

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

ZJ

中基長壽科學

ZHONG JI LONGEVITY SCIENCE

Zhong Ji Longevity Science Group Limited

中基長壽科學集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 767)

**ANNOUNCEMENT OF AUDITED ANNUAL RESULTS
FOR THE YEAR ENDED 31 DECEMBER 2022
AND RESUMPTION OF TRADING**

The board (the “**Board**”) of directors (the “**Directors**”) of Zhong Ji Longevity Science Group Limited (the “**Company**”) is pleased to announce the consolidated results of the Company and its subsidiaries (collectively, the “**Group**”) for the year ended 31 December 2022 together with the comparative figures for the previous year. The annual results have been reviewed by the audit committee of the Company (the “**Audit Committee**”).

FINANCIAL HIGHLIGHTS

- The Group’s revenue increased by 46.8% to HK\$89.7 million (2021: HK\$61.1 million).
- The Group’s gross profit increased by 61.5% to HK\$83.8 million (2021: HK\$51.9 million).
- The Group’s net profit before tax increased by 32.9% to 9.3 million (2021: HK\$7.0 million).
- The Board does not recommend the payment of a final dividend for the year (2021: Nil).

CONSOLIDATED STATEMENT OF PROFIT OR LOSS

Year ended 31 December 2022

	Notes	2022 HK\$'000	2021 HK\$'000
REVENUE	5	89,668	61,119
Cost of sales		<u>(5,831)</u>	<u>(9,210)</u>
GROSS PROFIT		83,837	51,909
Other income and gains, net	5	309	1,863
Selling and distribution expenses		(2,842)	(2,752)
Administrative expenses		(41,114)	(43,746)
Impairment losses under expected credit loss model, net of reversal	6	(28,306)	4,475
Loss on disposal of joint ventures		(202)	—
Fair value (losses) on investment properties		(314)	(4,997)
Share of results of joint ventures		(1,628)	900
Finance costs		(417)	(692)
PROFIT BEFORE TAX		9,323	6,960
Income tax expense	7	(8,685)	(760)
Deferred tax		63	—
PROFIT FOR THE YEAR		701	6,200
Attributable to:			
Owners of the Company		(904)	6,055
Non-controlling interests		1,605	145
		701	6,200
(LOSS)/EARNINGS PER SHARE ATTRIBUTABLE TO OWNERS OF THE COMPANY	9		
Basic and diluted		HK(0.01) cents	(Restated) HK0.04 cents

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

Year ended 31 December 2022

	2022 <i>HK\$'000</i>	2021 <i>HK\$'000</i>
PROFIT FOR THE YEAR	701	6,200
OTHER COMPREHENSIVE (LOSS)/INCOME		
Other comprehensive (loss)/income that may be reclassified to profit or loss in subsequent periods:		
Exchange differences on translation of foreign operations	<u>(48,205)</u>	<u>20,427</u>
Net other comprehensive (loss)/income that may be reclassified to profit or loss in subsequent periods	<u>(48,205)</u>	<u>20,427</u>
Other comprehensive loss that will not be reclassified to profit or loss in subsequent periods:		
Equity investments designated at fair value through other comprehensive income:		
Changes in fair value	<u>(11,366)</u>	<u>(10,795)</u>
Net other comprehensive loss that will not be reclassified to profit or loss in subsequent periods	<u>(11,366)</u>	<u>(10,795)</u>
OTHER COMPREHENSIVE (LOSS)/INCOME FOR THE YEAR, NET OF TAX	(59,571)	9,632
TOTAL COMPREHENSIVE (LOSS)/INCOME FOR THE YEAR	(58,870)	15,832
Attributable to:		
Owners of the Company	<u>(58,920)</u>	<u>14,916</u>
Non-controlling interests	<u>50</u>	<u>916</u>
	<u>(58,870)</u>	<u>15,832</u>

