption of deposits, financial guarantees, customer wealth management, the collection (financing) of funds from the public and other financial businesses), shop and plant leasing, daily necessities wholesale and retail, marketing planning and conference services, real estate development and sales.

The ultimate controlling party of this enterprise is Mr and Mrs Xiaobo Ye and ANGELICA PG HU.

Other notes:

Zhejiang Jindaye Holding Company Limited, Hong Kong Gutai International Company Limited and Yuyao Dechuang Junbo Investment Partnership (Limited Partnership) controlled by Ye Xiaobo hold 33.00%, 18.00% and 5.63% of the shares of the Company respectively, and Hong Kong Jinde International Holding Company Limited controlled by Ye Xiaobo and ANGELICA PG HU holds 9.00% of the shares of the Company. Ye Xiaobo and ANGELICA PG HU together control 65.63% of the shares of the Company and are the de facto controllers of the Company.

2. Information on the Company's subsidiaries

Details of the Company's subsidiaries are set out in the notes to note 9.

3. Joint ventures and associates of the enterprise

Details of significant joint ventures or associates of the enterprise are set out in note nil.

Other joint ventures or associates that had related party transactions with the Company during the current period, or had balances arising from related party transactions with the Company in prior periods, are as follows:

Name of joint venture or associate	Relationship with the enterprise

Other notes:

4. Other related parties

Name of other related parties	Relationship between other related parties and the Company

Other

notes:

none

5. Related transactions

(1) Affiliated guarantees

The Company as Guarantor

Unit: Yuan

secured party	Amount of guarantee	Guarantee start date	warranty expiry date	Whether the guarantee has been fulfilled the whole of

The Company as Guaranteed Party

Unit: Yuan

secured party	Amount of guarantee	Guarantee start date	warranty expiry date	Whether the guarantee has been honoured
Ye Xiaobo	6,017,700.00	17 November 2023	2024 02 February 2024	clogged
Ye Xiaobo	18,012,500.00	04 September 2023	2025 04 March	clogged
Ye Xiaobo	21,014,583.33	04 September 2023	2025 04 March	clogged
Ye Xiaobo	5,000,000.00	28 February 2023	27 February 2024	clogged
Ye Xiaobo	7,500,000.00	03 March 2023	02 March 2024	clogged
Ye Xiaobo	10,009,777.79	18 January 2023	13 January 2024	clogged
Ye Xiaobo	10,008,888.88	18 January 2023	13 January 2024	clogged
Ye Xiaobo, Angelica Pg Hu [Note 1]	20,511,333.33	12 January 2023	11 January 2024	clogged
Ye Xiaobo, Angelica Pg Hu [Note 1]	20,475,222.22	06 February 2023	2024 02 February 2024	clogged
Ye Xiaobo, Angelica Pg Hu [Note 1]	60,041,666.67	05 September 2023	04 September 2024	clogged
Ye Xiaobo, Angelica Pg Hu [Note 1]	60,041,666.67	08 September 2023	04 September 2024	clogged
Ye Xiaobo, Angelica Pg Hu [Note 1]	60,041,666.67	12 September 2023	04 September 2024	clogged
Ye Xiaobo, Angelica Pg Hu [Note 1]	8,400,000.00	04 August 2023	04 February 2024	clogged
Ye Xiaobo, Angelica Pg Hu [Note 1]	498,258.03	28 September 2023	20 January 2024	clogged
Ye Xiaobo, Angelica Pg Hu [Note 1]	1,152,703.76	29 December 2023	21 February 2024	clogged
Ye Xiaobo, Angelica Pg Hu [Note 2]	500,381.94	17 August 2023	16 February 2024	clogged
Ye Xiaobo, Angelica Pg Hu [Note 2]	500,381.94	17 August 2023	16 August 2024	clogged
Ye Xiaobo, Angelica Pg Hu [Note 2]	500,381.94	21 August 2023	20 February 2024	clogged
Ye Xiaobo, Angelica Pg Hu [Note 2]	500,381.94	21 August 2023	20 August 2024	clogged
Ye Xiaobo, Angelica Pg Hu [Note 2]	500,381.94	28 August 2023	27 February 2024	clogged
Ye Xiaobo, Angelica Pg Hu [Note 2]	500,381.94	28 August 2023	27 August 2024	clogged
Ye Xiaobo, Angelica Pg Hu [Note 2]	500,381.94	17 August 2023	16 February 2025	clogged
Ye Xiaobo, Angelica Pg Hu [Note 2]	98,575,243.06	17 August 2023	2025 16 August	clogged
Ye Xiaobo, Angelica Pg Hu [Note 2]	500,381.94	21 August 2023	20 February 2025	clogged
Ye Xiaobo, Angelica Pg Hu [Note 2]	398,804,409.72	21 August 2023	20 August 2025	clogged
Ye Xiaobo, Angelica Pg Hu [Note 2]	500,381.94	28 August 2023	27 February 2025	clogged
Ye Xiaobo, Angelica Pg Hu [Note 2]	218,666,909.72	28 August 2023	27 August 2025	clogged

Subtotal	1,029,275,967.31			

Description of related guarantees

[Note 1] The loan is also secured by a mortgage of the Company's property and land.

[Note 2] The loan was also secured by property and land mortgages of a subsidiary, Ningbo Hongyue Intelligent Technology Co.

(2) Compensation of key management personnel

Unit: $ million

sports event	Current period's incidence	Prior period's incidence
Remuneration of key management personnel	541.84	369.30

(3) Other connected transactions

6. Receivables and payables from related parties

(1) Items receivable

Unit: Yuan

Project name	related party	Closing balance		Opening balance	
		Carrying amount	provision for bad debts	Carrying amount	provision for bad debts

(2) Items payable

Unit: Yuan

Project name	related party	Closing book balance	Opening balance
add up the total			

7. Related party commitments

8. Other

XIV. Share-based payment

1. Share-based payment in general

☑Applicable ☐Not applicable

Unit: Yuan

Category of grant recipients	Awarded during the period		Current exercise		Unlocked in this issue		Lapsed for the period	
	quantities	sum of money	quantities	sum of money	quantities	sum of money	quantities	sum of money
managerial staff							600,000.00	6,882,000.00
add up							600,000.00	6,882,000.00

the total								

Stock options or other equity instruments issued and outstanding at the end of the period

☑Applicable ☐Not applicable

Category of grant recipients	Stock options issued and outstanding at the end of the period		Other equity instruments issued and outstanding at the end of the period	
	Range of exercise prices	Remaining duration of the contract	Range of exercise prices	Remaining duration of the contract
managerial staff			9.29 Yuan/share	17 months

Other notes:

In accordance with the authorisation given by the First Extraordinary General Meeting of 2021 of the Company, the Tenth Meeting of the Second Board of Directors of the Company, held on 24 November 2021, was held to discuss the following issues

At the Fifth Meeting and the Tenth Meeting of the Second Session of the Supervisory Committee, the "Adjustment of matters relating to the 2021 Restricted Share Incentive Scheme of the Company" was considered and approved.

The "Resolution on the Granting of Restricted Shares to Incentive Recipients" and the "Resolution on the Granting of Restricted Shares to Incentive Recipients" set 24 November 2021 as the grant date for the award of 9.29% of the total number of shares of restricted stock.

Two million shares of restricted stock were granted to 102 incentive recipients at a grant price of RMB per share. On the first trading day after 18 months from the date of the grant

30% unlocked until the last trading day within 30 months from the date of grant, and 30% unlocked from the first trading day after 30 months from the date of grant until the date of grant.

30% unlocked until the last trading day within 42 months from the date of grant, and 30% unlocked from the first trading day after 42 months from the date of grant until the date of grant.

40% unlocked on the last trading day of the 54-month period from the date of grant. Based on the Company's financial data for the year 2023, on 24 November 2021 the grant of

Class 2 restricted shares granted are not eligible for exercise because they do not meet the performance conditions (non-market conditions) for Phase 2, i.e. they cannot meet the

The performance condition that "the growth rate of operating income in 2023 will not be less than 80 per cent compared to 2020" resulted in the non-exercise of the option. In accordance with ASBE's

In accordance with the relevant provisions, the share-based payment expense of $5,735,000 for

the period from November 2021 to December 2023, corresponding to the second period, shall be paid in the following year.

It will be reversed in fiscal year 2023, and the share-based payment fee corresponding to the current period will not be accrued at a later date.

2. Equity-settled share-based payments

☑Applicable ☐Not applicable

Unit: Yuan

Method of determining the fair value of equity instruments at the date of grant	In accordance with Accounting Standard No. 11 "Share-based Payment" and Accounting Standard No. 11 "Share-based Payment", the following table shows the number of share-based payments made in the past three years. No. 22 - Financial Instruments Recognition and Measurement", the Company selected Black-Scholes model to calculate the fair value of Class II restricted stock
Basis for determining the number of equity instruments for which rights are exercisable	The company is based on the completion of performance appraisals at the individual level and the completion of performance appraisals at the company level. and the actual departure of the incentivised employees during the period and the expected future departure of the incentivised employees.
Reasons for significant differences between current and prior period estimates	not have
Accumulated equity-settled share-based payments credited to capital surplus horizontal tablet or inscribed board	5,676,190.49
Total expense recognised for equity-settled share-based payments during the period	-257,628.56

Other notes:

In accordance with the method of recognising the number of feasible equity instruments and the fair value of equity instruments at the date of grant for the current period, the Company amortised the restricted share incentive expenses over a period of time as an equity-settled share-based payment in exchange for employee services in accordance with the relevant provisions of "ASBE No. 11 - Share-based Payment". The amortisation for the current period amounted to RMB257,628.56, which was charged to profit or loss for the current period, with a corresponding increase in capital surplus - other capital surplus - RMB257,628.56.

3. Cash-settled share-based payments

☐ Applicable ☑ Not applicable

4. Share-based payment expenses for the period

☐ Applicable ☑ Not applicable

5. Modification and termination of share-based payment

6. Other

XV. Commitments and contingencies

1. Important commitments

Significant commitments existing at the balance sheet date

Balance of letters of credit and guarantees applied for by the Company to be opened with banks within the validity period as at the balance sheet date

form	currency type	Amount ($)
letter of credit	American dollar	7,098,301.40
guarantee	Chinese Yuan (CNY)	500,000.00

2. Contingencies

(1) Significant contingencies existing at the balance sheet date

As at the balance sheet date, there were no material contingencies requiring disclosure by the Company.

(2) There are no material contingencies that the company is required to disclose, which should also be stated

The Company has no material contingencies that require disclosure.

3. Other

XVI. Events after the balance sheet date

1. Significant non-adjusting events

Unit: Yuan

sports event	element	Impact on financial position and results of operations	Reasons for not being able to estimate the number of impacts

2. Distribution of profits

3. Sales returns

4. Description of other post-balance sheet events

XVII. Other important matters

1. Divisional information

(1) Basis for determining reportable segments and accounting policies

The Company determines its reportable segments on the basis of its internal organisational structure, management requirements, internal reporting system, etc., and its reportable segments on the basis of product segments. The operating results of the lawn mower business and the lawn mower/brushcutter business, etc. are assessed separately. Assets and liabilities used in common with the segments cannot be divided because the operations are closely related.

The Company determines its reportable segments on the basis of geographical segments, with revenues from principal activities and costs of principal activities classified on the basis of where the sales are ultimately realised, and assets and liabilities classified on the basis of where the operating entities are located.

(2) Financial information on reportable segments

Unit: Yuan

sports event	lawnmower	Lawnmowers/cultivators	Other power machinery	replacement (parts)	Inter-segment set-off	add up the total
Main business incomes	806,067,817.65	8,262,715.54	42,121,526.67	68,130,151.11		924,582,210.97
Main business (manufacturing, production etc) costs	716,623,451.69	7,919,450.11	42,924,641.32	53,172,086.54		820,639,629.65

xviii. notes to major items in the parent company financial statements

1. Accounts receivable

(1) Disclosure by age

Unit: Yuan

age of accounts	Closing book balance	Opening balance

Up to and including 1 year	133,116,499.94	181,254,016.44
1 to 2 years	92,734.36	40,278,867.09
2 to 3 years		18,085.63
More than 3 years	31,565.61	16,376.77
3 to 4 years	13,812.33	4,678.82
4 to 5 years	4,758.16	11,697.95
More than 5 years	12,995.12	
add up the total	133,240,799.91	221,567,345.93

（2） Disclosure by bad debt accrual method

Unit: Yuan

form	Closing balance					Opening balance				
	Carrying amount		provision for bad debts		book value	Carrying amount		provision for bad debts		book value
	sum of money	proportions	sum of money	Percentage of accruals		sum of money	proportions	sum of money	Percentage of accruals	
Among them:										
Accounts receivable with provision for bad debts by portfolio	133,240,799.91	100.00 per cent	4,022,286.34	3.02 per cent	129,218,513.57	221,567,345.93	100.00 per cent	9,476,376.96	4.28 per cent	212,090,968.97

n for bad debts by portfolio: ageing portfolio

Unit: Yuan

e (of a thing)	Closing balance		
	Carrying amount	provision for bad debts	Percentage of accruals
year	133,116,499.94	3,993,495.00	3.00 per cent
s	92,734.36	9,273.44	10.00 per cent
s			
s	13,812.33	4,143.70	30.00 per cent

Among them:										
add up the total	133,240,799.91	100.00 per cent	4,022,286.34	3.02 per cent	129,218,513.57	221,567,345.93	100.00 per cent	9,476,376.96	4.28 per cent	212,090,968.97

n for bad debts on accounts receivable is made if it is based on a general model of expected credit losses:

☐ Applicable ☑ Not applicable

（3） Provision for bad debts made, recovered or reversed during the period

Provision for bad debts in the current period:

Unit: Yuan

form	Opening balance	Amount of change during the period				Closing balance
		make provision for (capital requirements)	Recovery or reversal	audit and write off	the rest	
Provision of bad debts by portfolio allowance	9,476,376.96	-5,454,090.62				4,022,286.34

of which the amount of bad debt provisions recovered or reversed during the period is significant:

Unit: Yuan

unit	Amount recovered or reversed	Reason for reversal	Recovery method	Basis for determining the percentage of the original provision for bad debts and its reasonableness
add up the total	9,476,376.96	-5,454,090.62		4,022,286.34

（4） Actual accounts receivable written off during the period

Unit: Yuan

sports event	Amount written off

of which significant accounts receivable write-offs:

Unit: Yuan

Name of unit	Nature of accounts receivable	Amount written off	Reasons for write-offs	Write-off procedures performed	Whether the amount arises from a connected transaction

Accounts receivable write-off instructions:

（5） Top five accounts receivable and contract assets with closing balances, by party owed

Unit: Yuan

Name of unit	Closing balance of accounts receivable	Closing balance of contract assets	Closing balance of accounts receivable and contract assets	Percentage of combined accounts receivable and contract assets closing balance	Closing balance of provision for bad debts on accounts receivable and impairment of contract assets
Client 1	28,036,731.93		28,036,731.93	21.04 per cent	841,101.96
Ningbo Leader Intelligent Equipment limited company	21,837,665.79		21,837,665.79	16.39 per cent	599,881.86
Client 3	19,996,061.98		19,996,061.98	15.01 per cent	375,275.53
Client 4	12,509,184.34		12,509,184.34	9.39 per cent	327,542.28
Client 5	10,918,075.90		10,918,075.90	8.19 per cent	155,960.12
add up the total	93,297,719.94		93,297,719.94	70.02 per cent	2,299,761.75

2. Other receivables

Unit: Yuan

sports event	Closing balance	Opening balance
Other receivables	879,174,424.93	601,247,037.31
add up the total	879,174,424.93	601,247,037.31

(1) Other receivables

1) Breakdown of other receivables by nature of payment

Unit: Yuan

Nature of payment	Closing book balance	Opening balance
Related transactions within the scope of consolidation	921,926,048.94	633,793,173.04
Deposits receivable	251,000.00	291,000.00

Imprests receivable	111,319.00	261,000.00
Suspense accounts receivable	60,000.00	120,000.00
add up the total	922,348,367.94	634,465,173.04

2) Disclosure by age

Unit: Yuan

age of accounts	Closing book balance	Opening balance
Up to and including 1 year	758,298,482.61	431,834,022.57
1 to 2 years	123,849,885.33	202,631,150.47
2 to 3 years	40,200,000.00	
add up the total	922,348,367.94	634,465,173.04

3) Disclosure by bad debt accrual method

Unit: Yuan

form	Closing balance					Opening balance				
	Carrying amount		provision for bad debts		book value	Carrying amount		provision for bad debts		book value
	sum of money	proportions	sum of money	Percentage of accruals		sum of money	proportions	sum of money	Percentage of accruals	
Among them:										
Provision for bad debts by portfolio	922,348,367.94	100.00 per cent	43,173,943.01	4.68 per cent	879,174,424.93	634,465,173.04	100.00 per cent	33,218,135.73	5.24 per cent	601,247,037.31

n for bad debts by portfolio: Nature of amounts

Unit: Yuan

e (of a thing)	Closing balance		
	Carrying amount	provision for bad debts	Percentage of accruals
Among them:			
e scope of ation			
bond receivable	25,100.00	25,100.00	100.00 per cent
portfolio			
Imprests receivable	111,319.00	9,700.33	8.71 per cent
Suspense accounts receivable	60,000.00	1,800.00	3.00 per cent
add up the total	922,348,367.94	43,173,943.01	

add up the total	922,348,367.94	43,173,943.01	

A description of the basis for determining the portfolio:

Provision for bad debts is made on the basis of a general model of expected credit losses:

Unit: Yuan

provision for bad debts	Phase I	Phase II	Phase III	add up the total
	Expected credit losses for the next 12 months	Expected credit losses (no credit impairment) over lifetime	Expected credit losses over lifetime (credit impairment incurred)	
Balance as at 1 January 2023	12,955,020.68	20,263,115.05		33,218,135.73
Balance as at 1 January 2023 in the current period				
--Transfer to Phase II	-3,715,496.56	3,715,496.56		
--Transferred to phase III		-4,020,000.00	4,020,000.00	

Provision for the current period	13,509,430.36	-7,573,623.08	4,020,000.00	9,955,807.28
31 December 2023 balances	22,748,954.48	12,384,988.53	8,040,000.00	43,173,943.01

Basis of classification of stages and percentage of provision for bad debts

Changes in the carrying amount of the provision for losses that are significant in amount during the period

☐ Applicable ☑ Not applicable

4) Other receivables actually written off during the period

Unit: Yuan

sports event	Amount written off

of which significant write-offs of other receivables:

Unit: Yuan

Name of unit	Nature of other receivables	Amount written off	Reasons for write-offs	Write-off procedures performed	Whether the amount arises from a connected transaction

Note on write-off of other receivables:

5) Top five other receivables with closing balances, by party owed to them

Unit: Yuan

Name of unit	Nature of payments	Closing balance	age of accounts	Percentage of total closing balance of other receivables	Closing balance of provision for bad debts
Ningbo Leader Intelligent Equipment preparations company limited	current account	502,592,397.06	Within 1 year	54.49 per cent	15,077,771.91
Daye North America, Inc	current account	175,003,298.65	Amounts up to 1 year 130,536,725.05, 1-2 Annuities Amount of $44,466,573.60	18.97 per cent	8,362,759.11
Ningbo Hongyue Intelligent Technology Co.	current account	165,664,483.72	Amounts up to 1 year 117,164,483.72, 1-2 Annuities The amount is $8,300,000.00, 2-3 The annual amount is $40,200,000.00.	17.96 per cent	12,384,934.51
Daye Europe GmbH	current account	37,724,160.00	Within 1 year amounted to $4,322,400.00 and 1-2 years amounted to $33,401,760.00	4.09 per cent	3,469,848.00
LINGYE INTELLIGENT (THAILAND) CO., LTD.	current account	29,129,291.28	Less than 1 year $3,449,303.05, 1-2 years $25,679,988.23	3.16 per cent	2,671,477.91
add up the total		910,113,630.71		98.67 per cent	41,966,791.44

6) Reported in other accounts receivable due to central management of funds

Unit: Yuan

Other notes:

3. Long-term equity investments

Unit: Yuan

sports event	Closing balance			Opening balance		
	Carrying amount	provision for impairment	book value	Carrying amount	provision for impairment	book value
Investment in subsidiaries supply	812,632,346.14		812,632,346.14	608,474,429.54		608,474,429.54
add up the total	812,632,346.14		812,632,346.14	608,474,429.54		608,474,429.54

(1) Investments in subsidiaries

Unit: Yuan

investee (in finance)	Opening balance (book value)	impairments Provision for opening balance	Increase/decrease during the period				Closing balance (book value)	Closing balance of provision for impairment
			Additional investments	Reduced investment	make provision for impairment	the rest		
Ningbo Leader Intelligence Equipment Co.	425,261,792.47						425,261,792.47	
DAYE EUROPE GMBH	12,157,545.17						12,157,545.17	
DAYE NORTH AMERICA, INC	57,162,550.00						57,162,550.00	
Ningbo Hongyue Intelligent science and technology limited company	48,760,000.00						48,760,000.00	
HONBO INT PTE.	65,061,831.90		198,057,916.60				263,119,748.50	
DAYE INTERNATIONAL CO., Inc. LIMITED	70,710.00						70,710.00	

Ningbo DAYE Electronics Business Ltd.			600,000.00				600,000.00	
Ningbo DAYE Supply Chain Management Co. department (under a ministry)			5,500,000.00				5,500,000.00	
add up the total	608,474,429.54		204,157,916.60				812,632,346.14	

4. Operating income and operating costs

Unit: Yuan

sports event	Current period's incidence		Prior period's incidence	
	incomes	(manufacturing, production etc) costs	incomes	(manufacturing, production etc) costs
Main business	486,446,412.99	410,093,133.40	976,333,808.54	807,175,004.46
Other business	4,436,991.62	2,306,015.64	1,910,110.86	3,889.41
add up the total	490,883,404.61	412,399,149.04	978,243,919.40	807,178,893.87

Breakdown information of operating income and operating costs:

Unit: Yuan

Contract classification	Division 1		Division 2		Gardening Machinery Products		the rest		add up the total	
	revenues	business costs	revenues	business costs	revenues	business costs	revenues	business costs	revenues	business costs
Business Type					486,446,412.99	410,093,133.40	1,733,988.05	42,089.74	488,180,401.04	410,135,223.14
Among them:										
lawnmower					344,535,779.97	280,590,248.05			344,535,779.97	280,590,248.05
Grass hoggers/ brush cutter					9,512,931.68	8,917,324.11			9,512,931.68	8,917,324.11
other movements presses					46,938.726.52	49,792.326.99			46,938.726.52	49,792.326.99
replacement (parts)					85,458.974.82	70,793.234.25			85,458.974.82	70,793.234.25
the rest							1,733,988.05	42,089.74	1,733,988.05	42,089.74

By Business Area					486,446,412.99	410,093,133.40	1,733,988.05	42,089.74	488,180,401.04	410,135,223.14
Among them:										
outside (a country's) borders					433,589,533.64	364,382,349.90			433,589,533.64	364,382,349.90
internal (a country, province, city etc)					52,856.879.35	45,710.783.50	1,733,988.05	42,089.74	54,590.867.40	45,752.873.24
Type of market or customer										
Among them:										
Type of contract										
Among them:										
Classification by time of transfer of goods					486,446,412.99	410,093,133.40	1,733,988.05	42,089.74	488,180,401.04	410,135,223.14
it (refers sth. preceding it) Midd										

le:										
at a given point in time income recognition					486,446,412.99	410,093,133.40	1,733,988.05	42,089.74	488,180,401.04	410,135,223.14
according contract Term classification										
it (refers sth. preceding it) Middle:										
by sales Channel Classification										
Among them:										
add up the total										

Information relating to performance obligations:

sports event	Time for fulfilment of performance obligations	Important payment terms	The nature of the company's commitment to transfer the goods	Whether or not the person is primarily responsible	Pre-assumption borne by the company Amounts to be refunded to clients during the period	The company provides quality Types of Volume Assurance and Related Obligations

Other notes

Revenue recognised in the current period included in the opening book value of contract liabilities is $626,000.23.

Information relating to the transaction price apportioned to the remaining performance obligations:
The amount of revenue corresponding to performance obligations that have been contracted for but not yet fulfilled or not yet completed at the end of the reporting period is $1,234,518.15, of which.
1,234,518.15 is expected to be recognised as revenue in 2024, $ is expected to be recognised as revenue in year, $ is expected to be recognised as revenue in year, $ is expected to be recognised as revenue in year.
Significant contractual changes or significant transaction price adjustments

Unit: Yuan

sports event	Accounting treatment	Amount of impact on revenue

Other notes:

5. Return on investment

Unit: Yuan

sports event	Current period's incidence	Prior period's incidence
Gain on disposal of derivative financial assets/liabilities	-14,922,905.94	-24,408,721.45
add up the total	-14,922,905.94	-24,408,721.45

XIX. Supplementary information

1. Breakdown of non-recurring gains and losses for the period

☑Applicable ☐Not applicable

Unit: Yuan

sports event	sum of money	instructions
Gains and losses on disposal of non-current assets	119,830.91	
Government grants recognised in profit or loss for the current period (except for government grants that are closely related to the Company's normal operating business, in line with national policies and in accordance with defined criteria, and that have a continuing impact on the Company's profit or loss)	4,399,867.21	

Gains and losses from changes in fair value of financial assets and liabilities held by non-financial corporations and gains and losses from the disposal of financial assets and liabilities, except for effective hedging operations related to the Company's normal business operations	-15,912,179.65	
One-time effect on profit or loss for the period due to adjustments in tax, accounting and other laws and regulations	-1,756,658.08	
Non-operating income and expenses other than those listed above	-179,055.12	
Less: income tax effect	-2,160,757.80	
add up the total	-11,167,436.93	--

Specifics of other items of profit or loss that meet the definition of non-recurring profit or loss:

☐ Applicable ☑ Not applicable

The company does not have specific information on other profit and loss items that meet the definition of non-recurring profit and loss.

Definition of non-recurring profit and loss items listed in "Interpretative Announcement No. 1 on Information Disclosure of Companies Issuing Public Securities - Non-recurring Profit and Loss" as recurring profit and loss items

☐ Applicable ☑ Not applicable

2. Return on net assets and earnings per share

Profit for the reporting period	Weighted average return on net assets	earnings per share	
		Basic earnings per share ($/share)	Diluted earnings per share ($/share)
Net profit attributable to ordinary shareholders of the Company	-19.78 per cent	-1.09	-0.94
Net profit attributable to ordinary shareholders of the Company after extraordinary gains and losses	-18.52 per cent	-1.02	-0.88

3. Differences in accounting data under domestic and foreign accounting standards

(1) Difference in net profit and net assets between financial reports disclosed under IAS and those disclosed under PRC accounting standards at the same time

☐ Applicable ☑ Not applicable

(2) Difference in net profit and net assets between financial reports disclosed under overseas accounting standards and those disclosed under Chinese accounting standards at the same time

☐ Applicable ☑ Not applicable

(3) Explanation of the reasons for differences in accounting data under domestic and foreign accounting standards, and, in the case of a reconciliation of differences in data that have been audited by an overseas auditor, the name of that overseas auditor

☐ Applicable ☑ Not applicable

4. Other



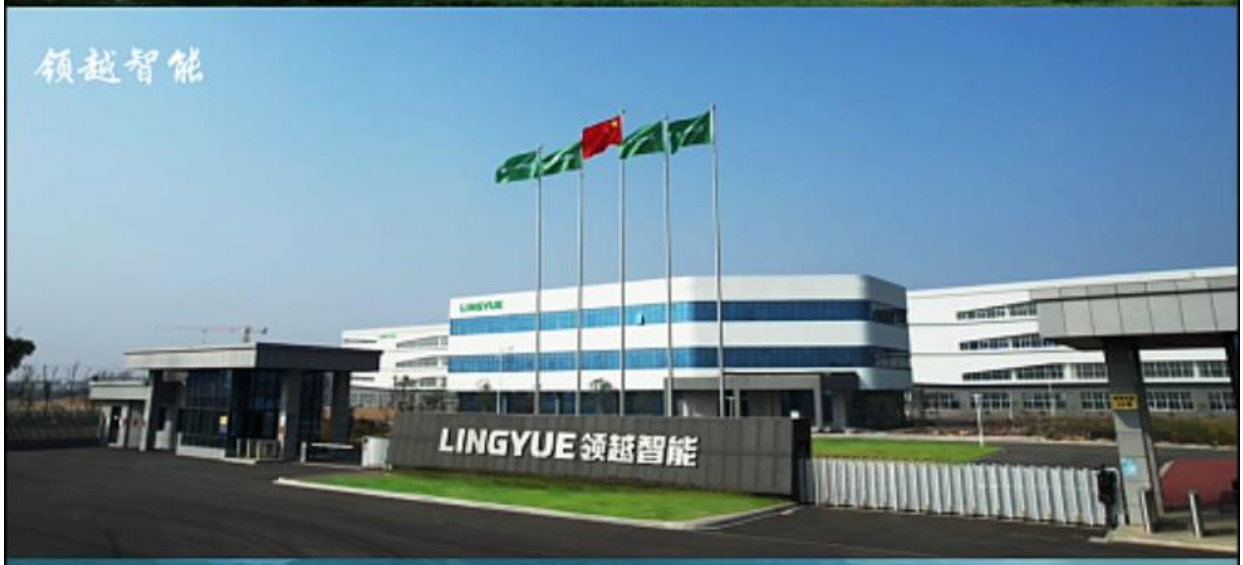
宁波大叶园林设备股份有限公司

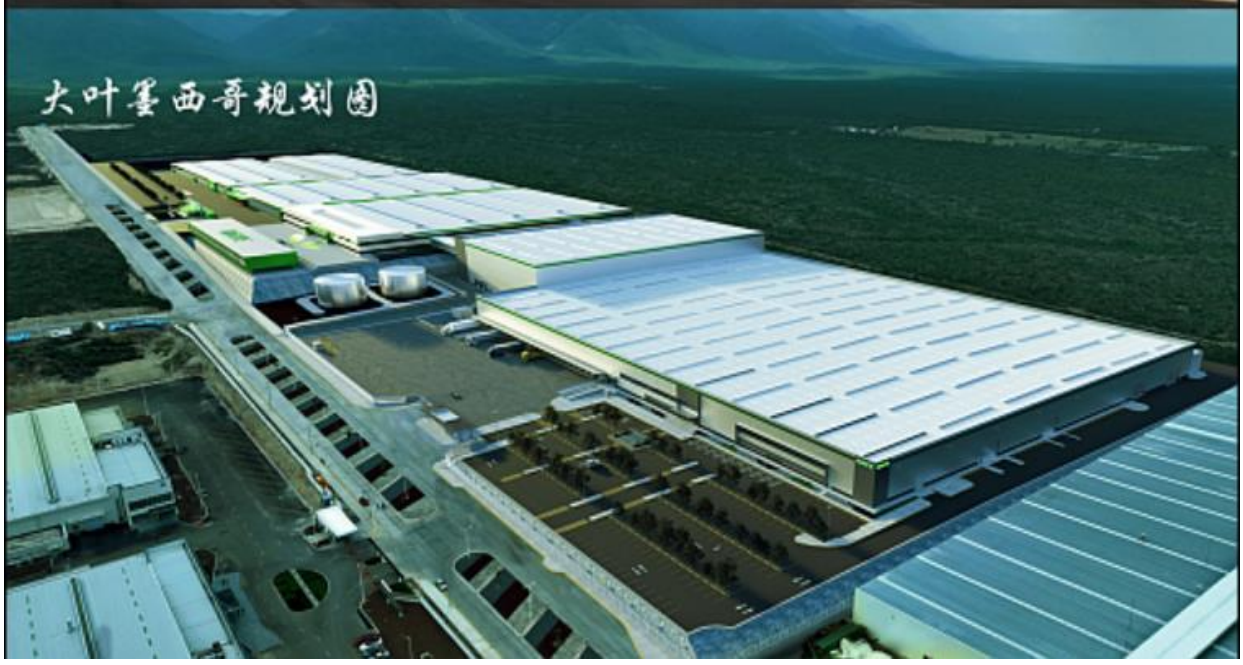
2023 年年度报告

公告编号:2024-025

2024 年 04 月


大叶股份总部


领越智能
LINGYUE
LINGYUE 领越智能


大叶墨西哥规划图

2023 年年度报告

第一节 重要提示、目录和释义

公司董事会、监事会及董事、监事、高级管理人员保证年度报告内容的真实、准确、完整，不存在虚假记载、误导性陈述或者重大遗漏，并承担个别和连带的法律责任。

公司负责人叶晓波、主管会计工作负责人吴伯凡及会计机构负责人(会计主管人员)吴伯凡声明：保证本年度报告中财务报告的真实、准确、完整。

所有董事均已出席了审议本报告的董事会会议。

报告期内，公司营业收入、净利润均出现下滑，主要系欧美主要客户处于高库存阶段同时加大去库存力度导致客户需求减少、销售扣款增加和毛利率下滑所致;其次外币汇率波动产生的汇兑收益减少和新增向不特定对象发行可转换公司债券利息支出导致公司财务费用增加所致。公司在本报告“第三节管理层讨论与分析”中“四、主营业务分析”部分，详细描述了公司业绩下滑的具体原因及应对措施，敬请投资者关注相关内容。

本报告中如有涉及未来的计划、业绩预测等方面的内容，均不构成本公司对任何投资者及相关人士的承诺，投资者及相关人士均应对此保持足够的风险认识，并且应当理解计划、预测与承诺之间的差异。

公司已在本报告中详细描述未来将面临的主要风险及应对措施，详情请查阅本报告“第三节管理层讨论与分析”之“十一、公司未来发展的展望”部分，请投资者注意投资风险。

公司计划不派发现金红利，不送红股，不以公积金转增股本。

目录

第一节 重要提示、目录和释义 3
第二节 公司简介和主要财务指标 9
第三节 管理层讨论与分析 13
第四节 公司治理 45
第五节 环境和社会责任 67
第六节 重要事项 69
第七节 股份变动及股东情况 91
第八节 优先股相关情况 99
第九节 债券相关情况 100
第十节 财务报告 103

备查文件目录

一、载有公司法定代表人、主管会计工作负责人、会计机构负责人签名并盖章的财务报表。

二、载有会计师事务所盖章，注册会计师签名并盖章的审计报告原件。

三、报告期内在中国证监会指定网站上公开披露过的所有公司文件的正本及公告的原稿。

四、经公司法定代表人叶晓波先生签名的 2023 年年度报告文本原件。

五、其他相关文件。

公司将上述文件的原件或具有法律效力的复印件同时置备于公司董事办、深圳证券交易所，以供社会公众查阅。

释义

释义项	指	释义内容
大叶股份、公司	指	宁波大叶园林设备股份有限公司
金大叶	指	浙江金大叶控股有限公司，公司控股股东
香港谷泰	指	香港谷泰国际有限公司（英文名称为 HONGKONG GOTEX INTERNATIONAL CO., LIMITED），公司股东
香港金德	指	香港金德国际控股有限公司（英文名称为 HONGKONG KINGDEX INTERNATIONAL HOLDINGS CO., LIMITED），公司股东
德创骏博	指	余姚德创骏博投资合伙企业（有限合伙），公司股东
远宁荟鑫	指	杭州远宁荟鑫投资合伙企业（有限合伙），公司股东
恒丰众创	指	宁波梅山保税港区恒丰众创投资合伙企业（有限合伙），公司股东
大叶欧洲	指	DAYE Europe GmbH，公司子公司
大叶香港	指	DAYE INTERNATIONAL CO., LIMITED，公司子公司
大叶北美	指	Daye North America,Inc.，公司子公司
大叶泰国	指	Lingye Intelligent (Thailand) Co., Ltd，公司子公司
大叶润博	指	Runbo Int Pte.Ltd，公司子公司
大叶鸿博	指	Honbo Int Pte.Ltd，公司子公司
大叶新加坡	指	Goodtex Singapore Pte.Ltd，公司子公司
领越智能	指	宁波领越智能设备有限公司，公司子公司
鸿越智能	指	宁波鸿越智能科技有限公司，公司子公司
大叶电子商务	指	宁波大叶电子商务有限公司，公司子公司
大叶供应链	指	宁波大叶供应链管理有限公司，公司子公司
大叶墨西哥	指	DAYE MEXICO SOCIEDAD ANONIMA DE CAPITAL VARIABLE，公司子公司
摩克斯北美	指	MOWOX AMERICAN INC，公司子公司
海通证券、保荐人、主承销商、保荐机构	指	海通证券股份有限公司
天健会计师、申报会计师	指	天健会计师事务所（特殊普通合伙）
元，万元	指	人民币元，人民币万元
《公司法》	指	《中华人民共和国公司法》
《证券法》	指	《中华人民共和国证券法》
《公司章程》	指	《宁波大叶园林设备股份有限公司章程》
股东大会、董事会、监事会	指	大叶股份股东大会、董事会及监事会
中国证监会	指	中国证券监督管理委员会
深交所	指	深圳证券交易所
商务部	指	中华人民共和国商务部
富世华集团	指	Husqvarna Group
牧田	指	牧田株式会社
翠丰集团	指	Kingfisher plc.
创科实业、TTI	指	创科实业有限公司（Techtronic Industries Company Limited）
MTD	指	MTD Products, Inc.
安达屋集团	指	Groupe Adeo

沃尔玛	指	Walmart Inc.
家得宝	指	The Home Depot,Inc.
报告期	指	2023 年 1 月 1 日至 2023 年 12 月 31 日
报告期末	指	2023 年 12 月 31 日
排量	指	发动机活塞从上止点移动到下止点所通过的空间容积，是衡量发动机大小的重要指标
锂电池	指	电极材料中使用了锂元素作为主要活性物质的一类电池
CC	指	发动机气缸排量单位，1cc=1 毫升
ODM	指	Original Design Manufacturer，原始设计制造商。企业根据品牌商的产品规划进行产品设计和开发，然后按品牌商的订单进行生产，产品生产完成后销售给品牌商
OBM	指	Original Brand Manufacturer，自主品牌制造商。生产企业经营自有品牌
CB	指	CB 体系（电工产品合格测试与认证的 IEC 体系）是 IECEE 运作的一个国际体系，IECEE 各成员国认证机构以 IEC 标准为基础对电工产品安全性能进行测试，其测试结果即 CB 测试报告和 CB 测试证书在 IECEE 各成员国得到相互认可的体系
EMC	指	电磁兼容性（Electromagnetic Compatibility）的英文缩写，指设备或系统在其电磁环境中能正常工作且不对该环境中任何设备构成不能忍受的电磁干扰的能力
CE	指	Conformite Europeenne（法文），欧盟安全认证，通过 CE 认证的产品可以在整个欧盟流通
GS	指	Germany Safety，德国安全认证。通过 GS 认证的产品可以在包括德国在内的整个欧盟流通
EPA	指	U.S Environmental Protection Agency，美国环保署认证，发动机设备、车辆水处理设备、农药等多项产品需通过检验和认证，主要目的是保护人类健康和自然环境
NOISE	指	户外用设备在环境中的噪声辐射，户外使用的设备的指令号为：2000/14/EC 的噪声排放指令，由欧洲议会及欧盟于 2000 年 7 月 3 日颁布，该指令颁布的目的是协调成员国的国家标准对噪声排放限制的设定，以及在生产阶段对产品标识的要求
RoHS	指	Restriction of Hazardous Substances，由欧盟立法制定的一项强制性标准，该标准主要用于规范电子电气产品的材料及工艺标准，使之更加有利于人体健康及环境保护
INMETRO	指	巴西制定的认证政策，要求进口到当地、属于强制性类别的产品必须按照要求进行产品测试及工厂质量管理体系审核。INMETRO 证书有效期为四年。有效期内，生产商每年都必须接受 OCP（第三方认证机构）的监督审核，并支付 INMERTO 年费
ETL	指	Electrical Testing Laboratories，美国电子测试实验室，ETL 认证是北美一项安全认证，在北美具有广泛的知名度和认可度
RCM	指	表明遵守澳大利亚、新西兰通讯及媒体管理局强制性标准及要求的标记
ANSI	指	American National Standards Institute，美国国家标准学会，国际标准化委员会（ISO）和国际电工委员会（IEC）5 个常任理事成员之一，4 个理事局成员之一
CARB	指	california Air Resources Board，加州空气资源委员会，2007 年 4 月 27 日，CARB 根据该调查举行公众听证会，批准"空中传播有毒物质的控制措施 Airborne Toxic Control Measure,（ATCM）"。2008 年 4 月，最终定稿编号为 93120-93120.12
KC	指	Korea Certification，韩国国家统一认证标志，根据《韩国电气用品安全管理法》规定，自 2009 年 1 月 1 日起电气用品安全认证分为强制性认证及自律（自愿）性认证两种，属于强制性产品中的所有电子类产品必须获得 KC Mark 认证后才可以在韩国市场上销售
RED	指	无线设备指令。2017 年 6 月 13 日之后，欧盟市场上只允许销售按照新的 RED 2014/53/EU 评估的无线设备。无线产品能够合法地在欧盟国家销售之前，必须根据 RED 指令执行测试取得认可，同时也必须拥有 CE-

		mark
欧 V	指	欧洲排放阶段 V，是欧洲经济共同体委员会制订的统一指令，涵盖了不同类型发动机排放的有关规定

第二节 公司简介和主要财务指标

一、公司信息

股票简称	大叶股份	股票代码	300879
公司的中文名称	宁波大叶园林设备股份有限公司		
公司的中文简称	大叶股份		
公司的外文名称（如有）	Ningbo Daye Garden Machinery Co.,Ltd		
公司的外文名称缩写（如有）	DAYE		
公司的法定代表人	叶晓波		
注册地址	浙江省余姚市锦凤路 58 号		
注册地址的邮政编码	315403		
公司注册地址历史变更情况	无		
办公地址	浙江省余姚市锦凤路 58 号		
办公地址的邮政编码	315403		
公司网址	www.dayepower.com		
电子信箱	zjb01@dayepower.com		

二、联系人和联系方式

	董事会秘书	证券事务代表
姓名	吴军	王俊男
联系地址	浙江省余姚市锦凤路 58 号	浙江省余姚市锦凤路 58 号
电话	0574-62569800	0574-62569800
传真	0574-62569808	0574-62569808
电子信箱	zjb01@dayepower.com	zjb01@dayepower.com

三、信息披露及备置地点

公司披露年度报告的证券交易所网站	深圳证券交易所（http://www.szse.cn）
公司披露年度报告的媒体名称及网址	证券时报、巨潮资讯网（http://www.cninfo.com.cn）
公司年度报告备置地点	浙江省余姚市锦凤路 58 号

四、其他有关资料

公司聘请的会计师事务所

会计师事务所名称	天健会计师事务所（特殊普通合伙）
会计师事务所办公地址	杭州市钱江路 1366 号华润大厦 B 座 30 楼
签字会计师姓名	黄元喜、汤哲人

公司聘请的报告期内履行持续督导职责的保荐机构

☑适用 □不适用

保荐机构名称	保荐机构办公地址	保荐代表人姓名	持续督导期间
海通证券股份有限公司	上海市广东路 689 号	田稼、郑光炼	首次公开发行持续督导期间：自 2020 年 9 月 1 日至 2023 年 12 月 31 日
海通证券股份有限公司	上海市广东路 689 号	郑光炼、赵春奎	发行可转换公司债券持续督导期间：自 2023 年 8 月 8 日至 2025 年 12 月 31 日

公司聘请的报告期内履行持续督导职责的财务顾问

□适用 ☑不适用

五、主要会计数据和财务指标

公司是否需追溯调整或重述以前年度会计数据

□是 ☑否

	2023 年	2022 年	本年比上年增减	2021 年
营业收入（元）	928,459,027.45	1,471,575,032.77	-36.91%	1,607,004,244.05
归属于上市公司股东的净利润（元）	-174,870,110.96	11,251,051.29	-1,654.26%	55,522,875.02
归属于上市公司股东的扣除非经常性损益的净利润（元）	-163,702,674.03	27,416,492.55	-697.10%	31,499,659.34
经营活动产生的现金流量净额（元）	204,549,639.71	23,683,019.12	763.70%	-237,300,003.43
基本每股收益（元/股）	-1.09	0.07	-1,657.14%	0.35
稀释每股收益（元/股）	-0.94	0.07	-1,442.86%	0.35
加权平均净资产收益率	-19.78%	1.18%	-20.96%	5.92%
	2023 年末	2022 年末	本年末比上年末增减	2021 年末
资产总额（元）	3,096,302,961.95	2,619,347,068.48	18.21%	2,512,460,118.24
归属于上市公司股东的净资产（元）	818,377,211.04	953,843,491.28	-14.20%	956,515,603.77

公司最近三个会计年度扣除非经常性损益前后净利润孰低者均为负值，且最近一年审计报告显示公司持续经营能力存在不确定性

□是 ☑否

扣除非经常损益前后的净利润孰低者为负值

☑是 □否

项目	2023 年	2022 年	备注
营业收入（元）	928,459,027.45	1,471,575,032.77	公司营业收入
营业收入扣除金额（元）	2,030,944.21	2,075,399.91	主要是出租固定资产及投资性房地产及废料销售收入
营业收入扣除后金额（元）	926,428,083.24	1,469,499,632.86	公司营业收入扣除后金额

公司报告期末至年度报告披露日股本是否因发行新股、增发、配股、股权激励行权、回购等原因发生变化且影响所有者权益金额

☑是 □否

支付的优先股股利	0.00
支付的永续债利息（元）	0.00
用最新股本计算的全面摊薄每股收益（元/股）	-1.0928

六、分季度主要财务指标

单位：元

	第一季度	第二季度	第三季度	第四季度
营业收入	427,269,392.54	310,166,034.18	71,372,007.39	119,651,593.34
归属于上市公司股东的净利润	16,329,078.76	-3,645,048.59	-35,833,475.89	-151,720,665.24
归属于上市公司股东的扣除非经常性损益的净利润	20,994,284.33	-3,002,485.44	-32,671,463.23	-149,023,009.69
经营活动产生的现金流量净额	95,315,042.24	194,034,133.77	98,784,812.63	-183,584,348.93

上述财务指标或其加总数是否与公司已披露季度报告、半年度报告相关财务指标存在重大差异

□是 ☑否

七、境内外会计准则下会计数据差异

1、同时按照国际会计准则与按照中国会计准则披露的财务报告中净利润和净资产差异情况

□适用 ☑不适用

公司报告期不存在按照国际会计准则与按照中国会计准则披露的财务报告中净利润和净资产差异情况。

2、同时按照境外会计准则与按照中国会计准则披露的财务报告中净利润和净资产差异情况

□适用 ☑不适用

公司报告期不存在按照境外会计准则与按照中国会计准则披露的财务报告中净利润和净资产差异情况。

八、非经常性损益项目及金额

☑适用 □不适用

单位：元

项目	2023 年金额	2022 年金额	2021 年金额	说明
非流动性资产处置损益（包括已计提资产减值准备的冲销部分）	119,830.91	-473,058.43	-47,909.32	
计入当期损益的政府补助（与公司正常经营业务密切相关，符合国家政策规定、按照确定的标准享有、对公司损益产生持续影响的政府补助除外）	4,399,867.21	8,555,114.67	4,814,333.44	
除同公司正常经营业务相关的有效套期保值业务外，非金融企业持有金融资产和金融负债产生的公允价值变动损益以及处置金融资产和金融负债产生的损益	-15,912,179.65	-26,693,795.51	21,206,316.41	
因税收、会计等法律、法规的调整对当期损益产生的一次性影响	-1,756,658.08			
除上述各项之外的其他营业外收入和支出	-179,055.12	54,063.40	1,072,723.41	
减：所得税影响额	-2,160,757.80	-2,392,234.61	3,022,248.26	
合计	-11,167,436.93	-16,165,441.26	24,023,215.68	--

其他符合非经常性损益定义的损益项目的具体情况：

□适用 ☑不适用

公司不存在其他符合非经常性损益定义的损益项目的具体情况。

将《公开发行证券的公司信息披露解释性公告第 1 号——非经常性损益》中列举的非经常性损益项目界定为经常性损益项目的情况说明

□适用 ☑不适用

公司不存在将《公开发行证券的公司信息披露解释性公告第 1 号——非经常性损益》中列举的非经常性损益项目界定为经常性损益的项目的情形。

第三节 管理层讨论与分析

一、报告期内公司所处行业情况

公司主要从事割草机、打草机/割灌机、其他动力机械及配件的研发设计、生产制造和销售。根据我国 2017 年 10 月 1 日开始执行的《国民经济行业分类》（GB/T4754-2017）标准，公司所处行业属于机械化农业及园艺机具制造（C3572）。根据中国证监会相关规定，公司所处行业属于专用设备制造业（C35）。公司主要从事的业务属于园林机械细分行业。

1、行业基本情况

园林机械是指割草机、打草机、推草机、链锯、松土机、吹风机、修枝机、修边机、梳草机、高枝机、草坪修整机、清洗机等用于园林、绿化及其后期养护所涉及的机械与装备。受世界经济发展、人口及家庭数增长、园艺文化普及等因素的影响，园林机械市场总体需求保持了稳定增长的趋势。

世界经济的不断发展是促进园林机械产品需求提升的重要因素，GDP 的增长也促进了居民个人收入和消费水平的提升，从而带动了包括园林机械在内的各类消费行业的稳步发展。

此外，全球人口的增长是园林机械行业市场容量不断扩大的重要基础之一。2010 年至 2030 年，预计全球人口数量由 69.22 亿增长至 85 亿 [1]。人口数量以及收入水平的提升导致居民对居住环境的要求也不断上升，生活小区、别墅以及城市公共绿地的绿化建设不断完善，越来越多的家庭开始在自家阳台、屋前空地以及屋顶等位置开展各种园艺活动，并添置了众多园林机械产品。园林机械行业在发达国家已较为成熟，其中欧洲和美国为园林机械消费的主要地区，以英国为例，有超过 90%的家庭拥有私家花园。随着居民家庭数的增加，家庭园林总面积的不断扩大，为园林机械行业带来了更多的市场需求。

同时，居民园艺文化的普及也促进了园林机械产品市场需求的提升。目前园艺生活已成为很多家庭日常生活的一部分，尤其在欧美等发达国家和地区，由于土地资源较为丰富、居民生活水平较高，以及受热衷打理草坪的人文环境和家庭理念影响，众多家庭都会在花园庭院的打理投入时间、精力和物力。以美国、德国和英国为例，园艺爱好者分别超过其国家总成年人口的 40%、60%和 49%[2]。园林机械产品已经成为很多国家居民的生活必需品。

1 数据来源:联合国《2022 年世界人口展望》、开源证券研究所

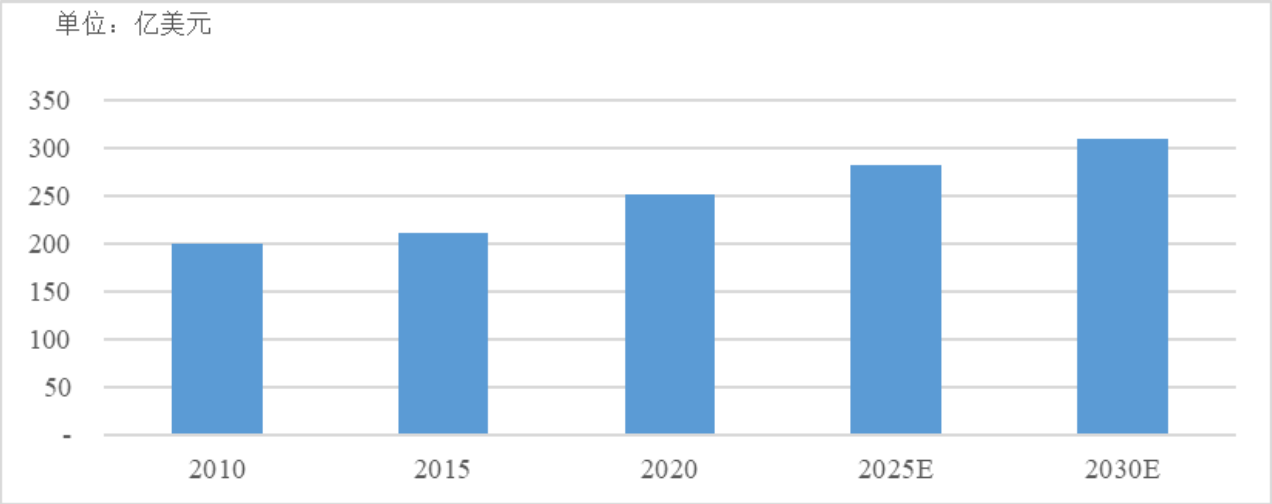
2 数据来源：Packaged Facts：《Lawn and Garden Products in the U.S.，9th Edition》，European garden equipment manufacturer association，《Consumer Goods，Home and Garden：United Kingdom Industry Guide》

2、发展阶段

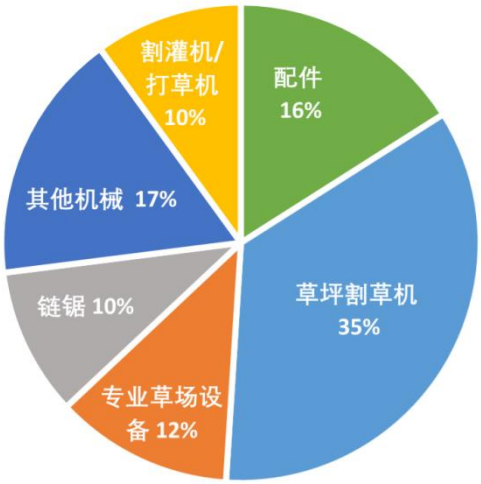
目前，公司正处于技术升级和产业升级的关键时期。随着锂电技术、智能控制技术、传感器技术等取得关键突破，锂电园林机械和割草机器人等产品技术逐步完善，生产成本降低，市场需求呈快速增长趋势，为园林机械行业的整体发展注入了新的活力。行业内的企业纷纷加大研发投入，推出具有个性化、智能化、环保节能等特点的新型产品，以满足消费者的多元化需求。同时，行业内的竞争也日趋激烈，企业之间的合作与竞争并存，推动着整个行业的发展。

全球园林机械产品市场需求总体趋于长期增长，2020 年全球市场总需求为 250.80 亿美元，除配件外市场需求为 210.10 亿美元，其中汽油机动力类园林机械需求为 161.05 亿美元，占配件外全球市场需求的 76.65%，锂电动力类园林机械需求为 38.32 亿美元，占配件外全球市场需求的 18.24%。预计至 2030 年，全球园林机械产品市场需求将达到 309 亿美元，年复合增长率为 2.11%，其中锂电动力类园林机械复合增长率将达到 6.65%，是园林机械市场需求的主要增长动力。

全球园林机械产品市场需求及预测情况如下图：



园林机械设备主要包括割草机、专业草场设备、链锯、打草机/割灌机以及其他机械等，其中，专业草场设备为各类用于高尔夫球场、足球场等专业草坪或大型公共绿地草皮养护的专业机械设备；其他动力机械包括吹吸叶机、扫雪机、微耕机和绿篱机等。全球园林机械行业各细分市场需求占比情况如下：



报告期内公司主要产品覆盖园林机械行业中的割草机、打草机/割灌机、其他动力机械及配件，其中，其他动力机械主要包括扫雪机、梳草机、吹吸叶机、微耕机等。

3、周期性特点

割草机、打草机/割灌机及其动力机械及配件的研发设计行业具有一定的周期性特点。一方面，随着季节和气候的变化，草坪的维护需求会有所不同，从而影响割草机等设备的市场需求。另一方面，行业的发展也受到宏观经济形势和政策环境的影响。

总体来说，报告期内销售短期承压、面临着一些挑战和机遇。公司需要紧跟市场趋势，加大技术创新和产业升级力度，以应对市场变化和竞争压力。同时，政府和社会各界加强对绿色环保城市的打造，推动该行业健康、可持续发展。

数据来源：除特殊说明外，本章节数据来源于《Global Power Lawn & Garden Equipment》,2021 年 9 月，《Global Power Lawn & Garden Equipment》，2019 年 9 月，《Global Power Lawn & Garden Equipment》，2017 年 12 月以及《World Power Lawn & Garden Equipment》，2013 年 9 月，Freedonia；Freedonia 成立于 1985 年，总部位于美国，是全球商业调查领域中的领先企业，在市场预测、竞争策略、市场占有率分析等方面提供商业信息，其研究报告经常被国际重要媒体引用。

二、报告期内公司从事的主要业务

公司产品主要应用于园林绿化的修剪、树叶清理、道路除雪等，按用途可分为割草机、打草机/割灌机、其他动力机械及配件等，其他动力机械主要包括扫雪机、梳草机、吹吸叶机、微耕机等；公司产品按动力来源可分为汽油动力类、交流电动力类及锂电动力类；按使用方式可分为步进式、手持式、智能式和骑乘式，其中步进式主要包括割草机、扫雪机、微耕机、梳草机，手持式主要包括打草机/割灌机、吹吸叶机、链锯、高枝剪、高枝锯等，智能式主要为割草机器人，骑乘式主要为骑乘式割草机。

为满足下游客户的需求，公司不断加大新产品研发投入，持续丰富完善产品种类，报告期为客户提

供了 22 个产品种类、近 670 种规格型号的园林机械，形成较为完整的产品体系。

（一）公司主要产品包括：

主要产品	公司主要产品类别
割草机	汽油割草机（含骑乘式割草机）、交流电割草机、锂电割草机（含割草机器人）
打草机/割灌机	交流电打草机、锂电打草机
	汽油割灌机、锂电割灌机
其他动力机械	汽油扫雪机、交流电扫雪机、锂电扫雪机
	汽油梳草机、交流电梳草机、锂电梳草机
	汽油微耕机
	交流电吹吸叶机、锂电吹吸叶机、锂电吹风机
	锂电链锯、锂电修枝剪、锂电高枝剪、锂电高枝锯等

公司主要产品图例及用途情况如下：

主要产品		汽油动力类	交流电动力类	锂电动力类	产品用途
割草机					主要应用于私人花园、公共绿地和专业草坪的草皮修剪
					
打草机/割灌机	打草机	-			主要应用于草坪、花园、牧场等地方的边角杂草的切割和修剪
	割灌机		-		主要应用于修剪枯草灌木
其他动力机械	扫雪机				主要应用于去除道路上的积雪

	梳草机				主要应用于切除多余的草根，帮助草坪正常生长
	吹吸叶机	-			主要应用于对杂草、树叶和其他杂物等进行吹、吸以及粉碎工作
	微耕机		-	-	主要应用于花园、田地和果园等的旋耕、犁耕、播种等

（二）主要经营模式

1、采购模式

公司通过全资子公司大叶供应链实行“按需采购”的集中采购模式，采购物料包括发动机及组件、五金件、塑料粒子、锂电池及组件、电器件、钢材、包装材料、电机、变速箱等。对于一般物料，公司根据销售订单制定和执行采购计划；对于进口发动机等进口件，由于供应商交货周期相对较长，公司在根据销售订单制定和执行采购计划的同时，通常会结合预估订单适当安排备货；对于塑料粒子，由于其市场价格波动较为频繁，为控制采购成本，公司会根据年度预估采购量，结合市场价格走势和行业经验，在预判的价格低点适当增加备货。

公司制定了《供应商控制程序》《采购控制程序》《监视和测量控制程序》和《产品防护控制程序》等制度，由采购部统一负责，与营销中心、计划物控部、品质中心、仓储部共同执行，对供应商资格、请购审批、采购实施、检验入库等环节进行综合管理。

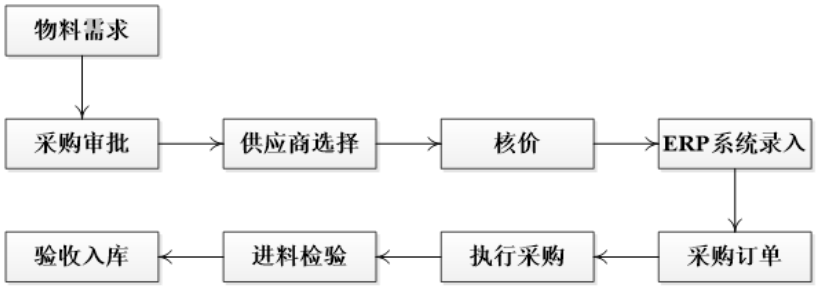
（1）供应商资格

公司采购部与品质中心、研发中心和精益部共同成立评估小组，依照《供应商基本资料表》《供应商调查问卷》《供应商评选记录表》对候选供应商进行评鉴，综合考量其现场管理水平、组织制度、

供货能力、品质能力、价格、售后服务等。考核通过的供应商成为公司合格供应商，由采购部录入 ERP 系统中的合格供应商名录，纳入采购系统。同时，公司对合格供应商定期跟踪评估，对合格供应商名录进行动态维护。

（2）请购与采购实施

对于备货采购，公司由计划物控部在 ERP 系统中填写《请购单》；对于其他物料采购，计划物控部根据销售订单以及订单相关产品的 BOM，通过 ERP 系统生成《请购单》。采购人员根据《请购单》内容在系统上进行请购申请，部门经理审核通过后生成《采购订单》，采购人员根据采购订单实施采购。公司请购与采购实施主要流程如下：



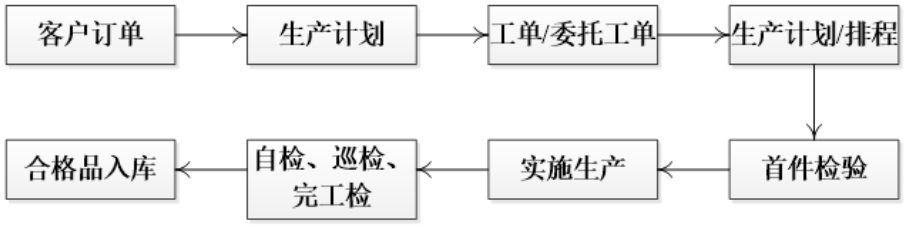
（3）检验入库

公司仓管员根据供应商送货单在 ERP 系统生成《采购验收入库单》，品质中心依据《监视和测量控制程序》对采购物料执行进料检验，检验合格后仓储部依据《产品防护控制程序》办理入库和防护管理，不合格品依据《不合格品控制程序》处置。

2、生产模式

公司主要采用“以销定产”的模式进行生产管理。计划物控部接到营销中心的客户订单后制定《周排程》并向生产车间下发《生产工单》，组织生产。

由于客户对产品的规格型号、技术指标、机械外观、包装设计等方面有严格要求，公司在生产过程中执行“首件确认”原则。零部件车间正式量产前，由技术人员负责模具、机器设备参数调试，车间主管与品质中心人员共同进行首件确认，确认合格后以《首(末)件检验标识卡》标识并正式量产。装配车间正式量产前，由车间主管和检验员依照工单进行配件核对确认，对装配线首件产品按照作业标准书逐站确认，首件测试合格后，由巡检员填写《首件检查表》，车间主管填写《产品制造流程单》，生产车间按照确认后的流程进行批量生产。公司主要生产流程如下：



除“以销定产”外，由于公司割草机销售规模较大，而割草机底盘的生产周期相对较长，工序较复杂，公司为确保生产旺季的供货能力，通常结合预估订单，对割草机底盘进行适当的备货生产。

由于生产出货时设备产能、场地及人员紧张，公司将部分注塑加工等工序委托给专业的外协单位进行生产，外协单位均经过公司严格的资质条件、技术设备、供货能力审查。

3、销售模式

公司产品以外销为主，报告期内外销收入占营业收入比重达到 95.46%，主要销往美国、德国、法国、波兰、英国、俄罗斯、澳大利亚、荷兰、比利时、捷克、丹麦、加拿大、意大利、西班牙、瑞典等国家和地区；公司内销客户主要为国际园林机械品牌生产商在境内设立的企业，其采购公司的产品主要销往境外市场。

公司采用 ODM 与 OBM 相结合的销售模式。在欧美等发达国家和地区，园林机械行业市场发展较为成熟，国际品牌制造商、国际建材和综合超市集团、园林机械专业批发商已树立了牢固的品牌形象，并占据了大部分市场销售渠道，公司凭借优秀的研发设计能力、质量管理水平、生产制造规模，与上述范围的国际知名企业合作，以 ODM 的方式从事开发设计、生产制造，向上述客户供货。同时，公司设立大叶欧洲、大叶北美等境外子公司，不断完善国际营销网络，进行“MOWOX”、“GREEN MACHINE”等自主品牌销售。

4、研发模式

公司以下游客户需求和行业发展趋势为导向，一方面，在与客户的合作过程中，不断与客户技术、生产及销售部门进行沟通，通过客户相关部门的同步反馈，将客户的意见纳入研发过程之中，确定产品的技术方案；另一方面，公司前瞻性地把控行业技术的发展趋势，针对产品工业设计、生产工艺、产品性能、技术革新等开展先导性的开发研究。通过全面的技术信息收集，多技术方案对比分析，挖掘最佳的客户解决方案。

公司建立了多部门协同参与的研发制度，制定了《设计开发控制程序》，约定各部门在研发过程中的职责和流程。其中营销中心负责与客户沟通、调研，根据市场分析提出研发申请；研发中心按照公

司新技术的研发规划，进行技术可行性分析，实施研究开发工作；研发中心下属各研发部门负责新产品的开发工作；精益部负责生产工艺、工装夹具、量产产品的技术支持及改良；实验室负责对研发过程中的各项实验工作进行监测，并提出综合性的结论和意见；总师办负责技术文件管理、标准化管理、产品认证、知识产权管理等工作。

报告期内公司研发投入呈上升趋势，通过持续的研发投入，公司掌握了一系列园林机械的核心技术和生产工艺，为扩大经营业绩规模奠定了基础。

（三）主要业绩驱动的因素

1、政策推动因素

近年来，国家主管部门大力推广园林绿化的应用。2018 年 7 月国家林草局发布《全国森林城市发展规划（2018-2025）年》提出“森林城市群建设将构建互联互通的森林生态网络体系，使城市群地区蓝绿空间占比 50%以上；以改善城市生态环境、增加城市森林面积、提升城市森林质量、增加城市居民游憩空间为目标，加强城市森林建设，城区树冠覆盖率达 25%，城区主、次干道中，林荫道路里程比例达 60%以上”；2021 年 3 月，国家《国民经济和社会发展第十四个五年规划和 2035 年远景目标纲要》提出：“国土空间开发保护格局得到优化，生产生活方式绿色转型成效显著，能源资源配置更加合理、利用效率大幅提高，单位国内生产总值能源消耗和二氧化碳排放分别降低 13.5%、18%，主要污染物排放总量持续减少，森林覆盖率提高到 24.1%，生态环境持续改善，生态安全屏障更加牢固，城乡人居环境明显改善”。

此外，受被广泛接受的草坪文化影响，在北美、欧洲、大洋洲的部分国家和地区，政府或社区通过地方法令或者社区管理规定的形式，对草坪养护制定了居民必须遵守的细则。例如：德国各州规定，公共场所和私人住宅的草坪都必须定期修剪，其高度不得超过 20 厘米，如违反规定，城市秩序局等机构会开出罚单，相关单位和个人须在 14 日内完成修剪，否则市政府会安排修剪而违规者需支付较高的修剪费用；美国伊利诺斯州首府斯普林菲尔德“好邻居法案”规定了一系列滋扰行为的处罚措施，包括不修理草坪和灌木等，其中规定草坪中草的高度不得超过 6 英寸，否则会受到 50 美元的罚款；加州当地法令规定，草坪的草不得超过 4 英寸，否则将面临罚款的惩罚；纽约市马斯派克公园村法令规定，未按规定修剪草坪的，初犯者即可能受到 1,000 美元的罚款，且如果对庭院草坪任其滋长而不采取任何措施，将受到最高 10,000 美元的罚款；加拿大多伦多市政厅规定，私人房宅内的草坪高度不能超过 20 厘米，并派出监察员巡视，违规者或将面临罚款；澳大利亚墨尔本莫纳西市政厅的规定，每家每户都要保证门前人行道上的草地保持整洁，经常割草，不得超过 30 厘米。在法律法规的约束下，园林机械成为欧美

家庭的刚需用品，进一步提升了园林机械的市场需求。

2、公司产品优势

公司产品主要销往欧美国家和地区，上述国家和地区属于成熟的市场经济国家，除关税外，对于园林机械产品，主要通过进行排放、噪音污染、有害物质、产品安全认证和标准设置等方式进行管理。

为确保公司产品认证工作的有序进行，公司制定了完善的内部控制制度并有效执行，公司主要产品均取得所需认证。公司主要产品已通过全球 CB 认证，欧盟 CE 认证、EMC 认证、RoHS 认证、NOISE 认证、RED 认证和欧 V 认证，德国的 GS 认证，北美 ETL 认证、ANSI 认证、EPA＆CARB 认证，澳大利亚、新西兰的 RCM 认证等多项国际进口认证。

公司对应主要产品取得进口国的认证和标准后能够提升市场信任度，有助于提高产品竞争力，对公司的业绩驱动有促进作用。

3、强大的创新研发能力

公司自 2009 年起被评为高新技术企业，是国内园林机械行业领先企业、割草机龙头企业，拥有“浙江省企业技术中心”、“省级工业设计中心”。截至报告期末，公司拥有专利 219 项，其中发明专利 72 项，公司实验室为德国 TUV 南德集团授权认可的目击电气测试实验室。公司以自主研发实力和产品质量为基础，致力于推动行业规范健康发展。公司负责制定或参加起草各项标准 37 项，其中国家标准 15 项，是中国林业机械标准化技术委员会委员单位、中国内燃机行业排头兵企业。公司不断完善研发人才梯队建设，注重研发投入，聘请国内外专家进行专业的技术指导，积极推行产学研合作，前瞻性地把控行业技术的发展趋势，围绕产品工业设计、制造工艺、产品性能以及新产品开发等方面开展研发工作，形成了较强的研发实力。公司优秀的技术研发能力为本次募集资金项目实施提供了技术保障。

4、优质的客户资源和完善的营销服务体系

公司通过多年努力，公司已经成为国际园林机械行业中具有较高知名度的 ODM 生产商，在生产技术、产品品质、制造规模等方面具有较高的市场地位，产品销往美国、德国、法国、波兰、英国、俄罗斯、澳大利亚、荷兰、比利时、捷克、丹麦、加拿大、意大利、西班牙、瑞典等全球 60 多个国家和地区，积累了一批优质的客户资源，主要客户包括家得宝、富世华集团、翠丰集团、沃尔玛、安达屋集团、牧田、HECHT、百力通等。同时，公司通过在德国、美国设立大叶欧洲、大叶北美子公司等，在园林机械主要消费国家和地区相应提供本地化的产品营销服务，进行客户关系维护，拓展销售渠道。经过多年的市场开拓和客户资源积累，公司在欧洲和北美园林机械市场已经构建起较为完整的营销网络体

系和售后服务体系。

三、核心竞争力分析

（一）技术研发优势

公司自 2009 年起被评为高新技术企业，拥有“浙江省企业技术中心”、“省级工业设计中心”。2022 年获得“国家知识产权优势企业”称号。拥有工业设计、机械设计与制造、发动机设计与制造、电机工程、锂电池管理系统、智能控制技术等方面的大量专业人才，已形成覆盖汽油动力类、交流电动力类及锂电动力类产品系列的专利体系。

截至报告期末，公司已获专利授权共 219 项，其中拥有发明专利 72 项。公司的“自走式高效环保园林汽油割草机”和“低排放低噪音轻型化二冲程汽油割灌机”分别获得国家火炬计划产业化示范项目证书。公司致力于提高研发创新水平，报告期研发费用达到 6,787.17 万元，较 2022 年增长 7.27%。

（二）产品优势

产品创新方面，随着人们对保护环境的重视，公司前瞻性布局以锂电骑乘式割草机和锂电池园林、电动工具、智能割草机等一系列新能源产品。已形成 20V、40V、62V 三大电压平台产品系列，覆盖锂电多款产品，得到了市场和客户的一致认可。2023 年公司自主研发的零转弯汽油骑乘式割草机产品，已获得了客户的认可下单，并获得 Intertek（天祥集团）授予的大中华区首张 ETL 认证证书。

公司在割草机器人领域加大投入，规划并开发了高、中、低三类配置的割草机器人，满足不同的细分市场需求，具有高精度电机控制、多传感器融合、高效切割，无线互联等技术，从而使产品拥有高度智能化、主动避障、APP 远程操作等功能。

在常规的园林工具，采用了 20V/40V 双压包概念，既可以满足 40V 高电压工具的强劲动力需求，又能满足用户 20V 产品的兼容性使用，达到一个电池包满足不同电压平台的产品使用，给用户带来很大的便捷。

产品开发方面，公司始终以改善用户体验，降低用户的全生命周期使用成本为目标，持续进行产品创意设计，以满足不同市场需求。（1）骑乘式产品动力方面公司在新能源和汽油两大类同时进行布局，实现平台标准化，制造垂直化，如车架，割草盘，马达，变速箱，电控系统等核心零部件自主研发制造，在电子刹车、电动调高、承载式后架，多包电源管理系统等功能方面，进行人性化创新体验 。通过零转弯设计，提升了操控便利性和舒适度，提高切割效率；（2）步进式割草机产品，全系列产品开发，覆盖所有草坪系列，低成本的皮带后驱，便于转弯操作的前轮自驱，高配置的独立电机自驱割草

机，让用户体验更佳，满足了不同的用户场景需求；割草机扶手系统通过折叠式设计，可竖立放置，从而降低 70%摆放空间；通过技术优化，实现了锂电割草机的平台化、标准化和系列化，便于市场推广。（3）锂电手持吹风机产品采用外转子电机，使风扇和电机一体化设计，减轻电机体积，减少人工装配，提高使用寿命和产品质量，风量高达 655CFM，能够轻松的清理草坪中的落叶。（4）割草机器人在传统接触式传感器避障需要一定大小的冲击力碰撞才能触发的技术前提下，采用超声波探测实现无接触式避障功能，同时探测有效范围可至 30 公分，从而使割草机器人可以提前了解前方的障碍物情况，可以提前实施各种动作，实现了主动避障功能，使得机器更加的安全和更加的智能化。可以随时通过云服务的 APP，让用户可以随时了解割草机状态，增强用户机器使用感。

报告期内公司在发动机技术、变速箱技术、电池包、电机等核心零部件性能方面的持续创新，以满足市场不断变化的需求，利用科学的管理方法，通过产品规划，平台规划，技术创新，不断的推出性能优越、功能全面、操作便捷的新型园林机械产品。

（三）优质客户优势

公司凭借突出的设计研发能力、严格的产品质量控制体系、良好的生产管理能力，与一批优质的客户群体建立了稳固的合作关系。公司重点围绕实力较强、资信良好的核心客户配置资源，经营稳定性较强，能够有效防范市场风险。目前公司客户主要包括家得宝、富世华集团、翠丰集团、安达屋集团、牧田、沃尔玛、HECHT 等国际品牌制造商、国际建材和综合超市集团、园林机械专业批发商。

（四）质量管理优势

园林机械产品主要面向欧洲、美国等成熟消费市场，优秀的质量管理水平是企业提高竞争实力，获取市场认可的必要条件。公司以 ISO9001 质量管理体系为基础，构建了一套完整、高效的质量控制与管理体系。通过质量管理体系的建立和运行，公司主要产品均取得园林机械主要进口国的认证。

（五）人才优势

公司核心管理团队具备丰富的行业经验、敏锐的洞察力和高效的执行力，对园林机械行业认识深刻，在发展战略、新业务规划、资源整合、人才培养方面经验丰富。公司十分注重企业文化建设，有着良好的工作氛围，具有很强的企业凝聚力，公司通过内部培养、外部引进等方式拥有一批稳定的核心管理、研发、技术性人才，并充分运用“浙江省企业技术中心”、“省级工业设计中心”及产学研合作平台开发新技术，开发新产品、新工艺。

截止报告期末，公司及子公司拥有员工共 1,102 人，其中研发人员 252 人，占公司人数 22.87%，

公司研发团队共制订、参与各项标准 37 项，其中国家标准 15 项。专业深厚的技术团队确保公司能够为客户持续提供高质量、高水平的产品。

四、主营业务分析

1、概述

报告期内，公司全体上下在以董事会为核心的管理层领导下，锐意进取，沉着应对各种严峻的困难和挑战，紧紧围绕年度经营目标，通过持续推进技术研发、品牌和渠道建设、全球制造等核心能力打造，进一步夯实主营业务。

2023 年公司实现营业收入 92,845.90 万元；归属于母公司所有者的净利润为-17,487.01 万元；归属于母公司所有者的净资产 81,837.72 万元。

回顾公司 2023 年度开展的重点工作，主要有以下几个方面：

（一）夯实主营业务，积极谋划新生产能力布局

报告期内，公司紧紧围绕董事会制定的发展战略，制定年度工作计划，积极开展各项工作，进一步夯实主营业务，在原有生产能力的基础上，通过再融资积极布局重点产品的扩产工作，同时公司克服全球经济形势严峻及贸易摩擦的不利因素，加速墨西哥海外制造基地建设，目前一期基建已经完成，力争有效利用当地资源，缩短供货周期， 降本增效，并更好地贴近市场、服务客户。

（二）紧跟客户需求，积极开拓国际市场

报告期内，公司继续维护与老客户的良好合作，并不断开发新客户，以期形成长期的战略合作关系。

（三）完善人力体系建设，充分调动员工积极性

报告期内，公司持续完善人力资源管理体系建设。一方面，公司持续完善人员招募流程，加强管理人员招募及提高员工与岗位的匹配程度等，实现精准用人的目标；另一方面,管理层持续优化公司组织架构,明确部门及职工职责,使管理更加标准化、精细化。

（四）加大研发投入，增强核心竞争力

创新是企业生存、发展、壮大的内生动力。报告期内，公司继续重视研发，加强研发投入，大力引进理论功底扎实和经验丰富的高层次人才，致力于依靠自主创新实现企业可持续发展。报告期内，公

司研发投入 6,787.17 万元，占营业收入的 7.31%，较 2022 年增长 7.27%。截至报告期末，累计授权专利 219 项（其中发明专利 72 项）。报告期内，公司始终注重人才培养工作，通过自主培养和外部引进的方式，培育了一大批优秀的技术人才，截至报告期末，公司及子公司拥有员工共 1,102 人，其中研发人员 252 人，占公司人数 22.87%，公司研发团队负责制定或参加起草各项标准 37 项，其中国家标准 15 项。

（五）持续提升规范运作水平，促进公司高质量发展

公司不断提高规范运作水平，致力于推动公司高质量发展。报告期内，公司持续强化“三会一层”治理沟通机制，充分发挥独立董事、监事的监督作用，有效采纳保荐机构、律师事务所、会计师事务所等外部机构的专业意见；落实内部审计各项工作要求，压实内部审计的内部监督责任。同时，公司完善内控体系，强化内控管理制度的落实，并及时根据中国证监会、深交所最新颁布的各项法规、规范性文件，结合公司实际情况对现行制度及业务流程进行全面梳理。

2、收入与成本

（1） 营业收入构成

营业收入整体情况

单位：元

	2023 年		2022 年		同比增减
	金额	占营业收入比重	金额	占营业收入比重	
营业收入合计	928,459,027.45	100%	1,471,575,032.77	100%	-36.91%
分行业					
园林机械行业	924,582,210.97	99.58%	1,469,206,171.42	99.84%	-37.07%
其他	3,876,816.48	0.42%	2,368,861.35	0.16%	63.66%
分产品					
割草机	806,067,817.65	86.82%	1,245,269,891.21	84.62%	-35.27%
打草机/割灌机	8,262,715.54	0.89%	15,835,465.87	1.08%	-47.82%
其他动力机械	42,121,526.67	4.54%	110,087,926.60	7.48%	-61.74%
配件	68,130,151.11	7.34%	98,012,887.74	6.66%	-30.49%
其他	3,876,816.48	0.42%	2,368,861.35	0.16%	63.66%
分地区					
境外	886,289,410.33	95.46%	1,412,496,704.93	95.99%	-37.25%
境内	42,169,617.12	4.54%	59,078,327.84	4.01%	-28.62%
分销售模式					
直销	928,459,027.45	100.00%	1,471,575,032.77	100.00%	-36.91%

（2） 占公司营业收入或营业利润 10%以上的行业、产品、地区、销售模式的情况

☑适用 □不适用

单位：元

	营业收入	营业成本	毛利率	营业收入比上年同期增减	营业成本比上年同期增减	毛利率比上年同期增减
分行业						
园林机械行业	924,582,210.97	820,639,629.65	11.24%	-37.07%	-33.48%	-4.79%
分产品						
割草机	806,067,817.65	716,623,451.69	11.10%	-35.27%	-31.38%	-5.04%
分地区						
境外	886,289,410.33	788,452,177.96	11.04%	-37.25%	-33.92%	-4.48%
分销售模式						
直销	928,459,027.45	822,090,879.76	11.46%	-36.91%	-33.36%	-4.71%

公司主营业务数据统计口径在报告期发生调整的情况下，公司最近 1 年按报告期末口径调整后的主营业务数据

□适用 ☑不适用

（3） 公司实物销售收入是否大于劳务收入

☑是 □否

行业分类	项目	单位	2023 年	2022 年	同比增减
园林机械行业	销售量	万台	56.89	110.76	-48.64%
	生产量	万台	46.71	115.41	-59.53%
	库存量	万台	25.32	35.91	-29.49%

相关数据同比发生变动 30%以上的原因说明

☑适用 □不适用

本期销售量较上年减少 48.64%， 主要系欧美主要客户处于高库存阶段同时加大去库存力度导致客户需求减少所致；

本期生产量较上年减少 59.53%，主要系以销定产，销售量减少导致生产量同步减少。

（4） 公司已签订的重大销售合同、重大采购合同截至本报告期的履行情况

□适用 ☑不适用

（5） 营业成本构成

行业分类

单位：元

行业分类	项目	2023 年		2022 年		同比增减
		金额	占营业成本比重	金额	占营业成本比重	
园林机械行业	直接材料	636,351,696.12	77.41%	943,231,560.46	76.46%	-32.53%
园林机械行业	直接人工	79,514,151.19	9.67%	130,354,298.37	10.57%	-39.00%
园林机械行业	制造费用	104,773,782.34	12.74%	160,047,277.62	12.97%	-34.54%
其他	直接材料	1,451,250.11	0.18%			

说明：无

（6） 报告期内合并范围是否发生变动

□是 ☑否

（7） 公司报告期内业务、产品或服务发生重大变化或调整有关情况

□适用 ☑不适用

（8） 主要销售客户和主要供应商情况

公司主要销售客户情况

前五名客户合计销售金额（元）	671,073,585.24
前五名客户合计销售金额占年度销售总额比例	72.28%
前五名客户销售额中关联方销售额占年度销售总额比例	0.00%

公司前 5 大客户资料

序号	客户名称	销售额（元）	占年度销售总额比例
1	客户 1	371,231,245.80	39.98%
2	客户 2	98,860,979.80	10.65%
3	客户 3	95,543,226.75	10.29%
4	Walmart Inc.	68,224,833.73	7.35%
5	客户 5	37,213,299.16	4.01%
合计	--	671,073,585.24	72.28%

主要客户其他情况说明

□适用 ☑不适用

公司主要供应商情况

前五名供应商合计采购金额（元）	248,012,834.98
前五名供应商合计采购金额占年度采购总额比例	37.06%
前五名供应商采购额中关联方采购额占年度采购总额比例	0.00%

公司前 5 名供应商资料

序号	供应商名称	采购额（元）	占年度采购总额比例
1	供应商 1	154,782,226.30	23.13%
2	重庆宗申通用动力机械有限公司	33,799,293.34	5.05%
3	供应商 3	27,558,886.73	4.12%
4	供应商 4	16,263,402.05	2.43%
5	供应商 5	15,609,026.56	2.33%
合计	--	248,012,834.98	37.06%

主要供应商其他情况说明

□适用 ☑不适用

3、费用

单位：元

	2023 年	2022 年	同比增减	重大变动说明
销售费用	99,724,996.27	81,337,624.40	22.61%	

管理费用	70,866,732.65	70,709,862.17	0.22%	
财务费用	28,384,095.23	-12,172,309.00	333.19%	主要系：本期利息支出增加，同时汇兑收益较上年减少所致。
研发费用	67,871,660.42	63,270,028.26	7.27%	

4、研发投入

☑适用 □不适用

主要研发项目名称	项目目的	项目进展	拟达到的目标	预计对公司未来发展的影响
智能无边界割草机器人	通过视觉无边界技术，解决用户布线安装的痛苦，提高产品的使用体验，成本更有竞争力。	详细设计	1、通过单目镜头 RGB 方案，以 RGB-D SLAM 系统为基础，使用实时性较好的 ORB 特征进行跟踪、对比定位识别边界。 2、回充方式：沿边回充，远距离视觉识别到充电坐后指引回充 3、成熟度最高：现成模组落地快，有量产经验。	取消边界布置的烦恼，大数据的应用，将成为性能和可靠性更佳的无边界智能割草机，促进公司科技高端产品的研发。
液压骑乘割草机	自主开发液压传动系统，打造体验和性价比更佳的骑乘割草机。	工程样机	1、平台化的液压传动系统设计，可以为多个骑乘割草机共同使用。 2、此液压传动系统结构紧凑，传动比在一定范围内可调。 3、速度调节顺畅，无突变和阻滞感。	产品体验感好，使公司 骑乘割草机体验和成本更具竞争力。
电动调高智能割草机	切割高度可以通过 APP 远距离随时调整，随时随地的管理割草机。	批量生产	1、步进电机精确控制调节高度。 2、蓝牙，WIFI 通过 APP 云技术，用户可以在任何地方控制自己的智能割草机切割高度。	公司首款可以远程全面控制的智能割草机，公司科技产品的代表。
20V 家用 DIY 锂电手锯	轻便的新能源手锯	小批量试产	1、共用 20V 电池包平台，平台通用性好。 2、结构紧凑，锯板一键快速锁紧	填补公司小树枝切割细分市场的空白。
40V 锂电梳草机	可轻度清理和深度清理草坪枯草的电梳机。	批量生产	1、采用带有弹性的钢丝头，快速清理草地枯草，遇到硬的小石头，树枝等异物，保护工作头正常使用。 2、深度清理工作头和轻度清理工作头可以快速更换，满足更多场景。	一机多用，提高产品的性价比。
轻量级吹风机	满足轻工况，操作舒适的吹风机。	详细设计	1、采用圆口，扁口的多功能快换风口设计。 2、高速电机的应用，让产品的体积，重量更轻。	公司首款满足多工况、操作便捷的轻量级吹风机。
锂电园林精修滚刀锂电割草机	满足高质量切割平整度的割草机。	概念设计	1、采用滚筒刀片组设计，切割高度低，切割的平整度质量好，切面断面整齐。 2、采用滚筒刀片，机器长度短，体积小，转弯操作便捷。	可满足高尔夫草坪的高质量割草机，提高公司割草机品牌的知名度。
20V 低电压高枝剪	轻巧可以伸缩满足不	详细设计	1、采用 AL 合金材料，整机	公司首款可以满足多

	同高度的高枝剪。		轻便。 2、延长杆可以快速伸缩。 3、主体的手柄与高枝锯通用，平台通用性好。	切割高度的高枝剪。
20V 低电压高枝锯	轻巧可以伸缩满足不同高度的高枝锯。	详细设计	1、采用 AL 合金材料，整机轻便。 2、延长杆可以快速伸缩。 3、主体的手柄与高枝剪通用，平台通用性好。	公司首款可以满足多切割高度的高枝锯。
独立自驱锂电割草机	速度可调，可以独立工作的驱动系统，体验感好的锂电自驱割草机。	详细设计	1、高度电机+自主开发的齿轮箱技术，体积小，成本低。 2、采用无刷电机，自驱速度可精确控制。 3、自驱独立控制，使用便捷。	使用性能，体验好，具有竞争力的割草机，提高我司在锂电产品上的竞争力。
40V 锂电单步扫雪机	可以低温使用，可以多角度抛雪的锂电扫雪机。	批量生产	1、抛雪桶的左右角度可调。 2、抛雪桶的抛雪角度可调。 3、采用高亮照明灯，可以晚间工作。	体验感更佳，适合小面积走道的清理扫雪机，填补公司细分市场的空白。
基于全覆盖式路径规划算法智能割草机	不用布线，高效切割，自动回归，自动记忆，可以随时随地遥控的智能割草机。	概念设计	1、通过单目镜头 RGB 方案，以 RGB-D SLAM 系统为基础，使用实时性较好的 ORB 特征进行跟踪、定位和闭环检测得到信息丰富的图像数据、计算定位和构建环境地图，对比定位识别边界。 2、基于 RTK 的定位系统，陀螺仪惯性导航技术，实现机器人在不同的场景下都能规则切割，提高切割效率。	公司首款高性能的智能割草机，不需要布线，不需要自我建图，随时使用，方便快捷。
20V 家用 DIY 小剪草机	便捷的草剪，小巧，切割质量高，满足高质量的盆景修护。	概念设计	1、采用摆动，往复运动 2 个工作头，可以快速互换，满足多工况场景。 2、采用偏心传动，结构提交小，重量轻。	体验感佳，适合家用盆景，精致草坪的修理，填补公司细分市场的空白。
62V 锂电双步扫地机	使用体验佳，动力强劲，可以自动转弯，前进和倒退的扫雪机。	批量生产	1、自驱控制和抛雪头联动控制，危急关头可以快速停机。 2、抛雪头左右电动控制，可以随时轻松的调节抛雪方位。 3、扫雪的高度可调，可以适应不同的地面情况。 4、自驱速度可根据不同的雪况调节，让抛雪效果达到最佳。 5、手柄带有加热功能，使用体验好。	功能俱全，操作体验更佳，使用效果更好的锂电扫雪机，将给客户带来全新的感受。
62V 锂电微耕机	满足家庭小面积的耕地，松土，操作便捷。	概念阶段	1、螺旋多锋利刀片，高效碎土能力强。 2、小巧，适应性强，适用于多种土壤类型和地形条件，如沙地、草地、坡地等。 3、DC 启停，转弯操作便捷，工作效率。	公司首款锂电微耕机，高电压配置，动力强，满足用户多种工况场景。
40V 锂电清缝机	可以满足不同狭缝的	概念阶段	1、多工作头可以快换，满足	使用性能，体验较好

	清理工具，高效。		不同的工况场景需求。 2、速度可调，可根据使用的需要，选择不同的转速。	的清洁狭缝工具，填补我司产品空白
手持轻便锂电扫雪机	满足客户台阶，角落，狭小空间的扫雪机	详细设计阶段	1、后置动力，工作头轻便，操作便捷，轻松。 2、可以快速去除覆盖在地面上的雪,并且能够更加彻底地清理地面。	使用性能，体验竞争力强的扫雪机。
40V 21 寸锂电后驱割草机	双电机锂电割草机，割草与自驱可独立协调工作，达到最佳的工作效率和切割质量。	详细设计阶段	1、无刷切割电机，智能切割转速识别，满足不同的草况，提高切割效率，质量，单包时间。 2、独立的自驱电机，可根据工况和切割质量，调节自驱速度，达到最佳的使用性能。	高配的锂电割草机，体验、性能更佳的割草机，给用户带来全新的体验，增强品牌的竞争力。
美式汽油双步扫雪机	功能全面，性能优越，续航，体验感佳的汽油扫雪机。	批量生产	1、扫雪桶可以电动调节，方便快捷调整抛雪方向。 2、扫雪高度可调，满足复杂的路面工况，清理干净。 3、带有照明功能，可以在任何时候操作作业。 4、手柄带有加热功能，操作时不会被冻。	功能全面，体验感更佳的汽油割草机，带动公司市场销量。
户外外置储能箱	可方便携带，满足野外露营的储能设备。	概念设计	1、通过逆变技术，将低压 62V 直流电，转化为 120V 交流电，满足交流器具的使用。 2、通过降压技术，将 62V 直流电，转化为 5V 或其他电压输出，满足不同的电子产品，照面工具等。	带来日常生活体验感较好的储能设备，让生活更改便捷。
电子自走变速箱	带离合功能的低成本自驱系统。	工程样机	1、离合在密封齿轮箱中，不受外界的草屑，灰尘的影响。 2、高速电机，多级齿轮减速机构，系统体积小，成本低，便于安装。	提高公司产品的成本竞争力 。
新一代低成本汽油割草机	满足特定细分市场，成本有竞争力。	工程样机	1、通过市场分析，参数采集，采用市场通用的割草机电机，达到最佳的工况匹配，选择最合理的功率电机。 2、电子控制，选择最佳的电子器件，采用限流技术，满足工况需要，满足器件使用限制条件。	性价比好、竞争力强的割草机，有望提升公司该品类产品销量。

公司研发人员情况

	2023 年	2022 年	变动比例
研发人员数量（人）	252	305	-17.38%
研发人员数量占比	22.87%	21.82%	1.05%
研发人员学历			
本科	119	134	-11.19%
硕士	6	6	0.00%
本科以下	127	165	-23.03%

硕士以上		0	
研发人员年龄构成			
30 岁以下	102	148	-31.08%
30~40 岁	91	99	-8.08%
40 岁以上	59	58	1.72%

近三年公司研发投入金额及占营业收入的比例

	2023 年	2022 年	2021 年
研发投入金额（元）	67,871,660.42	63,270,028.26	49,391,939.68
研发投入占营业收入比例	7.31%	4.30%	3.07%
研发支出资本化的金额（元）	0.00	0.00	0.00
资本化研发支出占研发投入的比例	0.00%	0.00%	0.00%
资本化研发支出占当期净利润的比重	0.00%	0.00%	0.00%

公司研发人员构成发生重大变化的原因及影响

□适用 ☑不适用

研发投入总额占营业收入的比重较上年发生显著变化的原因

□适用 ☑不适用

研发投入资本化率大幅变动的原因及其合理性说明

□适用 ☑不适用

5、现金流

单位：元

项目	2023 年	2022 年	同比增减
经营活动现金流入小计	1,325,937,480.36	1,887,492,879.07	-29.75%
经营活动现金流出小计	1,121,387,840.65	1,863,809,859.95	-39.83%
经营活动产生的现金流量净额	204,549,639.71	23,683,019.12	763.70%
投资活动现金流入小计	40,938,467.80	17,978,210.78	127.71%
投资活动现金流出小计	383,179,272.19	186,430,175.17	105.54%
投资活动产生的现金流量净额	-342,240,804.39	-168,451,964.39	-103.17%
筹资活动现金流入小计	2,440,959,143.61	1,193,705,330.35	104.49%
筹资活动现金流出小计	1,693,967,019.18	1,059,549,087.30	59.88%
筹资活动产生的现金流量净额	746,992,124.43	134,156,243.05	456.81%
现金及现金等价物净增加额	630,317,452.38	-5,422,291.73	11,724.56%

相关数据同比发生重大变动的主要影响因素说明

☑适用 □不适用

1、报告期内，经营活动产生的现金流量净额较上年增加 763.70%，主要系支付材料采购款减少所致；

2、报告期内，投资活动产生的现金流量净额较上年减少 103.17%，主要系墨西哥海外生产基地投资增加和年产 6 万台骑乘式割草机生产项目投资增加所致；

3、报告期内，筹资活动产生的现金流量净额较上年增加 456.81%；主要系：（1）银行借款增加；（2）收到可转换债券的募集资金。

报告期内公司经营活动产生的现金净流量与本年度净利润存在重大差异的原因说明

☑适用 □不适用

主要系：（1）报告期内，销售商品、提供劳务收到的现金超过营业收入；（2）报告期内，购买商品、接受劳务支付的现金减少；（3）报告期内，资产减值准备和固定资产折旧增加；（4）报告期内，汇率波动导致汇兑收益减少。

五、非主营业务情况

☑适用 □不适用

单位：元

	金额	占利润总额比例	形成原因说明	是否具有可持续性
投资收益	-15,996,305.94	8.05%	主要系处置交易性金融资产/负债产生的投资收益。	否
公允价值变动损益	84,126.29	-0.04%	主要系远期锁汇公允价值变动。	否
资产减值	-12,683,710.73	6.38%	主要系计提存货跌价减值。	否
营业外收入	47,062.59	-0.02%	主要系非流动资产报废利得。	否
营业外支出	247,293.23	-0.12%	主要系赔偿款和滞纳金。	否
其他收益	4,741,977.19	-2.39%	主要系收到的与经营活动相关的政府补助。	否
信用减值损失	3,130,068.36	-1.57%	主要系坏账准备转回。	否

六、资产及负债状况分析

1、资产构成重大变动情况

单位：元

	2023 年末		2023 年初		比重增减	重大变动说明
	金额	占总资产比例	金额	占总资产比例		
货币资金	719,267,873.45	23.23%	113,030,472.81	4.32%	18.91%	主要系：收到可转债募集资金、销售商品收到的现金较多以及原材料采购款支付减少所致；
应收账款	127,582,026.08	4.12%	243,825,670.38	9.31%	-5.19%	主要系：本期销售收入减少所致；
存货	760,712,716.12	24.57%	950,877,082.12	36.30%	-11.73%	主要系：加大销售去库存力度所致
投资性房地产	2,164,668.10	0.07%			0.07%	
固定资产	865,430,398.77	27.95%	792,529,776.92	30.26%	-2.31%	
在建工程	209,423,720.31	6.76%	152,794,862.81	5.83%	0.93%	
使用权资产	20,389,562.09	0.66%	35,123,344.47	1.34%	-0.68%	
短期借款	384,680,366.63	12.42%	842,833,293.36	32.18%	-19.76%	主要系：优化银行借款结构所致；
合同负债	2,587,275.16	0.08%	1,017,450.48	0.04%	0.04%	
长期借款	955,726,805.54	30.87%	149,955,970.22	5.72%	25.15%	主要系：优化银行借

						款结构所致；
租赁负债	10,628,977.01	0.34%	22,700,487.75	0.87%	-0.53%	

境外资产占比较高

☑适用 □不适用

资产的具体内容	形成原因	资产规模（元）	所在地	运营模式	保障资产安全性的控制措施	收益状况（元）	境外资产占公司净资产的比重	是否存在重大减值风险
Daye North America,Inc.	设立	481,468,294.82	美国	公司经营	全资子公司	-84,067,740.14	58.83%	否
Daye Mexico S.A.de C.V	设立	236,936,847.96	墨西哥	公司经营	全资子公司	-1,505,191.98	28.95%	否

2、以公允价值计量的资产和负债

☑适用 □不适用

单位：元

项目	期初数	本期公允价值变动损益	计入权益的累计公允价值变动	本期计提的减值	本期购买金额	本期出售金额	其他变动	期末数
金融资产								
衍生金融资产	611,893.28	115,732.96					-611,893.28	115,732.96
金融资产小计	611,893.28	115,732.96					-611,893.28	115,732.96
应收款项融资	50,000,000.00							50,000,000.00
上述合计	50,611,893.28	115,732.96					-611,893.28	50,115,732.96
金融负债	2,649,367.34	31,606.67					-2,649,367.34	31,606.67

其他变动的内容

主要系远期锁汇到期所致。

报告期内公司主要资产计量属性是否发生重大变化

□是 ☑否

3、截至报告期末的资产权利受限情况

项 目	期末账面余额（元）	期末账面价值（元）	受限类型	受限原因
货币资金	33,917,844.83	33,917,844.83	保证金	承兑汇票保证金、进口保证金、保函保证金
固定资产	242,517,841.84	166,661,897.79	抵押	借款抵押、融资租赁抵押
无形资产	103,277,584.71	81,830,231.61	抵押	借款抵押

投资性房地产	3,753,250.51	2,164,668.10	抵押	借款抵押
应收款项融资	50,000,000.00	50,000,000.00	质押	信用证质押
应收账款	1,733,822.42	1,681,807.75	质押	借款质押
合 计	435,200,344.31	336,256,450.08		

七、投资状况分析

1、总体情况

☑适用 □不适用

报告期投资额（元）	上年同期投资额（元）	变动幅度
338,173,415.82	138,969,643.94	143.34%

2、报告期内获取的重大的股权投资情况

□适用 ☑不适用

3、报告期内正在进行的重大的非股权投资情况

□适用 ☑不适用

4、金融资产投资

（1） 证券投资情况

□适用 ☑不适用

公司报告期不存在证券投资。

（2） 衍生品投资情况

☑适用 □不适用

1） 报告期内以套期保值为目的的衍生品投资

☑适用 □不适用

单位：万元

衍生品投资类型	初始投资金额	期初金额	本期公允价值变动损益	计入权益的累计公允价值变动	报告期内购入金额	报告期内售出金额	期末金额	期末投资金额占公司报告期末净资产比例
外汇期权	0	38,179.63	0	0	27,866.5	60,336.93	5,709.2	6.98%
合计	0	38,179.63	0	0	27,866.5	60,336.93	5,709.2	6.98%
报告期内套期保值业务的会计政策、会计核算具体原则，以及与上一报告期相比是否发生重大变化的说明	无重大变化。							
报告期实际损益情况的说明	报告期内，公司外汇期权产品的收益为-1,591.22 万元，外币汇兑收益为 1,350.88 万元，外汇期权产品与外币汇兑收益相抵后的实际收益金额为-240.34 万元.							
套期保值效果的说明	公司使用与国际业务收入规模相匹配的资金开展外汇衍生品交易业务，开展金融衍生业务遵循审慎、安全有效的原则，以套期保值为目的，降低了汇率波动对公司经营业绩的影响，风险整体可控。							
衍生品投资资金来源	自有资金							
报告期衍生品持仓的风险分析及控制措施说明（包括但不限于市场风险、流动性风险、信用风险、操作风险、法律风险等）	为了提高公司应对外汇波动风险的能力，更好地规避和防范公司所面临的外汇汇率、利率波动风险，增强公司财务稳健性，公司拟使用与国际业务收入规模相匹配的资金开展外汇衍生品交易业务。公司拟开展的外汇衍生品交易品种包括但不限于外汇远期交易、外汇掉期交易、外汇期权交易、结构性远期交易、利率掉期交易、货币互换等产品或上述产品的组合。该类外汇衍生品投资存在一定的风险，具体包括： 1、市场风险：因外汇行情变动较大，可能产生因标的利率、汇率等市场价格波动引起外汇金融衍生品价格变动，造成亏损的市场风险。 2、流动性风险：因市场流动性不足而无法完成交易的风险。 3、履约风险：公司外汇金融衍生品投资交易对手均为信用良好且与公司已建立长期业务往来的银行等金融机构，履约风险较低。 4、内部控制风险：外汇金融衍生品交易专业性较强，复杂程度较高，可能会产生由于内控体系不完善造成的风险。 5、其他可能的风险：在具体开展业务时，如发生操作人员未准确、及时、完整地记录外汇金融衍生品投资业务信息，将可能导致外汇金融衍生品业务损失或丧失交易机会；同时，如交易人员未能充分理解交易合同条款和产品信息，将面临因此带来的法律风险及交易损失。 公司拟采取的风险控制措施如下： 1、制度完善：严格按照公司《外汇衍生品交易业务管理制度》的有关规定，对外汇衍生品投资进行决策、授权、风险管理、办理等。 2、专业团队：由公司相关人员组成的工作小组，负责外汇衍生品交易前的风险评估，分析交易的可行性及必要性，负责交易的具体操作办理，当市场发生重大变化时及时上报风险评估变化情况并提出可行的应急止损措施。 3、市场分析：在进行外汇金融衍生品交易前，在多个市场与多种产品之间进行比较分析，选择最适合公司业务背景、流动性强、风险较可控的外汇金融衍生工具开展业务。 4、交易管控：充分了解办理外汇金融衍生品的金融机构的经营资质、实施团队、涉及的交易人员、授权体系，慎重选择信用良好且与公司已建立长期业务往来的银行等金融机构。必要时可聘请专业机构对金融衍生品的交易模式、交易对手进行分析比较。 5、风险预案：预先确定风险应对预案及决策机制，专人负责跟踪金融衍生品公允价值的变化，及时评估已交易金融衍生品的风险敞口变化情况，定期汇报。在市场波动剧烈或风险增大的情况下，增加汇报频次，确保风险预案得以及时启动并执行。 6、例行检查：公司内外部审计部门定期或不定期对业务相关交易流程、审批手续、办理记录及							

	账务信息进行核查。 7、定期披露：严格按照法律、法规及深圳证券交易所的相关规定要求及时完成信息披露工作。
已投资衍生品报告期内市场价格或产品公允价值变动的情况，对衍生品公允价值的分析应披露具体使用的方法及相关假设与参数的设定	公司对衍生品投资按照公允价值计量，根据银行外汇报价定期进行公允价值计量与确认。
涉诉情况（如适用）	不适用
衍生品投资审批董事会公告披露日期（如有）	2023 年 04 月 18 日
衍生品投资审批股东会公告披露日期（如有）	2023 年 05 月 12 日
独立董事对公司衍生品投资及风险控制情况的专项意见	独立董事认为：公司开展外汇衍生品交易业务的相关决策程序符合国家相关法律、法规及《公司章程》的有关规定。以正常生产经营为基础，以具体经营业务为依托，在保证正常生产经营的前提下，公司运用金融工具降低汇率风险，减少汇兑损失，控制经营风险，不存在损害公司和全体股东、尤其是中小股东利益的情形。公司本次开展外汇衍生品交易业务是可行的，风险是可控的。因此，独立董事一致同意公司按照相关制度的规定开展外汇衍生品交易业务。

2） 报告期内以投机为目的的衍生品投资

□适用 ☑不适用

公司报告期不存在以投机为目的的衍生品投资。

5、募集资金使用情况

☑适用 □不适用

（1） 募集资金总体使用情况

☑适用 □不适用

单位：万元

募集年份	募集方式	募集资金总额	募集资金净额	本期已使用募集资金总额	已累计使用募集资金总额	报告期内变更用途的募集资金总额	累计变更用途的募集资金总额	累计变更用途的募集资金总额比例	尚未使用募集资金总额	尚未使用募集资金用途及去向	闲置两年以上募集资金金额
2020 年	首次公开发行	42,320	36,526.18	11.36	36,584.61	0	0	0.00%	0	不适用	0
2023 年	公开发行可转换公司债券	47,603.12	46,411.56	21,841.33	21,841.33	0	0	0.00%	25,773.61	使用部分闲置募集用于暂时补充流动资金 18,000 万元，剩余资金存放于募集资金账户中	0
合计	--	89,923.12	82,937.74	21,852.69	58,425.94	0	0	0.00%	25,773.61	--	0
募集资金总体使用情况说明											
1、经中国证券监督管理委员会《关于同意宁波大叶园林设备股份有限公司首次公开发行股票注册的批复》(证监许可[2020]1743 号)同意注册，本公司由主承销商海通证券股份有限公司采用网下向询价对象询价配售及网上市值申购发行相结合的方式,向社会公众公开发行人民币普通股(A 股)股票 4,000.00 万股,发行价为每股人民币 10.58 元,共计募集资金 42,320.00 万元,扣除各项上市发行费用后,公司本次募集资金净额为 36,526.18 万元。上述募集资金到位情况业经天健会计师事务所(特殊普通合伙)验证,并由其出具《验资报告》（天健验[2020]336 号）。截至 2023 年 12 月 31 日,公司已累计使用募集资金人民币 36,584.61 万元，募集资金已使用完毕。专户余额为 0 万元。 2、经中国证券监督管理委员会《关于同意宁波大叶园林设备股份有限公司向不特定对象发行可转换公司债券注册的批复》（证监许可〔2023〕44 号）同意注册，本公司由主承销商海通证券股份有限公司采用向本公司原股东优先配售，原股东优先配售后余额部分（含原股东放弃优先配售部分）采用网下对机构投资者配售和网上向社会公众投资者发行的方式，公开发行可转换公司债券 4,760,312 张，每张面值为人民币 100 元，共计募集资金 47,603.12 万元，扣除各项费用后，公司本次募集资金净额为 46,411.56 万元。上述募集资金到位情况业经天健会计师事务所（特殊普通合伙）验证，并由其出具《验资报告》（天健验〔2023〕381 号）。截至 2023 年 12 月 31 日，公司已累计使用募集资金人民币 21,841.33 万元，利息收入 45.67 万元，应结余 24,615.90 万元，实际结余 7,773.61 万元。本期应结余募集资金与实际结余募集资金差异 16,842.29 万元系本期使用闲置募集资金 18,000 万元临时补充流动资金以及存在未置换预先投入募集资金 1,157.71 万元所致，其中未置换募集资金包括 1,149.73 万元未到期支付票据及 7.98 万元未置换发行费用。尚未使用募集资金总额 25,773.61 万元(含利息收入 45.67 万元和暂时补充流动资金 18,000 万元)。										

（2） 募集资金承诺项目情况

☑适用 □不适用

单位：万元

承诺投资项目和超募资金投向	是否已变更项目(含部分变更)	募集资金承诺投资总额	调整后投资总额(1)	本报告期投入金额	截至期末累计投入金额(2)	截至期末投资进度(3)＝(2)/(1)	项目达到预定可使用状态日期	本报告期实现的效益	截止报告期末累计实现的效益	是否达到预计效益	项目可行性是否发生重大变化
承诺投资项目											
新增 90 万台园林设备产品生产项目	否	36,526.18	36,526.18	11.36	36,584.61	100.16%	2021 年 10 月 31 日	-2,642.42	-3,358.65	否	否
年产 6 万台骑乘式割草机生产项目	否	21,970.55	21,970.55	7,998.79	7,998.79	36.41%		-1,122.13	-1,122.13	不适用	否
年产 22 万台新能源园林机械产品生产项目	否	10,596.45	10,596.45							不适用	否
补充流动资金项目	否	13,844.56	13,844.56	13,842.54	13,842.54	99.99%				不适用	否
承诺投资项目小计	--	82,937.74	82,937.74	21,852.69	58,425.94	--	--	-3,764.55	-4,480.78	--	--
超募资金投向											
不适用	否										
合计	--	82,937.74	82,937.74	21,852.69	58,425.94	--	--	-3,764.55	-4,480.78	--	--
分项目说明未达到计划进度、预计收益的情况和原因（含“是否达到预计效益”选择“不适用”的原因）	1、新增 90 万台园林设备产品生产项目：募投项目未达到预期效益主要受国际政治经济环境的不利变化，欧美地区出现了较为严重的高通胀以及极端高温天气导致市场需求减缓，2023 年度公司销售收入较上年同期有所下降。同时，“新增 90 万台园林设备产品生产项目”预算投资总额为 58,495.89 万元，募集资金净额为 36,526.18 万元，预算投资总额高于募集资金净额部分，需要公司继续使用自筹资金投入。截至 2023 年底，该项目整体尚有部分产线处于投资建设中，尚未完全达产。 2、年产 6 万台骑乘式割草机生产项目：部分生产线开始生产运营，截止期末整体未达到预定可使用状态。 3、年产 22 万台新能源园林机械产品生产项目：基于公司战略布局原因和全球行业市场变化，截止期末暂未动工。										
项目可行性发生重大变化的情况说明	无										
超募资金的金额、用途及使用进展情况	不适用										
募集资金投资项目实施地点变更情况	不适用										