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

31 December 2022

	Notes	2022 HK\$'000	2021 HK\$'000
NON-CURRENT ASSETS			
Plant and equipment		1,519	1,652
Investment properties	10	24,411	26,001
Right-of-use assets		1,265	4,832
Interests in joint ventures		80	5,753
Financial assets at fair value through other comprehensive income		9,859	56,877
Loan and interest receivables	11	138,135	145,585
Total non-current assets		175,269	240,700
CURRENT ASSETS			
Inventories		3,809	1,020
Loan and interest receivables	11	34,154	72,279
Trade receivables	12	654	19
Deposits, prepayments and other receivables		183,983	176,358
Tax recoverable		3,718	4,072
Amounts due from related companies		30,325	3,610
Cash and cash equivalents		60,069	19,437
Total current assets		309,570	276,795
CURRENT LIABILITIES			
Trade payables	13	1,087	254
Other payables and accruals		11,311	11,599
Other borrowings		10,290	7,740
Lease liabilities		1,472	3,718
Amount due to a director		—	6,926
Amounts due to related companies		—	7,817
Contract liabilities		20,315	1,126
Tax payable		15,531	5,359
Total current liabilities		63,353	44,539
NET CURRENT ASSETS		246,217	232,256
TOTAL ASSETS LESS CURRENT LIABILITIES		421,486	472,956

	<i>Notes</i>	2022 <i>HK\$'000</i>	2021 <i>HK\$'000</i>
NON-CURRENT LIABILITIES			
Deferred tax liabilities		637	766
Lease liabilities		<u>—</u>	<u>1,472</u>
Total non-current liabilities		<u>637</u>	<u>2,238</u>
NET ASSETS		<u>420,849</u>	<u>470,718</u>
CAPITAL AND RESERVES			
Share capital		4,257	3,870
Reserves		<u>389,572</u>	<u>439,878</u>
Equity attribute to owners of the Company		393,829	443,748
Non-controlling interests		<u>27,020</u>	<u>26,970</u>
Total equity		<u>420,849</u>	<u>470,718</u>

NOTES:

1. GENERAL INFORMATION

Zhong Ji Longevity Science Group Limited (the “**Company**”) is a limited liability company incorporated in Bermuda and its shares are listed on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). The registered address of the Company is located at Victoria Place, 5th Floor, 31 Victoria Street, Hamilton HM10, Bermuda. The principal place of business of the Company was located at Suites 1901–03, 19/F, Sino Plaza, 255–257 Gloucester Road, Causeway Bay, Hong Kong.

The principal activities of the Company and its subsidiaries (the “**Group**”) are as follows:

- Longevity science business
- Money lending and financial advisory business
- Securities and other investments
- Property investment

The consolidated financial statements are presented in Hong Kong dollars (“**HK\$**”), which is also the functional currency of the Company.

2. BASIS OF PREPARATION

The consolidated financial statements have been prepared in accordance with Hong Kong Financial Reporting Standards (“**HKFRSs**”) (which include all Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards (“**HKASs**”) and Interpretations) issued by the Hong Kong Institute of Certified Public Accountants (the “**HKICPA**”), accounting principles generally accepted in Hong Kong and the disclosure requirements of the Hong Kong Companies Ordinance. They have been prepared under the historical cost convention, except for investment properties and equity investments designated at fair value through other comprehensive income, which have been measured at fair value. The consolidated financial statements are presented in the Hong Kong dollars (“**HK\$**”) and all values are rounded to the nearest thousand except when otherwise indicated.

3. PRINCIPAL ACCOUNTING POLICIES

Application of new and amendments to HKFRSs

The Group has applied the following amendments to IFRSs issued by the IASB to these financial statements for the current accounting period:

Amendments to HKFRS 3	Reference to the Conceptual Framework
Amendments to HKAS 16	Property, Plant and Equipment: Proceeds before Intended Use
Amendments to HKAS 37	Onerous Contracts — Costs of Fulfilling a Contract
Annual Improvements to HKFRSs	Annual Improvements to HKFRSs 2018–2020

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

New and amendments to HKFRSs in issue but not yet effective

The Group has not early applied following new and amendments to HKFRSs that have been issued but are not yet effective:

HKFRS 17 (including the October 2020 and February 2022 Amendments to HKFRS 17)	Insurance Contracts ¹
Amendments to HKFRS 10 and HKAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture ²
Amendments to HKFRS 16	Lease Liability in a Sale and Leaseback ³
Amendments to HKAS 1	Classification of Liabilities as Current or Non-current and related amendments to Hong Kong Interpretation 5 (2020) ¹
Amendments to HKAS 1 and HKFRS Practice Statement 2	Disclosure of Accounting Policies ¹
Amendment to HKAS 8	Definition of Accounting Estimates ¹
Amendments to HKAS 12	Deferred Tax related to Assets and Liabilities arising from a Single Transaction ¹

¹ Effective for annual periods beginning on or after 1 January 2023.