募集资金投资项目实施方式调整情况	不适用
募集资金投资项目先期投入及置换情况	适用
	1、首次公开发行股票募集资金：2020 年 9 月 9 日，公司召开第二届董事会第七次会议，审议通过《关于使用募集资金置换预先投入募投项目的自筹资金的议案》，同意公司以募集资金置换预先投入募投项目的自筹资金合计人民币 30,529.93 万元。 2、公开发行可转换公司债券募集资金：2023 年 8 月 9 日，公司召开第三届董事会第七次会议，审议通过《关于使用募集资金置换预先投入募投项目及已支付发行费用的自筹资金的议案》，同意公司以募集资金置换预先投入募投项目的自筹资金合计人民币 6,273.20 万元（包含未到期的票据支付额 1,149.73 万元），同意公司以用募集资金置换已支付发行费用金额为人民币 12.71 万元（不含增值税），合计 6,285.91 万元。
用闲置募集资金暂时补充流动资金情况	适用
	1、公开发行可转换公司债券募集资金：2023 年 8 月 9 日，第三届董事会第七次会议及第三届监事会第五次会议，审议通过了《关于使用部分闲置募集资金暂时补充流动资金的议案》，公司使用不超过人民币 18,000.00 万元闲置募集资金暂时补充流动资金，使用期限不超过董事会审议通过之日起 12 个月，到期将及时足额归还至相关募集资金专户。截至 2023 年 12 月 31 日，上述 18,000.00 万元用于暂时补充流动资金的募集资金未归还至募集资金专用账户。
项目实施出现募集资金结余的金额及原因	不适用
尚未使用的募集资金用途及去向	公开发行可转换公司债券募集资金：募集资金账户结余的募集资金余额 7,773.61 万元，暂时补充流动资金的募集资金余额 18,000.00 万元。公司将募集资金余额用于陆续投入承诺募集资金项目、置换未到期票据支付金额及置换发行费用。去向：尚未使用的募集资金存放于募集资金存款专户及暂时补充流动资金。
募集资金使用及披露中存在的问题或其他情况	无

（3） 募集资金变更项目情况

□适用 ☑不适用

公司报告期不存在募集资金变更项目情况。

八、重大资产和股权出售

1、出售重大资产情况

□适用 ☑不适用
公司报告期未出售重大资产。

2、出售重大股权情况

□适用 ☑不适用

九、主要控股参股公司分析

☑适用 □不适用

主要子公司及对公司净利润影响达 10%以上的参股公司情况

单位：万元

公司名称	公司类型	主要业务	注册资本	总资产	净资产	营业收入	营业利润	净利润
领越智能	子公司	从事园林机械产品的研发、制造、销售	16,000	124,279.23	37,965.31	21,637.15	-3,665.73	-3,158.18
大叶北美	子公司	从事园林机械产品的研发、制造、销售及售后服务	10 万股	48,146.83	-12,503.04	44,091.82	-8,504.52	-8,406.77

报告期内取得和处置子公司的情况
□适用 ☑不适用

主要控股参股公司情况说明

十、公司控制的结构化主体情况

□适用 ☑不适用

十一、公司未来发展的展望

（一）公司经营计划和发展战略

为实现公司的发展战略，公司在夯实现有园林机械设备制造业务的基础上，未来公司将专注于四大战略基础：创新产品、全球化制造、品牌运营及优秀人才。公司展现了广阔的长期愿景，推动新能源和智能技术的发展，努力不懈追求产品创新和多品牌运营是公司的全球增长战略，该战略巩固了公司的割草机板块的竞争力，同时保持了环境、社会和企业治理的高标准。加强全球研发中心的建设，增强新技术应用和新产品开发能力，加大境外生产基地的投入，进一步提升公司的核心竞争力，实现公司持续、健康、稳定发展。具体的业务发展计划包括：

1、生产经营计划

公司将通过可转债发行，新增 6 万台骑乘式割草机产品和 22 万台新能源园林机械产品项目及现有厂区技术改造，引入先进的生产设备和生产流水线，建设数字化工厂，扩大制造产能，改善生产工艺，提升自动化水平，从而增加生产效率，降低人工成本，缩减生产工序。同时公司将加快核心零部件的自行研发和生产。

公司墨西哥生产基地占地面积约 383 亩，目前一期厂房 52,600 平方米已经基本建设完成，随着后续的逐步投产将提高客户交付效率，大辐缩短交付时间，降低产品海运成本，减少因国际政治环境变化所带来的不利影响。

通过上述措施，公司将完善、优化公司全球生产布局，进一步拓展国际市场，提高产品竞争力及运营效率。逐步实现生产方式从“劳动密集型”向“技术密集型”转型，同时也有助于公司充分发挥规模经济效应，靠近市场前沿，扩大市场份额，使公司在激烈的市场竞争中获得更多的优势。

2、产品和技术研发计划

公司将充分利用现有的人才和技术优势，依托现有“国家高新技术企业”、“浙江省企业技术中心”和“浙江省省级工业设计中心”，增加研发设备投入，注重研发技术人员培养，进一步完善企业技术中心的研发环境和人才结构，促进园林机械与其他学科领域的技术融合，加快国外先进技术的引进、消化、吸收，不断拓展新产品研发和应用领域，提升产品附加值，增强公司核心竞争力，主要包括：

（1）加强公司研发中心建设

研发中心是企业创新驱动发展的核心力量，是提升企业技术创新能力的重要保障。公司将持续加大产品的研发设计力度，通过购置先进的研发和检测设备，引进高端的研发人才，改善公司现有研发环境，增强公司整体研发实力。从外观、功能、客户体验等方面推陈出新，拓展自有产品线，优化产品结构，从而充分满足不同层次、不同类别的消费者的个性化需求。

（2）重点发展骑乘式产品，全面推进产品向锂电化、智能化方向发展

公司将重点发展骑乘式割草机全系列产品，全面发展大容量、高压 62V 锂电平台产品线和低压 20/40V 锂电平台产品线，开发更具节能、环保、智能的园林设备等一系列创新产品。







3、市场开发与营销网络发展计划

为增强公司综合实力和加速成长能力，提升公司在全球园林机械产业链中的地位，公司在未来将坚定不移地实施国际化战略，主要包括：进一步完善全球营销网络、深化与品牌客户的业务合作、市场信息中心建设，为公司参与国际产业链分工，快速扩大市场份额和持续增值创造广阔的业务平台，为实现盈利模式从“产品制造型”向“服务制造型”转型打下坚实的基础。

同时公司绑定欧美市场最大渠道端，特别是北美和欧洲最大渠道家得宝和翠丰集团，积极拓展线上线下销售渠道，其中线上赛道有望成为新的增长点。园林机械目前主要销售市场集中在欧美，其中美国市场约占全球市场一半。得益于线下门店的专业性与体验感，欧美销售渠道主要以线下为主，根据 Statistia 数据显示，2020 年美国家庭动力工具销售渠道中 80.7%通过 B2B 模式，仅有 19.3%通过 B2C 模式，包括直销及电商。家得宝 2021 年市场份额约占美国市场 26%，为全球领先的家居建材用品零售商。公司将通过与家得宝的深度合作，实现在美国市场的快速扩张。

4、品牌经营计划

公司将继续通过参加专业的园林机械行业展览会等形式加强品牌宣传与推广，在不同的市场有针对性地利用不同的媒体形式（如专业杂志、广播电视、户外广告等），宣传公司的产品与服务。公司已经开始运营“MOWOX”、“Green Machine”等自主品牌及租用其它国际知名品牌，未来公司将通过全面质量管理和产品技术研发，向多品牌化方向进行发展，将自主品牌产品定位为专业化、中高档、精品化，持续扩大自主品牌在销售中的比例，提高公司的全球知名度和品牌影响力，促进公司持续快速发展。

5、人力资源计划

公司制定人才战略是公司发展的重要保障，把人才作为一种战略资源，对人才培养、吸引和使用做出最大的、宏观的、全局性构想和安排，并以奋斗者为本做为公司核心文化。根据公司所处的发展阶段和业务发展的需要，公司正在进行全球化的人才招聘、布局和储备，将通过内部培养、人才引进等多种方式大力扩充技术研发、经营管理等方面的人才队伍，不断改善员工的知识结构、年龄结构和专业结构，建立符合企业快速发展需要的人才梯队。充分挖掘内部人力资源的潜力，在公司员工中开展后续职业技能培训，提高现有员工的业务素质和技能，根据公司自身的发展需要，为员工制定职业生涯发展规划，建立员工激励机制，促使公司内人才快速成长和提升并发挥最大的才华。

（二）可能面对的风险

1、贸易环境风险及财务风险

公司出口业务占比较大，随着全球金融市场巨震频现，进口国政治经济稳定性、关税政策、贸易政策，以及汇率的波动对公司出口业务影响的不确定性加大。同时公司外销收入占比高，产品销售的结算

货币主要为美元，汇率波动会影响公司产品单价、汇兑损益等。未来如果美元兑人民币的汇率发生较大波动，将对公司的营业收入和经营业绩产生一定影响，公司存在一定的贸易环境风险及财务风险。

应对举措：公司密切关注各国发展情况，加强国际经济环境变化研究，积极开拓多元化出口市场，建立海外制造基地，推动出口业务稳中提质。加大国内市场开拓，尽可能分散海外业务风险，实施市场替代。同时为规避汇率波动对经营业绩的影响，根据实际经营需要，公司通过外汇远期、外汇期权等衍生产品锁定目标汇率，减少汇率波动对生产经营的影响

2、经营风险

经营风险面对复杂且波动的国内外宏观经济形势和国际贸易环境，以及增多的外部不确定因素，对企业的经营能力是较大的挑战。

应对措施：在公司自身资源优势和现状基础上，寻找新的战略方向突破转型；同时采取措施整合提升现有业务，提高盈利水平。

3、创新风险和技术风险

消费者在高效节能、安全环保、动力性能等方面对园林机械的要求不断提高。公司利用长期生产经营过程中积累的核心技术、设计能力和创新文化，加强了产品结构调整和新产品的开发力度。截至报告期末，公司已获专利授权共 219 项 ，其中发明专利 72 项，共制订、参与各项标准 37 项，其中国家标准 15 项。较强的研发能力为公司产品的更新换代提供了有力的保障。如果公司后续发展资金无法持续投入新技术的研发，无法保持产品开发及制造能力等方面的行业优势地位，将对公司经营业绩产生不利影响。园林机械制造涉及到工业设计、机械设计与制造、发动机设计与制造、电机工程、锂电池管理系统、智能控制等多个专业技术领域，生产工艺技术是公司核心竞争力的重要组成部分，如有核心技术泄密、关键技术人才流失则将对公司的经营管理、财务状况、经营业绩造成不利影响。

应对措施：（1）实时把握行业发展趋势，并进行充分技术论证、市场调研和验证后积极投入资金和人员进行创新研发，及时推出行业领先的新产品，应用一代、开发一代、储备一代，以确保公司的行业领先地位。（2）公司将继续完善人才培养机制，建立健全员工职业发展规划。公司未来将持续引进高素质、专业型的优秀人才，继续优化人力资源配置，充分发挥人力资源的作用。在管理机制上，公司将持续规范各部门岗位职责，充分做到人尽其才、量职录用、用其所长。

4、产品认证风险

公司产品主要销往欧美国家和地区，进口国针对进口园林机械产品有明确的技术标准要求。截至目前，公司已取得针对欧盟市场的 CE、GS、EMC、NOISE、RED、RoHS 等认证资质；针对美国市场的 ETL、ANSI、EPA、CARB 等认证资质；针对澳大利亚市场的 RCM 认证资质；针对韩国市场的 KC 认证资质；针

对巴西市场的 INMETRO 认证资质，保证了出口产品符合进口国质量、环保等要求。但如果进口国的进口贸易政策和产品认证制度要求发生重大变化，可能会对公司产品销售产生一定影响，进而影响公司经营业绩。

应对措施：密切关注各国发展情况，加强国际经济环境变化研究，积极开拓多元化出口市场，优化生产工艺。采用先进技术方案和应急方案，加大相关投入，严控认证和环保风险。

5、客户集中风险

报告期内，公司前五名客户合计销售额占年度销售总额的 72.28%，客户集中度较高。若未来公司主要客户经营情况不利从而降低对公司产品的采购或产品竞争力下降及遭遇市场竞争，或导致出现货款回收逾期等问题，将会对公司经营产生不利影响。

应对措施：公司加强对重要客户的服务以维持与发展现有业务，深化与现有客户的合作程度；公司将积极开发新客户，多元化客户类型；同时将持续开发新产品、拓展行业新客户，优化收入结构，以降低客户相对集中可能带来的风险。

十二、报告期内接待调研、沟通、采访等活动登记表

☑适用 □不适用

接待时间	接待地点	接待方式	接待对象类型	接待对象	谈论的主要内容及提供的资料	调研的基本情况索引
2023 年 05 月 10 日	全景网“投资者关系互动平台”（https://ir.p5w.net）	网络平台线上交流	其他	参与大叶股份 2022 年度网上业绩说明会的投资者	主要针对公司 2022 年业绩、经营情况等方面进行了交流	详见巨潮资讯网（http://www.cninfo.com.cn)2023 年 5 月 10 日披露的《2023 年 5 月 10 日投资者关系活动记录表》（编号：2023-001）

十三、“质量回报双提升”行动方案贯彻落实情况

公司是否披露了“质量回报双提升”行动方案。

□是 ☑否

第四节 公司治理

一、公司治理的基本状况

报告期内，公司严格按照《公司法》、《证券法》、《上市公司治理准则》、《深圳证券交易所创业板股票上市规则》、《深圳证券交易所上市公司自律监管指引第 2 号——创业板上市公司规范运作》等法律法规和中国证监会有关法律法规的要求，不断完善公司法人治理结构，建立健全公司内部管理和控制制度，持续深入开展公司治理活动，促进公司规范运作，不断加强信息披露工作，积极开展投资者关系管理工作，维护了上市公司及股东利益，确保了公司安全、稳定、健康、持续的发展。

截至报告期末，公司治理的实际情况符合《上市公司治理准则》、《深圳证券交易所上市公司自律监管指引第 2 号——创业板上市公司规范运作》等相关法律法规的要求，不存在尚未解决的公司治理问题。2023 年度公司治理具体情况如下：

（一）关于股东与股东大会

公司严格按照《公司法》、《上市公司股东大会规则》、深圳证券交易所创业板的相关规定和要求以及《公司章程》、《股东大会议事规则》等规定，规范股东大会的召集、召开和表决程序。公司股东大会均由董事会召集，公司按规定时间发出股东大会会议通知，并设置现场投票和网络投票。现场股东大会由公司董事会秘书、监事、股东代表及见证律师共同查验参会股东及股东代理人的身份证明、持股凭证、授权委托书及表决票，保证出席公司股东大会的股东及股东代理人均具有合法有效的资格。在股东大会上能够保证各位股东有充分的发言权，确保全体股东特别是中小股东享有平等地位，充分行使股东的权力。公司至今未发生重大事项绕过股东大会的情况，也未发生重大事项先实施后审议的情况。公司不存在违反《上市公司股东大会规则》的其他情形。

（二）关于公司与控股股东、实际控制人

公司拥有独立完整的主营业务和自主经营能力，在人员、资产、业务、管理机构、财务核算体系上独立于控股股东和实际控制人，能够独立运作、独立经营、独立承担责任和风险。公司的控股股东和实际控制人能够依法行使权利，并承担相应义务。报告期内，未发生超越股东大会和董事会的授权权限，直接或间接干预公司决策和经营活动及利用其控制地位侵害其他股东利益的行为出现，对公司治理结构、独立性等没有产生不利影响。

（三）关于董事和董事会

公司董事会设董事 7 名，其中独立董事 3 名，董事会的人数及人员构成符合法律、法规和《公司章程》的要求。董事会成员专业结构合理，能够有效、科学、迅速、谨慎的做出决策。公司董事能够依据《董事会议事规则》、《独立董事工作制度》、《深圳证券交易所上市公司自律监管指引第 2 号——创业板上市公司规范运作》等规定开展工作，出席董事会和股东大会，勤勉尽责地履行职责和义务，同时积极参加相关培训，熟悉并掌握相关法律法规。独立董事按照《公司章程》等法律、法规不受影响的独立履行职责，出席公司董事会、股东大会，保证了公司的规范运作。

公司董事会下设的提名委员会、审计委员会、战略委员会和薪酬与考核委员会四个专门委员会，各专门委员均根据各自职责为董事会的决策提供了科学和专业的意见和参考。

（四）关于监事和监事会

公司监事会设监事 3 名，其中职工代表监事 1 名，监事会的人数和构成符合法律、法规和《公司章程》的规定与要求。监事会会议的召集、召开程序，完全按照《监事会议事规则》的要求履行，并按照《公司章程》、《监事会议事规则》等规定的要求，认真履行自己的职责，本着对公司和全体股东负责的精神，审核公司定期报告，对公司董事、高级管理人员的行为进行监督，对公司重大事项、重大财务决策事项进行监督。

（五）关于绩效评价与激励约束机制

公司董事会下设的薪酬和考核委员会负责对公司的董事、高管进行绩效考核，公司建立了目标责任考核体系，对高级管理人员采取年度绩效评估的办法，设定关键评估指标，既考核评估当年的绩效，又兼顾公司的长期发展要求，定期对高管团队的年度绩效进行评估，同时将年度经营目标与年度评估结果相挂钩。公司现有的考核及激励约束机制符合公司的发展要求。

（六）关于信息披露与透明度

公司严格按照有关法律法规以及《信息披露管理制度》、《投资者关系管理制度》等规章制度的要求做好公司信息的管理与披露工作，真实、准确、及时、公平、完整地披露有关信息。指定公司董事会秘书负责信息披露工作，协调公司与投资者的关系，接待投资者来访和咨询，向投资者提供公司已披露的资料；并指定《证券时报》和巨潮资讯网为公司信息披露的指定报纸和网站，真实、准确、完整地披露信息，确保公司所有投资者均能够以平等的机会获取公司信息。

（七）关于相关利益者

公司充分尊重和维护相关利益者的合法权益，重视公司的社会责任，实现股东、员工、社会等各方利益的协调平衡，共同推动公司持续、健康的发展。

（八）关于投资者关系管理

公司一直高度重视投资者关系管理工作，不断学习先进的投资者关系管理经验。公司董事办作为投资者关系管理的具体实施机构，致力于构建与投资者的良好互动关系，树立公司在资本市场的良好形象。公司指定董事会秘书作为投资者关系管理负责人，安排专人负责投资者来访接待工作，并做好投资者关系管理工作档案的建立和保管，合理妥善地安排个人投资者、机构投资者、行业分析师等相关人员到公司进行调研，并切实做好信息的保密工作。

通过投资者关系管理电话、电子信箱、传真、深交所互动易、巨潮资讯网站等多种渠道与投资者加强沟通，尽可能解答投资者的疑问。

公司治理的实际状况与法律、行政法规和中国证监会发布的关于上市公司治理的规定是否存在重大差异

□是 ☑否

公司治理的实际状况与法律、行政法规和中国证监会发布的关于上市公司治理的规定不存在重大差异。

二、公司相对于控股股东、实际控制人在保证公司资产、人员、财务、机构、业务等方面的独立情况

公司成立以来，严格按照《公司法》、《证券法》等相关法律、法规和《公司章程》的要求规范运作，在资产、人员、财务、机构、业务等方面均独立于控股股东、实际控制人及其控制的其他企业，具有独立完整的业务体系及面向市场自主经营的能力。

1、资产独立

公司目前具备与生产经营有关的主要生产系统、辅助生产系统和配套设施，拥有完整的独立于控股股东、实际控制人及其控制的其他企业进行生产经营所需要的土地、厂房、机器设备、专利权、商标权等资产，具有独立的原材料采购和商品销售系统。公司资产权属清晰、完整，不存在对控股股东、实际控制人及其控制的其他企业的依赖情况，不存在资金或其他资产被控股股东、实际控制人及其控制的其他企业占用而损害公司利益的情况。

2、人员独立

公司董事、监事及高级管理人员严格按照《公司法》、《证券法》等法律法规和《公司章程》的有关规定选举和聘任产生，不存在控股股东、实际控制人越权作出人事任免决定的情况。公司的总经理、副总经理、财务负责人和董事会秘书等高级管理人员不在控股股东单位担任除董事、监事以外的其他行政职务，不在控股股东、实际控制人及其控制的其他企业领薪；公司的财务人员不在控股股东、实际控制人及其控制的其他企业中兼职。公司独立于各股东及其他关联方，公司已建立并独立执行劳动、人事及薪酬管理制度。

3、财务独立

公司已建立独立的财务核算体系、能够独立作出财务决策、具有规范的财务会计制度和对分公司、子公司的财务管理制度；公司未与控股股东、实际控制人及其控制的其他企业共用银行账户。公司财务独立，不存在为控股股东、实际控制人及其控制的其他企业提供任何形式的担保，或被控股股东、实际控制人及其控制的其他企业占用资金的情况。

4、机构独立

公司已建立健全内部经营管理机构、独立行使经营管理职权，与控股股东和实际控制人及其控制的其他企业间不存在机构混同的情形。

5、业务独立

公司具备独立的业务资质和独立开展业务的能力，拥有独立的经营决策权和实施权，并完全独立于控股股东、实际控制人及其控制的其他企业。公司的采购、研发、销售等重要职能完全由自身承担，不存在控股股东、实际控制人及其控制的其他企业通过保留上述机构损害公司利益的情形。公司的业务独立于控股股东、实际控制人及其控制的其他企业，与控股股东、实际控制人及其控制的其他企业间不存在同业竞争或者显失公平的关联交易。

三、同业竞争情况

□适用 ☑不适用

四、报告期内召开的年度股东大会和临时股东大会的有关情况

1、本报告期股东大会情况

会议届次	会议类型	投资者参与比例	召开日期	披露日期	会议决议
2023 年第一次临时股东大会	临时股东大会	68.67%	2023 年 01 月 16 日	2023 年 01 月 16 日	详见巨潮资讯网（http://www.cninfo.com.cn）披露的《2023 年第一次临时股东大会决议公告》（公告编号:2023-002）
2022 年年度股东大会	年度股东大会	68.75%	2023 年 05 月 12 日	2023 年 05 月 12 日	详见巨潮资讯网（http://www.cninfo.com.cn）披露的《2022 年年度股东大会决议公告》（公告编号:2023-032）
2023 年第二次临时股东大会	临时股东大会	69.29%	2023 年 06 月 16 日	2023 年 06 月 16 日	详见巨潮资讯网（http://www.cninfo.com.cn）披露的《2023 年第二次临时股东大会决议公告》（公告编号:2023-036）

2、表决权恢复的优先股股东请求召开临时股东大会

□适用 ☑不适用

五、公司具有表决权差异安排

□适用 ☑不适用

六、红筹架构公司治理情况

□适用 ☑不适用

七、董事、监事和高级管理人员情况

1、基本情况

姓名	性别	年龄	职务	任职状态	任期起始日期	任期终止日期	期初持股数（股）	本期增持股份数量（股）	本期减持股份数量（股）	其他增减变动（股）	期末持股数（股）	股份增减变动的原因
叶晓波	男	53	董事长、总经理	现任	2016 年 12 月 16 日	2026 年 01 月 15 日						
ANGELICA PG HU	女	54	董事、副总经理	现任	2016 年 12 月 16 日	2026 年 01 月 15 日						
徐来根	男	70	董事	现任	2016 年 12 月 16 日	2026 年 01 月 15 日						
何烽	男	51	董事	现任	2016 年 12 月 16 日	2026 年 01 月 15 日						
计维斌	男	55	独立董事	现任	2023 年 01 月 16 日	2026 年 01 月 15 日						
李文贵	女	42	独立董事	现任	2023 年 01 月 16 日	2026 年 01 月 15 日						
徐宏	男	45	独立董事	现任	2023 年 01 月 16 日	2026 年 01 月 15 日						
贾滨	男	46	独立董事	离任	2016 年 12 月 16 日	2023 年 01 月 16 日						
刘云	女	48	独立董事	离任	2016 年 12 月 16 日	2023 年 01 月 16 日						
涂必胜	男	60	独立董事	离任	2016 年 12 月 16 日	2023 年 01 月 16 日						
余珍金	男	51	监事会主席	现任	2018 年 12 月 26 日	2026 年 01 月 15 日						
鲁凤仙	女	42	监事	现任	2023 年 01 月 16 日	2026 年 01 月 15 日						
魏赟	男	41	职工代表监事	现任	2023 年 01 月 16 日	2026 年 01 月 15 日						
吴军	男	46	董事会秘书、副总经理	现任	2016 年 12 月 16 日	2026 年 01 月 15 日						
吴伯凡	男	50	财务总监、副总经理	现任	2023 年 01 月 16 日	2026 年 01 月 15 日						
尹开军	男	53	副总经理	现任	2023 年 01 月 16 日	2026 年 01 月 15 日						
阮金侠	女	40	副总经理	现任	2023 年 01 月 16 日	2026 年 01 月 15 日						
吴文明	男	40	副总经理	离任	2023 年 01 月 16 日	2023 年 11 月 13 日						
董黎慧	女	47	财务副总监	离任	2021 年 05 月 28 日	2023 年 01 月 16 日						
舒亚波	女	51	监事会主席	离任	2016 年 12 月 16 日	2023 年 01 月 16 日						
祝莉琴	女	41	职工代表监事	离任	2016 年 12 月 16 日	2023 年 01 月 16 日						

合计	--	--	--	--	--	--						--

报告期是否存在任期内董事、监事离任和高级管理人员解聘的情况

☑是 □否

2023 年 11 月 13 日吴文明先生因工作调整辞去研发中心副总经理职务，辞职后吴文明先生继续担任公司其他职务，目前已经离职。

公司董事、监事、高级管理人员变动情况

☑适用 □不适用

姓名	担任的职务	类型	日期	原因
吴文明	副总经理	解聘	2023 年 11 月 13 日	工作调整离任
贾滨	独立董事	任期满离任	2023 年 01 月 16 日	届满离任
刘云	独立董事	任期满离任	2023 年 01 月 16 日	届满离任
涂必胜	独立董事	任期满离任	2023 年 01 月 16 日	届满离任
董黎慧	财务副总监	任期满离任	2023 年 01 月 16 日	届满离任
舒亚波	监事会主席	任期满离任	2023 年 01 月 16 日	届满离任
祝莉琴	监事	任期满离任	2023 年 01 月 16 日	届满离任
计维斌	独立董事	被选举	2023 年 01 月 16 日	换届被选举
李文贵	独立董事	被选举	2023 年 01 月 16 日	换届被选举
徐宏	独立董事	被选举	2023 年 01 月 16 日	换届被选举
魏赟	职工代表监事	被选举	2023 年 01 月 16 日	换届被选举
鲁凤仙	监事	被选举	2023 年 01 月 16 日	换届被选举
吴伯凡	财务总监、副总经理	聘任	2023 年 01 月 16 日	换届聘任
尹开军	副总经理	聘任	2023 年 01 月 16 日	换届聘任
阮金侠	副总经理	聘任	2023 年 01 月 16 日	换届聘任
吴文明	副总经理	聘任	2023 年 01 月 16 日	换届聘任

2、任职情况

公司现任董事、监事、高级管理人员专业背景、主要工作经历以及目前在公司的主要职责

1、**叶晓波先生**，1971 年生，中国国籍，无境外永久居留权，大专学历，高级经济师。现任公司董事长、总经理。1990 年至 1994 年，就职于余姚市财政税务局；1994 年至 1998 年，澳大利亚自由职业；1998 年至 2017 年，任 SKA 董事；2001 年至 2006 年，任大叶工业副总经理；2008 年至 2017 年，任 GOTEX 董事；2007 年至 2009 年，任汇康电器董事；2012 年至 2017 年，任大叶安圭拉董事；2006 年至今，历任公司执行董事、董事长、总经理。叶晓波还兼任宁波大叶投资有限公司监事、香港谷泰董事、香港金德董事、金大叶执行董事、中国电器工业协会电动工具分会副理事长、中国林业机械协会园林机械及园艺工具分会副会长、中国内燃机工业协会小汽油机分会副理事长、全国林业机械标准化技术委员会委员、宁波市工商业联合会执行委员、宁波市工商联合会国际合作工作委员会主任、余姚工商业联合会副会长、余姚市国际商会会长、余姚市经济开发区新生代企业家联谊会会长及在公司部分子公司担任董事。

2、**ANGELICA PG HU 女士**，1970 年生，澳大利亚国籍，研究生学位、大专学历。现任公司董事、副总经理。1992 年至 1996 年，就职于余姚市职成教中心学校；1996 年至 2013 年，澳大利亚自由职业；1998 年至 2017 年，任 SKA 董事；2013 年至今，历任公司采购部经理、总经理助理、副总经理、董事。ANGELICA PG HU 还兼任公司部分子公司董事。

3、**徐来根先生**，1954 年生，中国国籍，拥有澳大利亚永久居留权，大专学历，高级经济师。现任公司董事。1989 年至 1993 年，任浙江吸尘器厂厂长；1993 年至 2008 年，任宁波富达股份有限公司总裁；1998 年至 2020 年，任岱山富达电器有限公司董事长；2008 年至今，历任公司高级顾问、董事，并兼任公司部分子公司董事。

4、**何烽先生**， 1973 年 12 月生，中国国籍，无境外永久居留权，复旦大学毕业，硕士研究生学历，高级会计师、注册会计师（非执业），现任公司董事。1998 年至 2010 年，任天健会计师事务所高级经理；2010 年至 2011 年，任杭州电缆股份有限公司股改负责人；2011 年至 2016 年，任杭州好望角投资管理有限公司投资总监；2016 年至今，杭州远宁投资管理有限公司董事和总经理、杭州远宁荟智投资管理合伙企业（普通合伙）委派代表。2016 年 12 月至今任公司董事。

5、**计维斌先生**, 1969 年生，中国国籍，无境外永久居留权，博士研究生学历，教授级高工，江苏工学院（现江苏大学）内燃机设计与制造专业本科毕业，上海机械学院（现上海理工大学）流体力学专业硕士毕业，同济大学动力机械及工程专业博士毕业。1993 年 7 月至 2011 年 9 月进入上海内燃机研究所工作，分别为助理工程师、工程师、高工、副处长；2011 年 10 月至 2022 年 6 月，在上汽集团商用车技术中心工作，分别任行服检测部副总监、行业服务部总监； 2022 年 7 月至今，上海机动车检测认证技术研究中心有限公司前瞻技术部副部长、总监。2017 年 10 月开始先后担任湖南机油泵股份有限公司、广东正扬传感科技股份有限公司独立董事;2023 年 1 月至今任公司独立董事。

6、**李文贵女士**，1982 年生，中国国籍，无境外永久居留权，教授、博士生导师，毕业于武汉大学经济与管理学院。2005 年 7 月至今担任浙江财经大学会计学院专任教师；2020 年 1 月至 2023 年 12 月担任浙江财经大学会计学院副院长；2023 年 12 月至今担任浙江财经大学会计学院院长。自 2015 年以来，先后担任中源家居股份有限公司、曼卡龙珠宝股份有限公司、宁波市天普橡胶科技股份有限公司;2023 年 1 月至今任公司独立董事。

7、**徐宏先生**，1979 年生，中国国籍，无境外永久居留权，毕业于中国人民大学，博士研究生学历，现为华东政法大学副教授，企业合规研究中心主任，硕士生导师。2010 年 6 月至 2012 年 6 月挂任安徽省安庆市大观区人民政府区长助理，党组成员。2012 年 7 月至今，华东政法大学法学博士后，副教授，

研究员。2019 年 11 月开始先后担任华荣科技股份有限公司独立董事， 上海科华生物工程有限公司;2023 年 1 月至今任公司独立董事。

8、**余珍金先生**，1973 年生，中国国籍，无境外永久居留权，大专学历。现任公司监事。1995 年至 2009 年，任 TTI 技术员、助理主管；2009 年至 2010 年，任安徽黄山高尔夫基建工程项目经理；2010 年至 2014 年，任常州格力博工具有限公司实验室经理；2014 年至今，历任公司测试中心高级经理、品质中心副总监，总监；2018 年至今任公司监事、监事会主席。

9、鲁凤仙女士，1982 年生，中国国籍，无境外永久居留权，大专学历。2004 年至 2005 年，任宁波捷丰家居有限公司 单证员；2005 年至 2006 年，宁波方圆汽摩有限公司任单证员;2006 年至今，任公司单证组组长。2023 年 1 月 16 日起任公司监事。

10、魏赟先生，1983 年生，中国国籍，无境外永久居留权，大专学历。2005 年至 2007 年任余姚威尔计算机科技有限公司程序员；2007 年至今，任公司信息部软件管理员、组长。2023 年 1 月 16 日起任公司监事。

11、吴军先生，1978 年生，中国国籍，无境外永久居留权，本科学历。现任公司董事会秘书、副总经理。1999 年至 2002 年，任浙江万安达消防设备有限公司信息部网管；2002 年至 2004 年，任宁波富达股份有限公司软件工程师；2004 年至 2012 年，任宁波长城精工实业有限公司信息中心主任、办公室主任；2012 年至今，任公司总经办主任、董事会秘书、副总经理。

12、吴伯凡先生：吴伯凡先生：1974 年生，中国国籍，无境外永久居留权，硕士研究生学历及硕士学位,高级会计师。现任公司财务总监。2006 年至 2009 年任宁波康大美术画材集团股份有限公司财务总监；2009 年至 2011 年任浙江永强集团股份有限公司财务经理；2012 年至 2016 年任宁波千和投资有限公司财务总监；2017 年至 2018 年任宁波吉田智能洁具科技有限公司财务总监；2018 年至 2019 年任宁波惠之星新材料科技有限公司财务总监；2019 年至 2020 年任宁波吉田智能洁具科技有限公司财务总监、董事会秘书; 2021 年至 2021 年任长华控股集团股份有限公司财务负责人、董事会秘书;2021 年至 2022 年任伯乐智能装备股份有限公司董事、副总经理、财务负责人、董事会秘书。2021 年至今任宁波康大美术画材集团股份有限公司独立董事。2023 年至今任公司财务总监、副总经理。

13、尹开军先生，1971 年生，中国国籍，无境外永久居留权，本科学历。 现任公司副总经理。1995 年至 2011 年任广东东莞伟易达电子厂生产总管和 IE 经理; 2011 年至 2014 年任宁波奥克斯集团高科技有限公司制造总监，IE 总监; 2015 年至 2019 年任浙江万马股份有限公司制造总监; 2019 年至 2022 年任宁波高松电子有限公司生产总监;2022 年至今任公司运营中心副总经理。

14、阮金侠女士, 1984 年生，中国国籍，无境外永久居留权，博士研究生学历，高级技师职称。现任公司副总经理。2008 年至 2014 年任宏发股份宁波金海电子有限公司经理助理;2014 年至 2016 年参加香港大学商丘东德心理研究院临床催眠治疗硕士研修;2016 年至 2019 年任腾日控股集团企管副总裁;2019 年至今任公司人才中心副总经理。

在股东单位任职情况

☑适用 □不适用

任职人员姓名	股东单位名称	在股东单位担任的职务	任期起始日期	任期终止日期	在股东单位是否领取报酬津贴
叶晓波	香港谷泰	董事	2009 年 12 月 21 日		否
叶晓波	香港金德	董事	2009 年 12 月 21 日		否
叶晓波	金大叶	执行董事	2016 年 08 月 18 日		否

在其他单位任职情况

☑适用 □不适用

任职人员姓名	其他单位名称	在其他单位担任的职务	任期起始日期	任期终止日期	在其他单位是否领取报酬津贴
叶晓波	宁波大叶投资有限公司	监事	2010 年 09 月 27 日		否
叶晓波	宁波市工商业联合会	执行委员	2016 年 11 月 16 日		否
叶晓波	宁波市工商联合会国际合作工作委员会	主任	2023 年 12 月 28 日		否
叶晓波	余姚市国际商会	会长	2023 年 05 月 19 日	2028 年 05 月 19 日	否
叶晓波	余姚市经济开发区新生代企业家联谊会	会长	2015 年 01 月 16 日		否
叶晓波	余姚工商业联合会	副会长	2015 年 01 月 16 日		否
叶晓波	余姚经济开发区商会	会长	2015 年 11 月 12 日	2023 年 05 月 26 日	否
叶晓波	全国林业机械标准化技术委员会	委员	2016 年 07 月 27 日		否
叶晓波	中国内燃机工业协会小汽油机分会	副理事长	2017 年 03 月 17 日		否
叶晓波	中国电器工业协会电动工具分会	副理事长	2018 年 11 月 23 日		否
叶晓波	中国林业机械协会园林机械及园艺工具分会	副会长	2019 年 03 月 11 日		否
叶晓波	领越智能	执行董事兼总经理	2018 年 02 月 12 日		否
叶晓波	鸿越智能	执行董事兼总经理	2020 年 10 月 22 日		否
叶晓波	大叶欧洲	董事	2014 年 09 月 24 日		否
叶晓波	大叶北美	董事、总裁	2017 年 06 月 16 日		否
叶晓波	大叶鸿博	董事	2020 年 08 月 21 日		否
叶晓波	大叶润博	董事	2020 年 08 月 25 日		否
叶晓波	大叶新加坡	董事	2020 年 08 月 25 日		否
叶晓波	大叶香港	董事	2017 年 06 月 14 日		否
叶晓波	大叶电子商务	执行董事兼总经理	2022 年 12 月 22 日		否
叶晓波	大叶供应链	执行董事兼总经理	2022 年 12 月 27 日		否
ANGELICA PG HU	大叶泰国	董事	2020 年 09 月 16 日		否

ANGELICA PG HU	大叶北美	董事	2017 年 06 月 16 日		否
ANGELICA PG HU	大叶墨西哥	董事	2022 年 08 月 03 日		否
ANGELICA PG HU	摩克斯北美	董事	2022 年 06 月 21 日		否
徐来根	余姚捷华动力机械有限公司	董事	2010 年 02 月 08 日		否
徐来根	新世纪红枫发展有限公司	董事	2001 年 11 月 07 日		否
徐来根	大叶鸿博	董事	2020 年 08 月 21 日		否
徐来根	大叶润博	董事	2020 年 08 月 25 日		否
徐来根	大叶新加坡	董事	2020 年 08 月 25 日		否
徐来根	大叶香港	董事	2017 年 06 月 14 日		否
何烽	浙江致祥新材料有限公司	执行董事兼总经理	2023 年 02 月 22 日		否
何烽	杭州恒生数字设备科技有限公司	董事长	2022 年 09 月 26 日		否
何烽	浙江海利环保科技股份有限公司	董事	2022 年 09 月 23 日		否
何烽	浙江诚鸿医疗投资管理股份有限公司	董事	2021 年 06 月 03 日		否
何烽	杭州和顺科技股份有限公司	董事	2019 年 09 月 17 日		否
何烽	杭州和兴碳纤维科技有限公司	董事	2023 年 12 月 12 日		否
何烽	杭州长乔旅游投资集团股份有限公司	董事	2019 年 06 月 04 日		否
何烽	杭州联汇科技股份有限公司	董事	2015 年 11 月 19 日		否
何烽	杭州远宁投资管理有限公司	执行董事兼总经理	2020 年 01 月 02 日		否
何烽	杭州远宁荟智投资管理合伙企业（普通合伙）	委派代表	2016 年 02 月 17 日		是
何烽	杭州远宁荟鑫投资合伙企业（有限合伙）	委派代表	2016 年 03 月 16 日		否
何烽	杭州远宁睿鑫投资管理合伙企业（有限合伙）	委派代表	2018 年 03 月 29 日		否
何烽	杭州远宁奕鑫股权投资合伙企业（有限合伙）	委派代表	2020 年 10 月 15 日		否
何烽	杭州好望角禹航投资合伙企业（有限合伙）	委派代表	2016 年 10 月 09 日		否
何烽	上海宾酷网络科技股份有限公司	董事	2016 年 12 月 19 日		否
何烽	苏州梦想人软件科技有限公司	董事	2015 年 07 月 17 日		否
何烽	深圳市三源色文化传播有限公司	董事	2015 年 09 月 10 日		否
何烽	浙江博艺网络文化有限公司	董事	2016 年 04 月 28 日		否
何烽	杭州掌酷信息科技有限公司	董事	2011 年 11 月 22 日		否
何烽	浙江连天美企业管理有限公司	监事	2022 年 11 月 22 日		否
何烽	中道汽车救援股份有限公司	监事	2022 年 07 月 26 日		否
计维斌	湖南机油泵股份有限公司	独立董事	2017 年 10 月 11 日	2023 年 10 月 11 日	是
计维斌	上海机动车检测认证技术研究中心有限公司	副部长（前瞻技术部）	2022 年 07 月 01 日	2024 年 01 月 23 日	是
计维斌	上海机动车检测认证技术研究中心有限公司	总工程师（政研标准中心）	2024 年 01 月 23 日		是
计维斌	广东正扬传感科技股份有限公司	独立董事（非上市）	2022 年 09 月 01 日		是
李文贵	宁波市天普橡胶科技股份有限	独立董事	2021 年 09 月 08 日		是

	公司				
李文贵	福斯达深冷装备股份有限公司	独立董事	2020 年 10 月 26 日		是
李文贵	浙江财经大学	会计学院院长兼党委副书记	2023 年 12 月 12 日		是
徐宏	华荣科技股份有限公司	独立董事	2019 年 11 月 01 日		是
徐宏	上海定达律师事务所	高级顾问	2016 年 07 月 01 日		否
徐宏	华东政法大学	副教授	2012 年 07 月 01 日		是
徐宏	高铭暄学术馆	副馆长	2023 年 03 月 01 日		否
徐宏	西北政法大学反恐怖研究院	特聘研究员	2022 年 10 月 05 日		否
徐宏	上海科华生物工程股份有限公司	独立董事	2023 年 06 月 28 日		是
魏赟	大叶电子商务	监事	2022 年 12 月 27 日		否
魏赟	大叶供应链	监事	2022 年 12 月 27 日		否
吴伯凡	宁波康大美术画材集团股份有限公司	独立董事	2021 年 07 月 30 日		是

公司现任及报告期内离任董事、监事和高级管理人员近三年证券监管机构处罚的情况

□适用 ☑不适用

3、董事、监事、高级管理人员报酬情况

董事、监事、高级管理人员报酬的决策程序、确定依据、实际支付情况

1、决策程序：公司建立了较为完善的绩效考核体系和决策程序，根据《公司章程》和《董事会薪酬与考核委员会工作细则》等规定，公司董事、监事报酬或津贴由股东大会决定，高级管理人员报酬由董事会决定。公司内部董事、监事按在公司担任的职务和履职情况发放薪酬，不再另外支付董事或监事津贴；公司外部董事不在公司领取报酬或津贴；独立董事津贴由股东大会决定。

2、确定依据：公司董事、监事按照在公司担任的职务和履职情况，经公司股东大会审议通过后，按月发放； 公司高级管理人员的年薪分为基本年薪和绩效年薪两部分，基本年薪按照月度发放，绩效年薪年底发放。高级管理人员的绩效薪酬根据公司年度经营、财务目标，结合高级管理人员的年度绩效考核结果确定。

3、实际支付情况：董事、监事和高级管理人员的薪酬均已按照确定的薪酬标准全额支付。根据《公司章程》 的相关规定，公司董事和监事的薪酬由股东大会审议批准；公司高级管理人员的薪酬由董事会审议批准。

公司报告期内董事、监事和高级管理人员报酬情况

单位：万元

姓名	性别	年龄	职务	任职状态	从公司获得的税前报酬总额	是否在公司关联方获取报酬
叶晓波	男	53	董事长、总经理	现任	54.35	否
ANGELICA PG HU	女	54	董事、副总经理	现任	51.55	否
徐来根	男	70	董事	现任	0	否
何烽	男	51	董事	现任	0	否

计维斌	男	55	独立董事	现任	8.05	否
李文贵	女	42	独立董事	现任	8.05	否
徐宏	男	45	独立董事	现任	8.05	否
贾滨	男	46	独立董事	离任	0	否
刘云	女	48	独立董事	离任	0	否
涂必胜	男	60	独立董事	离任	0	否
余珍金	男	51	监事会主席	现任	35.49	否
鲁凤仙	女	42	监事	现任	15.38	否
魏赟	男	41	职工代表监事	现任	13.96	否
吴军	男	46	董事会秘书、副总经理	现任	40.78	否
吴伯凡	男	50	财务总监、副总经理	现任	57.58	否
尹开军	男	53	副总经理	现任	58.03	否
阮金侠	女	40	副总经理	现任	50.71	否
吴文明	男	40	副总经理	离任	38.16	否
董黎慧	女	47	财务副总监	离任	25.01	否
舒亚波	女	51	监事会主席	离任	24.02	否
祝莉琴	女	41	职工代表监事	离任	18.58	否
合计	--	--	--	--	507.75	--

其他情况说明

□适用 ☑不适用

八、报告期内董事履行职责的情况

1、本报告期董事会情况

会议届次	召开日期	披露日期	会议决议
第三届董事会第一次会议	2023 年 01 月 16 日	2023 年 01 月 16 日	详见巨潮资讯网（http://www.cninfo.com.cn）披露的《第三届董事会第一次会议决议公告》（公告编号:2023-003）
第三届董事会第二次会议	2023 年 02 月 16 日	2023 年 02 月 16 日	详见巨潮资讯网（http://www.cninfo.com.cn）披露的《第三届董事会第二次会议决议公告》（公告编号:2023-008）
第三届董事会第三次会议	2023 年 04 月 14 日	2023 年 04 月 18 日	详见巨潮资讯网（http://www.cninfo.com.cn）披露的《董事会会议决议公告》（公告编号:2023-013）
第三届董事会第四次会议	2023 年 04 月 24 日	2023 年 04 月 25 日	详见巨潮资讯网（http://www.cninfo.com.cn）披露的《第三届董事会第四次会议决议公告》（公告编号:2023-025）
第三届董事会第五次会议	2023 年 05 月 31 日	2023 年 06 月 01 日	详见巨潮资讯网（http://www.cninfo.com.cn）披露的《第三届董事会第五次会议决议公告》（公告编号:2023-033）
第三届董事会第六次会议	2023 年 07 月 12 日	2023 年 07 月 13 日	详见巨潮资讯网（http://www.cninfo.com.cn）披露的《第三届董事会第六次会议决议公告》（公告编号:2023-037）
第三届董事会第七次会议	2023 年 08 月 09 日	2023 年 08 月 10 日	详见巨潮资讯网（http://www.cninfo.com.cn）披露的《第三届董事会第七次会议决议公告》（公告编号:2023-049）

第三届董事会第八次会议	2023 年 08 月 25 日	2023 年 08 月 29 日	详见巨潮资讯网（http://www.cninfo.com.cn）披露的《董事会决议公告》（公告编号:2023-060）
第三届董事会第九次会议	2023 年 09 月 08 日	2023 年 09 月 08 日	详见巨潮资讯网（http://www.cninfo.com.cn）披露的《第三届董事会第九次会议决议公告》（公告编号:2023-065）
第三届董事会第十次会议	2023 年 09 月 20 日	2023 年 09 月 20 日	详见巨潮资讯网（http://www.cninfo.com.cn）披露的《第三届董事会第十次会议决议公告》（公告编号:2023-067）
第三届董事会第十一次会议	2023 年 10 月 24 日		审议通过了《关于<2023 年第三季度报告>的议案》
第三届董事会第十二次会议	2023 年 12 月 06 日	2023 年 12 月 06 日	详见巨潮资讯网（http://www.cninfo.com.cn）披露的《第三届董事会第十二次会议决议公告》（公告编号:2023-073）

2、董事出席董事会及股东大会的情况

董事出席董事会及股东大会的情况							
董事姓名	本报告期应参加董事会次数	现场出席董事会次数	以通讯方式参加董事会次数	委托出席董事会次数	缺席董事会次数	是否连续两次未亲自参加董事会会议	出席股东大会次数
叶晓波	12	12	0	0	0	否	3
ANGELICA PG HU	12	12	0	0	0	否	3
徐来根	12	12	0	0	0	否	3
何烽	12	0	12	0	0	否	3
计维斌	12	0	12	0	0	否	2
李文贵	12	0	12	0	0	否	2
徐宏	12	0	12	0	0	否	2
贾滨	0	0	0	0	0	否	1
涂必胜	0	0	0	0	0	否	1
刘云	0	0	0	0	0	否	1

连续两次未亲自出席董事会的说明

无

3、董事对公司有关事项提出异议的情况

董事对公司有关事项是否提出异议

□是 ☑否

报告期内董事对公司有关事项未提出异议。

4、董事履行职责的其他说明

董事对公司有关建议是否被采纳

☑是 □否

董事对公司有关建议被采纳或未被采纳的说明

报告期内，公司全体董事勤勉尽责，严格按照中国证监会和深圳证券交易所的相关规定以及《公司章程》、《董事会议事规则》等制度开展工作，高度关注公司规范运作和经营情况，根据公司的实际情况，对公司的重大治理和经营决策提出了相关的意见，经过充分沟通讨论，形成一致意见，并坚决监督和推动董事会决议的执行，确保决策科学、及时、高效，维护公司和全体股东的合法权益。

九、董事会下设专门委员会在报告期内的情况

委员会名称	成员情况	召开会议次数	召开日期	会议内容	提出的重要意见和建议	其他履行职责的情况	异议事项具体情况（如有）
审计委员会	何烽、李文贵、徐宏	4	2023 年 01 月 06 日	审议并通过 1.《2022 年第四季度内部审计报告》 2.《2023 年第一季度内部审计计划》	全体委员（涂必胜、刘云、何锋）一致同意以上 2 项议案		
			2023 年 04 月 14 日	审议并通过 1.《关于拟续聘会计师事务所的议案》 2.《2023 年第一季度内部审计报告》 3.《2023 年第二季度内部审计计划》 4、《关于<公司 2022 年年度报告全文及其摘要>的议案》 5、《关于<公司 2022 年度财务决算报告>的议案》 6、《关于<公司 2022 年度内部控制自我评价报告>的议案》	全体委员（何烽、李文贵、徐宏）一致同意以上 6 项议案		
			2023 年 08 月 25 日	审议并通过 1.《关于<公司 2023 年半年度报告全文及其摘要>的议案》 2.《2023 年第二季度内部审计报告》 3.《2023 年第三季度内部审计计划》	全体委员（何烽、李文贵、徐宏）一致同意以上 3 项议案		
			2023 年 10 月 24 日	审议并通过 1.《关于<公司 2023 年第三季度报告>的议案》； 2.《2023 年三季度内审部工作报告》； 3.《2023 年四季度内审部工作计划》	全体委员（何烽、李文贵、徐宏）一致同意以上 3 项议案		

提名委员会	计维斌、李文贵、徐宏	1	2023 年 01 月 16 日	审议并通过《关于聘任公司高级管理人员的议案》	全体委员（计维斌、李文贵、徐宏）一致同意以上议案		

十、监事会工作情况

监事会在报告期内的监督活动中发现公司是否存在风险

□是 ☑否

监事会对报告期内的监督事项无异议。

十一、公司员工情况

1、员工数量、专业构成及教育程度

报告期末母公司在职员工的数量（人）	784
报告期末主要子公司在职员工的数量（人）	318
报告期末在职员工的数量合计（人）	1,102
当期领取薪酬员工总人数（人）	1,102
母公司及主要子公司需承担费用的离退休职工人数（人）	0
专业构成	
专业构成类别	专业构成人数（人）
生产人员	694
销售人员	67
技术人员	252
财务人员	19
行政人员	70
合计	1,102
教育程度	
教育程度类别	数量（人）
博士	1
硕士	19
本科	247
大专	335
高中及以下	500
合计	1,102

2、薪酬政策

公司在严格遵守劳动法律法规政策，建立规范的薪酬体系，其目的是为更好吸引、保留和激励人才，充分调动员工的工作积极性和创造性，为公司发展提供人力资源保障，从而助力公司经营目标的达成。公司薪酬体系设计以岗位价值及业绩为原则为导向，参照行业市场薪酬水平，充分考虑员工综合能力及绩效表现，进一步强化绩效与激励的对应关系，因此，公司及各子公司均制定相关制度，以规范公司的

薪酬体系，与此同时，公司也为员工提供人性化的关怀与福利保障，除五险一金法定福利以外，还为员工提供其它福利及补助，不断提高员工的满意度和忠诚度，实现公司与员工双赢。

3、培训计划

公司高度重视人才储备和培养，坚持创新，坚持践行以人为本的人才发展理念，通过科学的培训管理体系，引进外部优秀培训资源，全面提升全员业务技能和综合素质。

一、2023 年度公司通过提升员工能力、素质和绩效，以实现组织的战略目标，具体如下：

1、实施师带徒制度：一对一帮扶，提高工作效率和质量的同时，确保核心知识和经验得到传承。

2、提升管理层竞争力：引进外部资源培养管理层的领导力和战略思维等能力，提升整体竞争力。

3、专项培养：管培生团队培养、讲师团队培养、安全员团队培养、销售团队培养及其他专业技能培养等，通过参与项目提升综合能力。

二、2024 年公司人才发展将继续紧贴业务战略，依托企业大学—阳明学院，加快学习型组织建设进程，确保企业可持续发展，具体如下：

1、完善培训管理体系，建立有效的人才评估机制。

2、重点开发优质课程、提升讲师团队素质，加强人才培育。

3、引进外部优质管理资源，为管理团队赋能。

4、关注员工成长需求，提供多元化发展机会，加快人才梯队建设，营造良好的文化氛围。

5、坚持创新，聚焦业务新思想和解决方案，适应不断变化的市场和业务需求。

4、劳务外包情况

☑适用 □不适用

劳务外包的工时总数（小时）	790,665.13
劳务外包支付的报酬总额（元）	18,578,016.41

十二、公司利润分配及资本公积金转增股本情况

报告期内利润分配政策，特别是现金分红政策的制定、执行或调整情况

☑适用 □不适用

公司首次公开发行股票并上市后适用的《公司章程》第一百五十五条规定了公司利润分配政策，包括公司现金分红的条件和比例等。

（一）目前适用的《公司章程》规定的利润分配政策如下：

1、利润分配原则：公司应当执行稳定、持续的利润分配政策，利润分配应当重视对投资者的合理投资回报并兼顾公司的可持续发展。公司利润分配不得超过累计可分配利润范围。

2、利润分配形式：公司利润分配可采取现金、股票、现金股票相结合或者法律许可的其他方式。

3、中期利润分配：在有条件的情况下，公司可以进行中期利润分配。

4、现金利润分配：在公司当年经审计的净利润为正数且符合《公司法》规定的利润分配条件的情况下，如无重大投资计划或重大现金支出发生，公司每年度采取的利润分配方式中应当含有现金分配方式。连续三个会计年度内，公司以现金方式累计分配的利润不少于该三年实现的年均可分配利润的 30%。

5、股票利润分配：公司在实施以现金方式分配利润的同时，可以以股票方式分配利润。公司在确定以股票方式分配利润的具体金额时，应充分考虑以股票方式分配利润后的总股本是否与公司目前的经营规模相适应，并考虑对未来债权融资成本的影响，以确保分配方案符合全体股东的整体利益。

6、利润分配方式的实施：公司股东大会按照既定利润分配政策对利润分配方案作出决议后，公司董事会须在股东大会召开后二个月内完成股利（或股份）的派发事项。

7、如公司董事会做出不实施利润分配或实施利润分配的方案中不含现金分配方式决定的，应就其作出不实施利润分配或实施利润分配的方案中不含现金分配方式的理由，在定期报告中予以披露，公司独立董事应对此发表独立意见。

8、公司的利润分配政策不得随意变更。如现行政策与公司生产经营情况、投资规划和长期发展的需要确实发生冲突的，可以调整利润分配政策。调整利润分配政策应广泛征求独立董事、监事、公众投资者的意见，调整后的利润分配政策不得违反中国证监会和证券交易所的有关规定，有关调整利润分配政策的议案需经公司董事会审议后提交公司股东大会批准。

重大投资计划或重大现金支出指以下情形之一：（1）公司未来十二个月内拟对外投资、收购资产或购买设备累计支出达到或超过公司最近一期经审计净资产的 50%，且超过 5,000 万元；（2）公司未来十二个月内拟对外投资、收购资产或购买设备累计支出达到或超过公司最近一期经审计总资产的 30%。

（二）公司的差异化现金分红政策

公司董事会应当综合考虑公司所处行业特点、发展阶段、自身经营模式、盈利水平以及是否有重大资金支出安排等因素，区分下列情形，并按照本章程规定的程序，提出差异化的现金分红政策：