² Effective for annual periods beginning on or after a date to be determined.

³ Effective for annual periods beginning on or 1 January 2024.

The Group is in the progress of make assessments of the potential impact of these new and amendments to HKFRSs upon initial application.

4. OPERATING SEGMENT INFORMATION

The Group's reportable and operating segments are as follows:

- (a) Longevity science business: research, production and sales of longevity biological products, longevity medical diagnosis and longevity management;
- (b) Money lending and financial advisory business: provision of loan financing for earning interest income and provision of financial advisory and management services rendering various loan fees;
- (c) Securities and other investments: holding of equity investments and investment in short to long-term financial assets for dividend income; and
- (d) Property investment: investment in properties for rental income and/or for potential capital appreciation.

Management monitors the results of the Group's operating segments separately for the purpose of making decisions about resources allocation and performance assessment. Segment performance is evaluated based on reportable segment profit/(loss), which is a measure of adjusted profit or loss before tax. The adjusted profit or loss before tax is measured consistently with the Group's profit or loss before tax except that bank interest income, loss on disposal of plant and equipment, share of results of joint ventures, finance costs as well as head office and corporate income and expenses are excluded from such measurement.

Year ended 31 December 2022	Longevity science business <i>HK\$'000</i>	Money lending and financial advisory business <i>HK\$'000</i>	Securities and other investments <i>HK\$'000</i>	Property investment <i>HK\$'000</i>	Unallocated <i>HK\$'000</i>	Total <i>HK\$'000</i>
Segment revenue						
Revenue from external customers	43,920	45,748	—	—	—	89,668
Segment results	8,953	30,913	(17)	(314)	—	39,539
<i>Reconciliation:</i>						
Bank interest income						144
Finance costs						(417)
Share of results of joint ventures						(202)
Corporate and other unallocated expenses, net						(48,387)
Profit before tax						<u>9,323</u>
Other segment information:						
Fair value losses on investment properties	—	—	—	314	—	314
Depreciation of right-of-use assets	3,339	—	—	—	—	3,339
Depreciation of plant and equipment	1,092	—	—	—	—	1,092
Impairment losses under expected credit loss model, net of reversal	(1,056)	29,362	—	—	—	28,306
Capital expenditure*	<u>1,030</u>	<u>—</u>	<u>—</u>	<u>—</u>	<u>—</u>	<u>1,030</u>

Year ended 31 December 2021	Longevity science business <i>HK\$'000</i>	Money lending and financial advisory business <i>HK\$'000</i>	Securities and other investments <i>HK\$'000</i>	Property investment <i>HK\$'000</i>	Unallocated <i>HK\$'000</i>	Total <i>HK\$'000</i>
Segment revenue						
Revenue from external customers	22,446	38,660	13	—	—	61,119
Segment results	3,500	26,872	(5)	(4,997)	—	25,370
<i>Reconciliation:</i>						
Bank interest income						92
Finance costs						(692)
Share of results of joint ventures						900
Corporate and other unallocated expenses, net						(18,710)
Profit before tax						<u>6,960</u>
Other segment information:						
Fair value losses on investment properties	—	—	—	4,997	—	4,997
Depreciation of right-of-use assets	2,948	828	—	—	—	3,776
Depreciation of plant and equipment	120	412	—	—	69	601
Impairment losses under expected credit loss model, net of reversal	—	(4,475)	—	—	—	(4,475)
Capital expenditure*	<u>866</u>	<u>5</u>	<u>—</u>	<u>18</u>	<u>—</u>	<u>889</u>

* Capital expenditure consists of additions to plant and equipment and investment properties including assets from the acquisition of assets and liabilities or subsidiaries.

	Longevity science business <i>HK\$'000</i>	Money lending and financial advisory business <i>HK\$'000</i>	Securities and other investments <i>HK\$'000</i>	Property investment <i>HK\$'000</i>	Total <i>HK\$'000</i>
31 December 2022					
Segment assets	<u>40,992</u>	<u>371,080</u>	<u>11,125</u>	<u>24,411</u>	447,608
<i>Reconciliation:</i>					
Corporate and other unallocated assets					<u>37,231</u>
Total assets					<u><u>484,839</u></u>
Segment liabilities	<u>24,174</u>	<u>7,485</u>	<u>—</u>	<u>—</u>	31,639
<i>Reconciliation:</i>					
Tax payable					15,531
Deferred tax liabilities					—
Corporate and other unallocated liabilities					<u>16,183</u>
Total liabilities					<u><u>63,353</u></u>
31 December 2021					
Segment assets	<u>35,559</u>	<u>324,999</u>	<u>56,888</u>	<u>26,001</u>	443,447
<i>Reconciliation:</i>					
Corporate and other unallocated assets					<u>74,048</u>
Total assets					<u><u>517,495</u></u>
Segment liabilities	<u>3,920</u>	<u>18,303</u>	<u>—</u>	<u>—</u>	22,223
<i>Reconciliation:</i>					
Tax payable					5,359
Deferred tax liabilities					766
Corporate and other unallocated liabilities					<u>18,429</u>
Total liabilities					<u><u>46,777</u></u>

Geographical information

	Revenue from external customers		Non-current assets	
	2022	2021	2022	2021
	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>
Hong Kong	14,657	15,503	2,784	8,935
Mainland China	75,011	45,616	162,819	162,138
The Island of Saipan	—	—	11,670	12,750
	<u>89,668</u>	<u>61,119</u>	<u>177,273</u>	<u>183,823</u>

The revenue information is based on the location of customers. The non-current assets are based on the locations of the assets and exclude financial assets at fair value through other comprehensive income.

Information about major customers

A summary of revenue earned from each of the individual customer with its corresponding segment, which contributed over 10% of the Group's revenue for the year is set out below:

	2022			2021		
	Money lending and financial advisory business	Securities and other investments	Total	Money lending and financial advisory business	Securities and other investments	Total
	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>
Customer A	8,570	—	8,570	8,539	—	8,539
Customer B	6,788	—	6,788	5,315	—	5,315
Customer C	—	—	—	3,978	14,672	18,650
	<u>15,358</u>	<u>—</u>	<u>15,358</u>	<u>17,832</u>	<u>14,672</u>	<u>32,504</u>

5. REVENUE, OTHER INCOME AND GAINS, NET

	2022 <i>HK\$'000</i>	2021 <i>HK\$'000</i>
Revenue from contracts with customers within the scope of HKFRS 15		
Sales of health and medical products	17,550	17,692
Provision of diagnostic and medical test services	26,370	4,754
Rendering of financial and investment consulting services	—	11,442
	<u>43,920</u>	<u>33,888</u>
Timing of revenue recognition within the scope of HKFRS 15		
Point in time basis	<u>43,920</u>	<u>33,888</u>
Revenue from other sources		
Loan and other interest income	45,748	27,218
Dividend income	—	13
	<u>45,748</u>	<u>27,231</u>
Total revenue recognised during the year	<u><u>89,668</u></u>	<u><u>61,119</u></u>
	2022 <i>HK\$'000</i>	2021 <i>HK\$'000</i>
Other income and gains, net		
Bank interest income	144	93
Exchange (Loss)/gain, net	(367)	7
Government grants	532	—
Dividend received from joint ventures	—	900
Others	—	863
	<u>309</u>	<u>1,863</u>

6. PROFIT/(LOSS) BEFORE TAX

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

	2022 <i>HK\$'000</i>	2021 <i>HK\$'000</i>
Depreciation of plant and equipment	1,092	601
Depreciation of right-of-use assets	3,339	3,776
Impairment/(reversal) of loan and interest receivables, net	(11,059)	(21,465)
Impairment of trade receivables, net	(9)	9
Impairment of other receivables	<u>39,374</u>	<u>16,981</u>
Impairment losses under expected credit loss model, net of reversal	<u>32,737</u>	<u>(4,475)</u>
Auditor's remuneration	1,400	1,513
Employee benefit expenses (excluding directors' and chief executive's remuneration)		
— Wages and salaries	9,817	15,693
— Pension scheme contribution	<u>396</u>	<u>2,060</u>
	<u>10,213</u>	<u>17,753</u>

7. INCOME TAX EXPENSE

Taxes on profits assessable elsewhere have been calculated at the rates of tax prevailing in the jurisdictions in which the Group operates.