1、公司发展阶段属成熟期且无重大资金支出安排的，进行利润分配时，现金分红在本次利润分配中所占比例最低应达到 80%；

2、公司发展阶段属成熟期且有重大资金支出安排的，进行利润分配时，现金分红在本次利润分配中所占比例最低应达到 40%；

3、公司发展阶段属成长期且有重大资金支出安排的，进行利润分配时，现金分红在本次利润分配中所占比例最低应达到 20%。

现金分红政策的专项说明	
是否符合公司章程的规定或股东大会决议的要求：	是
分红标准和比例是否明确和清晰：	是
相关的决策程序和机制是否完备：	是
独立董事是否履职尽责并发挥了应有的作用：	是
公司未进行现金分红的，应当披露具体原因，以及下一步为增强投资者回报水平拟采取的举措：	是
中小股东是否有充分表达意见和诉求的机会，其合法权益是否得到了充分保护：	是
现金分红政策进行调整或变更的，条件及程序是否合规、透明：	不适用

公司报告期利润分配预案及资本公积金转增股本预案与公司章程和分红管理办法等的相关规定一致

☑是 □否 □不适用

公司报告期利润分配预案及资本公积金转增股本预案符合公司章程等的相关规定。

本年度利润分配及资本公积金转增股本情况

分配预案的股本基数（股）	160,014,525
现金分红金额（元）（含税）	0.00
以其他方式（如回购股份）现金分红金额（元）	0.00
可分配利润（元）	121,218,634.02
现金分红总额（含其他方式）占利润分配总额的比例	0.00%
本次现金分红情况	
其他	
利润分配或资本公积金转增预案的详细情况说明	
鉴于公司 2023 年度未实现盈利，同时考虑目前公司正值海外生产基地建设、加强新产品研发关键时期，未来对海外生产基地及新产品的投入较大，为保障公司持续发展、平稳运营，更好地维护全体股东的长远利益，并结合公司 2024 年经营计划和资金需求，公司拟定 2023 年度利润分配方案为：不派发现金红利，不送红股，不以资本公积金转增股本。	

公司报告期内盈利且母公司可供股东分配利润为正但未提出现金红利分配预案

□适用 ☑不适用

十三、公司股权激励计划、员工持股计划或其他员工激励措施的实施情况

☑适用 □不适用

1、股权激励

1、2021 年 10 月 22 日，公司召开第二届董事会第十四次会议，会议审议通过公司《关于〈2021 年限制性股票激励计划（草案）〉及其摘要的议案》、《关于〈2021 年限制性股票激励计划实施考核管理办法〉的议案》、《关于提请股东大会授权董事会办理 2021 年限制性股票激励相关事宜的议案》、《关于提请召开公司 2021 年第一次临时股东大会的议案》。公司独立董事就本激励计划相关议案发表了独立意见。

同日，公司召开第二届监事会第九次会议，审议通过公司《关于〈2021 年限制性股票激励计划（草案）〉及其摘要的议案》、《关于〈2021 年限制性股票激励计划实施考核管理办法〉的议案》、《关于核实〈宁波大叶园林设备股份有限公司 2021 年限制性股票激励计划激励对象名单〉的议案》。

2、2021 年 10 月 26 日，公司于中国证监会指定的创业板信息披露网站巨潮资讯网(http://www.cninfo.com.cn)上披露了《宁波大叶园林设备股份有限公司独立董事公开征集委托投票权报告书》，根据公司其他独立董事的委托，独立董事刘云作为征集人，就公司拟于 2021 年 11 月 16 日召开的 2021 年第一次临时股东大会中审议的 2021 年限制性股票激励计划（以下简称“本激励计划”）相关议案向公司全体股东征集投票权。

3、2021 年 11 月 1 日至 2021 年 11 月 10 日，公司对本激励计划拟授予激励对象的姓名和职务在公司内部进行了公示。在公示期内，公司监事会未收到与本激励计划激励对象有关的任何异议。2021 年 11 月 11 日，公司于中国证监会指定的创业板信息披露网站巨潮资讯网(http://www.cninfo.com.cn) 披露了《宁波大叶园林设备股份有限公司监事会关于 2021 年限制性股票激励计划激励对象名单的审核意见及公示情况说明》（公告编号：2021-041）。

4、2021 年 11 月 16 日，公司召开 2021 年第一次临时股东大会，审议并通过公司《关于〈2021 年限制性股票激励计划（草案）〉及其摘要的议案》、《关于〈2021 年限制性股票激励计划实施考核管理办法〉的议案》、《关于提请股东大会授权董事会办理 2021 年限制性股票激励相关事宜的议案》。公司实施本激励计划获得股东大会批准，董事会被授权确定限制性股票授予日、在激励对象符合条件时向激励对象授予限制性股票并办理授予限制性股票所必需的全部事宜。

5、2021 年 11 月 16 日，公司于中国证监会指定的创业板信息披露网站巨潮资讯网(http://www.cninfo.com.cn) 披露了《宁波大叶园林设备股份有限公司关于 2021 年限制性股票激励计划内幕信息知情人及激励对象买卖公司股票情况的自查报告》（公告编号：2021-044）。

6、2021 年 11 月 24 日，公司召开第二届董事会第十五次会议与第二届监事会第十次会议，审议通过了《关于调整公司 2021 年限制性股票激励计划相关事项的议案》、《关于向激励对象授予限制性股票的议案》。公司独立董事对该事项发表了独立意见。监事会对授予日的激励对象名单进行核实并发表了核查意见，同意公司本次激励计划授予的激励对象名单。

7、2023 年 4 月 14 日，公司召开第三届董事会第三次会议与第三届监事会第二次会议，审议通过了《关于作废部分已授予尚未归属的第二类限制性股票的议案》。公司独立董事对该事项发表了独立意见。律师和独立财务顾问对该事项发表了相关意见。

8、2024 年 4 月 19 日，公司召开第三届董事会第十五次会议与第三届监事会第八次会议，审议通过了《关于作废部分已授予尚未归属的第二类限制性股票的议案》。 该事项已经由薪酬与考核委员会审议通过，律师和独立财务顾问对该事项发表了相关意见。

董事、高级管理人员获得的股权激励

☑适用 □不适用

单位：股

姓名	职务	年初持有股票期权数量	报告期新授予股票期权数量	报告期内可行权股数	报告期内已行权股数	报告期内已行权股数行权价格（元/股）	期末持有股票期权数量	报告期末市价（元/股）	期初持有限制性股票数量	本期已解锁股份数量	报告期新授予限制性股票数量	限制性股票的授予价格（元/股）	期末持有限制性股票数量
ANGELICA PG HU	董事兼副总经理								200,000	0	-60,000	9.29	140,000
合计	--	0	0	0	0	--	0	--	200,000	0	-60,000	--	140,000
备注（如有）	2023 年期初，董事兼副总经理 ANGELICA PG HU 持有第二类限制性股票 200,000 股，2023 年 4 月 14 日，公司召开第三届董事会第三次会议与第三届监事会第二次会议，审议通过了《关于作废部分已授予尚未归属的第二类限制性股票的议案》，作废其持有的 60,000 股第二类限制性股票，截至 2023 年 12 月 31 日还持有 140,000 股第二类限制性股票。												

高级管理人员的考评机制及激励情况

公司制定了高级管理人员薪酬方案，不断完善高级管理人员绩效考评体系和薪酬制度。董事会薪酬与考核委员会根据每位高级管理人员的职务职级、岗位责任、工作绩效以及任务目标完成情况等确定不同职务高级管理人员的薪酬标准范围，体现责权利对等的原则，薪酬与岗位重要性、工作量、承担责任相符，保持公司薪酬的吸引力及在市场上的竞争力。报告期内，公司高级管理人员能够依法依规履行职责，积极落实公司股东大会和董事会相关决议，认真履行了分管工作职责。

2、员工持股计划的实施情况

□适用 ☑不适用

3、其他员工激励措施

□适用 ☑不适用

十四、报告期内的内部控制制度建设及实施情况

1、内部控制建设及实施情况

报告期内公司根据《企业内部控制基本规范》及其配套指引的规定，对内部控制体系进行适时的更新和完善，建立一套设计科学、简洁适用、运行有效的内部控制体系，并由审计委员会、内部审计部门共同组成公司的风险内控管理组织体系，对公司的内部控制管理进行监督与评价。公司通过内部控制体系的运行、分析与评价，有效防范了经营管理中的风险，促进了内部控制目标的实现。

2、报告期内发现的内部控制重大缺陷的具体情况

□是 ☑否

十五、公司报告期内对子公司的管理控制情况

公司名称	整合计划	整合进展	整合中遇到的问题	已采取的解决措施	解决进展	后续解决计划
不适用	不适用	不适用	不适用	不适用	不适用	不适用

十六、内部控制评价报告或内部控制审计报告

1、内控评价报告

内部控制评价报告全文披露日期	2024 年 04 月 23 日	
内部控制评价报告全文披露索引	巨潮资讯网（http://www.cninfo.com.cn）	
纳入评价范围单位资产总额占公司合并财务报表资产总额的比例	100.00%	
纳入评价范围单位营业收入占公司合并财务报表营业收入的比例	100.00%	
缺陷认定标准		
类别	财务报告	非财务报告
定性标准	公司确定的财务报告内部控制缺陷评价的定性标准如下： 1、重大缺陷 （1）董事、监事和高级管理人员舞弊； （2）严重违反法律法规的要求； （3）对已经公告的财务报告出现的重大差错进行错报更正； （4）审计与风险控制委员会以及审计部对财务报告内部控制监督无效； （5）注册会计师发现财务报告存在重大错报，而内部控制在运行过程中未能发现该错报。 2、重要缺陷 （1）未依照公认会计准则选择和应用会计政策； （2）未建立反舞弊程序和控制措施；	公司确定的非财务报告内部控制缺陷评价的定性标准如下： 1、重大缺陷 （1）公司决策程序导致重大失误； （2）媒体频现负面新闻，涉及面广且负面影响一直未能消除； （3）公司重要业务缺乏制度控制或制度体系失效； （4）公司经营活动严重违反国家法律法规； （5）中高级管理人员、核心技术人员、业务人员严重流失； （6）公司遭受证监会处罚或证券交易所警告。 2、重要缺陷 （1）公司决策程序导致出现一般失

	（3）对于非常规或特殊交易的账务处理没有建立相应的控制机制或没有实施且没有相应的补偿性控制； （4）对于期末财务报告过程的控制存在一项或多项缺陷且不能合理保证编制的财务报表达到真实、准确的目标。 3、一般缺陷 除上述重大缺陷、重要缺陷之外的其他控制缺陷。	误； （2）媒体出现负面新闻，但能及时消除； （3）公司重要业务制度或系统存在缺陷； （4）公司内部控制重要或一般缺陷未得到整改； （5）公司人员违反企业内部规章，形成损失。 3、一般缺陷 除上述重大缺陷、重要缺陷之外的其他产生一般影响或造成轻微损失的控制缺陷。
定量标准	公司确定的财务报告内部控制缺陷评价的定量标准如下： 营业收入潜在错报：重大缺陷：错报金额>营业收入的 5%；重要缺陷：营业收入的 2%<错报金额≤营业收入的 5%；一般缺陷:错报金额≤营业收入的 2%。 资产总额潜在错报：重大缺陷：错报金额>资产总额的 2%；重要缺陷：资产总额的 1%<错报金额≤资产总额的 2%；一般缺陷:错报金额≤资产总额的 1%。	公司确定的非财务报告内部控制缺陷评价的定量标准如下： 直接财产损失金额：重大缺陷：错报>1000 万元；重要缺陷：200 万元<错报≤1000 万元；一般缺陷:错报≤200 万元。
财务报告重大缺陷数量（个）	0	
非财务报告重大缺陷数量（个）	0	
财务报告重要缺陷数量（个）	0	
非财务报告重要缺陷数量（个）	0	

2、内部控制审计报告或鉴证报告

不适用

十七、上市公司治理专项行动自查问题整改情况

不适用

第五节 环境和社会责任

一、重大环保问题

上市公司及其子公司是否属于环境保护部门公布的重点排污单位

□是 ☑否

报告期内因环境问题受到行政处罚的情况

公司或子公司名称	处罚原因	违规情形	处罚结果	对上市公司生产经营的影响	公司的整改措施
不适用	不适用	不适用	不适用	不适用	不适用

参照重点排污单位披露的其他环境信息

无

在报告期内为减少其碳排放所采取的措施及效果

□适用 ☑不适用

未披露其他环境信息的原因

公司及子公司均不属于重点排污单位

二、社会责任情况

公司在日常经营中，重视对社会责任的履行，充分保障股东的合法权益，重视与供应商和客户的诚信交易，保障员工的成长和自我价值的提升，重视环境保护。通过对股东、供应商、客户、员工、环境等利益相关者承担责任和义务，公司最终实现企业和社会的协调发展，保障公司的可持续发展。

（1）股东和债权人权益保护

报告期公司进一步加强规范运作， 建立健全法人治理结构， 在股东大会的召集、召开和议事程序等方面规范管理， 确保股东对公司重大事项的知情权、参与权、表决权； 不断完善公司内部控制制度，根据相关规定修订《公司章程》； 认真履行信息披露义务， 确保信息披露的真实、准确、完整、及时、公平， 不进行选择性信息披露， 严格执行内幕信息知情人登记和内幕信息保密制度， 公平对待所有股东和投资者； 强化投资者关系管理， 通过投资者关系互动平台、热线电话等多种方式与投资者进行沟通交流，保障公司所有股东尤其是中小股东拥有各项合法权益。

（2）员工权益保护

公司坚持以人为本， 将人才战略作为企业发展的重点， 严格遵守《劳动法》、《妇女权益保护法》等相关法律法规， 按时缴纳员工的养老、医疗、失业、工伤、生育等各项社会保险， 尊重和维护员工的个人权益， 切实关注员工健康、安全和满意度。公司重视人才培养， 定期组织安全生产知识培训、

各岗位的基础技能培训、管理人员的综合素质培训等， 使员工能够在本职工作之外， 整体职业素养和综合素质得到有效提升， 实现员工与企业的共同成长， 构建和谐稳定的劳资关系。

（3）供应商、客户和消费者权益保护

公司一直遵循“诚实守信、互惠互利、合法合规”的交易原则， 注重与各相关方的沟通与协调， 充分尊重并保护供应商和客户的合法权益， 与供应商和客户建立了战略合作伙伴关系。公司不断完善采购制度和流程， 在对供应商的选择方面， 公司 建立了公平、公正的评估体系， 筛选出合格供应商。公司坚持客户利益至上， 严格把控产品质量， 不断提升服务质量， 时刻注重产品安全，使各方的权益都得到了应有的保护。

（4）光伏建设

公司作为一家崇尚企业绿色发展，专注低碳制造、品质、节能减排的公司。2012 年在香港获得世界自然基金会颁发的“低碳环保”铂金奖项。2013 年获得宁波市 “环保模范(绿色)企业”称号，自走式高效环保园林汽油割草机列入国家火炬计划。

2023 年 7 月 21 日大叶股份三个厂区 8 兆瓦光伏项目正式并网发电。此分布式光伏项目总投资 2400 余万元，总安装面积约为 78000 ㎡，电池组件数量约 15000 块,按照项目运行 25 年计算可为公司提供清洁电力约 2.1 亿度，减排二氧化碳 11 万吨。在中国实现碳中和创建过程中，公司将以保护环境为己任，积极响应国家号召，以开展光伏工程为起点、加大节能改造工程、绿色制造体系建设，为公司实现更大的节能减排目标而不断奋进。

三、巩固拓展脱贫攻坚成果、乡村振兴的情况

不适用

第六节 重要事项

一、承诺事项履行情况

1、公司实际控制人、股东、关联方、收购人以及公司等承诺相关方在报告期内履行完毕及截至报告期末尚未履行完毕的承诺事项

☑适用 □不适用

承诺事由	承诺方	承诺类型	承诺内容	承诺时间	承诺期限	履行情况
首次公开发行或再融资时所作承诺	ANGELICA PG HU;韩月英;黄国永;舒亚波;吴军;香港谷泰國際有限公司;香港金德國際控股有限公司;叶晓波;余姚德创骏博投资合伙企业（有限合伙）;余珍金;浙江金大叶控股有限公司;朱典悝;祝莉琴	股份限售承诺	（1）自发行人股票上市之日起三十六个月内，不转让或者委托他人管理直接和间接持有的发行人首次公开发行股票前已发行股份，也不由发行人回购该部分股份；（2）若发行人上市后 6 个月内发行人股票连续 20 个交易日的收盘价均低于发行价，或者发行人上市后 6 个月期末股票收盘价低于发行价的（如遇除权除息事项，上述发行价作相应调整），本人直接和间接所持有的发行人股票锁定期限将在上述锁定期基础上自动延长 6 个月；	2020 年 09 月 01 日	2023 年 8 月 31 日	履行完毕
首次公开发行或再融资时所作承诺	宁波梅山保税港区恒丰众创投资合伙企业（有限合伙）	股份减持承诺	出于本企业自身需要，本企业在锁定期满后两年内进行股份减持的，其累计减持数量可能最高达到上市时所持发行人股份总数的 100%;	2021 年 09 月 01 日	2023 年 8 月 31 日	履行完毕
首次公开发行或再融资时所作承诺	香港谷泰國際有限公司;香港金德國際控股有限公司;余姚德创骏博投资合伙企业（有限合伙）;浙江金大叶控股有限公司	股份减持承诺	本公司/本企业在锁定期满后两年内进行股份减持的，每年减持股份不超过本公司/本企业所持发行人股份总数的 25%；本公司/本企业在锁定期满后两年内进行股份减持的，减持价格不低于发行价（如遇除权除息，上述价格相应调整）。	2023 年 09 月 01 日	2025 年 8 月 31 日	正常履行中
首次公开发行或	ANGELICA PG	关于同业竞争、	为避免在未来经营中产生同业竞争，最大限度维护公司利	2020 年 09 月 01 日	长期	正常

再融资时所作承诺	HU;叶晓波;浙江金大叶控股有限公司	关联交易、资金占用方面的承诺	益，保证公司的正常经营，公司控股股东金大叶和实际控制人叶晓波、ANGELICA PG HU 向公司出具了《关于避免同业竞争的承诺函》，承诺如下：1、本公司/本人及本公司/本人控制的公司目前不存在且不从事与发行人主营业务相同或构成竞争的业务，也未以任何形式直接或间接从事或参与经营、或为他人经营任何与发行人的主营业务相同、相近或构成竞争的业务；2、本公司/本人及本公司/本人控制的公司将来不以任何方式在中国境内或境外直接或间接从事与发行人及其子公司相同、相似或在任何方面构成竞争的业务；3、不向其他业务与发行人及其子公司相同、类似或在任何方面构成竞争的公司、企业或其他机构、组织或个人提供专有技术或提供销售渠道、客户信息等商业秘密等，不以任何形式支持除发行人以外的他人从事与发行人目前及今后进行的主营业务构成竞争或可能构成竞争的业务；4、如发行人或其子公司认定本公司/本人及其控制的其他公司现有业务或将来产生的业务与发行人及其子公司业务存在同业竞争，则本公司/本人及其控制的其他公司将在发行人或其子公司提出异议后及时转让或终止该业务；5、在发行人或其子公司认定是否与本公司/本人及其控制的其他公司存在同业竞争的董事会或股东大会上，本公司/本人及本公司/本人控制的其他公司有关的董事、股东代表将按公司章程规定回避，不参与表决；6、本公司/本人及本公司/本人控制的其他企业保证严格遵守公司章程的规定，不利用股东、实际控制人（或董事、高级管理人员）的地位谋求不当利益，不损害发行人和其他股东的合法权益。公司控股股东金大叶和实际控制人叶晓波、ANGELICAPG HU 向公司出具了《关于减少和规范关联交易的承诺函》，具体承诺如下：1、截至本承诺出具之日，除已经披露的情形之外，本公司/本人及本公司/本人控制的企业与发行人不存在其他重要关联交易；2、本公司/本人不会实施影响发行人的独立性的行为，并将保持发行人在资产、人员、财务、业务和机构等方面的独立性；3、本公司/本人将尽量避免与发行人之间产生关联交易事项，对于不可避免发生的关联业务往来或交易，将在平等、自愿的基础上，按照公平、公允和等价有偿的原则进行，交易价格将按照市场公认的合理价格确定；4、本公司/本人将			履行中

			严格遵守发行人公司章程中关于关联交易事项的回避规定，所涉及的关联交易均将按照发行人关联交易决策程序进行，并将履行合法程序，及时对关联交易事项进行信息披露；5、本公司/本人保证不会利用关联交易转移发行人的利润，不会通过影响发行人的经营决策来损害发行人及其他股东的合法权益；6、本公司/本人及本公司/本人控制的企业不以任何方式违法违规占用发行人资金及要求发行人违规提供担保。			
首次公开发行或再融资时所作承诺	宁波大叶园林设备股份有限公司	IPO 稳定股价承诺	发行人上市后三年内，如收盘价连续二十个交易日低于上一会计年度经审计的每股净资产（因利润分配、资本公积金转增股本、增发、配股等除权除息事项导致发行人净资产或股份总数发生变化的，每股净资产进行相应调整），即触及启动稳定股价措施的条件，发行人应在发生上述情形的最后一个交易日起十个交易日内，严格按照《公司股票上市后三年内公司股价稳定预案》的规定启动稳定股价措施，向社会公众股东回购股票。由发行人董事会制定具体实施方案并提前三个交易日公告。	2020 年 09 月 01 日	2023 年 8 月 31 日	履行完毕
首次公开发行或再融资时所作承诺	浙江金大叶控股有限公司	IPO 稳定股价承诺	发行人上市后三年内，如收盘价连续二十个交易日低于上一会计年度经审计的每股净资产（因利润分配、资本公积金转增股本、增发、配股等除权除息事项导致发行人净资产或股份总数发生变化的，每股净资产进行相应调整），即触及启动股价稳定措施的条件，本公司应在发生上述情形后严格按照《公司股票上市后三年内公司股价稳定预案》的规定启动稳定股价措施，增持发行人股份，并将根据发行人股东大会批准的《公司股票上市后三年内公司股价稳定预案》中的相关规定，在发行人就回购股份事宜召开的股东大会上，对回购股份的相关决议投赞成票。	2020 年 09 月 01 日	2023 年 8 月 31 日	履行完毕
首次公开发行或再融资时所作承诺	ANGELICA PG HU;何烽;黄国永;吴军;徐来根;叶晓波;朱典悝	IPO 稳定股价承诺	发行人上市后三年内，如收盘价连续二十个交易日低于上一会计年度经审计的每股净资产（因利润分配、资本公积金转增股本、增发、配股等除权除息事项导致发行人净资产或股份总数发生变化的，每股净资产进行相应调整），即触及启动股价稳定措施的条件，发行人董事（不包括独立董事）、高级管理人员应在发生上述情形后，严格按照《公司股票上市后三年内公司股价稳定预案》的规定启动稳定股价措施，增持发行人股份。上述承诺对发行人未来新任职的董事（不包括独立董事）和高级管理人员具有同样的约束力。	2020 年 09 月 01 日	2023 年 8 月 31 日	履行完毕
首次公开发行或再融资时所作承	ANGELICA PG HU;叶晓波	其他承诺	发行人实际控制人叶晓波和 ANGELICA PG HU 承诺：如果公司因执行案号为（2019）浙 02 民初 223	2020 年 09 月 01 日	长期	正常履行

诺			号的专利诉讼纠纷的判决结果而需要支付任何赔偿金、相关诉讼费用，或因上述诉讼导致公司的生产、经营遭受损失，本人将承担公司因上述诉讼纠纷而产生的赔偿金、案件费用及生产、经营损失，以保证不因上述费用致使公司和公司未来上市后的公众股东遭受任何损失。			中
首次公开发行或再融资时所作承诺	ANGELICA PG HU;何烽;黄国永;贾滨;刘云;宁波大叶园林设备股份有限公司;涂必胜;吴军;徐来根;叶晓波;浙江金大叶控股有限公司;朱典悝	其他承诺	1、发行人的承诺公司本次公开发行所得募集资金将用于公司主营业务发展。由于募集资金项目的建设及实施需要一定时间，在公司股本及净资产增加而募集资金投资项目尚未实现盈利时，如本次发行后净利润未实现相应幅度的增长，每股收益及净资产收益率等股东即期回报将出现一定幅度下降。为降低本次发行摊薄即期回报的影响，公司拟采取如下措施：（1）积极实施募投项目，提升公司盈利水平和综合竞争力本次募集资金投资项目紧密围绕公司现有主营业务，符合公司未来发展战略，有利于提高公司的持续盈利能力及市场竞争力。公司董事会对募集资金投资项目进行了充分的论证，在募集资金到位后，公司将积极推动募投项目的实施，积极拓展市场，进一步提高收入水平和盈利能力。（2）加强募集资金管理，确保募集资金规范和有效使用公司已按照《公司法》、《证券法》、《深圳证券交易所创业板股票上市规则》等法律、法规、规范性文件及《公司章程》的规定制定《募集资金管理制度》，对募集资金的专户存储、使用、投向变更、管理和监督进行了明确的规定。为保障公司规范、有效的使用募集资金，本次募集资金到账后，公司董事会将持续监督公司对募集资金进行专项存储、保障募集资金按照规定用于指定的投资项目、配合监管银行和保荐机构对募集资金使用的检查和监督，以保证募集资金合理规范使用，合理防范募集资金使用风险。（3）积极提升公司核心竞争力，规范内部制度公司将致力于进一步巩固和提升公司核心竞争优势、拓宽市场，加大研发投入，扩大产品与技术领先优势，努力实现收入水平与盈利能力的双重提升。公司将加强企业内部控制，发挥企业管控效能。推进全面预算管理，优化预算管理流程，加强成本管理，强化预算执行监督，全面有效地控制公司经营和管控风险，提升经营效率和盈利能力。（4）优化利润分配制度，强化投资者回报机制公司为进一步完善和健全利润分配政策，建立科学、持续、稳定的分红机制，增加利润分配决策透明度、维护公司股东利益，根据中国证监会《关于进一步落实上市公司现金分红有关事项的通知》、《上市公司监管指引第 3	2020 年 09 月 01 日	长期	正常履行中

			号--上市公司现金分红》等相关文件规定，结合公司实际情况，制定了公司上市后三年股东分红回报规划，明确公司利润分配尤其是现金分红的具体条件、比例、分配形式和股票股利分配条件等，完善了公司利润分配的决策机制和利润分配政策的调整原则。本次发行完成后，公司将严格执行利润分配政策，在符合利润分配条件的情况下，积极推动对股东的利润分配，加大落实对投资者持续、稳定、科学的回报，从而切实保护公众投资者的合法权益。（5）不断完善公司治理，为公司发展提供制度保障公司将严格遵循《公司法》、《证券法》、《上市公司治理准则》等法律、法规和规范性文件的要求，不断优化治理结构、加强内部控制：确保股东能够充分行使权利；确保董事会能够按照法律、法规和公司章程的规定行使职权，作出科学、迅速和谨慎的决策；确保独立董事能够认真履行职责，维护公司整体利益，尤其是中小股东的合法权益；确保监事会能够独立有效地行使对董事、高级管理人员及公司财务的监督权和检查权，为公司发展提供制度保障。 2、控股股东的承诺 为降低本次发行摊薄即期回报的影响，公司控股股东承诺：（1）不越权干预公司经营管理活动，不侵占公司利益；（2）作为填补回报措施相关责任主体之一，若违反上述承诺或拒不履行上述承诺，本人同意按照中国证监会和深圳证券交易所等证券监管机构制定或发布的有关规定、规则，对本人作出相关处罚或采取相关管理措施。 "3、公司全体董事、高级管理人员的承诺为降低本次发行摊薄即期回报的影响，公司的董事、高级管理人员承诺如下：1）本人承诺不会无偿或以不公平条件向其他单位或者个人输送利益，也不采用其他方式损害公司利益。 （2）本人承诺对本单位/本人（企业）的职务消费行为进行约束。（3）本人承诺不动用公司资产从事与本单位/本人（企业）履行职责无关的投资、消费活动。（4）本人承诺由董事会或薪酬委员会制定的薪酬制度与公司填补回报措施的执行情况相挂钩。（5）本人承诺拟公布的公司股权激励的行权条件与公司填补回报措施的执行情况相挂钩。（6）自本承诺函出具日至发行人本次公开发行股票实施完毕前，若中国证监会作出关于填补回报措施及其承诺的其他新的监管规定，且上述承诺不能满足中国证监会该等规定时，本人承诺届时将按照中国证监会的最新规定出具补充承诺；（7）本人承诺切实履行发行人制定的有			

			关填补回报措施以及对此作出的任何有关填补回报措施的承诺，若违反上述承诺并给发行人或者投资者造成损失的，本人愿意依法承担对发行人或者投资者的补偿责任。			
首次公开发行或再融资时所作承诺	宁波大叶园林设备股份有限公司	其他承诺	本公司在上市后将严格依照《公司法》、《中国证券监督管理委员会关于进一步落实上市公司现金分红有关事项的通知》、《公司章程（草案）》及公司未来三年股东回报规划等法律、法规、监管机构的规定及公司治理制度的规定执行利润分配政策。如遇相关法律、法规及规范性文件修订的，公司将及时根据该等修订调整公司利润分配政策并严格执行。如本公司未能依照本承诺严格执行利润分配政策的，本公司将依照未能履行承诺时的约束措施承担相应责任。	2020 年 09 月 01 日	长期	正常履行中
首次公开发行或再融资时所作承诺	海通证券股份有限公司;上海东洲资产评估有限公司;天健会计师事务所（特殊普通合伙）;浙江天册律师事务所	其他承诺	1、海通证券股份有限公司承诺因本公司为发行人首次公开发行股票制作、出具的文件有虚假记载、误导性陈述或者重大遗漏，给投资者造成损失的，本公司将依法赔偿投资者损失。2、浙江天册律师事务所承诺本所为发行人首次公开发行人民币普通股股票并上市制作、出具的文件不存在虚假记载、误导性陈述或者重大遗漏的情形；若因本所为发行人首次公开发行制作、出具的文件有虚假记载、误导性陈述或者重大遗漏，给投资者造成直接经济损失的，本所将依法赔偿投资者损失。3、天健会计师事务所（特殊普通合伙）承诺因本所为发行人首次公开发行并在创业板上市制作、出具的文件存在虚假记载、误导性陈述或者重大遗漏，给投资者造成损失的，将依法赔偿投资者损失。4、上海东洲资产评估有限公司承诺如因本机构为发行人首次公开发行制作、出具的文件有虚假记载、误导性陈述或者重大遗漏，给投资者造成损失的，将依法赔偿投资者损失。	2020 年 09 月 01 日	长期	正常履行中
首次公开发行或再融资时所作承诺	ANGELICA PG HU;何烽;黄国永;贾滨;刘云;宁波大叶园林设备股份有限公司;舒亚波;涂必胜;吴军;徐来根;叶晓波;余珍金;浙江金大叶控股有限公司;朱典悝;祝莉琴	其他承诺	1、大叶股份承诺(1)如发行人承诺未能履行、确已无法履行或无法按期履行(相关法律法规、政策变化、自然灾害及其他不可抗力等发行人无法控制的客观因素导致的除外)，发行人承诺严格遵守下列约束措施：①如果发行人未履行招股说明书中披露的相关承诺事项，发行人将在股东大会及中国证监会指定报刊上公开说明未履行承诺的具体原因并向股东和社会公众投资者道歉。②如果因发行人未履行相关承诺事项，致使投资者在证券交易中遭受损失的，发行人将依法向投资者赔偿相关损失。③公司将对出现未履行承诺行为负有个人责任的董事、监事、高级管理人员采取调减或停发薪酬或津贴(如该等人员在公司领薪)	2020 年 09 月 01 日	长期	正常履行中

			等措施。(2)如因相关法律法规、政策变化、自然灾害及其他不可抗力等发行人无法控制的客观原因导致发行人承诺未能履行、确已无法履行或无法按期履行的，发行人将采取以下措施：①及时、充分披露发行人承诺未能履行、无法履行或无法按期履行的具体原因。②向发行人的投资者提出补充承诺或替代承诺(相关承诺需按法律、法规、公司章程的规定履行相关审批程序)，以尽可能保护投资者的权益。2、公司控股股东金大叶承诺(1)如本公司承诺未能履行、确已无法履行或无法按期履行(相关法律法规、政策变化、自然灾害及其他不可抗力等本公司无法控制的客观因素导致的除外)，本公司承诺严格遵守下列约束措施：①如果本公司未履行招股说明书中披露的相关承诺事项，本公司将在发行人股东大会及中国证监会指定报刊上公开说明未履行承诺的具体原因并向发行人股东和社会公众投资者道歉。②如果因本公司未履行招股说明书中披露的相关承诺事项而给发行人或者其他投资者造成损失的，本公司将向发行人或者其他投资者依法承担赔偿责任。③如果本公司未承担前述赔偿责任，发行人有权扣减本公司所获分配的现金分红用于承担前述赔偿责任。同时，在本公司未承担前述赔偿责任期间，不得转让所持有的发行人股份。④如果本公司因未履行相关承诺事项而获得收益的，所获收益归发行人所有。本公司在获得收益或知晓未履行相关承诺事项的事实之日起 5 个交易日内应将所获收益支付给发行人指定账户。(2)如因相关法律法规、政策变化、自然灾害及其他不可抗力等本人无法控制的客观原因导致本人承诺未能履行、确已无法履行或无法按期履行的，本人将采取以下措施：①及时、充分披露本人承诺未能履行、无法履行或无法按期履行的具体原因。②向投资者提出补充承诺或替代承诺(相关承诺需按法律、法规、公司章程的规定履行相关审批程序)，以尽可能保护投资者的权益。			
首次公开发行或再融资时所作承诺	ANGELICA PG HU;宁波大叶园林设备股份有限公司;叶晓波;浙江金大叶控股有限公司	其他承诺	1、发行人的承诺:如中国证监会或深交所认定本公司不符合发行上市条件，以欺骗手段骗取发行注册，则本公司承诺将依法从投资者手中购回本次公开发行的全部新股。如上述情形发生于本公司本次公开发行的新股已完成发行但未上市交易之阶段内，则本公司将基于发行新股所获之募集资金，于上述情形发生之日起 5 个工作日内（或中国证监会、深交所要求的时间内），按照发行价格并加算银行同期存款利息返还给网上中签投资者及网下配售投资者。	2020 年 09 月 01 日	长期	正常履行中

			如上述情形发生于本公司本次公开发行的新股已上市交易之后，则本公司将于上述情形发生之日起 20 个交易日内（或中国证监会、深交所要求的时间内），按照发行价格或上述情形发生之日的二级市场收盘价格（以孰高者为准），与中国证监会或深交所认定的其他主体（如有）通过深交所交易系统（或其他合法方式）购回本公司本次公开发行的全部新股。本公司上市后发生除权除息事项的，上述发行价格做相应调整。如中国证监会或深交所还指定其他主体（控股股东、实际控制人）与公司一同购回股份的，公司将及时与该等主体协商确定各自承担的购回数量。如该等主体未能依照约定履行购回义务的，本公司对其未能履行完毕的部分承担连带的购回义务。上述购回的资金来源主要是公司自有资金，如自有资金不足的，公司将通过各种合法手段筹集资金。同时，控股股东、实际控制人也承诺给予公司必要的资金支持，以完成上述购回。公司在进行上述购回时，将严格遵守相关法律、法规及监管机构的规定，履行信息披露等义务及程序，保证购回能按时、顺利完成。2、控股股东金大叶的承诺:如中国证监会或深交所认定公司不符合发行上市条件，以欺骗手段骗取发行注册，本公司承诺将依法从投资者手中购回公司本次公开发行的全部新股。如上述情形发生于公司本次公开发行的新股已完成发行但未上市交易之阶段内，本公司将督促公司将基于发行新股所获之募集资金，于上述情形发生之日起 5 个工作日内（或中国证监会、深交所要求的时间内），按照发行价格并加算银行同期存款利息返还给网上中签投资者及网下配售投资者。如上述情形发生于公司本次公开发行的新股已上市交易之后，本公司将于上述情形发生之日起 20 个交易日内（或中国证监会、深交所要求的时间内），按照发行价格或上述情形发生之日的二级市场收盘价格（以孰高者为准），与中国证监会或深交所认定的其他主体（如有）通过深交所交易系统（或其他合法方式）购回公司本次公开发行的全部新股。公司上市后发生除权除息事项的，上述发行价格做相应调整。如中国证监会或深交所还指定其他主体（控股股东、实际控制人）与公司一同购回股份的，本公司将督促公司及时与该等主体协商确定各自承担的购回数量。如该等主体未能依照约定履行购回义务的，本公司将对其未能履行完毕的部分承担连带的购回义务。上述购回的资金来源主要是公司自有资金，如自有资金不足的，本公司将通过各种合法手		

			段筹集资金。如公司在履行上述购回义务时资金不足的，本公司也承诺给予公司必要的资金支持，以完成上述购回。本公司在进行上述购回时，将严格遵守相关法律、法规及监管机构的规定，履行信息披露等义务及程序，保证购回能按时、顺利完成。3、实际控制人叶晓波、ANGELICA PG HU 的承诺:如中国证监会或深交所认定公司不符合发行上市条件，以欺骗手段骗取发行注册，本人承诺将依法从投资者手中购回公司本次公开发行的全部新股。如上述情形发生于公司本次公开发行的新股已完成发行但未上市交易之阶段内，本人将督促公司将基于发行新股所获之募集资金，于上述情形发生之日起 5 个工作日内（或中国证监会、深交所要求的时间内），按照发行价格并加算银行同期存款利息返还给网上中签投资者及网下配售投资者。如上述情形发生于公司本次公开发行的新股已上市交易之后，本人将于上述情形发生之日起 20 个交易日内（或中国证监会、深交所要求的时间内），按照发行价格或上述情形发生之日的二级市场收盘价格（以孰高者为准），与中国证监会或深交所认定的其他主体（如有）通过深交所交易系统（或其他合法方式）购回公司本次公开发行的全部新股。公司上市后发生除权除息事项的，上述发行价格做相应调整。如中国证监会或深交所还指定其他主体（控股股东、实际控制人）与公司一同购回股份的，本人将督促公司及时与该等主体协商确定各自承担的购回数量。如该等主体未能依照约定履行购回义务的，本人将对其未能履行完毕的部分承担连带的购回义务。上述购回的资金来源主要是公司自有资金，如自有资金不足的，本人将通过各种合法手段筹集资金。如公司在履行上述购回义务时资金不足的，本人也承诺给予公司必要的资金支持，以完成上述购回。本人在进行上述购回时，将严格遵守相关法律、法规及监管机构的规定，履行信息披露等义务及程序，保证购回能按时、顺利完成。			
首次公开发行或再融资时所作承诺	ANGELICA PG HU;叶晓波;浙江金大叶控股有限公司	其他承诺	发行人控股股东金大叶、实际控制人叶晓波和 ANGELICA PG HU 承诺：如因国家有关部门要求公司及其子公司补缴此前应缴的社会保险费用及住房公积金，本公司/本人愿意全额承担补缴该等社会保险及住房公积金及相关费用的责任，并根据有关部门的要求及时予以缴纳；如因此给发行人及其子公司带来损失时，本公司/本人愿意无条件给予	2020 年 09 月 01 日	长期	正常履行中

			全额补偿，并不要求发行人支付任何形式的对价。			
首次公开发行或再融资时所作承诺	ANGELICA PG HU;何烽;黄国永;贾滨;刘云;宁波大叶园林设备股份有限公司;舒亚波;涂必胜;吴军;徐来根;叶晓波;余珍金;浙江金大叶控股有限公司;朱典悝;祝莉琴	其他承诺	1、大叶股份承诺若本次公开发行股票的招股说明书有虚假记载、误导性陈述或者重大遗漏，导致对判断公司是否符合法律规定的发行条件构成重大、实质影响的，公司将及时提出股份回购预案，并提交董事会、股东大会讨论，依法回购首次公开发行的全部新股，回购价格为回购当时公司股票二级市场价格，且不低于发行价并加上中国人民银行规定的同期同档次银行存款利息；若公司股票停牌，则回购价格不低于公司股票停牌前一日的平均交易价格，且不低于发行价并加上中国人民银行规定的同期同档次银行存款利息。在实施上述股份回购时，如法律法规、公司章程等另有规定的从其规定。若因公司本次公开发行股票的招股说明书有虚假记载、误导性陈述或者重大遗漏，致使投资者在证券交易中遭受损失的，将依法赔偿投资者损失。	2020 年 09 月 01 日	长期	正常履行中
首次公开发行或再融资时所作承诺	金大叶、叶晓波、ANGELICA PG HU	其他承诺	为填补公司本次发行可能导致的投资者即期回报减少，保证公司填补被摊薄即 期回报措施能够得到切实履行，公司控股股东、实际控制人承诺如下： （1）本公司/本人承诺不越权干预公司经营管理活动，不侵占公司利益； （2）本公司/本人承诺切实履行公司制定的有关填补回报措施以及本承诺，如 违反本承诺或拒不履行本承诺给公司或投资者造成损失的，同意根据法律、法规及 证券监管机构的有关规定承担相应法律责任； （3）自本承诺出具日至公司本次向不特定对象发行可转换公司债券实施完毕前， 若中国证券监督管理委员会、深圳证券交易所等监管机构作出关于填补回报措施及 其承诺的其他新监管规定的，且上述承诺不能满足监管机构该等规定时，本公司/本 人承诺届时将按照监管机构的最新规定出具补充承诺。	2022 年 05 月 25 日	长期	正常履行中
首次公开发行或再融资时所作承诺	金大叶、香港谷泰、香港金德以及德创骏博	其他承诺	（1）若本方在本次可转债发行首日（募集说明书公告日）前六个月存在减持发 行人股票情形，本方承诺将不参与本次可转债的认购，亦不会委托其他主体参与本 次可转债的认购； （2）若本方在本次可转债发行首日（募集说明书公告	2023 年 08 月 08 日	长期	正常履行中

			日）前六个月不存在减持 发行人股票情形，本方将根据市场情况决定是否参与本次可转债的认购，若认购成 功则本方承诺将严格遵守相关法律法规对短线交易的要求，自本次可转债发行首日 （募集说明书公告日）起至本次可转债发行完成后六个月内不减持公司股票及认购 的本次可转债； （3）若本方出现未能履行上述关于本次可转债发行的承诺情况，由此所得收益 归公司所有，并依法承担由此产生的法律责任。			
首次公开发行或再融资时所作承诺	叶晓波、ANGELICA PG HU、徐来根、何烽、计维斌、李文贵、徐宏 吴军、吴伯凡、尹开军、阮金侠	其他承诺	（1）本人承诺不无偿或以不公平条件向其他单位或者个人输送利益，也不采用 其他方式损害公司利益； （2）本人承诺对本人的职务消费行为进行约束； （3）本人承诺不动用公司资产从事与其履行职责无关的投资、消费活动； （4）本人承诺由董事会或薪酬与考核委员会制定的薪酬制度与公司填补回报措 施的执行情况相挂钩； （5）如公司未来实施股权激励方案，本人承诺股权激励方案的行权条件与公司 填补回报措施的执行情况相挂钩； （6）本人承诺切实履行公司制定的有关填补回报措施以及本承诺，如违反本承 诺或拒不履行本承诺给公司或股东造成损失的，同意根据法律、法规及证券监管机 构的有关规定承担相应法律责任； （7）自本承诺出具日至公司本次向不特定对象发行可转换公司债券实施完毕前， 若中国证券监督管理委员会、深圳证券交易所等监管机构作出关于填补回报措施及 其承诺的其他新的监管规定的，且上述承诺不能满足监管机构该等规定时，本人承 诺届时将按照监管机构的最新规定出具补充承诺。	2023 年 08 月 08 日	长期	正常履行中
首次公开发行或再融资时所作承诺	叶晓波、ANGELICA PG HU、徐来根、何烽、计维斌、李	其他承诺	（1）本人承诺将不参与公司本次可转债发行认购，亦不通过本人配偶、 父母、 子女及他人账户参与本次可转债发行认购； （2）本人放弃本次可转债发行认购系真实意思表示，若	2023 年 07 月 17 日	2023 年 8 月 7 日	履行完毕

	文贵、徐宏 吴军、吴伯凡、 尹开军、阮金侠 余珍金、鲁凤 仙、魏赟		本人出现未能履行上述 关于本次可转债发行的承诺情况，由此所得收益归公司所有，并依法承担由此产生 的法律责任。			
首次公开发行或再融资时所作承诺	宁波大叶园林设备股份有限公司	其他承诺	公司承诺申报后每一期末将持续满足发行完成后累计债券余额不超过最近一期 末净资产 50%的要求。	2023 年 08 月 08 日	长期	正常履行中
股权激励承诺	宁波大叶园林设备股份有限公司	/	不为激励对象依本激励计划获取有关限制性股票提供贷款以及其他任何形式的财务资助，包括为其贷款提供担保。	2021 年 10 月 26 日	2026 年 5 月 24 日	正常履行中
股权激励承诺	所有激励对象	/	本公司所有激励对象承诺，公司因信息披露文件中有虚假记载、误导性陈述或者重大遗漏，导致不符合授予权益或行使权益安排的，激励对象自相关信息披露文件被确认存在虚假记载、误导性陈述或者重大遗漏后，将由本激励计划所获得的全部利益返还公司。	2021 年 10 月 26 日	长期	正常履行中
承诺是否按时履行	是					

2、公司资产或项目存在盈利预测，且报告期仍处在盈利预测期间，公司就资产或项目达到原盈利预测及其原因做出说明

□适用 ☑不适用

二、控股股东及其他关联方对上市公司的非经营性占用资金情况

□适用 ☑不适用

公司报告期不存在控股股东及其他关联方对上市公司的非经营性占用资金。

三、违规对外担保情况

□适用 ☑不适用

公司报告期无违规对外担保情况。

四、董事会对最近一期“非标准审计报告”相关情况的说明

□适用 ☑不适用

五、董事会、监事会、独立董事（如有）对会计师事务所本报告期“非标准审计报告”的说明

□适用 ☑不适用

六、董事会关于报告期会计政策、会计估计变更或重大会计差错更正的说明

☑适用 □不适用

公司自 2023 年 1 月 1 日起执行财政部颁布的《企业会计准则解释第 16 号》“关于单项交易产生的资产和负债相关的递延所得税不适用初始确认豁免的会计处理”规定，该项会计政策变更对公司财务报表无影响。

七、与上年度财务报告相比，合并报表范围发生变化的情况说明

□适用 ☑不适用

公司报告期无合并报表范围发生变化的情况。

八、聘任、解聘会计师事务所情况

现聘任的会计师事务所

境内会计师事务所名称	天健会计师事务所（特殊普通合伙）
境内会计师事务所报酬（万元）	80
境内会计师事务所审计服务的连续年限	6
境内会计师事务所注册会计师姓名	黄元喜,汤哲人
境内会计师事务所注册会计师审计服务的连续年限	2，3

是否改聘会计师事务所

□是 ☑否

聘请内部控制审计会计师事务所、财务顾问或保荐人情况

□适用 ☑不适用

九、年度报告披露后面临退市情况

□适用 ☑不适用

十、破产重整相关事项

□适用 ☑不适用

公司报告期未发生破产重整相关事项。

十一、重大诉讼、仲裁事项

☑适用 □不适用

诉讼(仲裁)基本情况	涉案金额（万元）	是否形成预计负债	诉讼(仲裁)进展	诉讼(仲裁)审理结果及影响	诉讼(仲裁)判决执行情况	披露日期	披露索引
2020 年 5 月 26 日，MTD Products, Inc.向美国商务部和美国国际贸易委员会提出申请，要求对原产于中国的步进式汽油割草机（排量 196CC（含本数）以下）启动反倾销和反补贴调查，对原产于越南的前述产品启动反倾销调查。2020 年 6 月 16 日，美国商务部宣布对此案立案并启动"双反"调查。	0	否	美国国际贸易委员会（ITC）对进口自中国和越南的手扶式割草机作出反倾销和反补贴做出终裁裁决，认定存在倾销和政府补贴行为的涉案产品对美国国内产业造成了实质性损害。ITC 终裁结果刊登在联邦纪事（FR）上，终裁措施自刊登当天起生效。美国商务部将根据前述终裁裁决结果向美国海关出具征税令，征收反倾销、反补贴保证金。自 2021 年 7 月 9 日起，公司在对美国出口汽油割草机产品时，需按照 88.14%的反倾销税率和 14.17%的反补贴税率缴纳保证金。 2022 年 9 月 7 日，MTD 在对 DOC 质询作出回复的基础上，第三次提交反规避调查申请。2022 年 10 月 21 日，DOC 决定正式启动对中国涉案企业反规避进行调查。2022 年 10 月 27 日，此调查在美国联邦纪事上公布并生效。 2023 年 7 月 28 日，美国商务部就本案做出初裁裁决，裁定公司 2020 年期间的补贴幅度为 10.58%，	终裁	结案	2024 年 02 月 08 日	详见巨潮资讯网（http://www.cninfo.com.cn）2024 年 2 月 8 日披露的《关于美国对中国手扶式汽油割草机产品反补贴第一次行政复审终裁裁决结果的公告》（编号:2024-005）

			2021 年期间的补贴幅度为 9.46%。 2024 年 2 月，美国商务部就本案做终裁裁决，裁定公司 2020 年期间的补贴幅度由初裁税率 10.58%降为 9.12%，2021 年期间的补贴幅度由初裁税率 9.46%降为 8.57%。根据美国行政复审调查规则，该终裁税率结果刊登在联邦纪事之日，即 2024 年 2 月 6 日起正式生效、执行。				
2022 年 10 月 21 日，DOC 决定正式启动对中国涉案企业反规避进行调查。2022 年 10 月 27 日，此调查在美国联邦纪事上公布并生效。	0	否	2022 年 10 月 21 日，DOC 签发公告正式对本案立案调查。 2023 年 2 月 27 日，DOC 初步认定无引擎割草机是原审调查中明确被排除出征税范围的产品，并发布拟结束本次反规避调查的公告。 2023 年 7 月 17 日，DOC 出具本案最终裁决，正式撤销本次反规避调查，并在 2023 年 7 月 21 日在美国联邦纪事上公布生效。	终裁	结案	2023 年 07 月 25 日	详见巨潮资讯网（http://www.cninfo.com.cn）2023 年 7 月 25 日披露的《关于美国终止对中国手扶式汽油割草机产品反规避立案调查的公告》（编号:2023-046）
2023 年 11 月 3 日格力博（江苏）股份有限公司起诉公司及浙江天猫网络有限公司侵害商标权	1,000	否	尚未开庭	/	/		

十二、处罚及整改情况

□适用 ☑不适用

公司报告期不存在处罚及整改情况。

十三、公司及其控股股东、实际控制人的诚信状况

□适用 ☑不适用

十四、重大关联交易

1、与日常经营相关的关联交易

□适用 ☑不适用

公司报告期未发生与日常经营相关的关联交易。

2、资产或股权收购、出售发生的关联交易

□适用 ☑不适用

公司报告期未发生资产或股权收购、出售的关联交易。

3、共同对外投资的关联交易

□适用 ☑不适用

公司报告期未发生共同对外投资的关联交易。

4、关联债权债务往来

□适用 ☑不适用

公司报告期不存在关联债权债务往来。

5、与存在关联关系的财务公司的往来情况

□适用 ☑不适用

公司与存在关联关系的财务公司与关联方之间不存在存款、贷款、授信或其他金融业务。

6、公司控股的财务公司与关联方的往来情况

□适用 ☑不适用

公司控股的财务公司与关联方之间不存在存款、贷款、授信或其他金融业务。

7、其他重大关联交易

□适用 ☑不适用

公司报告期无其他重大关联交易。

十五、重大合同及其履行情况

1、托管、承包、租赁事项情况

（1） 托管情况

□适用 ☑不适用

公司报告期不存在托管情况。

（2） 承包情况

□适用 ☑不适用

公司报告期不存在承包情况。

（3） 租赁情况

☑适用 □不适用

租赁情况说明

2020 年 8 月 26 日，大叶北美在美国南卡罗来纳州拉德森（Ladson）向 RW STONEY LADSON INDUSTRIAL OWNER IV, LLC 公司租赁 310,128 平方英尺面积仓库，靠近查尔斯顿和萨瓦纳两大港口。用于建设海外仓，组建自主物流仓储体系。租期 5 年，每 12 个月的租金分别是 1,659,184.80 美元、1,708,805.28 美元、1,761,527.04 美元、1,814,248.80 美元、1,870,071.84 美元。

2023 年 5 月 26 日，大叶北美与 STOCKBRIDGE 77 CORPORATE PARK, LLC 续签了《房屋租赁协议》。 合同约定，出租方将位 于 3400St. Vardell Lane, Charlotte, North Carolina，租用面积为 11,223 平方英尺的房屋继续租赁给大叶北美使用，新的租赁期 限为 2023 年 6 月 1 日至 2024 年 5 月 31 日。每月租金 15,899.25 美元。

2021 年 3 月 1 日，大叶泰国与 WHA EASTERN SEABOARD INDUSTRIAL ESTATE COMPANY LIMITED 签订了《房屋租赁协议》。合同约定，出租方将位于 911/27，911/28 Moo 5 Tambol Khao Khan Song,Amphur Sriracha,Chonburi,ThailandIN The Industrial Estate，租用面积为 8309 平方米的房屋租赁给大叶泰国使用，租赁期限为 2021 年 3 月 1 日至 2024 年 2 月 29 日。每月支付租金 1,620,255 泰铢。该合同已于 2023 年 9 月终止。

2023 年 2 月 21 日，公司与宁波市富余纸业有限公司签订了《厂房租赁合同》，公司作为出租方将位于余姚市海关路 3 号的 3 号厂房租赁给富余纸业使用。该厂房租赁期为 2023 年 4 月 1 日至 2028 年 3 月 31 日。

2023 年 6 月 12 日，公司与余姚市一点贸易有限公司签订了《厂房租赁合同》，公司作为出租方将位于余姚市锦凤路 28 号的部分厂房租赁给一点贸易使用，租赁面积 1668 ㎡，租赁期为 2023 年 8 月 1 日至 2026 年 7 月 31 日。

2023 年 6 月 12 日，公司与余姚市浮云贸易有限公司签订了《厂房租赁合同》，公司作为出租方将位于余姚市锦凤路 28 号的部分厂房租赁给浮云贸易使用，租赁面积 1000 ㎡，租赁期为 2023 年 8 月 1 日至 2026 年 7 月 31 日。

2023 年 8 月 17 日，公司与宁波领鑫家居有限公司、宁波市萨博新材料有限公司签订了三方租赁协议，公司作为出租方将位于余姚市中意宁波生态园滨海大道 32 号厂房租赁给宁波领鑫家居有限公司使用，租赁面积 9000 ㎡，租赁期为 2023 年 9 月 1 日至 2026 年 8 月 31 日。