	2022 <i>HK\$'000</i>	2021 <i>HK\$'000</i>
Current — Hong Kong		
Charge for the year	<u>—</u>	<u>920</u>
	<u>—</u>	<u>920</u>
Current — PRC		
Charge for the year	8,685	66
Underprovision in prior years	<u>—</u>	<u>247</u>
	<u>8,685</u>	<u>313</u>
Deferred tax	<u>(63)</u>	<u>(473)</u>
Total tax charge for the year	<u>8,622</u>	<u>760</u>

8. DIVIDEND

No dividend was paid or proposed during the year ended 31 December 2022 (2021: Nil).

9. (LOSS)/EARNINGS PER SHARE

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

	2022 <i>HK\$'000</i>	2021 <i>HK\$'000</i>
(Loss)/profit:		
(Loss)/profit attributable to owners the Company, used in the basic and diluted (loss)/earnings per share calculations	<u>(904)</u>	<u>6,055</u>
	Number of shares	
	2022	2021
Shares:		
Weighted average number of ordinary shares in issue during the year	4,257,113,000	3,870,102,000
Mandatorily convertible notes	<u>10,912,000,000</u>	<u>10,912,000,000</u>
Weighted average number of ordinary shares used in the basic and diluted (loss)/earnings per share calculation	<u>15,169,113,000</u>	<u>14,782,102,000</u>

The weighted average number of ordinary shares in issue have been adjusted for the number of ordinary shares that will be issued upon the conversion of the mandatorily convertible notes as the convertible notes were mandatorily convertible into ordinary shares. Hence the ordinary shares that will be issued upon conversion are included in the calculation of basic and dilute earnings per share from the date the contract is entered into.

The computation of diluted loss per share for the year ended 31 December 2022 does not assume the exercise of the Company's share options outstanding since their assumed exercise would result in a decrease in loss per share.

The computation of diluted earnings per share for the year ended 31 December 2021 does not assume the impact of the exercise of share options because the exercise price of those share options was higher than the average market price for shares for 2021.

10. INVESTMENT PROPERTIES

	2022 <i>HK\$'000</i>	2021 <i>HK\$'000</i>
Carrying amount at 1 January	26,001	30,523
Net gain from fair value adjustments	(314)	(4,997)
Exchange realignment	<u>(1,276)</u>	<u>475</u>
Carrying amount at 31 December	<u>24,411</u>	<u>26,001</u>

Note: As at 31 December 2022 and 2021, the Group's investment properties consist of two commercial properties, one residential property in Mainland China and one leasehold land in the Island of Saipan. The directors of the Company have determined that the investment properties consist of three classes of assets, i.e. residential properties, commercial properties and leasehold land, based on the nature, characteristics and risks of each property.

11. LOAN AND INTEREST RECEIVABLES

	2022 <i>HK\$'000</i>	2021 <i>HK\$'000</i>
Non-current		
Loan and interest receivables	150,434	147,953
Less: Impairment	<u>(12,299)</u>	<u>(2,368)</u>
	<u>138,135</u>	<u>145,585</u>
Current		
Loan and interest receivables	658,926	706,651
Less: Impairment	<u>(624,772)</u>	<u>(634,372)</u>
	<u>34,154</u>	<u>72,279</u>
	<u><u>172,289</u></u>	<u><u>217,864</u></u>

An ageing analysis of the loan and interest receivables as at the end of the reporting period, based on the commencement of loan agreement entered and the date of interest accrued, and net of provisions, is as follows:

	2022 <i>HK\$'000</i>	2021 <i>HK\$'000</i>
Within 30 days	667	652
31–90 days	1,999	1,284
91–180 days	1,998	1,936
181–365 days	3,329	109,159
Over 365 days	<u>164,296</u>	<u>104,833</u>
	<u><u>172,289</u></u>	<u><u>217,864</u></u>

12. TRADE RECEIVABLES

	2022 <i>HK\$'000</i>	2021 <i>HK\$'000</i>
Trade receivables	663	13,451
Impairment	<u>(9)</u>	<u>(13,432)</u>
	<u>654</u>	<u>19</u>

An ageing analysis of the trade receivables, based on the invoice date and net of provisions, was as follows:

	2022 <i>HK\$'000</i>	2021 <i>HK\$'000</i>
Current to 30 days	8	19
31-90 days	—	—
91-180 days	164	—
181-365 days	<u>482</u>	<u>—</u>
	<u>654</u>	<u>19</u>