为公司带来的损益达到公司报告期利润总额 10%以上的项目

□适用 ☑不适用

公司报告期不存在为公司带来的损益达到公司报告期利润总额 10%以上的租赁项目。

2、重大担保

☑适用 □不适用

单位：万元

公司及其子公司对外担保情况（不包括对子公司的担保）										
担保对象名称	担保额度相关公告披露日期	担保额度	实际发生日期	实际担保金额	担保类型	担保物（如有）	反担保情况（如有）	担保期	是否履行完毕	是否为关联方担保
公司对子公司的担保情况										
担保对象名称	担保额度相关公告披露日期	担保额度	实际发生日期	实际担保金额	担保类型	担保物（如有）	反担保情况（如有）	担保期	是否履行完毕	是否为关联方担保
领越智能		10,000	2018 年 11 月 27 日	8,278	抵押	不动产	无	2018 年 11 月 27 日至 2023 年 9 月 23 日	是	否
领越智能	2021 年 04 月 20 日	20,000	2022 年 01 月 12 日	1,500	抵押	不动产	无	2018 年 11 月 27 日至 2023 年 9 月 23 日	是	否
领越智能	2022 年 04 月 19 日	20,000	2022 年 12 月 06 日	990	抵押	不动产	无	2018 年 11 月 27 日至 2023 年 9 月 23 日	是	否
			2022 年 05 月 30 日	10,000	一般保证、抵押	不动产	无	2022 年 5 月 9 日至 2025 年 5 月 8 日	是	否
			2023 年 01 月 12 日	1,500	抵押	不动产	无	2022 年 11 月 15 日至 2023 年 10 月 30 日	是	否
			2023 年 03 月 22 日	4,000	抵押	不动产	无	2022 年 11 月 15 日至 2023 年 10 月 30 日	是	否
			2022 年 12 月 15 日	230	一般保证		无	2022 年 9 月 21 日至 2023 年 9 月 20 日	是	否
			2022 年 12 月 19 日	230	一般保证		无	2022 年 9 月 21 日至 2023 年 9 月 20 日	是	否
			2022 年 12 月 21 日	230	一般保证		无	2022 年 9 月 21 日至 2023 年 9 月 20 日	是	否
			2022 年 12 月 26 日	230	一般保证		无	2022 年 9 月 21 日至 2023 年 9 月 20 日	是	否
			2022 年 12 月 26 日	99	一般保证		无	2022 年 9 月 21 日至 2023 年 9 月 20 日	是	否
			2022 年 12 月 29 日	298	一般保		无	2022 年 9 月 21 日至 2023 年 9 月 20 日	是	否

					证					
			2023 年 01 月 10 日	387	一般保证		无	2022 年 9 月 21 日至 2023 年 9 月 20 日	是	否
			2023 年 01 月 10 日	335	一般保证		无	2022 年 9 月 21 日至 2023 年 9 月 20 日	是	否
			2023 年 02 月 13 日	1,981.8	一般保证		无	2022 年 9 月 21 日至 2023 年 9 月 20 日	是	否
			2023 年 03 月 07 日	97	一般保证		无	2022 年 9 月 21 日至 2023 年 9 月 20 日	是	否
			2023 年 03 月 08 日	294	一般保证		无	2022 年 9 月 21 日至 2023 年 9 月 20 日	是	否
			2023 年 03 月 16 日	567	一般保证		无	2022 年 9 月 21 日至 2023 年 9 月 20 日	是	否
			2023 年 03 月 15 日	97	一般保证		无	2022 年 9 月 21 日至 2023 年 9 月 20 日	是	否
			2023 年 01 月 10 日至 2023 年 4 月 28 日	3,612.7	抵押	不动产	无	2022 年 11 月 15 日至 2023 年 10 月 30 日	是	否
			2023 年 03 月 17 日	3,000	一般保证	无	无	2023 年 3 月 9 日至 2026 年 3 月 9 日	否	否
领越智能	2023 年 04 月 18 日	42,085	2023 年 05 月 23 日	3,000	一般保证、抵押	不动产	无	2022 年 5 月 9 日至 2025 年 5 月 8 日	是	否
			2023 年 05 月 29 日	4,000	一般保证、抵押	不动产	无	2022 年 5 月 9 日至 2025 年 5 月 8 日	是	否
			2023 年 08 月 28 日	20,000	抵押	不动产	无	2023 年 8 月 9 日至 2028 年 8 月 8 日	否	否
			2023 年 05 月 19 日至 2023 年 7 月 5 日	2,417.1	抵押	不动产	无	2022 年 11 月 15 日至 2023 年 10 月 30 日	是	否
			2023 年 06 月 08 日	2,900	一般保证	无	无	2022 年 9 月 21 日至 2023 年 9 月 20 日	是	否
			2023 年 11 月 24 日	1,136	一般保证	无	无	2023 年 11 月 23 日至 2033 年 11 月 23 日	否	否
			2023 年 10 月 17 日至 2023 年 11 月 13 日	1,669.76	一般保证	无	无	2023 年 10 月 7 日至 2024 年 10 月 6 日	否	否
			2023 年 08 月 24 日至 2023 年 9 月 14 日	869.7	抵押	不动产	无	2022 年 11 月 15 日至 2023 年 10 月 30 日	否	否

			2023 年 06 月 15 日至 2023 年 7 月 20 日	1,320.35	抵押	不动产	无	2022 年 11 月 15 日至 2023 年 10 月 30 日	是	否
大叶供应链	2023 年 04 月 18 日	40,000	2023 年 11 月 23 日	1,000	一般保证	无	无	2023 年 11 月 21 日至 2028 年 11 月 21 日	否	否
			2023 年 05 月 16 日至 2023 年 8 月 24 日	2,939.4	一般保证	无	无	2023 年 5 月 15 日至 2026 年 5 月 15 日	是	否
			2023 年 07 月 03 日至 2023 年 12 月 25 日	4,798.34	一般保证	无	无	2023 年 5 月 15 日至 2026 年 5 月 15 日	否	否
大叶电子商务	2023 年 04 月 18 日	10,000		0		无	无		否	否
大叶墨西哥	2023 年 04 月 18 日	30,000		0		无	无		否	否
大叶北美	2023 年 04 月 18 日	20,000		0		无	无		否	否

报告期内审批对子公司担保额度合计（B1）	120,000	报告期内对子公司担保实际发生额合计（B2）	61,922.15
报告期末已审批的对子公司担保额度合计（B3）	120,000	报告期末对子公司实际担保余额合计（B4）	32,473.8

子公司对子公司的担保情况										
担保对象名称	担保额度相关公告披露日期	担保额度	实际发生日期	实际担保金额	担保类型	担保物（如有）	反担保情况（如有）	担保期	是否履行完毕	是否为关联方担保

公司担保总额（即前三大项的合计）			
报告期内审批担保额度合计（A1+B1+C1）	120,000	报告期内担保实际发生额合计（A2+B2+C2）	61,922.15
报告期末已审批的担保额度合计（A3+B3+C3）	120,000	报告期末实际担保余额合计（A4+B4+C4）	32,473.8
实际担保总额（即 A4+B4+C4）占公司净资产的比例			39.68%

其中：	
直接或间接为资产负债率超过 70%的被担保对象提供的债务担保余额（E）	5,798.34
上述三项担保金额合计（D+E+F）	5,798.34

采用复合方式担保的具体情况说明

3、委托他人进行现金资产管理情况

（1） 委托理财情况

□适用 ☑不适用

公司报告期不存在委托理财。

（2） 委托贷款情况

□适用 ☑不适用

公司报告期不存在委托贷款。

4、其他重大合同

□适用 ☑不适用

公司报告期不存在其他重大合同。

十六、其他重大事项的说明

□适用 ☑不适用

公司报告期不存在需要说明的其他重大事项。

十七、公司子公司重大事项

□适用 ☑不适用

第七节 股份变动及股东情况

一、股份变动情况

1、股份变动情况

单位：股

	本次变动前		本次变动增减（＋，－）					本次变动后	
	数量	比例	发行新股	送股	公积金转股	其他	小计	数量	比例
一、有限售条件股份	105,000,000	65.63%				-105,000,000	-105,000,000	0	0.00%
1、国家持股									
2、国有法人持股									
3、其他内资持股	61,800,000	38.62%				-61,800,000	-61,800,000	0	0.00%
其中：境内法人持股	61,800,000	38.62%				-61,800,000	-61,800,000	0	0.00%
境内自然人持股									
4、外资持股	43,200,000	27.00%				-43,200,000	-43,200,000	0	0.00%
其中：境外法人持股	43,200,000	27.00%				-43,200,000	-43,200,000	0	0.00%
境外自然人持股									
二、无限售条件股份	55,000,000	34.38%				105,000,000	105,000,000	160,000,000	100.00%
1、人民币普通股	55,000,000	34.38%				105,000,000	105,000,000	160,000,000	100.00%
2、境内上市的外资股									
3、境外上市的外资股									
4、其他									
三、股份总数	160,000,000	100.00%						160,000,000	100.00%

股份变动的原因

☑适用 □不适用

报告期内，公司首次公开发行前已发行的部分股份 105,000,000 股（占公司总股本的 65.6250%），锁定期为自公司股票在深圳证券交易所创业板上市交易之日起 36 个月，该部分限售股将于 2023 年 9 月 12 日锁定期届满并上市流通。具体内容详见 2023 年 9 月 11 日披露于巨潮资讯网

（http://www.cninfo.com.cn）《首次公开发行前已发行股份解除限售并上市流通公告》（公告编号：2023-059）。

股份变动的批准情况

□适用 ☑不适用

股份变动的过户情况

□适用 ☑不适用

股份变动对最近一年和最近一期基本每股收益和稀释每股收益、归属于公司普通股股东的每股净资产等财务指标的影响

□适用 ☑不适用

公司认为必要或证券监管机构要求披露的其他内容

□适用 ☑不适用

2、限售股份变动情况

☑适用 □不适用

单位：股

股东名称	期初限售股数	本期增加限售股数	本期解除限售股数	期末限售股数	限售原因	解除限售日期
浙江金大叶控股有限公司	52,800,000	0	52,800,000	0	已于 2023 年 9 月 12 日解除限售	2023 年 9 月 12 日
香港谷泰國際有限公司	28,800,000	0	28,800,000	0	已于 2023 年 9 月 12 日解除限售	2023 年 9 月 12 日
香港金德國際控股有限公司	14,400,000	0	14,400,000	0	已于 2023 年 9 月 12 日解除限售	2023 年 9 月 12 日
余姚德创骏博投资合伙企业（有限合伙）	9,000,000	0	9,000,000	0	已于 2023 年 9 月 12 日解除限售	2023 年 9 月 12 日
合计	105,000,000	0	105,000,000	0	--	--

二、证券发行与上市情况

1、报告期内证券发行（不含优先股）情况

☑适用 □不适用

股票及其衍生证券名称	发行日期	发行价格（或利率）	发行数量	上市日期	获准上市交易数量	交易终止日期	披露索引	披露日期
股票类								
可转换公司债券、分离交易的可转换公司债券、公司债类								
可转换公司债券	2023 年 07 月 17 日	每张面值为人民币 100 元,票面利率为：第一年 0.20%,第二年 0.40%,第	4,760,312 张	2023 年 08 月 08 日	4,760,312 张	2029 年 07 月 16 日	详见巨潮资讯网(www.cninfo.com.cn)披露的《宁波大叶园林设备股份有	2023 年 08 月 01 日

		三年 0.60%,第四年 1.70%,第五年 2.80%,第六年 3.50%。					限公司创业板向不特定对象发行可转换公司债券上市公告书》(公告编号:2023-048)等相关公告	
其他衍生证券类								

报告期内证券发行（不含优先股）情况的说明

2023 年 1 月 18 日，公司披露了《关于向不特定对象发行可转换公司债券申请获得中国证券监督管理委员会同意注册批复的公告》，公司取得中国证监会出具的《关于同意宁波大叶园林设备股份有限公司向不特定对象发行可转换公司债券注册的批复》（证监许可〔2023〕44 号），同意公司向不特定对象发行可转换公司债券的注册申请。2023 年 7 月 17 日，公司向不特定对象发行了 4,760,312 张可转换公司债券，每张面值 100 元，发行总额 47,603.12 万元，票面利率为：第一年 0.20%，第二年 0.40%，第三年 0.60%，第四年 1.70%，第五年 2.80%，第六年 3.50%。经深交所同意，公司 47,603.12 万元可转换公司债券将于 2023 年 8 月 8 日起在深交所挂牌交易，债券简称“大叶转债”，债券代码“123205”。上述内容详见公司披露在巨潮资讯网（www.cninfo.com.cn）的相关文件。

2、公司股份总数及股东结构的变动、公司资产和负债结构的变动情况说明

□适用 ☑不适用

3、现存的内部职工股情况

□适用 ☑不适用

三、股东和实际控制人情况

1、公司股东数量及持股情况

单位：股

报告期末普通股股东总数	14,008	年度报告披露日前上一月末普通股股东总数	13,337	报告期末表决权恢复的优先股股东总数（如有）（参见注 9）	0	年度报告披露日前上一月末表决权恢复的优先股股东总数（如有）（参见注 9）	0	持有特别表决权股份的股东总数（如有）	0
持股 5%以上的股东或前 10 名股东持股情况（不含通过转融通出借股份）									
股东名称	股东性质	持股比例	报告期末持股数量	报告期内增减变动情况	持有有限售条件的股份数量	持有无限售条件的股份数量	质押、标记或冻结情况		
							股份状态	数量	
浙江金大叶控股有限公司	境内非国有法人	33.00%	52,800,000	0	0	52,800,000	不适用	0	
香港谷泰	境外法	18.00%	28,800,000	0	0	28,800,000	不适用	0	

國際有限公司	人							
香港金德國際控股有限公司	境外法人	9.00%	14,400,000	0	0	14,400,000	不适用	0
余姚德创骏博投资合伙企业（有限合伙）	境内非国有法人	5.63%	9,000,000	0	0	9,000,000	不适用	0
宁波梅山保税港区恒丰众创投资合伙企业（有限合伙）	境内非国有法人	1.63%	2,611,000	-787,000	0	2,611,000	不适用	0
焦海武	境内自然人	0.69%	1,099,565	988,065	0	1,099,565	不适用	0
中国银行股份有限公司－大成景恒混合型证券投资基金	其他	0.64%	1,029,400	965,800	0	1,029,400	不适用	0
苏州正源信毅资产管理有限公司－正源信毅月月开贰号私募证券投资基金	其他	0.49%	787,000	787,000	0	787,000	不适用	0
光大证券股份有限公司	国有法人	0.37%	597,577	560,342	0	597,577	不适用	0
华泰金融控股（香港）有限公司－中国动力基金	境外法人	0.36%	581,500	581,500	0	581,500	不适用	0
战略投资者或一般法人因配售新股成为前 10 名股东的情况（如有）（参见注 4）	不适用							
上述股东关联关系或一致行动的说明	股东浙江金大叶控股有限公司 、香港谷泰国际有限公司、香港金德国际控股有限公司、余姚德创骏博投资合伙企业（有限合伙）受同一实际控制人叶晓波控制，为一致行动人关系。除此之外，公司未知其他股东之间是否存在关联关系，也未知是否属于《上市公司收购管理办法》规定的一致行动人。							
上述股东涉及委托/受托表决权、放弃表决权情况的说明	不适用							
前 10 名股东中存在回购专户的特别说明（如有）（参见注 10）	不适用							

前 10 名无限售条件股东持股情况			
股东名称	报告期末持有无限售条件股份数量	股份种类	
		股份种类	数量
浙江金大叶控股有限公司	52,800,000	人民币普通股	52,800,000
香港谷泰國際有限公司	28,800,000	人民币普通股	28,800,000
香港金德國際控股有限公司	14,400,000	人民币普通股	14,400,000
余姚德创骏博投资合伙企业（有限合伙）	9,000,000	人民币普通股	9,000,000
宁波梅山保税港区恒丰众创投资合伙企业（有限合伙）	2,611,000	人民币普通股	2,611,000
焦海武	1,099,565	人民币普通股	1,099,565
中国银行股份有限公司－大成景恒混合型证券投资基金	1,029,400	人民币普通股	1,029,400
苏州正源信毅资产管理有限公司－正源信毅月月开贰号私募证券投资基金	787,000	人民币普通股	787,000
光大证券股份有限公司	597,577	人民币普通股	597,577
华泰金融控股（香港）有限公司－中国动力基金	581,500	人民币普通股	581,500
前 10 名无限售流通股股东之间，以及前 10 名无限售流通股股东和前 10 名股东之间关联关系或一致行动的说明	股东浙江金大叶控股有限公司 、香港谷泰国际有限公司、香港金德国际控股有限公司、余姚德创骏博投资合伙企业（有限合伙）受同一实际控制人叶晓波控制，为一致行动人关系。除此之外，公司未知其他股东之间是否存在关联关系，也未知是否属于《上市公司收购管理办法》规定的一致行动人。		
参与融资融券业务股东情况说明（如有）（参见注 5）	公司股东焦海武通过普通证券账户持有 0 股，通过光大证券股份有限公司客户信用交易担保证券账户持有 1,096,065 股，合计持有 1,099,565 股。		

前十名股东参与转融通业务出借股份情况

□适用 ☑不适用

前十名股东较上期发生变化

☑适用 □不适用

单位：股

前十名股东较上期末发生变化情况					
股东名称（全称）	本报告期新增/退出	期末转融通出借股份且尚未归还数量		期末股东普通账户、信用账户持股及转融通出借股份且尚未归还的股份数量	
		数量合计	占总股本的比例	数量合计	占总股本的比例
焦海武	新增	0	0.00%	1,099,565	0.69%
中国银行股份有限公司－大成景恒混合型证券投资基金	新增	0	0.00%	1,029,400	0.64%
苏州正源信毅资产管理有限公司－正源信毅月月开贰号私募证券投资基金	新增	0	0.00%	787,000	0.49%

光大证券股份有限公司	新增	0	0.00%	597,577	0.37%
华泰金融控股（香港）有限公司－中国动力基金	新增	0	0.00%	581,500	0.36%
陈海华	退出	0	0.00%	未知	未知
张建飞	退出	0	0.00%	未知	未知
中国建设银行股份有限公司－交银施罗德经济新动力混合型证券投资基金	退出	0	0.00%	未知	未知
王爱香	退出	0	0.00%	未知	未知
招商银行股份有限公司－交银施罗德创新领航混合型证券投资基金	退出	0	0.00%	未知	未知
李建幸	退出	0	0.00%	未知	未知
葛炳校	退出	0	0.00%	356,000	0.22%
何志坚	退出	0	0.00%	未知	未知
青骊投资管理（上海）有限公司－青骊汇敏私募证券投资基金	退出	0	0.00%	未知	未知
浙江金大叶控股有限公司	新增	0	0.00%	52,800,000	33.00%
香港谷泰國際有限公司	新增	0	0.00%	28,800,000	18.00%
香港金德國際控股有限公司	新增	0	0.00%	14,400,000	9.00%
余姚德创骏博投资合伙企业（有限合伙）	新增	0	0.00%	9,000,000	5.63%

注：部分股东未在中登下发的期末前 200 名股东名册中，公司未知其持股情况。

公司是否具有表决权差异安排

□适用 ☑不适用

公司前 10 名普通股股东、前 10 名无限售条件普通股股东在报告期内是否进行约定购回交易

□是 ☑否

公司前 10 名普通股股东、前 10 名无限售条件普通股股东在报告期内未进行约定购回交易。

2、公司控股股东情况

控股股东性质：自然人控股、外商控股

控股股东类型：法人

控股股东名称	法定代表人/单位负责人	成立日期	组织机构代码	主要经营业务
浙江金大叶控股有限公司	叶晓波	2016 年 08 月 18 日	91330281MA282GTG8W	实业投资,店铺、厂房租赁,日用品批发、零售,营销策划及会务服务,房地产开发及销售。（依法须经批准的项目，经相关部门批准后方可开展经营活动）
控股股东报告期内控股和参股的其他境内外上市公司的股权情况	无			

控股股东报告期内变更

□适用 ☑不适用

公司报告期控股股东未发生变更。

3、公司实际控制人及其一致行动人

实际控制人性质：境内自然人

实际控制人类型：自然人

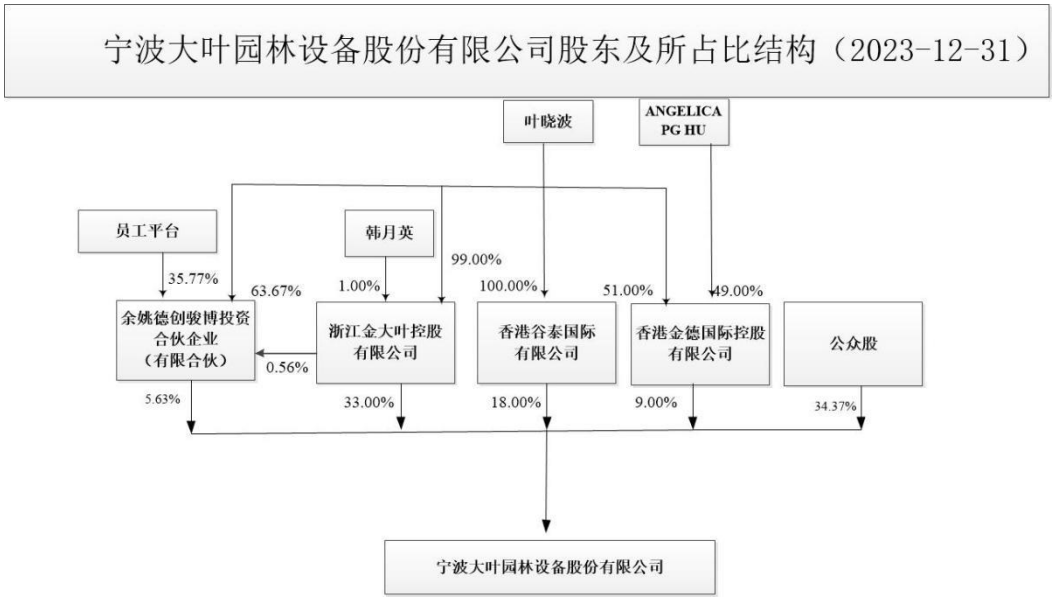
实际控制人姓名	与实际控制人关系	国籍	是否取得其他国家或地区居留权
叶晓波	本人	中国	否
ANGELICA PG HU	一致行动（含协议、亲属、同一控制）	澳大利亚	是
主要职业及职务	见本年报“第四节 公司治理”之“七 、董事、监事和高级管理人员情况”之二、任职情况：“公司现任董事、监事、高级管理人员专业背景、主要工作经历以及目前在公司的主要职责”		
过去 10 年曾控股的境内外上市公司情况	无		

实际控制人报告期内变更

□适用 ☑不适用

公司报告期实际控制人未发生变更。

公司与实际控制人之间的产权及控制关系的方框图



实际控制人通过信托或其他资产管理方式控制公司

□适用 ☑不适用

4、公司控股股东或第一大股东及其一致行动人累计质押股份数量占其所持公司股份数量比例达到 80%

□适用 ☑不适用

5、其他持股在 10%以上的法人股东

☑适用 □不适用

法人股东名称	法定代表人/单位负责人	成立日期	注册资本	主要经营业务或管理活动
香港谷泰	叶晓波	2009 年 12 月 21 日	10,000 港币	主要从事实业投资业务

6、控股股东、实际控制人、重组方及其他承诺主体股份限制减持情况

☑适用 □不适用

控股股东和实际控制人关于公司股份限制减持情况请参见本报告“第六节重要事项”、“一、承诺事项履行情况”。

四、股份回购在报告期的具体实施情况

股份回购的实施进展情况

□适用 ☑不适用

采用集中竞价交易方式减持回购股份的实施进展情况

□适用 ☑不适用

第八节 优先股相关情况

□适用 ☑不适用

报告期公司不存在优先股。

第九节 债券相关情况

☑适用 □不适用

一、企业债券

□适用 ☑不适用
报告期公司不存在企业债券。

二、公司债券

□适用 ☑不适用
报告期公司不存在公司债券。

三、非金融企业债务融资工具

□适用 ☑不适用
报告期公司不存在非金融企业债务融资工具。

四、可转换公司债券

☑适用 □不适用

1、转股价格历次调整情况

公司可转债初始转股价格为 20.01 元/股，截至本报告期末公司的转股价格为 20.01 元/股，报告期内未出现调整转股价格情况。

2、累计转股情况

□适用 ☑不适用

3、前十名可转债持有人情况

序号	可转债持有人名称	可转债持有人性质	报告期末持有可转债数量（张）	报告期末持有可转债金额（元）	报告期末持有可转债占比
1	浙江金大叶控股有限公司	境内非国有法人	1,570,852	157,085,200.00	33.00%
2	香港谷泰國際有限公司	境外法人	856,828	85,682,800.00	18.00%
3	香港金德國際控股有限公司	境外法人	428,414	42,841,400.00	9.00%
4	余姚德创骏博投资合伙企业（有限合伙）	境内非国有法人	267,759	26,775,900.00	5.62%
5	招商银行股份有限公司－博时中证可转债及可交换债券交易型开放式指数证券投资基金	其他	29,070	2,907,000.00	0.61%
6	上海金锝私募基金管理有限公司－金锝尧典 20 号私募证券投资基金	其他	28,930	2,893,000.00	0.61%

7	李强	境内自然人	23,160	2,316,000.00	0.49%
8	孙尧	境内自然人	14,830	1,483,000.00	0.31%
9	中国建设银行股份有限公司－华商信用增强债券型证券投资基金	其他	14,740	1,474,000.00	0.31%
10	张永国	境内自然人	12,200	1,220,000.00	0.26%

4、担保人盈利能力、资产状况和信用状况发生重大变化的情况

□适用 ☑不适用

5、报告期末公司的负债情况、资信变化情况以及在未来年度还债的现金安排

报告期内，东方金诚国际信用评估有限公司维持对大叶转债的主体信用评级为 A+，评级展望为稳定，本次发行的可转债信用等级为 A+。可转债相关指标详见本报告“第九节、八、截至报告期末公司近两年的主要会计数据和财务指标”。

五、报告期内合并报表范围亏损超过上年末净资产 10%

☑适用 □不适用

项目名称	亏损情况	亏损原因	对公司生产经营和偿债能力的影响
归属于母公司股东的净利润	报告期内，公司归属于母公司股东的净利润-17,487.01 万元，亏损额占上年末净资产的-18.33%。	主要欧美主要客户处于高库存阶段同时加大去库存力度导致客户需求减少、销售扣款增加、毛利率下滑、外币汇率波动产生的汇兑收益减少和新增向不特定对象发行可转换公司债券利息支出导致财务费用增加所致。	报告期亏损不会影响公司的正常生产经营和偿还到期债务。

六、报告期末除债券外的有息债务逾期情况

□适用 ☑不适用

七、报告期内是否有违反规章制度的情况

□是 ☑否

八、截至报告期末公司近两年的主要会计数据和财务指标

单位：万元

项目	本报告期末	上年末	本报告期末比上年末增减
流动比率	2.03	0.96	111.46%
资产负债率	73.57%	63.58%	9.99%
速动比率	1.14	0.32	256.25%
	本报告期	上年同期	本报告期比上年同期增减
扣除非经常性损益后净利润	-16,370.27	2,741.65	-697.10%
EBITDA 全部债务比	-2.69%	6.79%	-9.48%

利息保障倍数	-2.87	1.16	-347.41%
现金利息保障倍数	3.99	0.74	439.19%
EBITDA 利息保障倍数	-1.19	3.51	-133.90%
贷款偿还率	100.00%	100.00%	0.00%
利息偿付率	-387.01%	15.93%	-402.94%

第十节 财务报告

一、审计报告

审计意见类型	标准的无保留意见
审计报告签署日期	2024 年 04 月 22 日
审计机构名称	天健会计师事务所（特殊普通合伙）
审计报告文号	天健审〔2024〕号
注册会计师姓名	黄元喜、汤哲人

审计报告正文

宁波大叶园林设备股份有限公司全体股东：

一、审计意见

我们审计了宁波大叶园林设备股份有限公司（以下简称大叶股份公司）财务报表，包括 2023 年 12 月 31 日的合并及母公司资产负债表，2023 年度的合并及母公司利润表、合并及母公司现金流量表、合并及母公司所有者权益变动表，以及相关财务报表附注。

我们认为，后附的财务报表在所有重大方面按照企业会计准则的规定编制，公允反映了大叶股份公司 2023 年 12 月 31 日的合并及母公司财务状况，以及 2023 年度的合并及母公司经营成果和现金流量。

二、形成审计意见的基础

我们按照中国注册会计师审计准则的规定执行了审计工作。审计报告的“注册会计师对财务报表审计的责任”部分进一步阐述了我们在这些准则下的责任。按照中国注册会计师职业道德守则，我们独立于大叶股份公司，并履行了职业道德方面的其他责任。我们相信，我们获取的审计证据是充分、适当的，为发表审计意见提供了基础。

三、关键审计事项

关键审计事项是我们根据职业判断，认为对本期财务报表审计最为重要的事项。这些事项的应对以对财务报表整体进行审计并形成审计意见为背景，我们不对这些事项单独发表意见。

(一) 收入确认

1. 事项描述

相关信息披露参见财务报表附注收入、财务报表附注合并利润表项目注释 1 及财务报表附注分部信息。

大叶股份公司的营业收入主要来源于销售园林机械设备，2023 年度大叶股份公司的营业收入为 92,845.90 万元。

由于营业收入是大叶股份公司的关键业绩指标之一，可能存在大叶股份公司管理层（以下简称管理层）通过不恰当的收入确认以达到特定目标或预期的固有风险。因此，我们将收入确认识别为关键审计事项。

2. 审计应对

针对收入确认，我们实施的审计程序主要包括：

（1）了解与收入确认相关的关键内部控制，评价其设计和执行是否有效，并测试相关内部控制的运行有效性；

（2）检查主要客户合同，了解主要合同条款或条件，评价收入确认方法是否适当；

（3）对营业收入及毛利率按年度、月度、主要产品、主要客户等实施分析程序，识别是否存在重大或异常波动，并查明波动原因；

（4）我们抽选主要客户执行函证程序，向被询证客户函证应收账款余额、预收款项余额和销售收入金额，并核对函证结果；

（5）对于出口销售，获取海关电子口岸数据并与账面记录核对、采取抽样方法，检查大额销售合同、销售订单以及对应的发票、出口报关单、货运提单、销售发票等支持性文件；对境外子公司直接销售，检查了供应商系统的订单和对应发票、提货单、出库单等；针对国内销售，采取抽样方法，检查大额销售合同、销售订单及对应的发票、出库单、运货单、签收单等；

（6）执行收入截止性测试程序，对资产负债表日前后确认的营业收入核对出库单、发货单、出口报关单、货运提单等支持性文件，评价营业收入是否在恰当期间确认；

（7）获取资产负债表日后的销售退回记录，检查是否存在资产负债表日不满足收入确认条件的情况；

（8）检查与营业收入相关的信息是否已在财务报表中作出恰当列报。

(二) 存货的减值

1. 事项描述

如大叶股份公司财务报表附注合并资产负债表项目注释 7 所述，截至 2023 年 12 月 31 日，大叶股份公司存货账面余额为 77,723.13 万元，跌价准备金额为 1,651.86 万元，账面价值为 76,071.27 万元，存货跌价准备计提是否充分对财务报表影响较大。存货的可变现净值以预计售价扣除至完工时估计将要发生的成本（如相关）、销售费用以及相关税费后的金额确定。

由于该事项涉及金额较大且需要管理层作出重大判断，为此我们将存货跌价准备确定为关键审计事项。

2. 审计应对

我们实施的审计程序主要包括：

（1）了解与存货减值相关的关键内部控制，评价其设计和执行是否有效，并测试相关内部控制的运行有效性；

（2）执行存货监盘程序，检查存货的数量及质量等状况；

（3） 取得大叶股份公司年末存货库龄清单并对长库龄的存货进行相关分析；

（4）取得大叶股份公司期末尚未执行的订单，比较期末产成品单位成本与订单上的售价扣除估计的销售费用以及相关税费后的金额，并判断期末产成品是否存在减值迹象；

（5）取得大叶股份公司期末存货跌价准备计算表并进行复核；

（6）检查以前年度计提的存货跌价准备本期变化情况，复核存货跌价准备转回或转销是否合理；

（7）抽取部分于 2023 年 12 月 31 日后销售的存货，测试实际售价与预计售价的差别；

（8）检查与存货减值相关的信息是否已在财务报表中作出恰当列报。

四、其他信息

管理层对其他信息负责。其他信息包括年度报告中涵盖的信息，但不包括财务报表和我们的审计报告。

我们对财务报表发表的审计意见不涵盖其他信息，我们也不对其他信息发表任何形式的鉴证结论。

结合我们对财务报表的审计，我们的责任是阅读其他信息，在此过程中，考虑其他信息是否与财务报表或我们在审计过程中了解到的情况存在重大不一致或者似乎存在重大错报。

基于我们已执行的工作，如果我们确定其他信息存在重大错报，我们应当报告该事实。在这方面，我们无任何事项需要报告。

五、管理层和治理层对财务报表的责任

管理层负责按照企业会计准则的规定编制财务报表，使其实现公允反映，并设计、执行和维护必要的内部控制，以使财务报表不存在由于舞弊或错误导致的重大错报。

在编制财务报表时，管理层负责评估大叶股份公司的持续经营能力，披露与持续经营相关的事项（如适用），并运用持续经营假设，除非计划进行清算、终止运营或别无其他现实的选择。

大叶股份公司治理层（以下简称治理层）负责监督大叶股份公司的财务报告过程。

六、注册会计师对财务报表审计的责任

我们的目标是对财务报表整体是否不存在由于舞弊或错误导致的重大错报获取合理保证，并出具包含审计意见的审计报告。合理保证是高水平的保证，但并不能保证按照审计准则执行的审计在某一重

大错报存在时总能发现。错报可能由于舞弊或错误导致，如果合理预期错报单独或汇总起来可能影响财务报表使用者依据财务报表作出的经济决策，则通常认为错报是重大的。

在按照审计准则执行审计工作的过程中，我们运用职业判断，并保持职业怀疑。同时，我们也执行以下工作：

(一) 识别和评估由于舞弊或错误导致的财务报表重大错报风险，设计和实施审计程序以应对这些风险，并获取充分、适当的审计证据，作为发表审计意见的基础。由于舞弊可能涉及串通、伪造、故意遗漏、虚假陈述或凌驾于内部控制之上，未能发现由于舞弊导致的重大错报的风险高于未能发现由于错误导致的重大错报的风险。

(二) 了解与审计相关的内部控制，以设计恰当的审计程序，但目的并非对内部控制的有效性发表意见

(三) 评价管理层选用会计政策的恰当性和作出会计估计及相关披露的合理性。

(四) 对管理层使用持续经营假设的恰当性得出结论。同时，根据获取的审计证据，就可能导致对大叶股份公司持续经营能力产生重大疑虑的事项或情况是否存在重大不确定性得出结论。如果我们得出结论认为存在重大不确定性，审计准则要求我们在审计报告中提请报表使用者注意财务报表中的相关披露；如果披露不充分，我们应当发表非无保留意见。我们的结论基于截至审计报告日可获得的信息。然而，未来的事项或情况可能导致大叶股份公司不能持续经营。

(五) 评价财务报表的总体列报、结构和内容，并评价财务报表是否公允反映相关交易和事项。

(六) 就大叶股份公司中实体或业务活动的财务信息获取充分、适当的审计证据，以对财务报表发表审计意见。我们负责指导、监督和执行集团审计，并对审计意见承担全部责任。

我们与治理层就计划的审计范围、时间安排和重大审计发现等事项进行沟通，包括沟通我们在审计中识别出的值得关注的内部控制缺陷。

我们还就已遵守与独立性相关的职业道德要求向治理层提供声明，并与治理层沟通可能被合理认为影响我们独立性的所有关系和其他事项，以及相关的防范措施（如适用）。

从与治理层沟通过的事项中，我们确定哪些事项对本期财务报表审计最为重要，因而构成关键审计事项。我们在审计报告中描述这些事项，除非法律法规禁止公开披露这些事项，或在极少数情形下，如果合理预期在审计报告中沟通某事项造成的负面后果超过在公众利益方面产生的益处，我们确定不应在审计报告中沟通该事项。

天健会计师事务所（特殊普通合伙） 中国注册会计师：
（项目合伙人）

中国 杭州 中国注册会计师：

二〇二四年四月二十二日

二、财务报表

财务附注中报表的单位为：元

1、合并资产负债表

编制单位：宁波大叶园林设备股份有限公司

2023 年 12 月 31 日

单位：元

项目	2023 年 12 月 31 日	2023 年 1 月 1 日
流动资产：		
货币资金	719,267,873.45	113,030,472.81
结算备付金		
拆出资金		
交易性金融资产	115,732.96	611,893.28
衍生金融资产		
应收票据		
应收账款	127,582,026.08	243,825,670.38
应收款项融资	50,000,000.00	50,000,000.00
预付款项	34,580,010.81	18,630,153.24
应收保费		
应收分保账款		
应收分保合同准备金		
其他应收款	4,634,793.35	8,580,027.96
其中：应收利息		
应收股利		
买入返售金融资产		
存货	760,712,716.12	950,877,082.12
合同资产		
持有待售资产		

一年内到期的非流动资产		
其他流动资产	47,781,943.22	46,603,133.20
流动资产合计	1,744,675,095.99	1,432,158,432.99
非流动资产：		
发放贷款和垫款		
债权投资		
其他债权投资		
长期应收款		
长期股权投资		
其他权益工具投资		
其他非流动金融资产		
投资性房地产	2,164,668.10	
固定资产	865,430,398.77	792,529,776.92
在建工程	209,423,720.31	152,794,862.81
生产性生物资产		
油气资产		
使用权资产	20,389,562.09	35,123,344.47
无形资产	197,284,070.30	166,277,110.30
开发支出		
商誉		
长期待摊费用	1,569,606.80	1,574,020.53
递延所得税资产	43,705,839.59	26,451,120.46
其他非流动资产	11,660,000.00	12,438,400.00
非流动资产合计	1,351,627,865.96	1,187,188,635.49
资产总计	3,096,302,961.95	2,619,347,068.48
流动负债：		
短期借款	384,680,366.63	842,833,293.36
向中央银行借款		
拆入资金		
交易性金融负债	31,606.67	2,649,367.34
衍生金融负债		
应付票据	96,705,069.14	152,188,779.40
应付账款	281,572,195.11	424,365,998.16
预收款项	639,001.68	
合同负债	2,587,275.16	1,017,450.48
卖出回购金融资产款		
吸收存款及同业存放		
代理买卖证券款		
代理承销证券款		
应付职工薪酬	22,423,914.52	21,473,171.57
应交税费	14,639,928.52	15,475,497.67
其他应付款	1,373,911.57	854,804.93

其中：应付利息		
应付股利		
应付手续费及佣金		
应付分保账款		
持有待售负债		
一年内到期的非流动负债	54,855,137.05	23,669,265.07
其他流动负债	420,092.87	
流动负债合计	859,928,498.92	1,484,527,627.98
非流动负债：		
保险合同准备金		
长期借款	955,726,805.54	149,955,970.22
应付债券	440,660,196.96	
其中：优先股		
永续债		
租赁负债	10,628,977.01	22,700,487.75
长期应付款		
长期应付职工薪酬		
预计负债		
递延收益	10,981,272.48	8,319,491.25
递延所得税负债		
其他非流动负债		
非流动负债合计	1,417,997,251.99	180,975,949.22
负债合计	2,277,925,750.91	1,665,503,577.20
所有者权益：		
股本	160,000,000.00	160,000,000.00
其他权益工具	25,871,997.13	
其中：优先股		
永续债		
资本公积	454,907,231.29	455,164,859.85
减：库存股		
其他综合收益	12,004,599.56	-1,784,862.59
专项储备		
盈余公积	44,374,749.04	44,374,749.04
一般风险准备		
未分配利润	121,218,634.02	296,088,744.98
归属于母公司所有者权益合计	818,377,211.04	953,843,491.28
少数股东权益		
所有者权益合计	818,377,211.04	953,843,491.28
负债和所有者权益总计	3,096,302,961.95	2,619,347,068.48

法定代表人：叶晓波　　主管会计工作负责人：吴伯凡　　会计机构负责人：吴伯凡

2、母公司资产负债表

单位：元

项目	2023 年 12 月 31 日	2023 年 1 月 1 日
流动资产：		
货币资金	338,450,426.43	48,782,387.84

交易性金融资产	85,885.44	611,893.28
衍生金融资产		
应收票据		
应收账款	129,218,513.57	212,090,968.97
应收款项融资	50,000,000.00	50,000,000.00
预付款项	19,368,888.60	12,615,341.96
其他应收款	879,174,424.93	601,247,037.31
其中：应收利息		
应收股利		
存货	249,072,593.44	337,341,423.35
合同资产		
持有待售资产		
一年内到期的非流动资产		
其他流动资产	8,028,759.88	24,416,408.57
流动资产合计	1,673,399,492.29	1,287,105,461.28
非流动资产：		
债权投资		
其他债权投资		
长期应收款		
长期股权投资	812,632,346.14	608,474,429.54
其他权益工具投资		
其他非流动金融资产		
投资性房地产	2,164,668.10	
固定资产	171,851,652.00	156,145,441.47
在建工程	36,955,658.02	61,378,832.72
生产性生物资产		
油气资产		
使用权资产		
无形资产	33,827,619.78	36,678,814.69
开发支出		
商誉		
长期待摊费用	911,401.71	519,147.80
递延所得税资产	19,934,193.94	6,626,403.76
其他非流动资产		68,400.00
非流动资产合计	1,078,277,539.69	869,891,469.98
资产总计	2,751,677,031.98	2,156,996,931.26
流动负债：		
短期借款	260,152,380.53	704,612,308.28
交易性金融负债	15,851.80	2,649,367.34
衍生金融负债		
应付票据	111,848,208.14	95,203,827.60
应付账款	104,368,902.38	215,289,113.58

预收款项	147,798.21	
合同负债	1,234,518.15	626,000.23
应付职工薪酬	16,973,927.44	16,277,382.41
应交税费	2,664,267.95	3,212,120.78
其他应付款	40,059,592.82	1,547,551.67
其中：应付利息		
应付股利		
持有待售负债		
一年内到期的非流动负债	12,500,000.00	
其他流动负债		
流动负债合计	549,965,447.42	1,039,417,671.89
非流动负债：		
长期借款	756,574,791.65	67,077,015.28
应付债券	440,660,196.96	
其中：优先股		
永续债		
租赁负债		
长期应付款		
长期应付职工薪酬		
预计负债		
递延收益	8,318,213.63	7,634,858.49
递延所得税负债		
其他非流动负债		
非流动负债合计	1,205,553,202.24	74,711,873.77
负债合计	1,755,518,649.66	1,114,129,545.66
所有者权益：		
股本	160,000,000.00	160,000,000.00
其他权益工具	25,871,997.13	
其中：优先股		
永续债		
资本公积	454,907,231.29	455,164,859.85
减：库存股		
其他综合收益		
专项储备		
盈余公积	44,374,749.04	44,374,749.04
未分配利润	311,004,404.86	383,327,776.71
所有者权益合计	996,158,382.32	1,042,867,385.60
负债和所有者权益总计	2,751,677,031.98	2,156,996,931.26

3、合并利润表

单位：元

项目	2023 年度	2022 年度
一、营业总收入	928,459,027.45	1,471,575,032.77
其中：营业收入	928,459,027.45	1,471,575,032.77
利息收入		

已赚保费		
手续费及佣金收入		
二、营业总成本	1,106,485,718.55	1,449,721,273.78
其中：营业成本	822,090,879.76	1,233,633,136.45
利息支出		
手续费及佣金支出		
退保金		
赔付支出净额		
提取保险责任合同准备金净额		
保单红利支出		
分保费用		
税金及附加	17,547,354.22	12,942,931.50
销售费用	99,724,996.27	81,337,624.40
管理费用	70,866,732.65	70,709,862.17
研发费用	67,871,660.42	63,270,028.26
财务费用	28,384,095.23	-12,172,309.00
其中：利息费用	51,318,781.91	32,184,888.51
利息收入	10,421,017.77	1,357,449.67
加：其他收益	4,741,977.19	6,603,868.45
投资收益（损失以“－”号填列）	-15,996,305.94	-24,851,321.45
其中：对联营企业和合营企业的投资收益		
以摊余成本计量的金融资产终止确认收益		
汇兑收益（损失以“-”号填列）		
净敞口套期收益（损失以“－”号填列）		
公允价值变动收益（损失以“－”号填列）	84,126.29	-1,842,474.06
信用减值损失（损失以“-”号填列）	3,130,068.36	4,730,485.38
资产减值损失（损失以“-”号填列）	-12,683,710.73	-2,949,441.59
资产处置收益（损失以“-”号填列）	141,006.43	-426,082.81
三、营业利润（亏损以“－”号填列）	-198,609,529.50	3,118,792.91
加：营业外收入	47,062.59	2,083,266.39
减：营业外支出	247,293.23	76,178.61
四、利润总额（亏损总额以“－”号填列）	-198,809,760.14	5,125,880.69
减：所得税费用	-23,939,649.18	-6,125,170.60
五、净利润（净亏损以“－”号填列）	-174,870,110.96	11,251,051.29
（一）按经营持续性分类		
1.持续经营净利润（净亏损以“－”号填列）	-174,870,110.96	11,251,051.29
2.终止经营净利润（净亏损以“－”号填列）		
（二）按所有权归属分类		
1.归属于母公司股东的净利润	-174,870,110.96	11,251,051.29
2.少数股东损益		
六、其他综合收益的税后净额	13,789,462.15	1,771,464.79
归属母公司所有者的其他综合收益的税后净额	13,789,462.15	1,771,464.79
（一）不能重分类进损益的其他综合收益		
1.重新计量设定受益计划变动额		
2.权益法下不能转损益的其他综合收益		
3.其他权益工具投资公允价值变动		

4.企业自身信用风险公允价值变动		
5.其他		
（二）将重分类进损益的其他综合收益	13,789,462.15	1,771,464.79
1.权益法下可转损益的其他综合收益		
2.其他债权投资公允价值变动		
3.金融资产重分类计入其他综合收益的金额		
4.其他债权投资信用减值准备		
5.现金流量套期储备		
6.外币财务报表折算差额	13,789,462.15	1,771,464.79
7.其他		
归属于少数股东的其他综合收益的税后净额		
七、综合收益总额	-161,080,648.81	13,022,516.08
归属于母公司所有者的综合收益总额	-161,080,648.81	13,022,516.08
归属于少数股东的综合收益总额		
八、每股收益		
（一）基本每股收益	-1.09	0.07
（二）稀释每股收益	-0.94	0.07

本期发生同一控制下企业合并的，被合并方在合并前实现的净利润为：元，上期被合并方实现的净利润为：元。

法定代表人：叶晓波　　主管会计工作负责人：吴伯凡　　会计机构负责人：吴伯凡

4、母公司利润表

单位：元

项目	2023 年度	2022 年度
一、营业收入	490,883,404.61	978,243,919.40
减：营业成本	412,399,149.04	807,178,893.87
税金及附加	9,571,123.08	5,189,603.19
销售费用	22,678,864.20	19,183,880.19
管理费用	37,399,388.64	38,694,422.55
研发费用	53,746,071.94	50,033,051.38
财务费用	24,768,179.56	-7,812,478.41
其中：利息费用	38,242,130.83	21,555,557.41
利息收入	6,395,748.84	1,042,157.03
加：其他收益	3,525,065.80	4,760,070.32
投资收益（损失以“－”号填列）	-14,922,905.94	-24,408,721.45
其中：对联营企业和合营企业的投资收益		
以摊余成本计量的金融资产终止确认收益（损失以“-”号填列）		
净敞口套期收益（损失以“－”号填列）		
公允价值变动收益（损失以“－”号填列）	70,033.64	-1,842,474.06
信用减值损失（损失以“-”号填列）	-4,501,716.66	-11,893,362.49
资产减值损失（损失以“-”号填列）	-6,730,930.03	-2,441,810.99
资产处置收益（损失以“-”号填列）		-58,181.65
二、营业利润（亏损以“－”号填列）	-92,239,825.04	29,892,066.31
加：营业外收入	32,336.70	2,028,659.01
减：营业外支出	209,276.09	39,381.77
三、利润总额（亏损总额以“－”号填列）	-92,416,764.43	31,881,343.55
减：所得税费用	-20,093,392.58	-3,506,257.34

四、净利润（净亏损以“－”号填列）	-72,323,371.85	35,387,600.89
（一）持续经营净利润（净亏损以“－”号填列）	-72,323,371.85	35,387,600.89
（二）终止经营净利润（净亏损以“－”号填列）		
五、其他综合收益的税后净额		
（一）不能重分类进损益的其他综合收益		
1.重新计量设定受益计划变动额		
2.权益法下不能转损益的其他综合收益		
3.其他权益工具投资公允价值变动		
4.企业自身信用风险公允价值变动		
5.其他		
（二）将重分类进损益的其他综合收益		
1.权益法下可转损益的其他综合收益		
2.其他债权投资公允价值变动		
3.金融资产重分类计入其他综合收益的金额		
4.其他债权投资信用减值准备		
5.现金流量套期储备		
6.外币财务报表折算差额		
7.其他		
六、综合收益总额	-72,323,371.85	35,387,600.89
七、每股收益：		
（一）基本每股收益		
（二）稀释每股收益		

5、合并现金流量表

单位：元

项目	2023 年度	2022 年度
一、经营活动产生的现金流量：		
销售商品、提供劳务收到的现金	1,102,695,871.79	1,645,511,268.98
客户存款和同业存放款项净增加额		
向中央银行借款净增加额		
向其他金融机构拆入资金净增加额		
收到原保险合同保费取得的现金		
收到再保业务现金净额		
保户储金及投资款净增加额		
收取利息、手续费及佣金的现金		
拆入资金净增加额		
回购业务资金净增加额		
代理买卖证券收到的现金净额		
收到的税费返还	68,244,457.71	112,548,823.16
收到其他与经营活动有关的现金	154,997,150.86	129,432,786.93
经营活动现金流入小计	1,325,937,480.36	1,887,492,879.07
购买商品、接受劳务支付的现金	751,536,936.03	1,417,951,758.60
客户贷款及垫款净增加额		
存放中央银行和同业款项净增加额		
支付原保险合同赔付款项的现金		
拆出资金净增加额		
支付利息、手续费及佣金的现金		
支付保单红利的现金		
支付给职工以及为职工支付的现金	188,321,104.20	247,936,299.84
支付的各项税费	21,047,416.70	27,702,119.15
支付其他与经营活动有关的现金	160,482,383.72	170,219,682.36

经营活动现金流出小计	1,121,387,840.65	1,863,809,859.95
经营活动产生的现金流量净额	204,549,639.71	23,683,019.12
二、投资活动产生的现金流量：		
收回投资收到的现金		
取得投资收益收到的现金		
处置固定资产、无形资产和其他长期资产收回的现金净额	21,880.00	303,447.31
处置子公司及其他营业单位收到的现金净额		
收到其他与投资活动有关的现金	40,916,587.80	17,674,763.47
投资活动现金流入小计	40,938,467.80	17,978,210.78
购建固定资产、无形资产和其他长期资产支付的现金	338,173,415.82	138,969,643.94
投资支付的现金	18,033,780.00	17,902,836.80
质押贷款净增加额		
取得子公司及其他营业单位支付的现金净额		
支付其他与投资活动有关的现金	26,972,076.37	29,557,694.43
投资活动现金流出小计	383,179,272.19	186,430,175.17
投资活动产生的现金流量净额	-342,240,804.39	-168,451,964.39
三、筹资活动产生的现金流量：		
吸收投资收到的现金		
其中：子公司吸收少数股东投资收到的现金		
取得借款收到的现金	2,432,253,393.61	1,115,705,330.35
收到其他与筹资活动有关的现金	8,705,750.00	78,000,000.00
筹资活动现金流入小计	2,440,959,143.61	1,193,705,330.35
偿还债务支付的现金	1,590,224,517.05	945,385,320.53
分配股利、利润或偿付利息支付的现金	37,989,552.31	49,160,070.99
其中：子公司支付给少数股东的股利、利润		
支付其他与筹资活动有关的现金	65,752,949.82	65,003,695.78
筹资活动现金流出小计	1,693,967,019.18	1,059,549,087.30
筹资活动产生的现金流量净额	746,992,124.43	134,156,243.05
四、汇率变动对现金及现金等价物的影响	21,016,492.63	5,190,410.49
五、现金及现金等价物净增加额	630,317,452.38	-5,422,291.73
加：期初现金及现金等价物余额	55,032,576.24	60,454,867.97
六、期末现金及现金等价物余额	685,350,028.62	55,032,576.24

6、母公司现金流量表

单位：元

项目	2023 年度	2022 年度
一、经营活动产生的现金流量：		
销售商品、提供劳务收到的现金	587,282,086.06	1,261,431,563.99
收到的税费返还	49,900,536.04	73,665,103.42
收到其他与经营活动有关的现金	1,500,481,898.28	108,758,925.63
经营活动现金流入小计	2,137,664,520.38	1,443,855,593.04
购买商品、接受劳务支付的现金	403,767,993.48	792,603,262.08
支付给职工以及为职工支付的现金	113,785,043.40	163,625,899.22
支付的各项税费	9,823,235.44	20,096,250.58
支付其他与经营活动有关的现金	1,427,803,876.17	106,997,804.31
经营活动现金流出小计	1,955,180,148.49	1,083,323,216.19
经营活动产生的现金流量净额	182,484,371.89	360,532,376.85
二、投资活动产生的现金流量：		
收回投资收到的现金		
取得投资收益收到的现金		
处置固定资产、无形资产和其他长期资产收回的现金净额	21,880.00	50,000.00
处置子公司及其他营业单位收到的现金净额		

收到其他与投资活动有关的现金	764,617,767.29	599,868,989.68
投资活动现金流入小计	764,639,647.29	599,918,989.68
购建固定资产、无形资产和其他长期资产支付的现金	26,384,102.09	50,221,712.06
投资支付的现金	218,680,756.25	36,509,870.70
取得子公司及其他营业单位支付的现金净额		
支付其他与投资活动有关的现金	729,518,186.27	910,518,852.53
投资活动现金流出小计	974,583,044.61	997,250,435.29
投资活动产生的现金流量净额	-209,943,397.32	-397,331,445.61
三、筹资活动产生的现金流量：		
吸收投资收到的现金		
取得借款收到的现金	1,569,495,396.34	934,321,917.45
收到其他与筹资活动有关的现金		
筹资活动现金流入小计	1,569,495,396.34	934,321,917.45
偿还债务支付的现金	1,185,786,517.05	869,438,409.38
分配股利、利润或偿付利息支付的现金	27,992,623.00	41,614,319.12
支付其他与筹资活动有关的现金	39,593,281.92	
筹资活动现金流出小计	1,253,372,421.97	911,052,728.50
筹资活动产生的现金流量净额	316,122,974.37	23,269,188.95
四、汇率变动对现金及现金等价物的影响	7,228,059.67	23,096,640.27
五、现金及现金等价物净增加额	295,892,008.61	9,566,760.46
加：期初现金及现金等价物余额	33,960,442.82	24,393,682.36
六、期末现金及现金等价物余额	329,852,451.43	33,960,442.82

7、合并所有者权益变动表

本期金额

单位：元

项目	2023 年度													
	归属于母公司所有者权益												少数股东权益	所有者权益合计
	股本	其他权益工具			资本公积	减：库存股	其他综合收益	专项储备	盈余公积	一般风险准备	未分配利润	其他	小计	
		优先股	永续债	其他										
一、上年期末余额	160,000,000.00				455,164,859.85		-1,784,862.59		44,374,749.04		296,088,744.98		953,843,491.28		953,843,491.28
加：会计政策变更															
期差错更正															
他															
二、本年期初余额	160,000,000.00				455,164,859.85		-1,784,862.59		44,374,749.04		296,088,744.98		953,843,491.28		953,843,491.28
三、本期增减变动				25,871,997.13	-257,628.56		13,789,462.15				-174,870,110.96		-135,466,280.24		-135,466,280.24

金额（减少以“－”号填列）														
（一）综合收益总额							13,789,462.15				-174,870,110.96		-161,080,648.81		-161,080,648.81
（二）所有者投入和减少资本					-257,628.56								-257,628.56		-257,628.56
1.所有者投入的普通股															
2.其他权益工具持有者投入资本															
3.股份支付计入					-257,628.56								-257,628.56		-257,628.56

所有者权益的金额															
4.其他															
（三）利润分配															
1.提取盈余公积															
2.提取一般风险准备															
3.对所有者（或股东）的分配															
4.其他															
（四）所有者权益内部结转															
1.															

资本公积转增资本（或股本）															
2.盈余公积转增资本（或股本）															
3.盈余公积弥补亏损															
4.设定受益计划变动额结转留存收益															
5.其他综合收益结转留存收益															
6.															

其他															
（五）专项储备															
1.本期提取															
2.本期使用															
（六）其他				25,871,997.13									25,871,997.13		25,871,997.13
四、本期期末余额	160,000,000.00			25,871,997.13	454,907,231.29		12,004,599.56		44,374,749.04		121,218,634.02		818,377,211.04		818,377,211.04

上期金额

单位：元

项目	2022 年度														
	归属于母公司所有者权益													少数股东权益	所有者权益合计
	股本	其他权益工具			资本公积	减：库存股	其他综合收益	专项储备	盈余公积	一般风险准备	未分配利润	其他	小计		
		优先股	永续债	其他											
一、上年期末余额	160,000,000.00				450,059,488.42		-3,556,327.38		40,835,988.95		309,176,453.78		956,515,603.77		956,515,603.77
加：会计政															

策变更															
期差错更正															
他															
二、本年期初余额	160,000,000.00				450,059,488.42		-3,556,327.38		40,835,988.95		309,176,453.78		956,515,603.77		956,515,603.77
三、本期增减变动金额（减少以“－”号填列）					5,105,371.43		1,771,464.79		3,538,760.09		-13,087,708.80		-2,672,112.49		-2,672,112.49
（一）综合收益总额							1,771,464.79				11,251,051.29		13,022,516.08		13,022,516.08
（二）所有者投入和减少资本					5,105,371.43								5,105,371.43		5,105,371.43
1.所有															

者投入的普通股															
2.其他权益工具持有者投入资本															
3.股份支付计入所有者权益的金额					5,105,371.43								5,105,371.43		5,105,371.43
4.其他															
（三）利润分配									3,538,760.09		-24,338,760.09		-20,800,000.00		-20,800,000.00
1.提取盈余公积									3,538,760.09		-3,538,760.09				
2.提取一般风险准备															
3.对所											-20,800,000.00		-20,800,000.00		-20,800,000.00

有者（或股东）的分配															
4.其他															
（四）所有者权益内部结转															
1.资本公积转增资本（或股本）															
2.盈余公积转增资本（或股本）															
3.盈余公积弥补亏损															
4.设定															

受益计划变动额结转留存收益															
5.其他综合收益结转留存收益															
6.其他															
（五）专项储备															
1.本期提取															
2.本期使用															
（六）其他															
四、本期期末余额	160,000,000.00				455,164,859.85		-1,784,862.59		44,374,749.04		296,088,744.98		953,843,491.28		953,843,491.28

8、母公司所有者权益变动表

本期金额

单位：元

项目	2023 年度										
	股本	其他权益工具			资本公积	减：库存股	其他综合收益	专项储备	盈余公积	未分配利润	其他	所有者权益合计
		优先股	永续债	其他								
一、上年期末余额	160,000,000.00				455,164,859.85				44,374,749.04	383,327,776.71		1,042,867,385.60
加：会计政策变更												
前期差错更正												
其他												
二、本年期初余额	160,000,000.00				455,164,859.85				44,374,749.04	383,327,776.71		1,042,867,385.60
三、本期增减变动金额（减少以“－”号填列）				25,871,997.13	-257,628.56					-72,323,371.85		-46,709,003.28
（一）综合收益总额										-72,323,371.85		-72,323,371.85
（二）所有者投入和减少资本					-257,628.56							-257,628.56
1．所有者投入的普通股												
2．其他权益工具持有者投入资本												
3．股份支付计入所有者权益的金额					-257,628.56							-257,628.56
4．其他												
（三）利润分配												
1．提取盈余公积												
2．对所有者（或股东）的分配												

3．其他												
（四）所有者权益内部结转												
1．资本公积转增资本（或股本）												
2．盈余公积转增资本（或股本）												
3．盈余公积弥补亏损												
4．设定受益计划变动额结转留存收益												
5．其他综合收益结转留存收益												
6．其他												
（五）专项储备												
1．本期提取												
2．本期使用												
（六）其他				25,871,997.13								25,871,997.13
四、本期期末余额	160,000,000.00			25,871,997.13	454,907,231.29				44,374,749.04	311,004,404.86		996,158,382.32

上期金额

单位：元

项目	2022 年度											
	股本	其他权益工具			资本公积	减：库存股	其他综合收益	专项储备	盈余公积	未分配利润	其他	所有者权益合计
		优先股	永续债	其他								
一、上年期末余额	160,000,000.00				450,059,488.42				40,835,988.95	372,278,935.91		1,023,174,413.28
加：会计政策变更												
前期差错更正												
其他												
二、本年期初余额	160,000,000.00				450,059,488.42				40,835,988.95	372,278,935.91		1,023,174,413.28

三、本期增减变动金额（减少以“－”号填列）					5,105,371.43				3,538,760.09	11,048,840.80		19,692,972.32
（一）综合收益总额										35,387,600.89		35,387,600.89
（二）所有者投入和减少资本					5,105,371.43							5,105,371.43
1．所有者投入的普通股												
2．其他权益工具持有者投入资本												
3．股份支付计入所有者权益的金额					5,105,371.43							5,105,371.43
4．其他												
（三）利润分配									3,538,760.09	-24,338,760.09		-20,800,000.00
1．提取盈余公积									3,538,760.09	-3,538,760.09		
2．对所有者（或股东）的分配										-20,800,000.00		-20,800,000.00
3．其他												
（四）所有者权益内部结转												
1．资本公积转增资本（或股本）												
2．盈余公积转增资本（或股本）												
3．盈余公积弥补亏损												
4．设定受益计划变动额结转留存收益												
5．其他综合收益结转留存收益												
6．其他												
（五）专项储备												
1．本期提取												
2．本期使用												
（六）其他												
四、本期期末余额	160,000,000.00				455,164,859.85				44,374,749.04	383,327,776.71		1,042,867,385.60

三、公司基本情况

宁波大叶园林设备股份有限公司（以下简称公司或本公司）前身系宁波大叶园林设备有限公司（以下简称大叶有限公司），大叶有限公司系由境外法人 SKA INTERNATIONAL.PTY.LTD 出资组建，于 2006 年 2 月 17 日在宁波市工商行政管理局登记注册，总部位于浙江省宁波市。公司现持有统一社会信用代码为 91330281784320546U 营业执照，注册资本 16,000 万元，股份总数 16,000 万股（每股面值 1 元）。均为无限售条件的流通股份 A 股。公司股票于 2020 年 9 月 1 日在深圳证券交易所挂牌交易。

本公司属专用设备制造业。主要经营活动为从事割草机、打草机/割灌机、其他动力机械及配件的研发设计、生产制造和销售。产品主要有：草坪割草机、打草机/割灌机、其他动力机械及配件。

本财务报表业经公司 2024 年 4 月 19 日第三届第十五次董事会批准对外报出。

四、财务报表的编制基础

1、编制基础

本公司财务报表以持续经营为编制基础。

2、持续经营

本公司不存在导致对报告期末起 12 个月内的持续经营能力产生重大疑虑的事项或情况。

五、重要会计政策及会计估计

具体会计政策和会计估计提示：

本公司根据实际生产经营特点针对金融工具减值、存货、固定资产折旧、使用权资产折旧、无形资产摊销、收入确认等交易或事项制定了具体会计政策和会计估计。

1、遵循企业会计准则的声明

本公司所编制的财务报表符合企业会计准则的要求，真实、完整地反映了公司的财务状况、经营成果和现金流量等有关信息。

2、会计期间

会计年度自公历 1 月 1 日起至 12 月 31 日止。

3、营业周期

公司经营业务的营业周期较短，以 12 个月作为资产和负债的流动性划分标准。

4、记账本位币

本公司及境内子公司采用人民币为记账本位币，境外子公司选择其经营所处的主要经济环境中的货币为记账本位币。

5、重要性标准确定方法和选择依据

☑适用 □不适用

项目	重要性标准
重要的单项计提坏账准备的应收账款	公司将单项应收票据金额超过资产总额 0.3%的应收票据认定为重要应收票据。
重要的应收账款坏账准备收回或转回	公司将应收账款金额超过资产总额 0.3%的应收账款认定为重要的应收账款。
重要的核销应收账款	公司将应收账款金额超过资产总额 0.3%的应收账款认定为重要的应收账款。
账龄 1 年以上重要的预付款项	公司将账龄 1 年以上的预付款项金额超过资产总额 0.3%的账龄 1 年以上的预付款项认定为账龄 1 年以上重要的预付款项。
重要的单项计提坏账准备的其他应收款	公司将单项其他应收款金额超过资产总额 0.3%的其他应收款认定为重要其他应收款。
重要的其他应收款坏账准备收回或转回	公司将其他应收款金额超过资产总额 0.3%的其他应收款认定为重要的其他应收款。
重要的核销其他应收款	公司将其他应收款金额超过资产总额 0.3%的其他应收款认定为重要的其他应收款。
重要的在建工程项目	公司将单项在建工程金额超过资产总额 0.3%的项目认定为重要在建工程。
账龄 1 年以上重要的其他应付款	公司将账龄 1 年以上的其他应付款金额超过资产总额 0.3%的账龄 1 年以上其他应付款认定为账龄 1 年以上重要的其他应付款。
重要的子公司、非全资子公司	公司将资产总额超过集团总资产的 5%的子公司确定为重要子公司。
重要承诺事项	公司将涉及金额超过资产总额 0.3%的承诺事项认定为重要承诺事项。

6、同一控制下和非同一控制下企业合并的会计处理方法

（1） 同一控制下企业合并的会计处理方法

公司在企业合并中取得的资产和负债，按照合并日被合并方在最终控制方合并财务报表中的账面价值计量。公司按照被合并方所有者权益在最终控制方合并财务报表中的账面价值份额与支付的合并对价账面价值或发行股份面值总额的差额，调整资本公积；资本公积不足冲减的，调整留存收益。

（2）非同一控制下企业合并的会计处理方法

公司在购买日对合并成本大于合并中取得的被购买方可辨认净资产公允价值份额的差额，确认为商誉；如果合并成本小于合并中取得的被购买方可辨认净资产公允价值份额，首先对取得的被购买方各项可辨认资产、负债及或有负债的公允价值以及合并成本的计量进行复核，经复核后合并成本仍小于合并中取得的被购买方可辨认净资产公允价值份额的，其差额计入当期损益。

7、控制的判断标准和合并财务报表的编制方法

（1）控制的判断

拥有对被投资方的权力，通过参与被投资方的相关活动而享有可变回报，并且有能力运用对被投资方的权力影响其可变回报金额的，认定为控制。

（2） 合并财务报表的编制方法

母公司将其控制的所有子公司纳入合并财务报表的合并范围。合并财务报表以母公司及其子公司的财务报表为基础，根据其他有关资料，由母公司按照《企业会计准则第 33 号——合并财务报表》编制。

8、合营安排分类及共同经营会计处理方法

（1） 合营安排分为共同经营和合营企业。

（2）当公司为共同经营的合营方时，确认与共同经营中利益份额相关的下列项目：

①确认单独所持有的资产，以及按持有份额确认共同持有的资产；

②确认单独所承担的负债，以及按持有份额确认共同承担的负债；

③确认出售公司享有的共同经营产出份额所产生的收入；

④按公司持有份额确认共同经营因出售资产所产生的收入；

⑤确认单独所发生的费用，以及按公司持有份额确认共同经营发生的费用。

9、现金及现金等价物的确定标准

列示于现金流量表中的现金是指库存现金以及可以随时用于支付的存款。现金等价物是指企业持有的期限短、流动性强、易于转换为已知金额现金、价值变动风险很小的投资。

10、外币业务和外币报表折算

（1）外币业务折算

外币交易在初始确认时，采用交易发生日的即期汇率折算为人民币金额。资产负债表日，外币货币性项目采用资产负债表日即期汇率折算，因汇率不同而产生的汇兑差额，除与购建符合资本化条件资产有关的外币专门借款本金及利息的汇兑差额外，计入当期损益；以历史成本计量的外币非货币性项目仍采用交易发生日的即期汇率折算，不改变其人民币金额；以公允价值计量的外币非货币性项目，采用公允价值确定日的即期汇率折算，差额计入当期损益或其他综合收益。

（2）外币财务报表折算

资产负债表中的资产和负债项目，采用资产负债表日的即期汇率折算；所有者权益项目除“未分配利润”项目外，其他项目采用交易发生日的即期汇率折算；利润表中的收入和费用项目，采用交易发生日的即期汇率折算。按照上述折算产生的外币财务报表折算差额，计入其他综合收益。

11、金融工具

(1)金融资产和金融负债的分类

金融资产在初始确认时划分为以下三类：①以摊余成本计量的金融资产；②以公允价值计量且其变动计入其他综合收益的金融资产；③以公允价值计量且其变动计入当期损益的金融资产。

金融负债在初始确认时划分为以下四类：①以公允价值计量且其变动计入当期损益的金融负债；②金融资产转移不符合终止确认条件或继续涉入被转移金融资产所形成的金融负债；③不属于上述①或②的财务担保合同，以及不属于上述①并以低于市场利率贷款的贷款承诺；④以摊余成本计量的金融负债。

(2)金融资产和金融负债的确认依据、计量方法和终止确认条件

①金融资产和金融负债的确认依据和初始计量方法

公司成为金融工具合同的一方时，确认一项金融资产或金融负债。初始确认金融资产或金融负债时，按照公允价值计量；对于以公允价值计量且其变动计入当期损益的金融资产和金融负债，相关交易费用直接计入当期损益；对于其他类别的金融资产或金融负债，相关交易费用计入初始确认金额。但是，公司初始确认的应收账款未包含重大融资成分或公司不考虑未超过一年的合同中的融资成分的，按照《企业会计准则第 14 号——收入》所定义的交易价格进行初始计量。

②金融资产的后续计量方法

A.以摊余成本计量的金融资产

采用实际利率法，按照摊余成本进行后续计量。以摊余成本计量且不属于任何套期关系的一部分的金融资产所产生的利得或损失，在终止确认、重分类、按照实际利率法摊销或确认减值时，计入当期损益。

B.以公允价值计量且其变动计入其他综合收益的债务工具投资

采用公允价值进行后续计量。采用实际利率法计算的利息、减值损失或利得及汇兑损益计入当期损益，其他利得或损失计入其他综合收益。终止确认时，将之前计入其他综合收益的累计利得或损失从其他综合收益中转出，计入当期损益。

C.以公允价值计量且其变动计入其他综合收益的权益工具投资

采用公允价值进行后续计量。获得的股利（属于投资成本收回部分的除外）计入当期损益，其他利得或损失计入其他综合收益。终止确认时，将之前计入其他综合收益的累计利得或损失从其他综合收益中转出，计入留存收益。

D.以公允价值计量且其变动计入当期损益的金融资产

采用公允价值进行后续计量，产生的利得或损失（包括利息和股利收入）计入当期损益，除非该金融资产属于套期关系的一部分。

③金融负债的后续计量方法

A.以公允价值计量且其变动计入当期损益的金融负债

此类金融负债包括交易性金融负债（含属于金融负债的衍生工具）和指定为以公允价值计量且其变动计入当期损益的金融负债。对于此类金融负债以公允价值进行后续计量。因公司自身信用风险变动引起的指定为以公允价值计量且其变动计入当期损益的金融负债的公允价值变动金额计入其他综合收益，除非该处理会造成或扩大损益中的会计错配。此类金融负债产生的其他利得或损失（包括利息费用、除因公司自身信用风险变动引起的公允价值变动）计入当期损益，除非该金融负债属于套期关系的一部分。终止确认时，将之前计入其他综合收益的累计利得或损失从其他综合收益中转出，计入留存收益。

B.金融资产转移不符合终止确认条件或继续涉入被转移金融资产所形成的金融负债

C.按照《企业会计准则第 23 号——金融资产转移》相关规定进行计量。

D.不属于上述 A 或 B 的财务担保合同，以及不属于上述 A 并以低于市场利率贷款的贷款承诺

在初始确认后按照下列两项金额之中的较高者进行后续计量：a 按照金融工具的减值规定确定的损失准备金额；b 初始确认金额扣除按照《企业会计准则第 14 号——收入》相关规定所确定的累计摊销额后的余额。

E.以摊余成本计量的金融负债

采用实际利率法以摊余成本计量。以摊余成本计量且不属于任何套期关系的一部分的金融负债所产生的利得或损失，在终止确认、按照实际利率法摊销时计入当期损益。

④金融资产和金融负债的终止确认

A.当满足下列条件之一时，终止确认金融资产：

a 收取金融资产现金流量的合同权利已终止；

b 金融资产已转移，且该转移满足《企业会计准则第 23 号——金融资产转移》关于金融资产终止确认的规定。

B.当金融负债（或其一部分）的现时义务已经解除时，相应终止确认该金融负债（或该部分金融负债）。

(3)金融资产转移的确认依据和计量方法

公司转移了金融资产所有权上几乎所有的风险和报酬的，终止确认该金融资产，并将转移中产生或保留的权利和义务单独确认为资产或负债；保留了金融资产所有权上几乎所有的风险和报酬的，继续确认所转移的金融资产。公司既没有转移也没有保留金融资产所有权上几乎所有的风险和报酬的，分别下列情况处理：①未保留对该金融资产控制的，终止确认该金融资产，并将转移中产生或保留的权利和义务单独确认为资产或负债；②保留了对该金融资产控制的，按照继续涉入所转移金融资产的程度确认有关金融资产，并相应确认有关负债。

金融资产整体转移满足终止确认条件的，将下列两项金额的差额计入当期损益：①所转移金融资产在终止确认日的账面价值；②因转移金融资产而收到的对价，与原直接计入其他综合收益的公允价值变动累计额中对应终止确认部分的金额（涉及转移的金融资产为以公允价值计量且其变动计入其他综合收益的债务工具投资）之和。转移了金融资产的一部分，且该被转移部分整体满足终止确认条件的，将转移前金融资产整体的账面价值，在终止确认部分和继续确认部分之间，按照转移日各自的相对公允价值进行分摊，并将下列两项金额的差额计入当期损益：①终止确认部分的账面价值；②终止确认部分的对价，与原直接计入其他综合收益的公允价值变动累计额中对应终止确认部分的金额（涉及转移的金融资产为以公允价值计量且其变动计入其他综合收益的债务工具投资）之和。

(4)金融资产和金融负债的公允价值确定方法

公司采用在当前情况下适用并且有足够可利用数据和其他信息支持的估值技术确定相关金融资产和金融负债的公允价值。公司将估值技术使用的输入值分以下层级，并依次使用：

①第一层次输入值是在计量日能够取得的相同资产或负债在活跃市场上未经调整的报价；

②第二层次输入值是除第一层次输入值外相关资产或负债直接或间接可观察的输入值，包括：活跃市场中类似资产或负债的报价；非活跃市场中相同或类似资产或负债的报价；除报价以外的其他可观察输入值，如在正常报价间隔期间可观察的利率和收益率曲线等；市场验证的输入值等；

③第三层次输入值是相关资产或负债的不可观察输入值，包括不能直接观察或无法由可观察市场数据验证的利率、股票波动率、企业合并中承担的弃置义务的未来现金流量、使用自身数据作出的财务预测等。

(5)金融工具减值

公司以预期信用损失为基础，对以摊余成本计量的金融资产、以公允价值计量且其变动计入其他综合收益的债务工具投资、合同资产、租赁应收款、分类为以公允价值计量且其变动计入当期损益的金融负债以外的贷款承诺、不属于以公允价值计量且其变动计入当期损益的金融负债或不属于金融资产转移不符合终止确认条件或继续涉入被转移金融资产所形成的金融负债的财务担保合同进行减值处理并确认损失准备。

预期信用损失，是指以发生违约的风险为权重的金融工具信用损失的加权平均值。信用损失，是指公司按照原实际利率折现的、根据合同应收的所有合同现金流量与预期收取的所有现金流量之间的差额，即全部现金短缺的现值。其中，对于公司购买或源生的已发生信用减值的金融资产，按照该金融资产经信用调整的实际利率折现。

对于购买或源生的已发生信用减值的金融资产，公司在资产负债表日仅将自初始确认后整个存续期内预期信用损失的累计变动确认为损失准备。

对于租赁应收款、由《企业会计准则第 14 号——收入》规范的交易形成的应收款项及合同资产，公司运用简化计量方法，按照相当于整个存续期内的预期信用损失金额计量损失准备。

除上述计量方法以外的金融资产，公司在每个资产负债表日评估其信用风险自初始确认后是否已经显著增加。如果信用风险自初始确认后已显著增加，公司按照整个存续期内预期信用损失的金额计量损失准备；如果信用风险自初始确认后未显著增加，公司按照该金融工具未来 12 个月内预期信用损失的金额计量损失准备。

公司利用可获得的合理且有依据的信息，包括前瞻性信息，通过比较金融工具在资产负债表日发生违约的风险与在初始确认日发生违约的风险，以确定金融工具的信用风险自初始确认后是否已显著增加。

于资产负债表日，若公司判断金融工具只具有较低的信用风险，则假定该金融工具的信用风险自初始确认后并未显著增加。

公司以单项金融工具或金融工具组合为基础评估预期信用风险和计量预期信用损失。当以金融工具组合为基础时，公司以共同风险特征为依据，将金融工具划分为不同组合。

公司在每个资产负债表日重新计量预期信用损失，由此形成的损失准备的增加或转回金额，作为减值损失或利得计入当期损益。对于以摊余成本计量的金融资产，损失准备抵减该金融资产在资产负债表

中列示的账面价值；对于以公允价值计量且其变动计入其他综合收益的债权投资，公司在其他综合收益中确认其损失准备，不抵减该金融资产的账面价值。

(6) 金融资产和金融负债的抵销

金融资产和金融负债在资产负债表内分别列示，不相互抵销。但同时满足下列条件的，公司以相互抵销后的净额在资产负债表内列示：①公司具有抵销已确认金额的法定权利，且该种法定权利是当前可执行的；②公司计划以净额结算，或同时变现该金融资产和清偿该金融负债。

不满足终止确认条件的金融资产转移，公司不对已转移的金融资产和相关负债进行抵销。

12、应收款项和合同资产预期信用损失的确认标准和计提方法

(1)按信用风险特征组合计提预期信用损失的应收款项和合同资产

组合类别	确定组合的依据	计量预期信用损失的方法
应收银行承兑汇票	承兑票据出票人	参考历史信用损失经验，结合当前状况以及对未来经济状况的预测，通过违约风险敞口和整个存续期预期信用损失率，计算预期信用损失
应收商业承兑汇票	账龄	参考历史信用损失经验，结合当前状况以及对未来经济状况的预测，编制应收账款账龄与预期信用损失率对照表，计算预期信用损失
应收账款——账龄组合		
应收账款——合并范围内关联往来组合	合并范围内关联方	参考历史信用损失经验，结合当前状况以及对未来经济状况的预测，编制应收账款账龄与预期信用损失率对照表，计算预期信用损失
其他应收款——应收押金保证金组合	款项性质	参考历史信用损失经验，结合当前状况以及对未来经济状况的预测，通过违约风险敞口和未来 12 个月内或整个存续期预期信用损失率，计算预期信用损失
其他应收款——应收备用金组合		
其他应收款——应收暂付款组合		
其他应收款——合并范围内关联往来组合		

(2)账龄组合的账龄与预期信用损失率对照表

应收账款——账龄组合的账龄与整个存续期预期信用损失率对照表

账龄	应收账款预期信用损失率（%）
1 年以内（含，下同）	3.00
1-2 年	10.00
2-3 年	20.00

3-4 年	30.00
4-5 年	50.00
5 年以上	100.00

应收账款账龄自款项实际发生的月份起算。

(3)按单项计提预期信用损失的应收款项和合同资产的认定标准

对信用风险与组合信用风险显著不同的应收款项和合同资产，公司按单项计提预期信用损失。

13、存货

(1)存货的分类

存货包括在日常活动中持有以备出售的产成品或商品、处在生产过程中的在产品、在生产过程或提供劳务过程中耗用的材料和物料等。

(2)发出存货的计价方法

发出存货采用月末一次加权平均法。

(3)存货的盘存制度

存货的盘存制度为永续盘存制。

(4)低值易耗品和包装物的摊销方法

①低值易耗品

按照一次转销法进行摊销。

②包装物

按照一次转销法进行摊销。

(5)存货跌价准备

存货跌价准备的确认标准和计提方法

资产负债表日，存货采用成本与可变现净值孰低计量，按照成本高于可变现净值的差额计提存货跌价准备。直接用于出售的存货，在正常生产经营过程中以该存货的估计售价减去估计的销售费用和相关税费后的金额确定其可变现净值；需要经过加工的存货，在正常生产经营过程中以所生产的产成品的估计售价减去至完工时估计将要发生的成本、估计的销售费用和相关税费后的金额确定其可变现净值；资产负债表日，同一项存货中一部分有合同价格约定、其他部分不存在合同价格的，分别确定其可变现净值，并与其对应的成本进行比较，分别确定存货跌价准备的计提或转回的金额。

14、划分为持有待售的非流动资产或处置组、终止经营

(1)持有待售的非流动资产或处置组的分类

公司将同时满足下列条件的非流动资产或处置组划分为持有待售类别：①根据类似交易中出售此类资产或处置组的惯例，在当前状况下即可立即出售；②出售极可能发生，即公司已经就出售计划作出决议且获得确定的购买承诺，预计出售将在一年内完成。

公司专为转售而取得的非流动资产或处置组，在取得日满足“预计出售将在一年内完成”的条件，且短期（通常为 3 个月）内很可能满足持有待售类别的其他划分条件的，在取得日将其划分为持有待售类别。

因公司无法控制的下列原因之一，导致非关联方之间的交易未能在一年内完成，且公司仍然承诺出售非流动资产或处置组的，继续将非流动资产或处置组划分为持有待售类别：①买方或其他方意外设定导致出售延期的条件，公司针对这些条件已经及时采取行动，且预计能够自设定导致出售延期的条件起一年内顺利化解延期因素；②因发生罕见情况，导致持有待售的非流动资产或处置组未能在一年内完成出售，公司在最初一年内已经针对这些新情况采取必要措施且重新满足了持有待售类别的划分条件。

(2)持有待售的非流动资产或处置组的会计处理

①初始计量和后续计量

初始计量和在资产负债表日重新计量持有待售的非流动资产或处置组时，其账面价值高于公允价值减去出售费用后的净额的，将账面价值减记至公允价值减去出售费用后的净额，减记的金额确认为资产减值损失，计入当期损益，同时计提持有待售资产减值准备。

对于取得日划分为持有待售类别的非流动资产或处置组，在初始计量时比较假定其不划分为持有待售类别情况下的初始计量金额和公允价值减去出售费用后的净额，以两者孰低计量。除企业合并中取得的非流动资产或处置组外，由非流动资产或处置组以公允价值减去出售费用后的净额作为初始计量金额而产生的差额，计入当期损益。

对于持有待售的处置组确认的资产减值损失金额，先抵减处置组中商誉的账面价值，再根据处置组中的各项非流动资产账面价值所占比重，按比例抵减其账面价值。

持有待售的非流动资产或处置组中的非流动资产不计提折旧或摊销，持有待售的处置组中负债的利息和其他费用继续予以确认。

②资产减值损失转回的会计处理

后续资产负债表日持有待售的非流动资产公允价值减去出售费用后的净额增加的，以前减记的金额予以恢复，并在划分为持有待售类别后确认的资产减值损失金额内转回，转回金额计入当期损益。划分为持有待售类别前确认的资产减值损失不转回。

后续资产负债表日持有待售的处置组公允价值减去出售费用后的净额增加的，以前减记的金额予以恢复，并在划分为持有待售类别后非流动资产确认的资产减值损失金额内转回，转回金额计入当期损益。已抵减的商誉账面价值，以及非流动资产在划分为持有待售类别前确认的资产减值损失不转回。

持有待售的处置组确认的资产减值损失后续转回金额，根据处置组中除商誉外各项非流动资产账面价值所占比重，按比例增加其账面价值。

③不再继续划分为持有待售类别以及终止确认的会计处理

非流动资产或处置组因不再满足持有待售类别的划分条件而不再继续划分为持有待售类别或非流动资产从持有待售的处置组中移除时，按照以下两者孰低计量：A 划分为持有待售类别前的账面价值，按照假定不划分为持有待售类别情况下本应确认的折旧、摊销或减值等进行调整后的金额；B 可收回金额。

终止确认持有待售的非流动资产或处置组时，将尚未确认的利得或损失计入当期损益。

(3)终止经营的确认标准

满足下列条件之一的、已经被处置或划分为持有待售类别且能够单独区分的组成部分确认为终止经营：

①该组成部分代表一项独立的主要业务或一个单独的主要经营地区；

②该组成部分是拟对一项独立的主要业务或一个单独的主要经营地区进行处置的一项相关联计划的一部分；

③该组成部分是专为转售而取得的子公司。

(4)终止经营的列报方法

公司在利润表中分别列示持续经营损益和终止经营损益。终止经营的减值损失和转回金额等经营损益及处置损益作为终止经营损益列报。对于当期列报的终止经营，在当期财务报表中将原来作为持续经营损益列报的信息重新作为可比期间的终止经营损益列报。终止经营不再满足持有待售类别划分条件的，在当期财务报表中将原来作为终止经营损益列报的信息重新作为可比期间的持续经营损益列报。

15、长期股权投资

(1)共同控制、重大影响的判断

按照相关约定对某项安排存在共有的控制，并且该安排的相关活动必须经过分享控制权的参与方一致同意后才能决策，认定为共同控制。对被投资单位的财务和经营政策有参与决策的权力，但并不能够控制或者与其他方一起共同控制这些政策的制定，认定为重大影响。

(2)投资成本的确定

①同一控制下的企业合并形成的，合并方以支付现金、转让非现金资产、承担债务或发行权益性证券作为合并对价的，在合并日按照取得被合并方所有者权益在最终控制方合并财务报表中的账面价值的份额作为其初始投资成本。长期股权投资初始投资成本与支付的合并对价的账面价值或发行股份的面值总额之间的差额调整资本公积；资本公积不足冲减的，调整留存收益。

公司通过多次交易分步实现同一控制下企业合并形成的长期股权投资，判断是否属于“一揽子交易”。属于“一揽子交易”的，把各项交易作为一项取得控制权的交易进行会计处理。不属于“一揽子交易”的，在合并日，根据合并后应享有被合并方净资产在最终控制方合并财务报表中的账面价值的份额确定初始投资成本。合并日长期股权投资的初始投资成本，与达到合并前的长期股权投资账面价值加上合并日进一步取得股份新支付对价的账面价值之和的差额，调整资本公积；资本公积不足冲减的，调整留存收益。

②非同一控制下的企业合并形成的，在购买日按照支付的合并对价的公允价值作为其初始投资成本。

公司通过多次交易分步实现非同一控制下企业合并形成的长期股权投资，区分个别财务报表和合并财务报表进行相关会计处理：

A.在个别财务报表中，按照原持有的股权投资的账面价值加上新增投资成本之和，作为改按成本法核算的初始投资成本。

B.在合并财务报表中，判断是否属于“一揽子交易”。属于“一揽子交易”的，把各项交易作为一项取得控制权的交易进行会计处理。不属于“一揽子交易”的，对于购买日之前持有的被购买方的股权，按照该股权在购买日的公允价值进行重新计量，公允价值与其账面价值的差额计入当期投资收益；购买

日之前持有的被购买方的股权涉及权益法核算下的其他综合收益等的，与其相关的其他综合收益等转为购买日所属当期收益。但由于被投资方重新计量设定受益计划净负债或净资产变动而产生的其他综合收益除外。

③除企业合并形成以外的：以支付现金取得的，按照实际支付的购买价款作为其初始投资成本；以发行权益性证券取得的，按照发行权益性证券的公允价值作为其初始投资成本；以债务重组方式取得的，按《企业会计准则第 12 号——债务重组》确定其初始投资成本；以非货币性资产交换取得的，按《企业会计准则第 7 号——非货币性资产交换》确定其初始投资成本。

(3)后续计量及损益确认方法

对被投资单位实施控制的长期股权投资采用成本法核算；对联营企业和合营企业的长期股权投资，采用权益法核算。

(4)通过多次交易分步处置对子公司投资至丧失控制权的处理方法

①是否属于“一揽子交易”的判断原则

通过多次交易分步处置对子公司股权投资直至丧失控制权的，公司结合分步交易的各个步骤的交易协议条款、分别取得的处置对价、出售股权的对象、处置方式、处置时点等信息来判断分步交易是否属于“一揽子交易”。各项交易的条款、条件以及经济影响符合以下一种或多种情况，通常表明多次交易事项属于“一揽子交易”：

A.这些交易是同时或者在考虑了彼此影响的情况下订立的；

B.这些交易整体才能达成一项完整的商业结果；

C.一项交易的发生取决于其他至少一项交易的发生；

D.一项交易单独看是不经济的，但是和其他交易一并考虑时是经济的。

②不属于“一揽子交易”的会计处理

A.个别财务报表

对处置的股权，其账面价值与实际取得价款之间的差额，计入当期损益。对于剩余股权，对被投资单位仍具有重大影响或者与其他方一起实施共同控制的，转为权益法核算；不能再对被投资单位实施控制、共同控制或重大影响的，按照《企业会计准则第 22 号——金融工具确认和计量》的相关规定进行核算。

B.合并财务报表

在丧失控制权之前，处置价款与处置长期股权投资相对应享有子公司自购买日或合并日开始持续计算的净资产份额之间的差额，调整资本公积（资本溢价），资本溢价不足冲减的，冲减留存收益。

丧失对原子公司控制权时，对于剩余股权，按照其在丧失控制权日的公允价值进行重新计量。处置股权取得的对价与剩余股权公允价值之和，减去按原持股比例计算应享有原有子公司自购买日或合并日开始持续计算的净资产的份额之间的差额，计入丧失控制权当期的投资收益，同时冲减商誉。与原有子公司股权投资相关的其他综合收益等，应当在丧失控制权时转为当期投资收益。

③属于“一揽子交易”的会计处理

A.个别财务报表

将各项交易作为一项处置子公司并丧失控制权的交易进行会计处理。但是，在丧失控制权之前每一次处置价款与处置投资对应的长期股权投资账面价值之间的差额，在个别财务报表中确认为其他综合收益，在丧失控制权时一并转入丧失控制权当期的损益。

B.合并财务报表

将各项交易作为一项处置子公司并丧失控制权的交易进行会计处理。但是，在丧失控制权之前每一次处置价款与处置投资对应的享有该子公司净资产份额的差额，在合并财务报表中确认为其他综合收益，在丧失控制权时一并转入丧失控制权当期的损益。

16、投资性房地产

投资性房地产计量模式

成本法计量

折旧或摊销方法

(1)投资性房地产包括已出租的土地使用权、持有并准备增值后转让的土地使用权和已出租的建筑物。

(2)投资性房地产按照成本进行初始计量，采用成本模式进行后续计量，并采用与固定资产和无形资产相同的方法计提折旧或进行摊销。

17、固定资产

（1） 确认条件

固定资产是指为生产商品、提供劳务、出租或经营管理而持有的，使用年限超过一个会计年度的有形资产。固定资产在同时满足经济利益很可能流入、成本能够可靠计量时予以确认。

（2） 折旧方法

类别	折旧方法	折旧年限	残值率	年折旧率
房屋及建筑物	年限平均法	10-20 年	5%	4.75%-9.50%
专用设备	年限平均法	5-10 年	5%	9.50%-19.00%
通用设备	年限平均法	5-10 年	5%	9.50%-19.00%
运输工具	年限平均法	4-10 年	5%	9.50%-23.75%
其他设备	年限平均法	3-5 年	5%	19.00%-31.67%

18、在建工程

(1)在建工程同时满足经济利益很可能流入、成本能够可靠计量则予以确认。在建工程按建造该项资产达到预定可使用状态前所发生的实际成本计量。

(2)在建工程达到预定可使用状态时，按工程实际成本转入固定资产。已达到预定可使用状态但尚未办理竣工决算的，先按估计价值转入固定资产，待办理竣工决算后再按实际成本调整原暂估价值，但不再调整原已计提的折旧。

类别	在建工程结转为固定资产的标准和时点
房屋建筑物	工程完工后达到预定可使用状态
机器设备及其他设备	安装调试后达到设计要求或合同规定的标准
其他在建	工程完工后达到预定可使用状态

19、借款费用

(1)借款费用资本化的确认原则

公司发生的借款费用，可直接归属于符合资本化条件的资产的购建或者生产的，予以资本化，计入相关资产成本；其他借款费用，在发生时确认为费用，计入当期损益。

(2)借款费用资本化期间

①当借款费用同时满足下列条件时，开始资本化：A.资产支出已经发生；B.借款费用已经发生；C.为使资产达到预定可使用或可销售状态所必要的购建或者生产活动已经开始。

②若符合资本化条件的资产在购建或者生产过程中发生非正常中断，并且中断时间连续超过 3 个月，暂停借款费用的资本化；中断期间发生的借款费用确认为当期费用，直至资产的购建或者生产活动重新开始。

③当所购建或者生产符合资本化条件的资产达到预定可使用或可销售状态时，借款费用停止资本化。

(3)借款费用资本化率以及资本化金额

为购建或者生产符合资本化条件的资产而借入专门借款的，以专门借款当期实际发生的利息费用（包括按照实际利率法确定的折价或溢价的摊销），减去将尚未动用的借款资金存入银行取得的利息收入或进行暂时性投资取得的投资收益后的金额，确定应予资本化的利息金额；为购建或者生产符合资本化条件的资产占用了一般借款的，根据累计资产支出超过专门借款的资产支出加权平均数乘以占用一般借款的资本化率，计算确定一般借款应予资本化的利息金额。

20、无形资产

（1） 使用寿命及其确定依据、估计情况、摊销方法或复核程序

A.无形资产包括土地使用权、专利权及非专利技术等，按成本进行初始计量。

B.使用寿命有限的无形资产，在使用寿命内按照与该项无形资产有关的经济利益的预期实现方式系统合理地摊销，无法可靠确定预期实现方式的，采用直线法摊销。具体如下：

项目	预期使用寿命	摊销方法
土地使用权	34-50 年，依据相关法律规定的使用年限确定	直线法
软件	3 年	直线法

使用寿命不确定的无形资产不摊销，公司在每个会计期间均对该无形资产的使用寿命进行复核。对使用寿命不确定的无形资产，使用寿命不确定的判断依据是：无法估计无形资产为企业带来未来经济利益的期限。公司使用寿命不确定的无形资产为子公司 DAYE MEXICO, S.A. DE C.V.持有的墨西哥土地使用权，其土地使用权的年限为永久使用。

（2） 研发支出的归集范围及相关会计处理方法

①归集范围

A.人员人工费用

人员人工费用包括公司研发人员的工资薪金、基本养老保险费、基本医疗保险费、失业保险费、工伤保险费、生育保险费和住房公积金，以及外聘研发人员的劳务费用。

研发人员同时服务于多个研究开发项目的，人工费用的确认依据公司管理部门提供的各研究开发项目研发人员的工时记录，在不同研究开发项目间按比例分配。

直接从事研发活动的人员、外聘研发人员同时从事非研发活动的，公司根据研发人员在不同岗位的工时记录，将其实际发生的人员人工费用，按实际工时占比等合理方法在研发费用和生产经营费用间分配。

B.直接投入费用

直接投入费用是指公司为实施研究开发活动而实际发生的相关支出。包括：1)直接消耗的材料、燃料和动力费用；2)用于中间试验和产品试制的模具、工艺装备开发及制造费，不构成固定资产的样品、样机及一般测试手段购置费，试制产品的检验费；3)用于研究开发活动的仪器、设备的运行维护、调整、检验、检测、维修等费用。

C.折旧费用与长期待摊费用

折旧费用是指用于研究开发活动的仪器、设备和在用建筑物的折旧费。

用于研发活动的仪器、设备及在用建筑物，同时又用于非研发活动的，对该类仪器、设备、在用建筑物使用情况做必要记录，并将其实际发生的折旧费按实际工时和使用面积等因素，采用合理方法在研发费用和生产经营费用间分配。

长期待摊费用是指研发设施的改建、改装、装修和修理过程中发生的长期待摊费用，按实际支出进行归集，在规定的期限内分期平均摊销。

D.无形资产摊销费用

无形资产摊销费用是指用于研究开发活动的软件、知识产权、非专利技术（专有技术、许可证、设计和计算方法等）的摊销费用。

E.设计费用

设计费用是指为新产品和新工艺进行构思、开发和制造，进行工序、技术规范、规程制定、操作特性方面的设计等发生的费用，包括为获得创新性、创意性、突破性产品进行的创意设计活动发生的相关费用。

F.装备调试费用与试验费用

装备调试费用是指工装准备过程中研究开发活动所发生的费用，包括研制特殊、专用的生产机器，改变生产和质量控制程序，或制定新方法及标准等活动所发生的费用。

为大规模批量化和商业化生产所进行的常规性工装准备和工业工程发生的费用不计入归集范围。

试验费用包括新药研制的临床试验费、勘探开发技术的现场试验费、田间试验费等。

G.委托外部研究开发费用

委托外部研究开发费用是指公司委托境内外其他机构或个人进行研究开发活动所发生的费用（研究开发活动成果为公司所拥有，且与公司的主要经营业务紧密相关）。

H.其他费用

其他费用是指上述费用之外与研究开发活动直接相关的其他费用，包括技术图书资料费、资料翻译费、专家咨询费、高新科技研发保险费，研发成果的检索、论证、评审、鉴定、验收费用，知识产权的申请费、注册费、代理费，会议费、差旅费、通讯费等。

②会计处理方法

内部研究开发项目研究阶段的支出，于发生时计入当期损益。内部研究开发项目开发阶段的支出，同时满足下列条件的，确认为无形资产：A.完成该无形资产以使其能够使用或出售在技术上具有可行性；B.具有完成该无形资产并使用或出售的意图；C 无.形资产产生经济利益的方式，包括能够证明运用该无形资产生产的产品存在市场或无形资产自身存在市场，无形资产将在内部使用的，能证明其有用性；D.有足够的技术、财务资源和其他资源支持，以完成该无形资产的开发，并有能力使用或出售该无形资产；E.归属于该无形资产开发阶段的支出能够可靠地计量。

21、部分长期资产减值

对长期股权投资、采用成本模式计量的投资性房地产、固定资产、在建工程、使用权资产、使用寿命有限的无形资产等长期资产，在资产负债表日有迹象表明发生减值的，估计其可收回金额。对因企业合并所形成的商誉和使用寿命不确定的无形资产，无论是否存在减值迹象，每年都进行减值测试。商誉结合与其相关的资产组或者资产组组合进行减值测试。

若上述长期资产的可收回金额低于其账面价值的，按其差额确认资产减值准备并计入当期损益。

22、长期待摊费用

长期待摊费用核算已经支出，摊销期限在 1 年以上（不含 1 年）的各项费用。长期待摊费用按实际发生额入账，在受益期或规定的期限内分期平均摊销。如果长期待摊的费用项目不能使以后会计期间受益则将尚未摊销的该项目的摊余价值全部转入当期损益。

23、职工薪酬

（1） 短期薪酬的会计处理方法

在职工为公司提供服务的会计期间，将实际发生的短期薪酬确认为负债，并计入当期损益或相关资产成本。

（2） 离职后福利的会计处理方法

离职后福利分为设定提存计划和设定受益计划。

①在职工为公司提供服务的会计期间，根据设定提存计划计算的应缴存金额确认为负债，并计入当期损益或相关资产成本。

②对设定受益计划的会计处理通常包括下列步骤：

A.根据预期累计福利单位法，采用无偏且相互一致的精算假设对有关人口统计变量和财务变量等作出估计，计量设定受益计划所产生的义务，并确定相关义务的所属期间。同时，对设定受益计划所产生的义务予以折现，以确定设定受益计划义务的现值和当期服务成本；

B.设定受益计划存在资产的，将设定受益计划义务现值减去设定受益计划资产公允价值所形成的赤字或盈余确认为一项设定受益计划净负债或净资产。设定受益计划存在盈余的，以设定受益计划的盈余和资产上限两项的孰低者计量设定受益计划净资产；

C.期末，将设定受益计划产生的职工薪酬成本确认为服务成本、设定受益计划净负债或净资产的利息净额以及重新计量设定受益计划净负债或净资产所产生的变动等三部分，其中服务成本和设定受益计划净负债或净资产的利息净额计入当期损益或相关资产成本，重新计量设定受益计划净负债或净资产所产生的变动计入其他综合收益，并且在后续会计期间不允许转回至损益，但可以在权益范围内转移这些在其他综合收益确认的金额。

（3） 辞退福利的会计处理方法

向职工提供的辞退福利，在下列两者孰早日确认辞退福利产生的职工薪酬负债，并计入当期损益：①公司不能单方面撤回因解除劳动关系计划或裁减建议所提供的辞退福利时；②公司确认与涉及支付辞退福利的重组相关的成本或费用时。

（4） 其他长期职工福利的会计处理方法

向职工提供的其他长期福利，符合设定提存计划条件的，按照设定提存计划的有关规定进行会计处理；除此之外的其他长期福利，按照设定受益计划的有关规定进行会计处理，为简化相关会计处理，将其产生的职工薪酬成本确认为服务成本、其他长期职工福利净负债或净资产的利息净额以及重新计量其他长期职工福利净负债或净资产所产生的变动等组成项目的总净额计入当期损益或相关资产成本。

24、预计负债

(1)因对外提供担保、诉讼事项、产品质量保证、亏损合同等或有事项形成的义务成为公司承担的现时义务，履行该义务很可能导致经济利益流出公司，且该义务的金额能够可靠的计量时，公司将该项义务确认为预计负债。

(2)公司按照履行相关现时义务所需支出的最佳估计数对预计负债进行初始计量，并在资产负债表日对预计负债的账面价值进行复核。

25、股份支付

(1)股份支付的种类

包括以权益结算的股份支付和以现金结算的股份支付。

(2)实施、修改、终止股份支付计划的相关会计处理

①以权益结算的股份支付

授予后立即可行权的换取职工服务的以权益结算的股份支付，在授予日按照权益工具的公允价值计入相关成本或费用，相应调整资本公积。完成等待期内的服务或达到规定业绩条件才可行权的换取职工服务的以权益结算的股份支付，在等待期内的每个资产负债表日，以对可行权权益工具数量的最佳估计为基础，按权益工具授予日的公允价值，将当期取得的服务计入相关成本或费用，相应调整资本公积。

换取其他方服务的权益结算的股份支付，如果其他方服务的公允价值能够可靠计量的，按照其他方服务在取得日的公允价值计量；如果其他方服务的公允价值不能可靠计量，但权益工具的公允价值能够可靠计量的，按照权益工具在服务取得日的公允价值计量，计入相关成本或费用，相应增加所有者权益。

②以现金结算的股份支付

授予后立即可行权的换取职工服务的以现金结算的股份支付，在授予日按公司承担负债的公允价值计入相关成本或费用，相应增加负债。完成等待期内的服务或达到规定业绩条件才可行权的换取职工服务的以现金结算的股份支付，在等待期内的每个资产负债表日，以对可行权情况的最佳估计为基础，按公司承担负债的公允价值，将当期取得的服务计入相关成本或费用和相应的负债。

③修改、终止股份支付计划

如果修改增加了所授予的权益工具的公允价值，公司按照权益工具公允价值的增加相应地确认取得服务的增加；如果修改增加了所授予的权益工具的数量，公司将增加的权益工具的公允价值相应地确认为取得服务的增加；如果公司按照有利于职工的方式修改可行权条件，公司在处理可行权条件时，考虑修改后的可行权条件。

如果修改减少了授予的权益工具的公允价值，公司继续以权益工具在授予日的公允价值为基础，确认取得服务的金额，而不考虑权益工具公允价值的减少；如果修改减少了授予的权益工具的数量，公司将减少部分作为已授予的权益工具的取消来进行处理；如果以不利于职工的方式修改了可行权条件，在处理可行权条件时，不考虑修改后的可行权条件。

如果公司在等待期内取消了所授予的权益工具或结算了所授予的权益工具（因未满足可行权条件而被取消的除外），则将取消或结算作为加速可行权处理，立即确认原本在剩余等待期内确认的金额。

26、优先股、永续债等其他金融工具

根据金融工具相关准则和《永续债相关会计处理的规定》（财会〔2019〕2 号），对发行的可转换公司债券等金融工具，公司依据所发行金融工具的合同条款及其所反映的经济实质而非仅以法律形式，结合金融资产、金融负债和权益工具的定义，在初始确认时将该等金融工具或其组成部分分类为金融资产、金融负债或权益工具。

在资产负债表日，对于归类为权益工具的金融工具，其利息支出或股利分配作为公司的利润分配，其回购、注销等作为权益的变动处理；对于归类为金融负债的金融工具，其利息支出或股利分配按照借款费用进行处理，其回购或赎回产生的利得或损失等计入当期损益。

27、收入

按照业务类型披露收入确认和计量所采用的会计政策

(1)收入确认原则

于合同开始日，公司对合同进行评估，识别合同所包含的各单项履约义务，并确定各单项履约义务是在某一时段内履行，还是在某一时点履行。

满足下列条件之一时，属于在某一时段内履行履约义务，否则，属于在某一时点履行履约义务：①客户在公司履约的同时即取得并消耗公司履约所带来的经济利益；②客户能够控制公司履约过程中在建商品；③公司履约过程中所产出的商品具有不可替代用途，且公司在整个合同期间内有权就累计至今已完成的履约部分收取款项。

对于在某一时段内履行的履约义务，公司在该段时间内按照履约进度确认收入。履约进度不能合理确定时，已经发生的成本预计能够得到补偿的，按照已经发生的成本金额确认收入，直到履约进度能够合理确定为止。对于在某一时点履行的履约义务，在客户取得相关商品或服务控制权时点确认收入。在判断客户是否已取得商品控制权时，公司考虑下列迹象：①公司就该商品享有现时收款权利，即客户就

该商品负有现时付款义务；②公司已将该商品的法定所有权转移给客户，即客户已拥有该商品的法定所有权；③公司已将该商品实物转移给客户，即客户已实物占有该商品；④公司已将该商品所有权上的主要风险和报酬转移给客户，即客户已取得该商品所有权上的主要风险和报酬；⑤客户已接受该商品；⑥其他表明客户已取得商品控制权的迹象。

(2)收入计量原则

①公司按照分摊至各单项履约义务的交易价格计量收入。交易价格是公司因向客户转让商品或服务而预期有权收取的对价金额，不包括代第三方收取的款项以及预期将退还给客户的款项。

②合同中存在可变对价的，公司按照期望值或最可能发生金额确定可变对价的最佳估计数，但包含可变对价的交易价格，不超过在相关不确定性消除时累计已确认收入极可能不会发生重大转回的金额。

③合同中存在重大融资成分的，公司按照假定客户在取得商品或服务控制权时即以现金支付的应付金额确定交易价格。该交易价格与合同对价之间的差额，在合同期间内采用实际利率法摊销。合同开始日，公司预计客户取得商品或服务控制权与客户支付价款间隔不超过一年的，不考虑合同中存在的重大融资成分。

④合同中包含两项或多项履约义务的，公司于合同开始日，按照各单项履约义务所承诺商品的单独售价的相对比例，将交易价格分摊至各单项履约义务。

(3)收入确认的具体方法

公司主要销售园林机械产品。公司园林机械设备销售业务属于在某一时点履行的履约义务，收入确认的具体方法为：①境内销售：公司根据合同约定将产品交付给购货方并经购货方验收确认，取得购货方的签收单，已收取价款或取得收款权利且相关的经济利益很可能流入时确认；②自营出口销售：公司根据合同约定将产品报关，取得提单，已收取货款或取得了收款权力且相关的经济利益很可能流入时确认。对于境外子公司直接销售，在公司根据合同约定，产品已出库、客户自提或委托物流公司提货时认为相关风险已转移，取得物流公司提货单，已收取货款或取得了收款权利且相关的经济利益很可能流入时确认；③保税区销售：公司根据合同约定将产品报关，产品交付给购货方并经购货方验收确认，取得购货方的签收单，已收取价款或取得收款权利且相关的经济利益很可能流入时确认。

同类业务采用不同经营模式涉及不同收入确认方式及计量方法的情况

28、合同资产、合同负债

公司根据履行履约义务与客户付款之间的关系在资产负债表中列示合同资产或合同负债。公司将同一合同下的合同资产和合同负债相互抵销后以净额列示。

公司将拥有的、无条件(即，仅取决于时间流逝)向客户收取对价的权利作为应收款项列示，将已向客户转让商品而有权收取对价的权利（该权利取决于时间流逝之外的其他因素）作为合同资产列示。公司将已收或应收客户对价而应向客户转让商品的义务作为合同负债列示。

29、政府补助

(1)政府补助在同时满足下列条件时予以确认：①公司能够满足政府补助所附的条件；②公司能够收到政府补助。政府补助为货币性资产的，按照收到或应收的金额计量。政府补助为非货币性资产的，按照公允价值计量；公允价值不能可靠取得的，按照名义金额计量。

(2)与资产相关的政府补助判断依据及会计处理方法

政府文件规定用于购建或以其他方式形成长期资产的政府补助划分为与资产相关的政府补助。政府文件不明确的，以取得该补助必须具备的基本条件为基础进行判断，以购建或其他方式形成长期资产为基本条件的作为与资产相关的政府补助。与资产相关的政府补助，冲减相关资产的账面价值或确认为递延收益。与资产相关的政府补助确认为递延收益的，在相关资产使用寿命内按照合理、系统的方法分期计入损益。按照名义金额计量的政府补助，直接计入当期损益。相关资产在使用寿命结束前被出售、转让、报废或发生毁损的，将尚未分配的相关递延收益余额转入资产处置当期的损益。

(3)与收益相关的政府补助判断依据及会计处理方法

除与资产相关的政府补助之外的政府补助划分为与收益相关的政府补助。对于同时包含与资产相关部分和与收益相关部分的政府补助，难以区分与资产相关或与收益相关的，整体归类为与收益相关的政府补助。与收益相关的政府补助，用于补偿以后期间的相关成本费用或损失的，确认为递延收益，在确认相关成本费用或损失的期间，计入当期损益或冲减相关成本；用于补偿已发生的相关成本费用或损失的，直接计入当期损益或冲减相关成本。

(4)与公司日常经营活动相关的政府补助，按照经济业务实质，计入其他收益或冲减相关成本费用。与公司日常活动无关的政府补助，计入营业外收支。

(5)政策性优惠贷款贴息的会计处理方法

①财政将贴息资金拨付给贷款银行，由贷款银行以政策性优惠利率向公司提供贷款的，以实际收到的借款金额作为借款的入账价值，按照借款本金和该政策性优惠利率计算相关借款费用。②财政将贴息资金直接拨付给公司的，将对应的贴息冲减相关借款费用。

30、递延所得税资产/递延所得税负债

(1)根据资产、负债的账面价值与其计税基础之间的差额（未作为资产和负债确认的项目按照税法规定可以确定其计税基础的，该计税基础与其账面数之间的差额），按照预期收回该资产或清偿该负债期间的适用税率计算确认递延所得税资产或递延所得税负债。

(2)确认递延所得税资产以很可能取得用来抵扣可抵扣暂时性差异的应纳税所得额为限。资产负债表日，有确凿证据表明未来期间很可能获得足够的应纳税所得额用来抵扣可抵扣暂时性差异的，确认以前会计期间未确认的递延所得税资产。

(3)资产负债表日，对递延所得税资产的账面价值进行复核，如果未来期间很可能无法获得足够的应纳税所得额用以抵扣递延所得税资产的利益，则减记递延所得税资产的账面价值。在很可能获得足够的应纳税所得额时，转回减记的金额。

(4)公司当期所得税和递延所得税作为所得税费用或收益计入当期损益，但不包括下列情况产生的所得税：①企业合并；②直接在所有者权益中确认的交易或者事项。

(5)同时满足下列条件时，公司将递延所得税资产及递延所得税负债以抵销后的净额列示：①拥有以净额结算当期所得税资产及当期所得税负债的法定权利；②递延所得税资产和递延所得税负债是与同一税收征管部门对同一纳税主体征收的所得税相关或者对不同的纳税主体相关，但在未来每一具有重要性的递延所得税资产和递延所得税负债转回的期间内，涉及的纳税主体意图以净额结算当期所得税资产及当期所得税负债或是同时取得资产、清偿债务。

31、租赁

（1） 作为承租方租赁的会计处理方法

在租赁期开始日，公司将租赁期不超过 12 个月，且不包含购买选择权的租赁认定为短期租赁；将单项租赁资产为全新资产时价值较低的租赁认定为低价值资产租赁。公司转租或预期转租租赁资产的，原租赁不认定为低价值资产租赁。

对于所有短期租赁和低价值资产租赁，公司在租赁期内各个期间按照直线法将租赁付款额计入相关资产成本或当期损益。

除上述采用简化处理的短期租赁和低价值资产租赁外，在租赁期开始日，公司对租赁确认使用权资产和租赁负债。

①使用权资产

使用权资产按照成本进行初始计量，该成本包括：A.租赁负债的初始计量金额；B.在租赁期开始日或之前支付的租赁付款额，存在租赁激励的，扣除已享受的租赁激励相关金额；C.承租人发生的初始直接费用；D.承租人为拆卸及移除租赁资产、复原租赁资产所在场地或将租赁资产恢复至租赁条款约定状态预计将发生的成本。

公司按照直线法对使用权资产计提折旧。能够合理确定租赁期届满时取得租赁资产所有权的，公司在租赁资产剩余使用寿命内计提折旧。无法合理确定租赁期届满时能够取得租赁资产所有权的，公司在租赁期与租赁资产剩余使用寿命两者孰短的期间内计提折旧。

②租赁负债

在租赁期开始日，公司将尚未支付的租赁付款额的现值确认为租赁负债。计算租赁付款额现值时采用租赁内含利率作为折现率，无法确定租赁内含利率的，采用公司增量借款利率作为折现率。租赁付款额与其现值之间的差额作为未确认融资费用，在租赁期各个期间内按照确认租赁付款额现值的折现率确认利息费用，并计入当期损益。未纳入租赁负债计量的可变租赁付款额于实际发生时计入当期损益。

租赁期开始日后，当实质固定付款额发生变动、担保余值预计的应付金额发生变化、用于确定租赁付款额的指数或比率发生变动、购买选择权、续租选择权或终止选择权的评估结果或实际行权情况发生变化时，公司按照变动后的租赁付款额的现值重新计量租赁负债，并相应调整使用权资产的账面价值，如使用权资产账面价值已调减至零，但租赁负债仍需进一步调减的，将剩余金额计入当期损益。

（2） 作为出租方租赁的会计处理方法

在租赁开始日，公司将实质上转移了与租赁资产所有权有关的几乎全部风险和报酬的租赁划分为融资租赁，除此之外的均为经营租赁。

①经营租赁

公司在租赁期内各个期间按照直线法将租赁收款额确认为租金收入，发生的初始直接费用予以资本化并按照与租金收入确认相同的基础进行分摊，分期计入当期损益。公司取得的与经营租赁有关的未计入租赁收款额的可变租赁付款额在实际发生时计入当期损益。

②融资租赁

在租赁期开始日，公司按照租赁投资净额（未担保余值和租赁期开始日尚未收到的租赁收款额按照租赁内含利率折现的现值之和）确认应收融资租赁款，并终止确认融资租赁资产。在租赁期的各个期间，公司按照租赁内含利率计算并确认利息收入。

公司取得的未纳入租赁投资净额计量的可变租赁付款额在实际发生时计入当期损益。

（3） 售后租回

①公司作为承租人

公司按照《企业会计准则第 14 号——收入》的规定，评估确定售后租回交易中的资产转让是否属于销售。

售后租回交易中的资产转让属于销售的，公司按原资产账面价值中与租回获得的使用权有关的部分，计量售后租回所形成的使用权资产，并仅就转让至出租人的权利确认相关利得或损失。

售后租回交易中的资产转让不属于销售的，公司继续确认被转让资产，同时确认一项与转让收入等额的金融负债，并按照《企业会计准则第 22 号——金融工具确认和计量》对该金融负债进行会计处理。

②公司作为出租人

公司按照《企业会计准则第 14 号——收入》的规定，评估确定售后租回交易中的资产转让是否属于销售。

售后租回交易中的资产转让属于销售的，公司根据其他适用的企业会计准则对资产购买进行会计处理，并根据《企业会计准则第 21 号——租赁》对资产出租进行会计处理。

售后租回交易中的资产转让不属于销售的，公司不确认被转让资产，但确认一项与转让收入等额的金融资产，并按照《企业会计准则第 22 号——金融工具确认和计量》对该金融资产进行会计处理。

32、分部报告

公司以内部组织结构、管理要求、内部报告制度等为依据确定经营分部。公司的经营分部是指同时满足下列条件的组成部分：

（1）该组成部分能够在日常活动中产生收入、发生费用；

（2）管理层能够定期评价该组成部分的经营成果，以决定向其配置资源、评价其业绩；

（3）能够通过分析取得该组成部分的财务状况、经营成果和现金流量等有关会计信息。

33、其他重要的会计政策和会计估计

(1)采用套期会计的依据、会计处理方法

①套期包括公允价值套期/现金流量套期/境外经营净投资套期。

②对于满足下列条件的套期，运用套期会计方法进行处理：A.套期关系仅由符合条件的套期工具和被套期工具组成；B.在套期开始时，公司正式指定了套期工具和被套期项目，并准备了关于套期关系和公司从事套期的风险管理策略和风险管理目标的书面文件；C.该套期关系符合套期有效性要求。

套期同时满足下列条件时，公司认定套期关系符合套期有效性要求：A.被套期项目和套期工具之间存在经济关系；B.被套期项目和套期工具经济关系产生的价值变动中，信用风险的影响不占主导地位；C.套期关系的套期比率等于公司实际套期的被套期项目数量与对其进行套期的套期工具实际数量之比，但不反映被套期项目和套期工具相对权重的失衡。

公司在套期开始日及以后期间持续地对套期关系是否符合套期有效性要求进行评估。套期关系由于套期比率的原因而不再符合套期有效性要求，但指定该套期关系的风险管理目标没有改变的，公司进行套期关系再平衡。

③套期会计处理

A.公允价值套期

a.套期工具产生的利得或损失计入当期损益。如果套期工具是对选择以公允价值计量且其变动计入其他综合收益的非交易性权益工具（或其组成部分）进行套期的，套期工具产生的利得或损失计入其他综合收益。

b.被套期项目因风险敞口形成的利得或损失计当期损益，同时调整未以公允价值计量的已确认被套期项目的账面价值。被套期项目为按照《企业会计准则第 22 号——金融工具确认和计量》第十八条分类为以公允价值计量且其变动计入其他综合收益的金融资产（或其组成部分）的，其因被套期风险敞口形成的利得或损失计入当期损益，其账面价值已经按公允价值计量，不再调整；被套期项目为公司选择以公允价值计量且其变动计入其他综合收益的非交易性权益工具投资（或其组成部分）的，其因被套期风险敞口形成的利得或损失计入其他综合收益，其账面价值已经按公允价值计量，不再调整。

被套期项目为尚未确认的确定承诺（或其组成部分）的，其在套期关系指定后因被套期风险引起的公允价值累计变动额确认为一项资产或负债，相关的利得或损失计入各相关期间损益。当履行确定承诺

而取得资产或承担负债时，调整该资产或负债的初始确认金额，以包括已确认的被套期项目的公允价值累计变动额。

被套期项目为以摊余成本计量的金融工具（或其组成部分）的，公司对被套期项目账面价值所作的调整按照开始摊销日重新计算的实际利率进行摊销，并计入当期损益。被套期项目为按照《企业会计准则第 22 号——金融工具确认和计量》第十八条分类为以公允价值计量且其变动计入其他综合收益的金融资产（或其组成部分）的，按照相同的方式对累计已确认的套期利得或损失进行摊销，并计入当期损益，但不调整金融资产（或其组成部分）的账面价值。

B.现金流量套期

a.套期工具利得或损失中属于有效套期的部分，作为现金流量套期储备，计入其他综合收益，无效部分计入当期损益。现金流量套期储备的金额按照以下两项的绝对额中较低者确认：（a）套期工具自套期开始的累计利得或损失；（b）被套期项目自套期开始的预计未来现金流量现值的累计变动额。

b.被套期项目为预期交易，且该预期交易使公司随后确认一项非金融资产或非金融负债的，或者非金融资产和非金融负债的预期交易形成一项适用于公允价值套期会计的确定承诺时，将原在其他综合收益中确认的现金流量套期储备金额转出，计入该资产或负债的初始确认金额。

c.其他现金流量套期，原计入其他综合收益的现金流量套期储备金额，在被套期预期交易影响损益的相同期间转出，计入当期损益。

C.境外经营净投资套期

套期工具形成的利得或损失中属于有效套期的部分，确认为其他综合收益，并在处置境外经营时，将其转出计入当期损益；套期工具形成的利得或损失中属于无效套期的部分，计入当期损益。

(2)与回购公司股份相关的会计处理方法

因减少注册资本或奖励职工等原因收购本公司股份的，按实际支付的金额作为库存股处理，同时进行备查登记。如果将回购的股份注销，则将按注销股票面值和注销股数计算的股票面值总额与实际回购所支付的金额之间的差额冲减资本公积，资本公积不足冲减的，冲减留存收益；如果将回购的股份奖励给本公司职工属于以权益结算的股份支付，于职工行权购买本公司股份收到价款时，转销交付职工的库存股成本和等待期内资本公积（其他资本公积）累计金额，同时，按照其差额调整资本公积（股本溢价）。

34、重要会计政策和会计估计变更

（1） 重要会计政策变更

☑适用 □不适用

单位：元

会计政策变更的内容和原因	受重要影响的报表项目名称	影响金额

企业会计准则变化引起的会计政策变更

1. 公司自 2023 年 1 月 1 日起执行财政部颁布的《企业会计准则解释第 16 号》“关于单项交易产生的资产和负债相关的递延所得税不适用初始确认豁免的会计处理”规定，该项会计政策变更对公司财务报表无影响。

（2） 重要会计估计变更

□适用 ☑不适用

六、税项

1、主要税种及税率

税种	计税依据	税率
增值税	以按税法规定计算的销售货物和应税劳务收入为基础计算销项税额，扣除当期允许抵扣的进项税额后，差额部分为应交增值税	按 13%的税率计缴，出口货物享受“免、抵、退”政策，退税率为 13%
消费税	/	/
城市维护建设税	实际缴纳的流转税税额	7%、5%
企业所得税	应纳税所得额	15%-30.525%
房产税	从价计征的，按房产原值一次减除 30%后余值的 1.2%计缴；从租计征的，按租金收入的 12%计缴	1.2%、12%
教育费附加	实际缴纳的流转税税额	3%
地方教育附加	实际缴纳的流转税税额	2%

存在不同企业所得税税率纳税主体的，披露情况说明

纳税主体名称	所得税税率
本公司	15%
宁波领越智能设备有限公司	15%
DAYE EUROPE GMBH[注 1]	30.525%
DAYE NORTH AMERICA,INC.[注 2]	23.50%
DAYE INTERNATIONAL CO., LIMITED[注 3]	16.50%
HONBO INT PTE.LTD [注 4]	17%
RUNBO INT PTE.LTD [注 4]	17%
GOODTEX SINGAPORE PTE.LTD [注 4]	17%
LINGYE INTELLIGENT (THAILAND) CO., LTD. [注 5]	20%
DAYE MEXICO, S.A. DE C.V.[注 6]	30%
MOWOX AMERICAN INC.[注 7]	29.87%
除上述以外的其他纳税主体	25%

[注 1]按照注册地德国当地税收政策计缴相关税费，包括企业所得税 15%、团结税附加 0.825%、交易税 14.70%。

[注 2]按照注册地美国当地税收政策计缴相关税费，包括联邦税 21%(2018 年 1 月 1 日前为 34%)，州税 2.5%。

[注 3]按照注册地香港当地税收政策计缴相关税费。

[注 4]按照注册地新加坡当地税收政策计缴相关税费。

[注 5]按照注册地泰国当地税收政策计缴相关税费。

[注 6]按照注册地墨西哥当地税收政策计缴相关税费。

[注 7]按照注册地美国当地税收政策计缴相关税费，包括联邦税 21%(2018 年 1 月 1 日前为 34%)，州税 8.87%。

2、税收优惠

2022 年 1 月 7 日，根据全国高新技术企业认定管理工作领导小组办公室《关于对宁波市 2021 年认定的第一批高新技术企业进行备案的公告》和宁波市高新技术企业认定管理工作领导小组《关于公布宁波市 2021 年度高新技术企业名单的通知》（甬高企认领〔2022〕1 号），公司被认定为宁波市高新技术企业，有效期三年,即 2021 年度至 2023 年度，根据高新技术企业所得税优惠政策，公司 2023 年企业所得税减按 15%计缴。

2024 年 4 月 9 日，根据全国高新技术企业认定管理工作领导小组办公室《对宁波市认定机构 2023 年认定报备的高新技术企业进行补充备案的公告》，子公司宁波领越智能设备有限公司被认定为宁波市高新技术企业，有效期三年,即 2023 年度至 2025 年度，根据高新技术企业所得税优惠政策，子公司宁波领越智能设备有限公司 2023 年企业所得税减按 15%计缴。

七、合并财务报表项目注释

1、货币资金

单位：元

项目	期末余额	期初余额
库存现金	143,483.72	80,824.80
银行存款	683,403,547.31	63,336,595.12
其他货币资金	35,720,842.42	49,613,052.89
存放财务公司款项	0.00	0.00
合计	719,267,873.45	113,030,472.81

其中：存放在境外的款项总额	22,804,404.08	14,458,761.69

其他说明：

2023 年 12 月 31 日其他货币资金系银行承兑汇票保证金 27,611,402.40 元、海关进口保证金 5,803,357.57 元、保函保证金 503,084.86 元、电商账户余额 1,802,997.59 元。

2、交易性金融资产

单位：元

项目	期末余额	期初余额
以公允价值计量且其变动计入当期损益的金融资产	115,732.96	611,893.28
其中：		
衍生金融资产	115,732.96	611,893.28
其中：		
合计	115,732.96	611,893.28

其他说明：

2023 年 12 月末交易性金融资产系期末未交割的远期结汇合约和未到期的外汇期权约定汇率高于同期金融机构远期汇率报价形成。

3、应收账款

（1） 按账龄披露

单位：元

账龄	期末账面余额	期初账面余额
1 年以内（含 1 年）	131,137,428.87	250,928,572.03
1 至 2 年	90,646.47	424,146.58
2 至 3 年	353,074.97	40,196.89
3 年以上	36,162.77	19,151.00
3 至 4 年	15,472.19	7,453.05
4 至 5 年	7,695.46	11,697.95
5 年以上	12,995.12	
合计	131,617,313.08	251,412,066.50

注：期末 4-5 年的金额大于期初 3-4 年的金额，期末 5 年以上的金额大于期初 4-5 年的金额是汇率变动的影响。

（2） 按坏账计提方法分类披露

单位：元

类别	期末余额			期初余额		
	账面余额	坏账准备	账面价	账面余额	坏账准备	账面价

	金额	比例	金额	计提比例	值	金额	比例	金额	计提比例	值
其中：										
按组合计提坏账准备的应收账款	131,617,313.08	100.00%	4,035,287.00	3.07%	127,582,026.08	251,412,066.50	100.00%	7,586,396.12	3.02%	243,825,670.38
其中：										
合计	131,617,313.08	100.00%	4,035,287.00	3.07%	127,582,026.08	251,412,066.50	100.00%	7,586,396.12	3.02%	243,825,670.38

按组合计提坏账准备：账龄组合

单位：元

名称	期末余额		
	账面余额	坏账准备	计提比例
账龄组合	131,617,313.08	4,035,287.00	3.07%
合计	131,617,313.08	4,035,287.00	

确定该组合依据的说明：

如是按照预期信用损失一般模型计提应收账款坏账准备：

□适用 ☑不适用

（3） 本期计提、收回或转回的坏账准备情况

本期计提坏账准备情况：

单位：元

类别	期初余额	本期变动金额				期末余额
		计提	收回或转回	核销	其他	
按组合计提坏账准备	7,586,396.12	-3,551,109.12				4,035,287.00
合计	7,586,396.12	-3,551,109.12				4,035,287.00

其中本期坏账准备收回或转回金额重要的：

单位：元

单位名称	收回或转回金额	转回原因	收回方式	确定原坏账准备计提比例的依据及其合理性

本期无重要的收回或转回的坏账准备。

（4） 本期实际核销的应收账款情况

单位：元

项目	核销金额

其中重要的应收账款核销情况：

单位：元

单位名称	应收账款性质	核销金额	核销原因	履行的核销程序	款项是否由关联交易产生

应收账款核销说明：

本期无实际核销的应收账款。

（5） 按欠款方归集的期末余额前五名的应收账款和合同资产情况

单位：元

单位名称	应收账款期末余额	合同资产期末余额	应收账款和合同资产期末余额	占应收账款和合同资产期末余额合计数的比例	应收账款坏账准备和合同资产减值准备期末余额
客户 1	31,342,986.47		31,342,986.47	23.81%	940,289.59
客户 2	28,036,731.93		28,036,731.93	21.30%	841,101.96
客户 3	20,843,910.76		20,843,910.76	15.84%	625,317.32
客户 4	12,509,184.34		12,509,184.34	9.50%	375,275.53
客户 5	10,918,075.90		10,918,075.90	8.30%	327,542.28
合计	103,650,889.40		103,650,889.40	78.75%	3,109,526.68

4、应收款项融资

（1） 应收款项融资分类列示

单位：元

项目	期末余额	期初余额
银行承兑汇票		50,000,000.00
国内信用证	50,000,000.00	
合计	50,000,000.00	50,000,000.00

（2） 期末公司已质押的应收款项融资

单位：元

项目	期末已质押金额
国内信用证	50,000,000.00
合计	50,000,000.00

5、其他应收款

单位：元

项目	期末余额	期初余额
其他应收款	4,634,793.35	8,580,027.96
合计	4,634,793.35	8,580,027.96

（1） 应收利息

1） 应收利息分类

单位：元

项目	期末余额	期初余额

2） 重要逾期利息

单位：元

借款单位	期末余额	逾期时间	逾期原因	是否发生减值及其判断依据

其他说明：

3） 按坏账计提方法分类披露

□适用 ☑不适用

4） 本期计提、收回或转回的坏账准备的情况

单位：元

类别	期初余额	本期变动金额				期末余额
		计提	收回或转回	转销或核销	其他变动	

其中本期坏账准备收回或转回金额重要的：

单位：元

单位名称	收回或转回金额	转回原因	收回方式	确定原坏账准备计提比例的依据及其合理性

其他说明：

5） 本期实际核销的应收利息情况

单位：元

项目	核销金额

其中重要的应收利息核销情况

单位：元

单位名称	款项性质	核销金额	核销原因	履行的核销程序	款项是否由关联交易产生

核销说明：

其他说明：

（2） 应收股利

1） 应收股利分类

单位：元

项目(或被投资单位)	期末余额	期初余额

2） 重要的账龄超过 1 年的应收股利

单位：元

项目(或被投资单位)	期末余额	账龄	未收回的原因	是否发生减值及其判断依据

3） 按坏账计提方法分类披露

□适用 ☑不适用

4） 本期计提、收回或转回的坏账准备的情况

单位：元

类别	期初余额	本期变动金额				期末余额
		计提	收回或转回	转销或核销	其他变动	

其中本期坏账准备收回或转回金额重要的：

单位：元

单位名称	收回或转回金额	转回原因	收回方式	确定原坏账准备计提比例的依据及其合理性

其他说明：

5） 本期实际核销的应收股利情况

单位：元

项目	核销金额

其中重要的应收股利核销情况

单位：元

单位名称	款项性质	核销金额	核销原因	履行的核销程序	款项是否由关联交易产生

核销说明：

其他说明：

（3） 其他应收款

1） 其他应收款按款项性质分类情况

单位：元

款项性质	期末账面余额	期初账面余额
应收押金保证金	6,639,816.23	9,613,211.87
应收备用金	153,319.00	281,000.00
应收暂付款	95,358.60	518,475.81
合计	6,888,493.83	10,412,687.68

2） 按账龄披露

单位：元

账龄	期末账面余额	期初账面余额
1 年以内（含 1 年）	198,016.15	1,081,889.39
1 至 2 年	382,939.17	2,190,765.09
2 至 3 年	405,030.70	6,629,633.72
3 年以上	5,902,507.81	510,399.48
3 至 4 年	5,391,497.07	
4 至 5 年		510,399.48
5 年以上	511,010.74	
合计	6,888,493.83	10,412,687.68

注：期末 5 年以上的金额大于期初 4-5 年的金额是汇率变动的影响。

3） 按坏账计提方法分类披露

☑适用 □不适用

单位：元

类别	期末余额					期初余额				
	账面余额		坏账准备		账面价值	账面余额		坏账准备		账面价值
	金额	比例	金额	计提比例		金额	比例	金额	计提比例	
其中：										
按组合计提坏账准备	6,888,493.83	100.00%	2,253,700.48	32.72%	4,634,793.35	10,412,687.68	100.00%	1,832,659.72	17.60%	8,580,027.96
其中：										
合计	6,888,493.83	100.00%	2,253,700.48	32.72%	4,634,793.35	10,412,687.68	100.00%	1,832,659.72	17.60%	8,580,027.96

按组合计提坏账准备：款项性质组合

单位：元

名称	期末余额		
	账面余额	坏账准备	计提比例
应收押金保证金组合	6,639,816.23	2,237,182.62	33.69%
应收备用金组合	153,319.00	12,360.33	8.06%

应收暂付款组合	95,358.60	4,157.53	4.37%
合计	6,888,493.83	2,253,700.48	

确定该组合依据的说明：

按预期信用损失一般模型计提坏账准备：

单位：元

坏账准备	第一阶段	第二阶段	第三阶段	合计
	未来 12 个月预期信用损失	整个存续期预期信用损失(未发生信用减值)	整个存续期预期信用损失(已发生信用减值)	
2023 年 1 月 1 日余额	32,456.68	219,076.51	1,581,126.53	1,832,659.72
2023 年 1 月 1 日余额在本期				
——转入第二阶段	-11,488.18	11,488.18		
——转入第三阶段		-40,503.07	40,503.07	
本期计提	-15,028.01	-151,767.70	587,836.47	421,040.76
2023 年 12 月 31 日余额	5,940.49	38,293.92	2,209,466.07	2,253,700.48

各阶段划分依据和坏账准备计提比例

损失准备本期变动金额重大的账面余额变动情况

□适用 ☑不适用

4） 本期计提、收回或转回的坏账准备情况

本期计提坏账准备情况：

单位：元

类别	期初余额	本期变动金额				期末余额
		计提	收回或转回	转销或核销	其他	
坏账准备	1,832,659.72	421,040.76				2,253,700.48
合计	1,832,659.72	421,040.76				2,253,700.48

其中本期坏账准备转回或收回金额重要的：

单位：元

单位名称	收回或转回金额	转回原因	收回方式	确定原坏账准备计提比例的依据及其合理性

本期无重要的收回或转回的坏账准备。

5） 本期实际核销的其他应收款情况

单位：元

项目	核销金额

其中重要的其他应收款核销情况：

单位：元

单位名称	其他应收款性质	核销金额	核销原因	履行的核销程序	款项是否由关联交易产生

其他应收款核销说明：

本期无实际核销的其他应收款。

6） 按欠款方归集的期末余额前五名的其他应收款情况

单位：元

单位名称	款项的性质	期末余额	账龄	占其他应收款期末余额合计数的比例	坏账准备期末余额
单位 1	押金保证金	5,312,025.00	3-4 年	77.11%	1,593,607.50
单位 2	押金保证金	500,000.00	5 年以上	7.26%	500,000.00
单位 3	押金保证金	354,135.00	2-3 年	5.14%	70,827.00
单位 4	押金保证金	140,000.00	1-2 年	2.03%	14,000.00
单位 5	备用金	110,000.00	1 年以内金额为 10,000.00 元，1-2 年金额为 100,000.00 元	1.60%	10,300.00
合计		6,416,160.00		93.14%	2,188,734.50

7） 因资金集中管理而列报于其他应收款

单位：元

其他说明：

6、预付款项

（1） 预付款项按账龄列示

单位：元

账龄	期末余额		期初余额	
	金额	比例	金额	比例
1 年以内	32,266,018.53	93.31%	18,630,153.24	100.00%
1 至 2 年	2,313,992.28	6.69%		
合计	34,580,010.81		18,630,153.24	

账龄超过 1 年且金额重要的预付款项未及时结算原因的说明：

无

（2） 按预付对象归集的期末余额前五名的预付款情况

单位名称	账面余额（元）	占预付款项余额的比例（%）
供应商 1	14,679,759.85	42.45
供应商 2	5,781,443.64	16.72

供应商 3	4,898,748.21	14.17
供应商 4	2,790,234.32	8.07
供应商 5	910,431.00	2.63
小　　计	29,060,617.02	84.04

其他说明：

期末余额前 5 名的预付款项合计数为 29,060,617.02 元，占预付款项期末余额合计数的比例为 84.04%。

7、存货

公司是否需要遵守房地产行业的披露要求

否

（1） 存货分类

单位：元

项目	期末余额			期初余额		
	账面余额	存货跌价准备或合同履约成本减值准备	账面价值	账面余额	存货跌价准备或合同履约成本减值准备	账面价值
原材料	246,744,939.02	12,555,316.93	234,189,622.09	277,364,594.70	4,593,405.40	272,771,189.30
在产品	44,137,868.73		44,137,868.73	60,058,617.68		60,058,617.68
库存商品	485,834,669.87	3,963,255.70	481,871,414.17	617,195,360.18	1,386,053.69	615,809,306.49
委托加工物资	513,811.13		513,811.13	2,237,968.65		2,237,968.65
合计	777,231,288.75	16,518,572.63	760,712,716.12	956,856,541.21	5,979,459.09	950,877,082.12

（2） 存货跌价准备和合同履约成本减值准备

单位：元

项目	期初余额	本期增加金额		本期减少金额		期末余额
		计提	其他	转回或转销	其他	
原材料	4,593,405.40	9,684,353.89		1,722,442.36		12,555,316.93
库存商品	1,386,053.69	2,999,356.84		422,154.83		3,963,255.70
合计	5,979,459.09	12,683,710.73		2,144,597.19		16,518,572.63

确定可变现净值的具体依据、本期转回或转销存货跌价准备的原因

项　　目	确定可变现净值 的具体依据	转回存货跌价 准备的原因	转销存货跌价 准备的原因
原材料	相关产成品估计售价减去至完工估计将要发生的成本、估计的销售费用以及相关税费后的金额确定可变现净值		原材料被领用生产产品并销售出库
产成品	相关产成品估计售价减去估计的销售费用以及相关税费后的金额确定可变现净值		产成品销售出库

按组合计提存货跌价准备

单位：元

组合名称	期末			期初		
	期末余额	跌价准备	跌价准备计提比例	期初余额	跌价准备	跌价准备计提比例

按组合计提存货跌价准备的计提标准

（3） 存货期末余额含有借款费用资本化金额的说明

（4） 合同履约成本本期摊销金额的说明

8、其他流动资产

单位：元

项目	期末余额	期初余额
待抵扣增值税	38,768,614.58	17,889,523.23
多缴企业所得税		11,912,098.19
预缴关税	9,013,328.64	16,801,511.78
合计	47,781,943.22	46,603,133.20

其他说明：

9、投资性房地产

（1） 采用成本计量模式的投资性房地产

☑适用 □不适用

单位：元

项目	房屋、建筑物	土地使用权	在建工程	合计
一、账面原值				
1.期初余额				
2.本期增加金额	459,805.51	3,293,445.00		3,753,250.51
（1）外购				
（2）存货\固定资产\在建工程转入	459,805.51	3,293,445.00		3,753,250.51
（3）企业合并增加				

3.本期减少金额				
（1）处置				
（2）其他转出				
4.期末余额	459,805.51	3,293,445.00		3,753,250.51
二、累计折旧和累计摊销				
1.期初余额				
2.本期增加金额	158,745.42	1,429,836.99		1,588,582.41
（1）计提或摊销	16,684.20	72,295.11		88,979.31
2）固定资产\无形资产转入	142,061.22	1,357,541.88		1,499,603.10
3.本期减少金额				
（1）处置				
（2）其他转出				
4.期末余额	158,745.42	1,429,836.99		1,588,582.41
三、减值准备				
1.期初余额				
2.本期增加金额				
（1）计提				
3.本期减少金额				
（1）处置				
（2）其他转出				
4.期末余额				
四、账面价值				
1.期末账面价值	301,060.09	1,863,608.01		2,164,668.10
2.期初账面价值				

可收回金额按公允价值减去处置费用后的净额确定

□适用 ☑不适用

可收回金额按预计未来现金流量的现值确定

□适用 ☑不适用

前述信息与以前年度减值测试采用的信息或外部信息明显不一致的差异原因

公司以前年度减值测试采用信息与当年实际情况明显不一致的差异原因

其他说明：

10、固定资产

单位：元

项目	期末余额	期初余额
固定资产	865,430,398.77	792,529,776.92
合计	865,430,398.77	792,529,776.92

（1） 固定资产情况

单位：元

项目	房屋及建筑物	专用设备	通用设备	运输工具	其他设备	合计
一、账面原值：						
1.期初余额	690,513,269.28	252,854,376.20	26,717,136.84	14,181,909.39	8,453,885.46	992,720,577.17
2.本期增加金额	92,148,242.92	41,022,616.77	2,686,666.42	476,945.06	2,761,096.33	139,095,567.50
（1）购置	547,022.30	7,910,821.50	2,645,188.91	353,098.28	2,706,987.86	14,163,118.85
（2）在建工程转入	91,397,580.73	33,023,548.80				124,421,129.53
（3）企业合并增加						
（4）汇率的影响	203,639.89	88,246.47	41,477.51	123,846.78	54,108.47	511,319.12
3.本期减少金额	677,405.51			182,911.97		860,317.48
（1）处置或报废	217,600.00			182,911.97		400,511.97
（2）转入投资性房地产	459,805.51					459,805.51
（3）汇率的影响						
4.期末余额	781,984,106.69	293,876,992.97	29,403,803.26	14,475,942.48	11,214,981.79	1,130,955,827.19
二、累计折旧						
1.期初余额	98,215,266.39	71,708,055.22	15,526,837.04	8,601,845.01	6,138,796.59	200,190,800.25
2.本期增加金额	33,366,413.00	24,581,999.52	4,045,922.89	2,017,578.14	1,824,590.17	65,836,503.72
（1）计提	33,319,079.17	24,575,059.92	4,026,415.18	1,963,945.00	1,787,154.70	65,671,653.97
（2）汇率的影响	47,333.83	6,939.60	19,507.71	53,633.14	37,435.47	164,849.75
3.本期减少金额	328,109.18			173,766.37		501,875.55
（1）处置或报废	186,047.96			173,766.37		359,814.33
（2）转入投资性房地产	142,061.22					142,061.22
4.期末余额	131,253,570.21	96,290,054.74	19,572,759.93	10,445,656.78	7,963,386.76	265,525,428.42
三、减值准备						
1.期初余额						

2.本期增加金额						
（1）计提						
3.本期减少金额						
（1）处置或报废						
4.期末余额						
四、账面价值						
1.期末账面价值	650,730,536.48	197,586,938.23	9,831,043.33	4,030,285.70	3,251,595.03	865,430,398.77
2.期初账面价值	592,298,002.89	181,146,320.98	11,190,299.80	5,580,064.38	2,315,088.87	792,529,776.92

（2） 暂时闲置的固定资产情况

单位：元

项目	账面原值	累计折旧	减值准备	账面价值	备注

（3） 通过经营租赁租出的固定资产

单位：元

项目	期末账面价值
房屋及建筑物	27,123,999.58

（4） 未办妥产权证书的固定资产情况

单位：元

项目	账面价值	未办妥产权证书的原因
“年产 20 万件五金日用品生产项目”新建厂房	59,840,982.30	尚在办理中
“年产 6 万台骑乘式割草机生产项目”新建厂房	88,994,697.44	尚在办理中
“年产 90 万台园林机械产品生产项目”新建厂房	376,178,171.22	房产证到期
小计	525,013,850.96	

其他说明：

（5） 固定资产的减值测试情况

□适用 ☑不适用

11、在建工程

单位：元

项目	期末余额	期初余额

在建工程	209,423,720.31	152,794,862.81
合计	209,423,720.31	152,794,862.81

（1） 在建工程情况

单位：元

项目	期末余额			期初余额		
	账面余额	减值准备	账面价值	账面余额	减值准备	账面价值
年产 90 万台园林机械产品生产项目	1,985,619.50		1,985,619.50	6,183,972.07		6,183,972.07
年产 6 万台骑乘式割草机	2,488,100.36		2,488,100.36	75,845,259.38		75,845,259.38
墨西哥海外生产基地	160,316,166.67		160,316,166.67	9,386,798.64		9,386,798.64
在安装设备	36,646,633.78		36,646,633.78	27,731,045.17		27,731,045.17
设备预付款	7,987,200.00		7,987,200.00	33,647,787.55		33,647,787.55
合计	209,423,720.31		209,423,720.31	152,794,862.81		152,794,862.81

（2） 重要在建工程项目本期变动情况

单位：元

项目名称	预算数	期初余额	本期增加金额	本期转入固定资产金额	本期其他减少金额	期末余额	工程累计投入占预算比例	工程进度	利息资本化累计金额	其中：本期利息资本化金额	本期利息资本化率	资金来源
年产 90 万台园林机械产品生产项目	58,495.89 万元	6,183,972.07	2,254,851.20	6,453,203.77		1,985,619.50	93.67%	93.67%	19,884,649.14			募集资金、自有资金及金融机构贷款
年产 6 万台骑乘式割草机	24,545.49 万元	75,845,259.38	18,649,235.62	92,006,394.64		2,488,100.36	38.50%	38.50%				募集资金、自有资金
墨西哥海外生产基地	5,500.00 万美元	9,386,798.64	150,929,368.03			160,316,166.67	41.15%	41.15%				自有资金
在安装设备		27,731,045.17	34,877,119.73	25,961,531.12		36,646,633.78						自有资金
预付设备		33,647,787	7,987,200.		33,647,787	7,987,200.						自有资金

款		.55	00		.55	00						
合计		152,794,862.81	214,697,704.58	124,121,539.53	33,787,023.55	209,723,684.31			19,884,649.14			

注：预付设备款本期其他减少 33,647,787.55 元系从期初预付设备款转入期末在安装设备款。

（3） 本期计提在建工程减值准备情况

单位：元

项目	期初余额	本期增加	本期减少	期末余额	计提原因

其他说明：

期末未发现在建工程存在明显减值迹象，故未计提减值准备。

（4） 在建工程的减值测试情况

□适用 ☑不适用

（5） 工程物资

单位：元

项目	期末余额			期初余额		
	账面余额	减值准备	账面价值	账面余额	减值准备	账面价值

其他说明：

12、使用权资产

（1） 使用权资产情况

单位：元

项目	房屋及建筑物	合计
一、账面原值		
1.期初余额	64,852,782.22	64,852,782.22
2.本期增加金额	1,802,827.70	1,802,827.70
（1）租入	887,911.13	887,911.13
（2）汇率的影响	914,916.57	914,916.57
3.本期减少金额	10,898,269.92	10,898,269.92
（1）处置	10,898,269.92	10,898,269.92
4.期末余额	55,757,340.00	55,757,340.00
二、累计折旧		
1.期初余额	29,729,437.75	29,729,437.75
2.本期增加金额	15,063,275.32	15,063,275.32
（1）计提	14,572,894.69	14,572,894.69
（2）汇兑损益	490,380.63	490,380.63
3.本期减少金额	9,424,935.16	9,424,935.16
（1）处置	9,424,935.16	9,424,935.16

4.期末余额	35,367,777.91	35,367,777.91
三、减值准备		
1.期初余额		
2.本期增加金额		
（1）计提		
3.本期减少金额		
（1）处置		
4.期末余额		
四、账面价值		
1.期末账面价值	20,389,562.09	20,389,562.09
2.期初账面价值	35,123,344.47	35,123,344.47

（2） 使用权资产的减值测试情况

□适用 ☑不适用

其他说明：

13、无形资产

（1） 无形资产情况

单位：元

项目	土地使用权	专利权	非专利技术	软件	合计
一、账面原值					
1.期初余额	191,956,077.74			4,889,568.41	196,845,646.15
2.本期增加金额	38,272,302.09			217,767.26	38,490,069.35
（1）购置	38,181,291.95			173,451.32	38,354,743.27
（2）内部研发					
（3）企业合并增加					
（2）汇率的影响	91,010.14			44,315.94	135,326.08
3.本期减少金额	3,293,445.00				3,293,445.00
（1）处置					
（1） 转入投资性房地产	3,293,445.00				3,293,445.00
4.期末余额	226,934,934.83			5,107,335.67	232,042,270.50
二、累计摊销					
1.期初余额	27,933,438.32			2,635,097.53	30,568,535.85
2.本期增加金额	4,602,273.90			944,932.33	5,547,206.23
（1）计提	4,586,372.38			925,468.40	5,511,840.78
（2）汇率的影响	15,901.52			19,463.93	35,365.45
3.本期减少金额	1,357,541.88				1,357,541.88

（1）处置					
（2）转入投资性房地产	1,357,541.88				1,357,541.88
4.期末余额	31,178,170.34			3,580,029.86	34,758,200.20
三、减值准备					
1.期初余额					
2.本期增加金额					
（1）计提					
3.本期减少金额					
（1）处置					
4.期末余额					
四、账面价值					
1.期末账面价值	195,756,764.49			1,527,305.81	197,284,070.30
2.期初账面价值	164,022,639.42			2,254,470.88	166,277,110.30

本期末通过公司内部研发形成的无形资产占无形资产余额的比例 0.00%。

（2） 未办妥产权证书的土地使用权情况

单位：元

项目	账面价值	未办妥产权证书的原因

其他说明：

期末无未办妥产权证书的土地使用权。

（3） 无形资产的减值测试情况

□适用 ☑不适用

14、长期待摊费用

单位：元

项目	期初余额	本期增加金额	本期摊销金额	其他减少金额	期末余额
固定资产改良支出	1,574,020.53	754,362.59	758,776.32		1,569,606.80
合计	1,574,020.53	754,362.59	758,776.32		1,569,606.80

其他说明：

15、递延所得税资产/递延所得税负债

（1） 未经抵销的递延所得税资产

单位：元

项目	期末余额		期初余额	
	可抵扣暂时性差异	递延所得税资产	可抵扣暂时性差异	递延所得税资产

资产减值准备	20,553,859.63	3,583,421.63	13,565,855.21	2,265,111.50
内部交易未实现利润	26,942,840.83	6,346,498.86	40,470,553.74	9,526,143.96
可抵扣亏损	268,265,238.26	43,170,419.43	97,852,284.25	18,891,037.83
递延收益	3,237,109.56	485,566.44	1,754,214.45	331,595.44
交易性金融负债公允价值变动损益	31,606.67	4,741.00	2,454,367.34	368,155.10
租赁交易	20,389,562.09	4,791,547.09		
合计	339,420,217.04	58,382,194.45	156,097,274.99	31,382,043.83

（2） 未经抵销的递延所得税负债

单位：元

项目	期末余额		期初余额	
	应纳税暂时性差异	递延所得税负债	应纳税暂时性差异	递延所得税负债
交易性金融资产公允价值变动损益	115,732.96	17,359.95	611,893.28	91,783.99
加速折旧	29,986,199.01	4,497,929.85	32,260,929.22	4,839,139.38
可转债暂时性差异	35,796,786.49	5,369,517.97		
租赁交易	20,389,562.09	4,791,547.09		
合计	86,288,280.55	14,676,354.86	32,872,822.50	4,930,923.37

（3） 以抵销后净额列示的递延所得税资产或负债

单位：元

项目	递延所得税资产和负债期末互抵金额	抵销后递延所得税资产或负债期末余额	递延所得税资产和负债期初互抵金额	抵销后递延所得税资产或负债期初余额
递延所得税资产	14,676,354.86	43,705,839.59	4,930,923.37	26,451,120.46
递延所得税负债	14,676,354.86		4,930,923.37	

（4） 未确认递延所得税资产明细

单位：元

项目	期末余额	期初余额
可抵扣暂时性差异	2,253,700.48	1,832,659.72
可抵扣亏损	95,319,330.77	98,920,047.04
合计	97,573,031.25	100,752,706.76

（5） 未确认递延所得税资产的可抵扣亏损将于以下年度到期

单位：元

年份	期末金额	期初金额	备注
2025 年	1,494,347.05	1,494,347.05	
2026 年	50,429,668.03	50,429,668.03	
2027 年	46,996,031.96	46,996,031.96	
2028 年	95,319,330.77		
合计	194,239,377.81	98,920,047.04	

其他说明：

16、其他非流动资产

单位：元

项目	期末余额			期初余额		
	账面余额	减值准备	账面价值	账面余额	减值准备	账面价值
预付软件款				68,400.00		68,400.00
预付购置土地款	11,660,000.00		11,660,000.00	12,370,000.00		12,370,000.00
合计	11,660,000.00		11,660,000.00	12,438,400.00		12,438,400.00

其他说明：

17、所有权或使用权受到限制的资产

单位：元

项目	期末				期初			
	账面余额	账面价值	受限类型	受限情况	账面余额	账面价值	受限类型	受限情况
货币资金	33,917,844.83	33,917,844.83	保证金	承兑汇票保证金、进口保证金、保函保证金	57,997,896.57	57,997,896.57	保证金、质押	承兑汇票保证金、进口保证金、质押定期存款及保函保证金
固定资产	242,517,841.84	166,661,897.79	抵押	借款抵押、融资租赁抵押	637,508,433.52	509,904,956.71	抵押	借款抵押、融资租赁抵押
无形资产	103,277,584.71	81,830,231.61	抵押	借款抵押	168,142,801.19	143,532,150.56	抵押	借款抵押
投资性房地产	3,753,250.51	2,164,668.10	抵押	借款抵押				
应收款项融资	50,000,000.00	50,000,000.00	质押	信用证质押	50,000,000.00	50,000,000.00	质押	票据质押
应收账款	1,733,822.42	1,681,807.75	质押	借款质押				
合计	435,200,344.31	336,256,450.08			913,649,131.28	761,435,003.84		

其他说明：

18、短期借款

（1） 短期借款分类

单位：元

项目	期末余额	期初余额
质押借款	20,000,000.00	
抵押借款		125,038,687.08
保证借款	26,036,366.67	464,550,942.73
信用借款	106,130,152.76	80,260,694.00
保证及抵押借款	232,513,847.20	172,982,969.55

合计	384,680,366.63	842,833,293.36

短期借款分类的说明：

（2） 已逾期未偿还的短期借款情况

本期末已逾期未偿还的短期借款总额为元，其中重要的已逾期未偿还的短期借款情况如下：

单位：元

借款单位	期末余额	借款利率	逾期时间	逾期利率

其他说明：

19、交易性金融负债

单位：元

项目	期末余额	期初余额
交易性金融负债	31,606.67	2,649,367.34
其中：		
衍生金融负债	31,606.67	2,649,367.34
其中：		
合计	31,606.67	2,649,367.34

其他说明：

2023 年 12 月末交易性金融负债系期末未交割的远期结汇合约和未到期的外汇期权约定汇率低于同期金融机构远期汇率报价形成。

20、应付票据

单位：元

种类	期末余额	期初余额
银行承兑汇票	96,705,069.14	152,188,779.40
合计	96,705,069.14	152,188,779.40

本期末已到期未支付的应付票据总额为 0.00 元，到期未付的原因为无。

21、应付账款

（1） 应付账款列示

单位：元

项目	期末余额	期初余额
货款	195,647,169.45	280,775,716.43
工程及设备款	70,670,225.28	121,506,054.01
费用款	15,254,800.38	22,084,227.72
合计	281,572,195.11	424,365,998.16

（2） 账龄超过 1 年或逾期的重要应付账款

单位：元

项目	期末余额	未偿还或结转的原因

其他说明：

期末无账龄 1 年以上重要的应付账款。

22、其他应付款

单位：元

项目	期末余额	期初余额
其他应付款	1,373,911.57	854,804.93
合计	1,373,911.57	854,804.93

（1） 应付利息

单位：元

项目	期末余额	期初余额

重要的已逾期未支付的利息情况：

单位：元

借款单位	逾期金额	逾期原因

其他说明：

（2） 应付股利

单位：元

项目	期末余额	期初余额

其他说明，包括重要的超过 1 年未支付的应付股利，应披露未支付原因：

（3） 其他应付款

1） 按款项性质列示其他应付款

单位：元

项目	期末余额	期初余额
押金保证金	755,238.30	256,060.00
应付暂收款	618,673.27	598,744.93
合计	1,373,911.57	854,804.93

2） 按交易对手方归集的期末余额前五名的其他应付款情况

其他说明：

期末无账龄 1 年以上重要的其他应付款。

23、预收款项

（1） 预收款项列示

单位：元

项目	期末余额	期初余额
租金	639,001.68	
合计	639,001.68	

（2） 账龄超过 1 年或逾期的重要预收款项

单位：元

项目	期末余额	未偿还或结转的原因

单位：元

项目	变动金额	变动原因

24、合同负债

单位：元

项目	期末余额	期初余额
货款	2,587,275.16	1,017,450.48
合计	2,587,275.16	1,017,450.48

账龄超过 1 年的重要合同负债

单位：元

项目	期末余额	未偿还或结转的原因

报告期内账面价值发生重大变动的金额和原因

单位：元

项目	变动金额	变动原因

25、应付职工薪酬

（1） 应付职工薪酬列示

单位：元

项目	期初余额	本期增加	本期减少	期末余额
一、短期薪酬	21,473,171.57	179,536,488.23	179,070,337.79	21,939,322.01
二、离职后福利-设定提存计划		9,408,532.37	8,923,939.86	484,592.51
三、辞退福利		44,500.00	44,500.00	
合计	21,473,171.57	188,989,520.60	188,038,777.65	22,423,914.52

（2） 短期薪酬列示

单位：元

项目	期初余额	本期增加	本期减少	期末余额
1、工资、奖金、津贴和补贴	20,312,432.57	164,408,436.83	164,019,925.27	20,700,944.13

2、职工福利费		5,422,019.70	5,422,019.70	
3、社会保险费		4,632,501.71	4,568,623.52	63,878.19
其中：医疗保险费		4,274,974.19	4,233,885.07	41,089.12
工伤保险费		357,527.52	334,738.45	22,789.07
4、住房公积金		2,848,984.00	2,848,984.00	
5、工会经费和职工教育经费	1,160,739.00	2,224,545.99	2,210,785.30	1,174,499.69
合计	21,473,171.57	179,536,488.23	179,070,337.79	21,939,322.01

（3） 设定提存计划列示

单位：元

项目	期初余额	本期增加	本期减少	期末余额
1、基本养老保险		9,143,867.06	8,675,985.46	467,881.60
2、失业保险费		264,665.31	247,954.40	16,710.91
合计		9,408,532.37	8,923,939.86	484,592.51

其他说明：

26、应交税费

单位：元

项目	期末余额	期初余额
增值税	205,261.78	154,397.70
企业所得税	4,091,538.72	4,420,759.55
个人所得税	135,593.44	417,920.00
城市维护建设税	73,234.69	142,714.72
房产税	5,970,535.92	5,966,119.55
土地使用税	3,851,409.23	3,851,409.31
印花税	259,900.83	169,584.02
教育费附加	31,386.30	60,762.00
地方教育附加	20,924.20	41,177.08
环保税	143.41	93.74
残疾人保障金		250,560.00
合计	14,639,928.52	15,475,497.67

其他说明：

27、一年内到期的非流动负债

单位：元

项目	期末余额	期初余额
一年内到期的长期借款	30,022,916.67	
一年内到期的长期应付款	12,500,000.00	8,396,829.55
一年内到期的租赁负债	12,332,220.38	15,272,435.52

合计	54,855,137.05	23,669,265.07

其他说明：

28、其他流动负债

单位：元

项目	期末余额	期初余额
待转销项税额	420,092.87	
合计	420,092.87	

短期应付债券的增减变动：

单位：元

债券名称	面值	票面利率	发行日期	债券期限	发行金额	期初余额	本期发行	按面值计提利息	溢折价摊销	本期偿还		期末余额	是否违约
合计													

其他说明：

29、长期借款

（1） 长期借款分类

单位：元

项目	期末余额	期初余额
保证借款	39,027,083.33	30,035,750.00
信用借款	199,152,013.89	
保证及抵押借款	717,547,708.32	119,920,220.22
合计	955,726,805.54	149,955,970.22

长期借款分类的说明：

其他说明，包括利率区间：

30、应付债券

（1） 应付债券

单位：元

项目	期末余额	期初余额
可转换公司债券	440,660,196.96	
合计	440,660,196.96	

（2） 应付债券的增减变动（不包括划分为金融负债的优先股、永续债等其他金融工具）

单位：元

债券名称	面值	票面利率	发行日期	债券期限	发行金额	期初余额	本期发行	按面值计提利息	溢折价摊销	本期偿还	利息调整	期末余额	是否违约
大叶转债	476,031,200.00		2023 年 7 月 17 日	6 年	476,031,200.00		431,575,163.92	425,783.45			8,659,249.59	440,660,196.96	否
合计	——				476,031,200.00		431,575,163.92	425,783.45			8,659,249.59	440,660,196.96	——

[注]票面利率第一年为 0.20%，第二年为 0.40%，第三年为 0.60%，第四年为 1.70%，第五年为 2.80%，第六年为 3.5%。

（3） 可转换公司债券的转股条件、转股时间、转股权会计处理及判断依据

公司发行的可转换公司债券的期限为自发行之日起六年，即自 2023 年 7 月 17 日至 2029 年 7 月 16 日。公司发行的可转换公司债券在发行结束之日（2023 年 7 月 21 日）起满 6 个月后的第 1 个交易日起可转股，即转股时间为自 2024 年 1 月 22 日至 2029 年 7 月 16 日止。

31、租赁负债

单位：元

项目	期末余额	期初余额
房屋租赁费	10,628,977.01	22,700,487.75
合计	10,628,977.01	22,700,487.75

其他说明：

无

32、递延收益

单位：元

项目	期初余额	本期增加	本期减少	期末余额	形成原因
政府补助	8,319,491.25	3,247,926.60	586,145.37	10,981,272.48	与形成资产相关的政府拨付款项
合计	8,319,491.25	3,247,926.60	586,145.37	10,981,272.48	

其他说明：

33、股本

单位：元

	期初余额	本次变动增减（+、－）	期末余额

		发行新股	送股	公积金转股	其他	小计	
股份总数	160,000,000.00						160,000,000.00

其他说明：

34、其他权益工具

（1） 期末发行在外的优先股、永续债等金融工具变动情况表

单位：元

发行在外的金融工具	期初		本期增加		本期减少		期末	
	数量	账面价值	数量	账面价值	数量	账面价值	数量	账面价值
可转换公司债券权益成份公允价值			4,760,312.00	25,871,997.13			4,760,312.00	25,871,997.13
合计			4,760,312.00	25,871,997.13			4,760,312.00	25,871,997.13

其他权益工具本期增减变动情况、变动原因说明，以及相关会计处理的依据：

其他说明：

35、资本公积

单位：元

项目	期初余额	本期增加	本期减少	期末余额
资本溢价（股本溢价）	449,231,040.80			449,231,040.80
其他资本公积	5,933,819.05	-257,628.56		5,676,190.49
合计	455,164,859.85	-257,628.56		454,907,231.29

其他说明，包括本期增减变动情况、变动原因说明：

其他资本公积增加-257,628.56 元，系公司实施员工股权激励计划，根据《企业会计准则-股份支付》相关规定确认股份支付费用-257,628.56 元。本期公司因业绩条件不满足导致授予的第二类限制性股票第 2 期不能行权，相应第 2 期的已计提的股份支付费用 573.50 万元应于 2023 年度予以转回，而本期计提的股份支付费用为 547.74 万元，导致资本公积本期增加为负数。详见本报告第十节之十四、股份支付。

36、其他综合收益

单位：元

项目	期初余额	本期发生额						期末余额
		本期所得税前发生额	减：前期计入其他综合收益当期转入损益	减：前期计入其他综合收益当期转入留存收益	减：所得税费用	税后归属于母公司	税后归属于少数股东	
二、将重分类进损	-1,784,862.59	13,789,462.15				13,789,462.15		12,004,599.56

益的其他综合收益								
外币财务报表折算差额	-1,784,862.59	13,789,462.15				13,789,462.15		12,004,599.56
其他综合收益合计	-1,784,862.59	13,789,462.15				13,789,462.15		12,004,599.56

其他说明，包括对现金流量套期损益的有效部分转为被套期项目初始确认金额调整：

37、盈余公积

单位：元

项目	期初余额	本期增加	本期减少	期末余额
法定盈余公积	44,374,749.04			44,374,749.04
合计	44,374,749.04			44,374,749.04

盈余公积说明，包括本期增减变动情况、变动原因说明：

38、未分配利润

单位：元

项目	本期	上期
调整后期初未分配利润	296,088,744.98	309,176,453.78
加：本期归属于母公司所有者的净利润	-174,870,110.96	11,251,051.29
减：提取法定盈余公积		3,538,760.09
应付普通股股利		20,800,000.00
期末未分配利润	121,218,634.02	296,088,744.98

调整期初未分配利润明细：

1）、由于《企业会计准则》及其相关新规定进行追溯调整，影响期初未分配利润元。

2）、由于会计政策变更，影响期初未分配利润元。

3）、由于重大会计差错更正，影响期初未分配利润元。

4）、由于同一控制导致的合并范围变更，影响期初未分配利润元。

5）、其他调整合计影响期初未分配利润元。

39、营业收入和营业成本

单位：元

项目	本期发生额		上期发生额	
	收入	成本	收入	成本
主营业务	924,582,210.97	820,639,629.65	1,469,206,171.42	1,233,629,247.61
其他业务	3,876,816.48	1,451,250.11	2,368,861.35	3,888.84
合计	928,459,027.45	822,090,879.76	1,471,575,032.77	1,233,633,136.45

经审计扣除非经常损益前后净利润孰低是否为负值

☑是 □否

单位：元

项目	本年度	具体扣除情况	上年度	具体扣除情况
营业收入金额	928,459,027.45	公司营业收入	1,471,575,032.77	公司营业收入
营业收入扣除项目合计金额	2,030,944.21	主要是出租固定资产及投资性房地产及废料销售收入	2,075,399.91	主要是出租固定资产及投资性房地产及废料销售收入
营业收入扣除项目合计金额占营业收入的比重	0.22%	/	0.14%	/
一、与主营业务无关的业务收入				
1. 正常经营之外的其他业务收入。如出租固定资产、无形资产、包装物，销售材料，用材料进行非货币性资产交换，经营受托管理业务等实现的收入，以及虽计入主营业务收入，但属于上市公司正常经营之外的收入。	2,030,944.21	其中出租固定资产及投资性房地产收入 1,146,161.21 元，废料销售收入 884,783.00 元	2,075,399.91	其中出租固定资产及投资性房地产收入 17,333.32 元，废料销售收入 2,058,066.59 元
2.不具备资质的类金融业务收入，如拆出资金利息收入；本会计年度以及上一会计年度新增的类金融业务所产生的收入，如担保、商业保理、小额贷款、融资租赁、典当等业务形成的收入，为销售主营产品而开展的融资租赁业务除外。	0.00		0.00	
3.本会计年度以及上一会计年度新增贸易业务所产生的收入。	0.00		0.00	
4.与上市公司现有正常经营业务无关的关联交易产生的收入。	0.00		0.00	
5.同一控制下企业合并的子公司期初至合并日的收入。	0.00		0.00	
6.未形成或难以形成稳定业务模式的业务所产生的收入。	0.00		0.00	
与主营业务无关的业务收入小计	2,030,944.21	详见如上所示	2,075,399.91	详见如上所示
二、不具备商业实质的收入				
1.未显著改变企业未来现金流量的风险、时间分布或金额的交易或事项产生的收入。	0.00		0.00	
2.不具有真实业务的交易产生的收入。如以自我交易的方式实现的虚假收入，利用互联网技术手段或其他方法构造交易产生	0.00		0.00	

的虚假收入等。				
3.交易价格显失公允的业务产生的收入。	0.00		0.00	
4.本会计年度以显失公允的对价或非交易方式取得的企业合并的子公司或业务产生的收入。	0.00		0.00	
5.审计意见中非标准审计意见涉及的收入。	0.00		0.00	
6.其他不具有商业合理性的交易或事项产生的收入。	0.00		0.00	
不具备商业实质的收入小计	0.00	无	0.00	无
三、与主营业务无关或不具备商业实质的其他收入	0.00		0.00	
营业收入扣除后金额	926,428,083.24	公司营业收入扣除后金额	1,469,499,632.86	公司营业收入扣除后金额

营业收入、营业成本的分解信息：

单位：元

合同分类	分部 1		分部 2		园林机械产品		其他		合计	
	营业收入	营业成本	营业收入	营业成本	营业收入	营业成本	营业收入	营业成本	营业收入	营业成本
业务类型					924,582,210.97	820,639,629.66	2,730,655.27	735,660.86	927,312,866.24	821,375,290.52
其中：										
割草机					806,067,817.65	716,623,451.69			806,067,817.65	716,623,451.69
打草机/割灌机					8,262,715.54	7,919,450.11			8,262,715.54	7,919,450.11
其他动力机械					42,121,526.67	42,924,641.32			42,121,526.67	42,924,641.32
配件					68,130,151.11	53,172,086.54			68,130,151.11	53,172,086.54
其他							2,730,655.27	735,660.86	2,730,655.27	735,660.86
按经营地区分类					924,582,210.97	820,639,629.66	2,730,655.27	735,660.86	927,312,866.24	821,375,290.52
其中：										
境外					886,256,544.05	788,452,177.96	32,866.28		886,289,410.33	788,452,177.96
境内					38,325,666.92	32,187,451.69	2,697,788.99	735,660.86	41,023,455.91	32,923,112.56
市场或客户类型										
其中：										

合同类型										
其中：										
按商品转让的时间分类					924,582,210.97	820,639,629.66	2,730,655.27	735,660.86	927,312,866.24	821,375,290.52
其中：										
商品（在某一时点转让）					924,582,210.97	820,639,629.66	2,730,655.27	735,660.86	927,312,866.24	821,375,290.52
按合同期限分类										
其中：										
按销售渠道分类										
其中：										
合计										

与履约义务相关的信息：

项目	履行履约义务的时间	重要的支付条款	公司承诺转让商品的性质	是否为主要责任人	公司承担的预期将退还给客户的款项	公司提供的质量保证类型及相关义务

其他说明

公司主要销售割草机等产品。具体销售产品履约义务及达成详见本报告第十节五 27 之（3）说明。付款期限按合同约定执行，产品销售通常在较短时间内完成。

与分摊至剩余履约义务的交易价格相关的信息：

本报告期末已签订合同、但尚未履行或尚未履行完毕的履约义务所对应的收入金额为 2,587,275.16 元，其中，2,587,275.16 元预计将于 2024 年度确认收入，元预计将于年度确认收入，元预计将于年度确认收入。

合同中可变对价相关信息：

重大合同变更或重大交易价格调整

单位：元

项目	会计处理方法	对收入的影响金额

其他说明：

40、税金及附加

单位：元

项目	本期发生额	上期发生额
城市维护建设税	3,952,730.86	1,442,357.50
教育费附加	1,694,024.03	618,153.22
房产税	6,021,132.00	6,016,715.62
土地使用税	3,879,546.97	3,878,377.86
车船使用税	5,516.87	5,285.98
印花税	774,225.37	527,631.66
地方教育附加	1,129,349.35	412,102.14
环保税	500.56	42,307.52
其他	90,328.21	
合计	17,547,354.22	12,942,931.50

其他说明：

其他主要是国外子公司的财产税 84,351.62 元、特许经营权税 5,618.92 元、酒店住宿税 357.67 元。

41、管理费用

单位：元

项目	本期发生额	上期发生额
职工薪酬	21,282,435.36	20,033,003.69
折旧及摊销	20,825,826.89	20,477,408.32
中介服务费	12,250,481.38	8,419,960.79
办公费	6,998,178.19	7,269,214.34
维护修理费	1,552,440.16	990,383.91
差旅费	1,089,128.08	1,207,511.67
业务招待费	849,934.62	596,116.23
股份支付	-257,628.56	5,105,371.43
其他	6,275,936.53	6,610,891.79
合计	70,866,732.65	70,709,862.17

其他说明：

42、销售费用

单位：元

项目	本期发生额	上期发生额
广告宣传费	22,962,307.13	15,129,194.96
职工薪酬	37,845,141.89	31,429,125.39
折旧费及摊销	11,827,130.90	11,053,013.37
售后服务费	7,126,097.10	9,109,504.00
办公费	3,596,205.22	3,239,244.48
差旅费	2,924,218.32	1,805,563.97
保险费	2,507,481.90	2,456,536.45
样品费	2,009,289.20	2,647,720.77
其他	8,927,124.61	4,467,721.01

合计	99,724,996.27	81,337,624.40

其他说明：

43、研发费用

单位：元

项目	本期发生额	上期发生额
职工薪酬	36,032,273.76	34,752,314.06
直接投入	20,355,384.94	17,423,966.25
折旧及摊销	3,694,617.99	4,093,270.31
认证及测试费	3,653,688.74	3,529,995.98
其他	4,135,694.99	3,470,481.66
合计	67,871,660.42	63,270,028.26

其他说明：

44、财务费用

单位：元

项目	本期发生额	上期发生额
利息支出	51,318,781.91	32,184,888.51
利息收入	-10,421,017.77	-1,357,449.67
汇兑损益	-13,508,771.92	-45,854,849.20
手续费及其他	995,103.01	2,855,101.36
合计	28,384,095.23	-12,172,309.00

其他说明：

45、其他收益

单位：元

产生其他收益的来源	本期发生额	上期发生额
与资产相关的政府补助	586,145.37	431,462.24
与收益相关的政府补助	4,108,100.00	6,123,652.43
代扣个人所得税手续费返还	47,731.82	48,753.78
合计	4,741,977.19	6,603,868.45

46、公允价值变动收益

单位：元

产生公允价值变动收益的来源	本期发生额	上期发生额
交易性金融资产	84,126.29	-1,842,474.06
其中：衍生金融工具产生的公允价值变动收益	84,126.29	-1,842,474.06
合计	84,126.29	-1,842,474.06

其他说明：

47、投资收益

单位：元

项目	本期发生额	上期发生额
处置衍生金融资产/负债的收益	-15,996,305.94	-24,851,321.45
合计	-15,996,305.94	-24,851,321.45

其他说明：

48、信用减值损失

单位：元

项目	本期发生额	上期发生额
坏账损失	3,130,068.36	4,730,485.38
合计	3,130,068.36	4,730,485.38

其他说明：

49、资产减值损失

单位：元

项目	本期发生额	上期发生额
一、存货跌价损失及合同履约成本减值损失	-12,683,710.73	-2,949,441.59
合计	-12,683,710.73	-2,949,441.59

其他说明：

50、资产处置收益

单位：元

资产处置收益的来源	本期发生额	上期发生额
固定资产处置收益		-426,082.81
使用权资产处置收益	141,006.43	
合计	141,006.43	-426,082.81

51、营业外收入

单位：元

项目	本期发生额	上期发生额	计入当期非经常性损益的金额
政府补助		2,000,000.00	
固定资产处置利得	10,376.52		10,376.52
保险赔款	3,704.62	27,000.00	3,704.62
其他	32,981.45	56,266.39	32,981.45
合计	47,062.59	2,083,266.39	47,062.59

其他说明：

2、营业外支出

单位：元

项目	本期发生额	上期发生额	计入当期非经常性损益的金额
非流动资产毁损报废损失	31,552.04	46,975.62	31,552.04
罚款支出	78,352.17	23,967.89	78,352.17
滞纳金	36,436.81		36,436.81
其他	100,952.21	5,235.10	100,952.21
合计	247,293.23	76,178.61	247,293.23

其他说明：

53、所得税费用

（1） 所得税费用表

单位：元

项目	本期发生额	上期发生额
当期所得税费用	-16,524.64	3,854,149.07
递延所得税费用	-23,923,124.54	-9,979,319.67
合计	-23,939,649.18	-6,125,170.60

（2） 会计利润与所得税费用调整过程

单位：元

项目	本期发生额
利润总额	-198,809,760.14
按法定/适用税率计算的所得税费用	-29,821,464.00
子公司适用不同税率的影响	-8,436,018.54
调整以前期间所得税的影响	-117,197.02
不可抵扣的成本、费用和损失的影响	81,246.32
本期未确认递延所得税资产的可抵扣暂时性差异或可抵扣亏损的影响	22,236,429.59
根据税收、会计等法律、法规的要求对当期损益进行一次性调整对当期损益的影响	1,756,658.08
加计扣除的影响	-9,639,303.61
所得税费用	-23,939,649.18

其他说明：

54、其他综合收益

详见附注 36。

55、现金流量表项目

（1） 与经营活动有关的现金

收到的其他与经营活动有关的现金

单位：元

项目	本期发生额	上期发生额
银行承兑汇票保证金及信用证保证金	129,335,587.91	115,868,420.00
政府奖励及补助款	7,034,926.60	7,606,898.21
收到应付暂收款	499,554.53	4,205,250.25
利息收入	10,421,017.77	1,357,449.67
收到押金保证金	3,637,498.10	79,283.20
其他	4,068,565.95	315,485.60
合计	154,997,150.86	129,432,786.93

收到的其他与经营活动有关的现金说明：

支付的其他与经营活动有关的现金

单位：元

项目	本期发生额	上期发生额
银行承兑汇票保证金及信用证保证金	77,809,922.33	94,171,313.26
付现销售费用	47,639,095.60	35,934,293.26
付现管理费用	26,901,814.30	24,118,669.29
付现研发费用	7,646,847.53	7,000,477.64
支付应收暂付款	147,071.22	4,268,417.00
押金及保证金	76,931.95	167,872.19
其他	260,700.79	4,558,639.72
合计	160,482,383.72	170,219,682.36

支付的其他与经营活动有关的现金说明：

（2） 与投资活动有关的现金

收到的其他与投资活动有关的现金

单位：元

项目	本期发生额	上期发生额
未到期的外汇期权收入		195,000.00
银行承兑汇票保证金	39,294,587.80	17,479,763.47
结售汇保证金	1,622,000.00	
合计	40,916,587.80	17,674,763.47

收到的重要的与投资活动有关的现金

单位：元

项目	本期发生额	上期发生额

收到的其他与投资活动有关的现金说明：

支付的其他与投资活动有关的现金

单位：元

项目	本期发生额	上期发生额

银行承兑汇票保证金及信用证保证金	26,342,076.37	28,565,694.43
结售汇保证金	630,000.00	992,000.00
合计	26,972,076.37	29,557,694.43

支付的重要的与投资活动有关的现金

单位：元

项目	本期发生额	上期发生额

支付的其他与投资活动有关的现金说明：

（3） 与筹资活动有关的现金

收到的其他与筹资活动有关的现金

单位：元

项目	本期发生额	上期发生额
商业承兑汇票贴现		28,000,000.00
融资租赁抵押贷款		50,000,000.00
定期存款质押	8,705,750.00	
合计	8,705,750.00	78,000,000.00

收到的其他与筹资活动有关的现金说明：

支付的其他与筹资活动有关的现金

单位：元

项目	本期发生额	上期发生额
偿还融资租赁贷款	46,352,508.67	42,083,333.00
租赁费	16,503,915.30	14,562,487.78
定期存款质押		8,357,875.00
可转债发行费用	961,595.80	
票据贴现	1,934,930.05	
合计	65,752,949.82	65,003,695.78

支付的其他与筹资活动有关的现金说明：

筹资活动产生的各项负债变动情况

☑适用 □不适用

单位：元

项目	期初余额	本期增加		本期减少		期末余额
		现金变动	非现金变动	现金变动	非现金变动	
短期借款	842,833,293.36	893,222,193.61	25,960,211.17	1,377,335,331.51		384,680,366.63
长期借款（含一年内到期的长期借款）	149,955,970.22	1,074,000,000.00	12,672,489.68	250,878,737.69		985,749,722.21
应付债券（含一年内到期的应付债券）		465,031,200.00	11,000,000.00	915,633.54	34,455,369.50	440,660,196.96
租赁负债（含一年内到期的租赁负债）	37,972,923.27		2,815,637.27	16,503,915.30	1,323,447.86	22,961,197.38
长期应付款	8,396,829.55		50,455,679.1	46,352,508.6		12,500,000.0

（含一年内到期的租赁负债）			2	7		0
合计	1,039,159,016.40	2,432,253,393.61	102,904,017.24	1,691,986,126.71	35,778,817.36	1,846,551,483.18

（4） 以净额列报现金流量的说明

项目	相关事实情况	采用净额列报的依据	财务影响

（5） 不涉及当期现金收支、但影响企业财务状况或在未来可能影响企业现金流量的重大活动及财务影响

56、现金流量表补充资料

（1） 现金流量表补充资料

单位：元

补充资料	本期金额	上期金额
1．将净利润调节为经营活动现金流量		
净利润	-174,870,110.96	11,251,051.29
加：资产减值准备	9,553,642.37	-1,781,043.79
固定资产折旧、油气资产折耗、生产性生物资产折旧	65,688,338.17	55,153,992.74
使用权资产折旧	14,572,894.69	14,833,102.08
无形资产摊销	5,206,696.41	5,538,736.19
长期待摊费用摊销	773,210.69	282,258.65
处置固定资产、无形资产和其他长期资产的损失（收益以“－”号填列）	-141,006.43	426,082.81
固定资产报废损失（收益以“－”号填列）	21,175.52	46,975.62
公允价值变动损失（收益以“－”号填列）	-84,126.29	1,842,474.06
财务费用（收益以“－”号填列）	37,810,009.98	-13,669,960.69
投资损失（收益以“－”号填列）	15,996,305.94	24,851,321.45
递延所得税资产减少（增加以“－”号填列）	-17,254,719.13	-8,877,772.44
递延所得税负债增加（减少以“－”号填列）		-1,101,547.23
存货的减少（增加以“－”号填列）	177,480,655.27	-94,537,429.52
经营性应收项目的减少（增加以“－”号填列）	107,338,207.35	161,932,030.89
经营性应付项目的增加（减少以“－”号填列）	-37,283,905.31	-137,612,624.42
其他	-257,628.56	5,105,371.43
经营活动产生的现金流量净额	204,549,639.71	23,683,019.12
2．不涉及现金收支的重大投资和筹资活动		
债务转为资本		
一年内到期的可转换公司债券		
融资租入固定资产		

3．现金及现金等价物净变动情况：		
现金的期末余额	685,350,028.62	55,032,576.24
减：现金的期初余额	55,032,576.24	60,454,867.97
加：现金等价物的期末余额		
减：现金等价物的期初余额		
现金及现金等价物净增加额	630,317,452.38	-5,422,291.73

（2） 现金和现金等价物的构成

单位：元

项目	期末余额	期初余额
一、现金	685,350,028.62	55,032,576.24
其中：库存现金	143,483.72	80,824.80
可随时用于支付的银行存款	683,403,547.31	54,630,845.12
可随时用于支付的其他货币资金	1,802,997.59	320,906.32
三、期末现金及现金等价物余额	685,350,028.62	55,032,576.24

（3） 使用范围受限但仍属于现金及现金等价物列示的情况

单位：元

项目	本期金额	上期金额	仍属于现金及现金等价物的理由
银行存款	77,736,118.34		募集资金
银行存款	2,680.38		北美子公司账户，因期末未及时做年检而使用受限制
合计	77,738,798.72		

（4） 不属于现金及现金等价物的货币资金

单位：元

项目	本期金额	上期金额	不属于现金及现金等价物的理由
其他货币资金	27,611,402.40	42,196,775.45	银行承兑票据保证金
银行存款		8,705,750.00	质押定期存款
其他货币资金	5,803,357.57	6,593,422.88	海关进口保证金
其他货币资金	503,084.86	501,948.24	保函保证金
合计	33,917,844.83	57,997,896.57	

其他说明：

（5） 其他重大活动说明

57、所有者权益变动表项目注释

说明对上年年末余额进行调整的“其他”项目名称及调整金额等事项：

58、外币货币性项目

（1） 外币货币性项目

单位：元

项目	期末外币余额	折算汇率	期末折算人民币余额
货币资金			93,030,773.04
其中：美元	9,643,679.22	7.0827	68,303,286.81
欧元	2,991,557.92	7.8592	23,511,252.00
港币			
泰铢	3,098,311.18	0.2074	642,589.74
墨西哥比索	1,372,027.01	0.4181	573,644.49
应收账款			91,929,316.66
其中：美元	12,324,514.53	7.0827	87,290,839.06
欧元	590,197.17	7.8592	4,638,477.60
港币			
长期借款			
其中：美元			
欧元			
港币			
其他应收款：			5,915,050.87
其中：美元	818,929.10	7.0827	5,800,229.14
欧元	4,401.00	7.8592	34,588.34
墨西哥比索	191,900.00	0.4181	80,233.39
应付账款			40,895,953.80
其中：美元	2,048,026.82	7.0827	14,505,559.56
欧元	376,989.75	7.8592	2,962,837.84
泰铢	1,161,651.96	0.2074	240,926.62
墨西哥比索	15,970,756.61	0.4181	6,677,373.34
澳元	3,405,093.73	4.8484	16,509,256.44
其他应付款			31,684.69
其中：美元	400.00	7.0827	2,833.08
泰铢	56,116.99	0.2074	11,638.66
墨西哥比索	41,169.46	0.4181	17,212.95

其他说明：

59、租赁

（1） 本公司作为承租方

☑适用 □不适用

未纳入租赁负债计量的可变租赁付款额

□适用 ☑不适用

简化处理的短期租赁或低价值资产的租赁费用

□适用 ☑不适用

涉及售后租回交易的情况

（2） 本公司作为出租方

作为出租人的经营租赁

☑适用 □不适用

单位：元

项目	租赁收入	其中：未计入租赁收款额的可变租赁付款额相关的收入
租赁收入	1,146,161.21	
合计	1,146,161.21	

作为出租人的融资租赁

□适用 ☑不适用

未来五年每年未折现租赁收款额

☑适用 □不适用

单位：元

项目	每年未折现租赁收款额	
	期末金额	期初金额
第一年	1,987,800.00	
第二年	2,023,480.00	
第三年	676,200.00	
第四年	710,010.00	
五年后未折现租赁收款额总额	5,397,490.00	

未折现租赁收款额与租赁投资净额的调节表

（3） 作为生产商或经销商确认融资租赁销售损益

□适用 ☑不适用

60、其他

八、研发支出

单位：元

项目	本期发生额	上期发生额
职工薪酬	36,032,273.76	34,752,314.06
直接投入	20,355,384.94	17,423,966.25
折旧及摊销	3,694,617.99	4,093,270.31
认证及测试费	3,653,688.74	3,529,995.98
其他	4,135,694.99	3,470,481.66
合计	67,871,660.42	63,270,028.26
其中：费用化研发支出	67,871,660.42	63,270,028.26

九、在其他主体中的权益

1、在子公司中的权益

（1） 企业集团的构成

单位：元

子公司名称	注册资本	主要经营地	注册地	业务性质	持股比例		取得方式
					直接	间接	
宁波领越智能设备有限公司	160,000,000.00	余姚	余姚	制造业	100.00%		购买
宁波大叶电子商务有限公司	20,000,000.00	余姚	余姚	商业	100.00%		设立
宁波大叶供应链管理有限公司	30,000,000.00	余姚	余姚	商业	100.00%		设立
宁波鸿越智能科技有限公司	40,000,000.00	余姚	余姚	制造业	100.00%		非同一控制下企业合并
HONBO INT PTE.LTD	8,000,000.00	新加坡	新加坡	商业	100.00%		设立
RUNBO INT PTE.LTD	1,000,000.00	新加坡	新加坡	商业	100.00%		设立
GOODTEX SINGAPORE PTE.LTD	1,000,000.00	新加坡	新加坡	商业	100.00%		设立
MOWOX AMERICAN INC.	10,000.00	美国	美国	商业	100.00%		设立
DAYE Europe GmbH	1,000,000.00	德国	德国	商业	100.00%		同一控制下企业合并
Daye North America,Inc.	1,000,000.00	美国	美国	商业	100.00%		设立
DAYE INTERNATIONAL CO., LIMITED	500,000.00	香港	香港	商业	100.00%		设立
LINGYE INTELLIGENT (THAILAND) CO.,LTD.	325,170,000.00	泰国	泰国	制造业	100.00%		设立
Daye Mexico S.A.de C.V.	50,000.00	墨西哥	墨西哥	制造业	100.00%		设立

单位：元

在子公司的持股比例不同于表决权比例的说明：

持有半数或以下表决权但仍控制被投资单位、以及持有半数以上表决权但不控制被投资单位的依据：

对于纳入合并范围的重要的结构化主体，控制的依据：

确定公司是代理人还是委托人的依据：

其他说明：

十、政府补助

1、报告期末按应收金额确认的政府补助

□适用 ☑不适用

未能在预计时点收到预计金额的政府补助的原因

□适用 ☑不适用

2、涉及政府补助的负债项目

☑适用 □不适用

单位：元

会计科目	期初余额	本期新增补助金额	本期计入营业外收入金额	本期转入其他收益金额	本期其他变动	期末余额	与资产/收益相关
递延收益	8,319,491.25	3,247,926.60		586,145.37		10,981,272.48	与资产相关
	8,319,491.25	3,247,926.60		586,145.37		10,981,272.48	

3、计入当期损益的政府补助

☑适用 □不适用

单位：元

会计科目	本期发生额	上期发生额
计入其他收益的政府补助金额	4,694,245.37	6,555,114.67
计入营业外收入的政府补助金额		2,000,000.00
合　　计	4,694,245.37	8,555,114.67

其他说明

本期无退回的政府补助。

十一、与金融工具相关的风险

1、金融工具产生的各类风险

本公司从事风险管理的目标是在风险和收益之间取得平衡，将风险对本公司经营业绩的负面影响降至最低水平，使股东和其他权益投资者的利益最大化。基于该风险管理目标，本公司风险管理的基本策略是确认和分析本公司面临的各种风险，建立适当的风险承受底线和进行风险管理，并及时可靠地对各种风险进行监督，将风险控制在限定的范围内。

本公司在日常活动中面临各种与金融工具相关的风险，主要包括信用风险、流动性风险及市场风险。管理层已审议并批准管理这些风险的政策，概括如下。

(一) 信用风险

信用风险，是指金融工具的一方不能履行义务，造成另一方发生财务损失的风险。

1. 信用风险管理实务

(1) 信用风险的评价方法

公司在每个资产负债表日评估相关金融工具的信用风险自初始确认后是否已显著增加。在确定信用风险自初始确认后是否显著增加时，公司考虑在无须付出不必要的额外成本或努力即可获得合理且有依据的信息，包括基于历史数据的定性和定量分析、外部信用风险评级以及前瞻性信息。公司以单项金融

工具或者具有相似信用风险特征的金融工具组合为基础，通过比较金融工具在资产负债表日发生违约的风险与在初始确认日发生违约的风险，以确定金融工具预计存续期内发生违约风险的变化情况。

当触发以下一个或多个定量、定性标准时，公司认为金融工具的信用风险已发生显著增加：

1）定量标准主要为资产负债表日剩余存续期违约概率较初始确认时上升超过一定比例；

2）定性标准主要为债务人经营或财务情况出现重大不利变化、现存的或预期的技术、市场、经济或法律环境变化并将对债务人对公司的还款能力产生重大不利影响等。

(2) 违约和已发生信用减值资产的定义

当金融工具符合以下一项或多项条件时，公司将该金融资产界定为已发生违约，其标准与已发生信用减值的定义一致：

1）债务人发生重大财务困难；

2）债务人违反合同中对债务人的约束条款；

3）债务人很可能破产或进行其他财务重组；

4）债权人出于与债务人财务困难有关的经济或合同考虑，给予债务人在任何其他情况下都不会做出的让步。

2. 预期信用损失的计量

预期信用损失计量的关键参数包括违约概率、违约损失率和违约风险敞口。公司考虑历史统计数据（如交易对手评级、担保方式及抵质押物类别、还款方式等）的定量分析及前瞻性信息，建立违约概率、违约损失率及违约风险敞口模型。

3. 金融工具损失准备期初余额与期末余额调节表详见本报告第十节之七 3、七 5 之说明。

4. 信用风险敞口及信用风险集中度

本公司的信用风险主要来自货币资金和应收款项。为控制上述相关风险，本公司分别采取了以下措施。

(1) 货币资金

本公司将银行存款和其他货币资金存放于信用评级较高的金融机构，故其信用风险较低。

(2) 应收款项

本公司定期对采用信用方式交易的客户进行信用评估。根据信用评估结果，本公司选择与经认可的且信用良好的客户进行交易，并对其应收款项余额进行监控，以确保本公司不会面临重大坏账风险。

由于本公司仅与经认可的且信用良好的第三方进行交易，所以无需担保物。信用风险集中按照客户进行管理。截至 2023 年 12 月 31 日，本公司存在一定的信用集中风险，本公司应收账款的 78.75%

（2022 年 12 月 31 日：88.61%）源于余额前五名客户。本公司对应收账款余额未持有任何担保物或其他信用增级。

本公司所承受的最大信用风险敞口为资产负债表中每项金融资产的账面价值。

（二）流动性风险

流动性风险，是指本公司在履行以交付现金或其他金融资产的方式结算的义务时发生资金短缺的风险。流动性风险可能源于无法尽快以公允价值售出金融资产；或者源于对方无法偿还其合同债务；或者源于提前到期的债务；或者源于无法产生预期的现金流量。

为控制该项风险，本公司综合运用票据结算、银行借款等多种融资手段，并采取长、短期融资方式适当结合，优化融资结构的方法，保持融资持续性与灵活性之间的平衡。本公司已从多家商业银行取得银行授信额度以满足营运资金需求和资本开支。

金融负债按剩余到期日分类

单位：元

项目	期末数				
	账面价值	未折现合同金额	1 年以内	1-3 年	3 年以上
短期借款	384,680,366.63	387,096,220.55	387,096,220.55		
应付票据	96,705,069.14	96,705,069.14	96,705,069.14		
应付账款	281,572,195.11	281,572,195.11	281,572,195.11		
其他应付款	1,373,911.57	1,373,911.57	1,373,911.57		
一年内到期的其他非流动负债	54,855,137.05	56,250,545.21	56,250,545.21		
长期借款	955,726,805.54	994,432,013.89		994,432,013.89	
应付债券	440,660,196.96				565,049,034.40
租赁负债	10,628,977.01			11,068,749.22	
小计	2,226,202,659.01	1,817,429,955.47	822,997,941.58	1,005,500,763.11	565,049,034.40

（续上表）

单位：元

项目	上年年末数				
	账面价值	未折现合同金额	1 年以内	1-3 年	3 年以上
短期借款	842,833,293.36	856,793,226.03	856,793,226.03		
应付票据	152,188,779.40	152,188,779.40	152,188,779.40		

应付账款	424,365,998.16	424,365,998.16	424,365,998.16		
其他应付款	854,804.93	854,804.93	854,804.93		
一年内到期的其他非流动负债	23,669,265.07	25,579,786.33	25,579,786.33		
长期借款	149,955,970.22	162,149,807.85		162,149,807.85	
租赁负债	22,700,487.75	24,233,949.55		24,233,949.55	
小　计	1,616,568,598.89	1,646,166,352.25	1,459,782,594.85	186,383,757.40	

（三）市场风险

市场风险，是指金融工具的公允价值或未来现金流量因市场价格变动而发生波动的风险。市场风险主要包括利率风险和外汇风险。

1. 利率风险

利率风险，是指金融工具的公允价值或未来现金流量因市场利率变动而发生波动的风险。固定利率的带息金融工具使本公司面临公允价值利率风险，浮动利率的带息金融工具使本公司面临现金流量利率风险。本公司根据市场环境来决定固定利率与浮动利率金融工具的比例，并通过定期审阅与监控维持适当的金融工具组合。

2. 外汇风险

外汇风险，是指金融工具的公允价值或未来现金流量因外汇汇率变动而发生波动的风险。本公司面临的汇率变动的风险主要与本公司外币货币性资产和负债有关。对于外币资产和负债，如果出现短期的失衡情况，本公司会在必要时按市场汇率买卖外币，以确保将净风险敞口维持在可接受的水平。

本公司期末外币货币性资产和负债情况详见本报告第十节七 58（1）之说明。

2、套期

（1） 公司开展套期业务进行风险管理

□适用 ☑不适用

（2） 公司开展符合条件套期业务并应用套期会计

单位：元

项目	与被套期项目以及套期工具相关账面价值	已确认的被套期项目账面价值中所包含的被套期项目累计公允价值套期调整	套期有效性和套期无效部分来源	套期会计对公司的财务报表相关影响
套期风险类型				
套期类别				

其他说明

（3） 公司开展套期业务进行风险管理、预期能实现风险管理目标但未应用套期会计

□适用 ☑不适用

3、金融资产

（1） 转移方式分类

□适用 ☑不适用

（2） 因转移而终止确认的金融资产

□适用 ☑不适用

（3） 继续涉入的资产转移金融资产

□适用 ☑不适用

其他说明

十二、公允价值的披露

1、以公允价值计量的资产和负债的期末公允价值

单位：元

项目	期末公允价值			
	第一层次公允价值计量	第二层次公允价值计量	第三层次公允价值计量	合计
一、持续的公允价值计量	--	--	--	--
（一）交易性金融资产	115,732.96			115,732.96
1.以公允价值计量且其变动计入当期损益的金融资产	115,732.96			115,732.96
（3）衍生金融资产	115,732.96			115,732.96
2. 应收款项融资			50,000,000.00	50,000,000.00
持续以公允价值计量的资产总额	115,732.96		50,000,000.00	50,115,732.96
（六）交易性金融负债	31,606.67			31,606.67
衍生金融负债	31,606.67			31,606.67
持续以公允价值计量的负债总额	31,606.67			31,606.67
二、非持续的公允价值计量	--	--	--	--

2、持续和非持续第一层次公允价值计量项目市价的确定依据

公司期衍生金融资产系未到期的银行远期结汇合约，以剩余交割时限确定的期末金融机构远期汇率报价作为公允价值确定依据。

3、持续和非持续第二层次公允价值计量项目，采用的估值技术和重要参数的定性及定量信息

无

4、持续和非持续第三层次公允价值计量项目，采用的估值技术和重要参数的定性及定量信息

对于应收款项融资，按照应收账款的账面价值作为公允价值的合理估计进行计量。

5、持续的第三层次公允价值计量项目，期初与期末账面价值间的调节信息及不可观察参数敏感性分析

无

6、持续的公允价值计量项目，本期内发生各层级之间转换的，转换的原因及确定转换时点的政策

无

7、本期内发生的估值技术变更及变更原因

无

8、不以公允价值计量的金融资产和金融负债的公允价值情况

无

9、其他

无

十三、关联方及关联交易

1、本企业的母公司情况

母公司名称	注册地	业务性质	注册资本	母公司对本企业的持股比例	母公司对本企业的表决权比例
浙江金大叶控股有限公司	余姚	实业投资	5,500 万元	33.00%	33.00%

本企业的母公司情况的说明

浙江金大叶控股有限公司，系由叶晓波投资设立，于 2016 年 8 月 18 日在余姚市市场监督管理局登记注册，现持有统一社会信用代码为 91330281MA282GTG8W 的营业执照。截至 2023 年 12 月 31 日，公司注册资本 55,000,000.00 元，其中叶晓波出资 54,450,000.00 元，占注册资本的 99.00%；韩月英出资 550,000.00 元，占注册资本的 1.00%。

母公司经营范围：实业投资（未经金融等监管部门批准不得从事吸收存款、融资担保、代客理财、向社会公众集（融）资等金融业务），店铺、厂房租赁，日用品批发、零售，营销策划及会务服务，房地产开发及销售。

本企业最终控制方是叶晓波、ANGELICA PG HU 夫妇。

其他说明：

叶晓波控制的浙江金大叶控股有限公司、香港谷泰国际有限公司、余姚德创骏博投资合伙企业（有限合伙）分别持有本公司 33.00%、18.00%、5.63%的股份，叶晓波和 ANGELICA PG HU 控制的香港金德国际控股有限公司持有本公司 9.00%的股份。叶晓波和 ANGELICA PG HU 夫妇合计控制本公司 65.63%的股份，为本公司的实际控制人。

2、本企业的子公司情况

本企业子公司的情况详见附注九之说明。

3、本企业合营和联营企业情况

本企业重要的合营或联营企业详见附注无。

本期与本公司发生关联方交易，或前期与本公司发生关联方交易形成余额的其他合营或联营企业情况如下：

合营或联营企业名称	与本企业关系

其他说明：

4、其他关联方情况

其他关联方名称	其他关联方与本企业关系

其他说明：

无

5、关联交易情况

（1） 关联担保情况

本公司作为担保方

单位：元

被担保方	担保金额	担保起始日	担保到期日	担保是否已经履行完毕

本公司作为被担保方

单位：元

担保方	担保金额	担保起始日	担保到期日	担保是否已经履行完毕
叶晓波	6,017,700.00	2023 年 11 月 17 日	2024 年 02 月 02 日	否
叶晓波	18,012,500.00	2023 年 09 月 04 日	2025 年 03 月 04 日	否
叶晓波	21,014,583.33	2023 年 09 月 04 日	2025 年 03 月 04 日	否
叶晓波	5,000,000.00	2023 年 02 月 28 日	2024 年 02 月 27 日	否
叶晓波	7,500,000.00	2023 年 03 月 03 日	2024 年 03 月 02 日	否
叶晓波	10,009,777.79	2023 年 01 月 18 日	2024 年 01 月 13 日	否
叶晓波	10,008,888.88	2023 年 01 月 18 日	2024 年 01 月 13 日	否
叶晓波、Angelica Pg Hu[注 1]	20,511,333.33	2023 年 01 月 12 日	2024 年 01 月 11 日	否
叶晓波、Angelica Pg Hu[注 1]	20,475,222.22	2023 年 02 月 06 日	2024 年 02 月 02 日	否
叶晓波、Angelica Pg Hu[注 1]	60,041,666.67	2023 年 09 月 05 日	2024 年 09 月 04 日	否
叶晓波、Angelica Pg Hu[注 1]	60,041,666.67	2023 年 09 月 08 日	2024 年 09 月 04 日	否
叶晓波、Angelica Pg Hu[注 1]	60,041,666.67	2023 年 09 月 12 日	2024 年 09 月 04 日	否
叶晓波、Angelica Pg Hu[注 1]	8,400,000.00	2023 年 08 月 04 日	2024 年 02 月 04 日	否
叶晓波、Angelica Pg Hu[注 1]	498,258.03	2023 年 09 月 28 日	2024 年 01 月 20 日	否
叶晓波、Angelica Pg Hu[注 1]	1,152,703.76	2023 年 12 月 29 日	2024 年 02 月 21 日	否
叶晓波、Angelica Pg Hu[注 2]	500,381.94	2023 年 08 月 17 日	2024 年 02 月 16 日	否
叶晓波、Angelica Pg Hu[注 2]	500,381.94	2023 年 08 月 17 日	2024 年 08 月 16 日	否
叶晓波、Angelica Pg Hu[注 2]	500,381.94	2023 年 08 月 21 日	2024 年 02 月 20 日	否
叶晓波、Angelica Pg Hu[注 2]	500,381.94	2023 年 08 月 21 日	2024 年 08 月 20 日	否
叶晓波、Angelica Pg Hu[注 2]	500,381.94	2023 年 08 月 28 日	2024 年 02 月 27 日	否
叶晓波、Angelica Pg Hu[注 2]	500,381.94	2023 年 08 月 28 日	2024 年 08 月 27 日	否
叶晓波、Angelica Pg Hu[注 2]	500,381.94	2023 年 08 月 17 日	2025 年 02 月 16 日	否
叶晓波、Angelica Pg Hu[注 2]	98,575,243.06	2023 年 08 月 17 日	2025 年 08 月 16 日	否
叶晓波、Angelica Pg Hu[注 2]	500,381.94	2023 年 08 月 21 日	2025 年 02 月 20 日	否
叶晓波、Angelica Pg Hu[注 2]	398,804,409.72	2023 年 08 月 21 日	2025 年 08 月 20 日	否
叶晓波、Angelica Pg Hu[注 2]	500,381.94	2023 年 08 月 28 日	2025 年 02 月 27 日	否
叶晓波、Angelica Pg Hu[注 2]	218,666,909.72	2023 年 08 月 28 日	2025 年 08 月 27 日	否
小计	1,029,275,967.31			

关联担保情况说明

[注 1]该借款同时由本公司房产和土地抵押担保

[注 2]该借款同时由子公司宁波鸿越智能科技有限公司房产和土地抵押担保

（2） 关键管理人员报酬

单位：万元

项目	本期发生额	上期发生额
关键管理人员薪酬	541.84	369.30

（3） 其他关联交易

6、关联方应收应付款项

（1） 应收项目

单位：元

项目名称	关联方	期末余额		期初余额	
		账面余额	坏账准备	账面余额	坏账准备

（2） 应付项目

单位：元

项目名称	关联方	期末账面余额	期初账面余额
合计			

7、关联方承诺

8、其他

十四、股份支付

1、股份支付总体情况

☑适用 □不适用

单位：元

授予对象类别	本期授予		本期行权		本期解锁		本期失效	
	数量	金额	数量	金额	数量	金额	数量	金额
管理人员							600,000.00	6,882,000.00
合计							600,000.00	6,882,000.00

期末发行在外的股票期权或其他权益工具

☑适用 □不适用

授予对象类别	期末发行在外的股票期权		期末发行在外的其他权益工具	
	行权价格的范围	合同剩余期限	行权价格的范围	合同剩余期限

管理人员			9.29 元/股	17 个月

其他说明：

根据公司 2021 年第一次临时股东大会授权，公司于 2021 年 11 月 24 日召开的第二届董事会第十五次会议、第二届监事会第十次会议，审议通过了《关于调整公司 2021 年限制性股票激励计划相关事项的议案》、《关于向激励对象授予限制性股票的议案》，确定 2021 年 11 月 24 日为授予日，以 9.29 元/股的授予价格向 102 名激励对象授予 200 万股限制性股票。自授予之日起 18 个月后的首个交易日至授予之日起 30 个月内的最后一个交易日止可解锁 30%，自授予之日起 30 个月后的首个交易日至授予之日起 42 个月内的最后一个交易日止可解锁 30%，自授予之日起 42 个月后的首个交易日至授予之日起 54 个月内的最后一个交易日止可解锁 40%。根据公司 2023 年度的财务数据，2021 年 11 月 24 日授予的第二类限制性股票因不满足第 2 期的业绩条件（非市场条件）而无法达到行权条件，即不能满足“2023 年营业收入较 2020 年增长率不低于 80%”这项业绩条件导致不能行权。按《企业会计准则》的相关规定，公司于 2021 年 11 月-2023 年 12 月期间计提的对应第 2 期的股份支付费用 573.50 万元应于 2023 年度予以转回，后期也不再计提与本期对应的股份支付费。

2、以权益结算的股份支付情况

☑适用 □不适用

单位：元

授予日权益工具公允价值的确定方法	根据《企业会计准则第 11 号——股份支付》和《企业会计准则第 22 号——金融工具确认和计量》的相关规定，公司选择 Black-Scholes 模型计算第二类限制性股票的公允价值
可行权权益工具数量的确定依据	公司根据个人层面绩效考核完成情况、公司层面业绩考核完成情况和受激励员工本期实际离职及预计未来离职情况等综合计算确定
本期估计与上期估计有重大差异的原因	无
以权益结算的股份支付计入资本公积的累计金额	5,676,190.49
本期以权益结算的股份支付确认的费用总额	-257,628.56

其他说明：

按照本期可行权权益工具数量及授予日权益工具公允价值的确认方法，公司根据《企业会计准则第 11 号-股份支付》的相关规定，对限制性股票激励费用进行分期摊销，作为以权益结算的股份支付换取职工服务的支出。本期摊销-257,628.56 元计入当期损益，相应增加资本公积-其他资本公积-257,628.56 元。

3、以现金结算的股份支付情况

□适用 ☑不适用

4、本期股份支付费用

□适用 ☑不适用

5、股份支付的修改、终止情况

6、其他

十五、承诺及或有事项

1、重要承诺事项

资产负债表日存在的重要承诺

截至资产负债表日，公司申请在银行开立的有效期内的信用证及保函余额情况

类别	币种	金额（元）
信用证	美元	7,098,301.40
保函	人民币	500,000.00

2、或有事项

（1） 资产负债表日存在的重要或有事项

截至资产负债表日，本公司不存在需要披露的重要或有事项。

（2） 公司没有需要披露的重要或有事项，也应予以说明

公司不存在需要披露的重要或有事项。

3、其他

十六、资产负债表日后事项

1、重要的非调整事项

单位：元

项目	内容	对财务状况和经营成果的影响数	无法估计影响数的原因

2、利润分配情况

3、销售退回

4、其他资产负债表日后事项说明

十七、其他重要事项

1、分部信息

（1） 报告分部的确定依据与会计政策

公司以内部组织结构、管理要求、内部报告制度等为依据确定报告分部，并以产品分部为基础确定报告分部。分别对草坪割草机业务、打草机/割灌机业务等的经营业绩进行考核。与各分部共同使用的资产、负债因业务紧密关联，无法划分。

本公司以地区分部为基础确定报告分部，主营业务收入、主营业务成本按最终实现销售地进行划分，资产和负债按经营实体所在地进行划分。

（2） 报告分部的财务信息

单位：元

项目	割草机	打草机/割灌机	其他动力机械	配件	分部间抵销	合计
主营业务收入	806,067,817.65	8,262,715.54	42,121,526.67	68,130,151.11		924,582,210.97
主营业务成本	716,623,451.69	7,919,450.11	42,924,641.32	53,172,086.54		820,639,629.65

十八、母公司财务报表主要项目注释

1、应收账款

（1） 按账龄披露

单位：元

账龄	期末账面余额	期初账面余额
1 年以内（含 1 年）	133,116,499.94	181,254,016.44
1 至 2 年	92,734.36	40,278,867.09
2 至 3 年		18,085.63
3 年以上	31,565.61	16,376.77
3 至 4 年	13,812.33	4,678.82
4 至 5 年	4,758.16	11,697.95
5 年以上	12,995.12	
合计	133,240,799.91	221,567,345.93

（2） 按坏账计提方法分类披露

单位：元

类别	期末余额					期初余额				
	账面余额		坏账准备		账面价值	账面余额		坏账准备		账面价值
	金额	比例	金额	计提比例		金额	比例	金额	计提比例	
其中：										
按组合计提坏账准备的应收账款	133,240,799.91	100.00%	4,022,286.34	3.02%	129,218,513.57	221,567,345.93	100.00%	9,476,376.96	4.28%	212,090,968.97
其中：										
合计	133,240,799.91	100.00%	4,022,286.34	3.02%	129,218,513.57	221,567,345.93	100.00%	9,476,376.96	4.28%	212,090,968.97

按组合计提坏账准备：账龄组合

单位：元

名称	期末余额		
	账面余额	坏账准备	计提比例
1 年以内	133,116,499.94	3,993,495.00	3.00%
1-2 年	92,734.36	9,273.44	10.00%
2-3 年			
3-4 年	13,812.33	4,143.70	30.00%
4-5 年	4,758.16	2,379.08	50.00%
5 年以上	12,995.12	12,995.12	100.00%
合计	133,240,799.91	4,022,286.34	

确定该组合依据的说明：

如是按照预期信用损失一般模型计提应收账款坏账准备：

□适用 ☑不适用

（3） 本期计提、收回或转回的坏账准备情况

本期计提坏账准备情况：

单位：元

类别	期初余额	本期变动金额				期末余额
		计提	收回或转回	核销	其他	
按组合计提坏账准备	9,476,376.96	-5,454,090.62				4,022,286.34
合计	9,476,376.96	-5,454,090.62				4,022,286.34

其中本期坏账准备收回或转回金额重要的：

单位：元

单位名称	收回或转回金额	转回原因	收回方式	确定原坏账准备计提比例的依据及其合理性

（4） 本期实际核销的应收账款情况

单位：元

项目	核销金额

其中重要的应收账款核销情况：

单位：元

单位名称	应收账款性质	核销金额	核销原因	履行的核销程序	款项是否由关联交易产生

应收账款核销说明：

（5） 按欠款方归集的期末余额前五名的应收账款和合同资产情况

单位：元

单位名称	应收账款期末余额	合同资产期末余额	应收账款和合同资产期末余额	占应收账款和合同资产期末余额合计数的比例	应收账款坏账准备和合同资产减值准备期末余额
客户 1	28,036,731.93		28,036,731.93	21.04%	841,101.96
宁波领越智能设备有限公司	21,837,665.79		21,837,665.79	16.39%	599,881.86
客户 3	19,996,061.98		19,996,061.98	15.01%	375,275.53
客户 4	12,509,184.34		12,509,184.34	9.39%	327,542.28
客户 5	10,918,075.90		10,918,075.90	8.19%	155,960.12
合计	93,297,719.94		93,297,719.94	70.02%	2,299,761.75

2、其他应收款

单位：元

项目	期末余额	期初余额
其他应收款	879,174,424.93	601,247,037.31
合计	879,174,424.93	601,247,037.31

（1） 其他应收款

1） 其他应收款按款项性质分类情况

单位：元

款项性质	期末账面余额	期初账面余额
合并范围内关联往来	921,926,048.94	633,793,173.04
应收押金保证金	251,000.00	291,000.00
应收备用金	111,319.00	261,000.00
应收暂付款	60,000.00	120,000.00
合计	922,348,367.94	634,465,173.04

2） 按账龄披露

单位：元

账龄	期末账面余额	期初账面余额
1 年以内（含 1 年）	758,298,482.61	431,834,022.57
1 至 2 年	123,849,885.33	202,631,150.47
2 至 3 年	40,200,000.00	
合计	922,348,367.94	634,465,173.04

3） 按坏账计提方法分类披露

单位：元

类别	期末余额					期初余额				
	账面余额		坏账准备		账面价值	账面余额		坏账准备		账面价值
	金额	比例	金额	计提比例		金额	比例	金额	计提比例	
其中：										
按组合计提坏账准备	922,348,367.94	100.00%	43,173,943.01	4.68%	879,174,424.93	634,465,173.04	100.00%	33,218,135.73	5.24%	601,247,037.31
其中：										
合计	922,348,367.94	100.00%	43,173,943.01	4.68%	879,174,424.93	634,465,173.04	100.00%	33,218,135.73	5.24%	601,247,037.31

按组合计提坏账准备：款项性质

单位：元

名称	期末余额		
	账面余额	坏账准备	计提比例
合并范围内关联往来	921,926,048.94	43,137,342.68	4.68%
应收押金保证金组合	251,000.00	25,100.00	10.00%
应收备用金	111,319.00	9,700.33	8.71%
应收暂付款	60,000.00	1,800.00	3.00%
合计	922,348,367.94	43,173,943.01	

确定该组合依据的说明：

按预期信用损失一般模型计提坏账准备：

单位：元

坏账准备	第一阶段	第二阶段	第三阶段	合计
	未来 12 个月预期信用损失	整个存续期预期信用损失(未发生信用减值)	整个存续期预期信用损失(已发生信用减值)	
2023 年 1 月 1 日余额	12,955,020.68	20,263,115.05		33,218,135.73
2023 年 1 月 1 日余额在本期				
--转入第二阶段	-3,715,496.56	3,715,496.56		
--转入第三阶段		-4,020,000.00	4,020,000.00	
本期计提	13,509,430.36	-7,573,623.08	4,020,000.00	9,955,807.28
2023 年 12 月 31 日余额	22,748,954.48	12,384,988.53	8,040,000.00	43,173,943.01

各阶段划分依据和坏账准备计提比例

损失准备本期变动金额重大的账面余额变动情况

□适用 ☑不适用

4） 本期实际核销的其他应收款情况

单位：元

项目	核销金额

其中重要的其他应收款核销情况：

单位：元

单位名称	其他应收款性质	核销金额	核销原因	履行的核销程序	款项是否由关联交易产生

其他应收款核销说明：

5） 按欠款方归集的期末余额前五名的其他应收款情况

单位：元

单位名称	款项的性质	期末余额	账龄	占其他应收款期末余额合计数的比例	坏账准备期末余额
宁波领越智能设备有限公司	往来款	502,592,397.06	1 年以内	54.49%	15,077,771.91
Daye North America, Inc	往来款	175,003,298.65	1 年以内金额为 130,536,725.05 元，1-2 年金额为 44,466,573.60 元	18.97%	8,362,759.11
宁波鸿越智能科技有限公司	往来款	165,664,483.72	1 年以内金额为 117,164,483.72 元，1-2 年金额为 8,300,000.00 元，2-3 年金额为 40,200,000.00 元	17.96%	12,384,934.51
Daye Europe GmbH	往来款	37,724,160.00	1 年以内金额为 4,322,400.00 元，1-2 年金额为 33,401,760.00 元	4.09%	3,469,848.00
LINGYE INTELLIGENT (THAILAND) CO., LTD.	往来款	29,129,291.28	1 年以内金额为 3,449,303.05 元，1-2 年金额为 25,679,988.23 元	3.16%	2,671,477.91
合计		910,113,630.71		98.67%	41,966,791.44

6） 因资金集中管理而列报于其他应收款

单位：元

其他说明：

3、长期股权投资

单位：元

项目	期末余额			期初余额		
	账面余额	减值准备	账面价值	账面余额	减值准备	账面价值

对子公司投资	812,632,346.14		812,632,346.14	608,474,429.54		608,474,429.54
合计	812,632,346.14		812,632,346.14	608,474,429.54		608,474,429.54

（1） 对子公司投资

单位：元

被投资单位	期初余额（账面价值）	减值准备期初余额	本期增减变动				期末余额（账面价值）	减值准备期末余额
			追加投资	减少投资	计提减值准备	其他		
宁波领越智能设备有限公司	425,261,792.47						425,261,792.47	
DAYE EUROPE GMBH	12,157,545.17						12,157,545.17	
DAYE NORTH AMERICA,INC	57,162,550.00						57,162,550.00	
宁波鸿越智能科技有限公司	48,760,000.00						48,760,000.00	
HONBO INT PTE.LTD	65,061,831.90		198,057,916.60				263,119,748.50	
DAYE INTERNATIONAL CO., LIMITED	70,710.00						70,710.00	
宁波大叶电子商务有限公司			600,000.00				600,000.00	
宁波大叶供应链管理有限公司			5,500,000.00				5,500,000.00	
合计	608,474,429.54		204,157,916.60				812,632,346.14	

4、营业收入和营业成本

单位：元

项目	本期发生额		上期发生额	
	收入	成本	收入	成本
主营业务	486,446,412.99	410,093,133.40	976,333,808.54	807,175,004.46
其他业务	4,436,991.62	2,306,015.64	1,910,110.86	3,889.41
合计	490,883,404.61	412,399,149.04	978,243,919.40	807,178,893.87

营业收入、营业成本的分解信息：

单位：元

合同分类	分部 1		分部 2		园林机械产品		其他		合计	
	营业收入	营业成本	营业收入	营业成本	营业收入	营业成本	营业收入	营业成本	营业收入	营业成本
业务类型					486,446,412.99	410,093,133.40	1,733,988.05	42,089.74	488,180,401.04	410,135,223.14
其中：										
割草机					344,535,779.97	280,590,248.05			344,535,779.97	280,590,248.05

打草机/割灌机					9,512,931.68	8,917,324.11			9,512,931.68	8,917,324.11
其他动力机械					46,938,726.52	49,792,326.99			46,938,726.52	49,792,326.99
配件					85,458,974.82	70,793,234.25			85,458,974.82	70,793,234.25
其他							1,733,988.05	42,089.74	1,733,988.05	42,089.74
按经营地区分类					486,446,412.99	410,093,133.40	1,733,988.05	42,089.74	488,180,401.04	410,135,223.14
其中：										
境外					433,589,533.64	364,382,349.90			433,589,533.64	364,382,349.90
境内					52,856,879.35	45,710,783.50	1,733,988.05	42,089.74	54,590,867.40	45,752,873.24
市场或客户类型										
其中：										
合同类型										
其中：										
按商品转让的时间分类					486,446,412.99	410,093,133.40	1,733,988.05	42,089.74	488,180,401.04	410,135,223.14
其中：										
在某一时点确认收入					486,446,412.99	410,093,133.40	1,733,988.05	42,089.74	488,180,401.04	410,135,223.14
按合同期限分类										
其中：										
按销售渠道分类										
其中：										
合计										

与履约义务相关的信息：

项目	履行履约义务的时间	重要的支付条款	公司承诺转让商品的性质	是否为主要责任人	公司承担的预期将退还给客户的款项	公司提供的质量保证类型及相关义务

其他说明

在本期确认的包括在合同负债期初账面价值中的收入为 626,000.23 元。

与分摊至剩余履约义务的交易价格相关的信息：

本报告期末已签订合同、但尚未履行或尚未履行完毕的履约义务所对应的收入金额为 1,234,518.15 元，其中，1,234,518.15 元预计将于 2024 年度确认收入，元预计将于年度确认收入，元预计将于年度确认收入。

重大合同变更或重大交易价格调整

单位：元

项目	会计处理方法	对收入的影响金额

其他说明：

5、投资收益

单位：元

项目	本期发生额	上期发生额
处置衍生金融资产/负债的收益	-14,922,905.94	-24,408,721.45
合计	-14,922,905.94	-24,408,721.45

十九、补充资料

1、当期非经常性损益明细表

☑适用 □不适用

单位：元

项目	金额	说明
非流动性资产处置损益	119,830.91	
计入当期损益的政府补助（与公司正常经营业务密切相关，符合国家政策规定、按照确定的标准享有、对公司损益产生持续影响的政府补助除外）	4,399,867.21	
除同公司正常经营业务相关的有效套期保值业务外，非金融企业持有金融资产和金融负债产生的公允价值变动损益以及处置金融资产和金融负债产生的损益	-15,912,179.65	
因税收、会计等法律、法规的调整对当期损益产生的一次性影响	-1,756,658.08	
除上述各项之外的其他营业外收入和支出	-179,055.12	
减：所得税影响额	-2,160,757.80	
合计	-11,167,436.93	--

其他符合非经常性损益定义的损益项目的具体情况：

□适用 ☑不适用

公司不存在其他符合非经常性损益定义的损益项目的具体情况。

将《公开发行证券的公司信息披露解释性公告第 1 号——非经常性损益》中列举的非经常性损益项目界定为经常性损益项目的情况说明

□适用 ☑不适用

2、净资产收益率及每股收益

报告期利润	加权平均净资产收益率	每股收益	
		基本每股收益（元/股）	稀释每股收益（元/股）
归属于公司普通股股东的净利润	-19.78%	-1.09	-0.94
扣除非经常性损益后归属于公司普通股股东的净利润	-18.52%	-1.02	-0.88

3、境内外会计准则下会计数据差异

（1） 同时按照国际会计准则与按中国会计准则披露的财务报告中净利润和净资产差异情况

□适用 ☑不适用

（2） 同时按照境外会计准则与按中国会计准则披露的财务报告中净利润和净资产差异情况

□适用 ☑不适用

（3） 境内外会计准则下会计数据差异原因说明，对已经境外审计机构审计的数据进行差异调节的，应注明该境外机构的名称

□适用 ☑不适用

4、其他