13. TRADE PAYABLE

	2022 <i>HK\$'000</i>	2021 <i>HK\$'000</i>
Trade payable	<u>1,087</u>	<u>254</u>

The ageing analysis of trade payables, based on invoice date is as follows:

	2022 <i>HK\$'000</i>	2021 <i>HK\$'000</i>
Current to 30 days	923	254
31-90 days	64	—
91-180 days	7	—
181-365 days	14	—
Over 365 days	<u>79</u>	<u>—</u>
	<u>1,087</u>	<u>254</u>

CHAIRMAN'S STATEMENT

Dear Shareholders,

In 2022, Zhong Ji Longevity Science forged ahead and made steady progress despite challenging circumstances with announced HKEX and Listing Committee to suspend trading decision in the Company's shares (from January to late July 2022) and the COVID-19 pandemic (from January to December 2022). The Company respected the laws of scientific development and adhered to the concept of "providing the best longevity biological products and longevity management services at a global height and international standard". The Company continued to improve our industrial and product chains while enhancing our corporate governance and business operations to ensure the healthy and sustainable development of the Company.

Later July 2022, the Company worked hard with our partners and overcame difficulties to successfully appeal to, the Listing Review Committee after verifications considering all facts and circumstances finally concluded that the longevity science business of Zhong Ji Longevity Science Group has a promising prospect and could develop into a sizeable, viable and sustainable business in the future. Consider the interests of all investors and resume trading has offered the Company with a normal and fair development environment, laying a solid foundation for the healthy and sustainable development of Zhong Ji Longevity Science.

In 2022, the Company improvised its services and product chains around "longevity biological products and longevity management", have initially formed a layout of Research & Development and production in the US, services in Hong Kong China and Japan, with marketing clients in China. In terms of longevity biological products, four longevity biological products developed and produced by the US division all received the highest global standard of certification, and have formed strategic sales partnerships with Sinopharm Group, Naber Pharmacy, Hong Kong Mannings Pharmacy and Wing Wah Pharmacy, etc. All of them were well-recognized by high net worth individuals. In terms of longevity management, we have been committed to providing international advanced medical services certified by the world's highest standards and with the best clinical results based on our membership scheme. The Company have established the Greater China Strategic Collaboration Centre with Thermo Fisher Scientific, a global leader in scientific services with a market value of over HK\$20,000 billion, the Hong Kong International Advanced Medical Center with the Center for Translational Medicine of Stanford University, and joined hands with the Xinhua Wealth and other strategic partners to build the membership-based international longevity management organization of the world's highest standard focusing on high net worth individuals, providing international advanced medical services in Hong Kong, Shenzhen, Los Angeles and Tokyo respectively.

In 2022, with respect to the lending and financing consultation business, given the economic downturn and increased business risks arising from the COVID-19 pandemic, we adhered to a strategy, value and result-oriented approach to continuously improve and upgrade our operational standards with a view to better protecting the healthy and sustainable development of the Company and the interests of our shareholders.

Looking ahead to 2023, despite persisting uncertainties arising from factors such as the economic downturn, geopolitical risks, and currency and financial policy risks, we believe that the recovery brought about by the resumption of cross-border travel will certainly drive the Company's growth. In the future, the Company will focus on the long-term interests of our shareholders by continuously optimising the industrial and product chains, and improving our corporate governance and business operations, in order to ensure the healthy and sustainable development of the Company.

Last but not least, I would like to express my sincere gratitude to the Board of Directors and our members of staff for their loyalty, hard work, professionalism and valuable contribution. Going forward, we, as always, will adhere to the rules and laws in scientific development and give our utmost effort to deliver longevity biological products and longevity management services of world-leading international standard, and reward the steadfast support of the society at large towards Zhong Ji Longevity Science!

YAN Li
Chairman

Hong Kong, 18 April 2023

MANAGEMENT DISCUSSION AND ANALYSIS

INTRODUCTION

Zhong Ji Longevity Science Group Limited (the “**Company**”), together with its subsidiaries (collectively the “**Group**”) have been focusing on expanding its longevity science business. In addition to operating and managing its existing businesses of money lending & financial advisory business, securities and other investment business, and property investment business.

On Year 2016 to 2020, despite the Vendor irrevocably undertaking on secure relevant loans operating licenses such proposed profits guarantee Caijia P2P internet loans Business were prohibited in operation and force closure with curb on various Acquisition Target Caijia P2P companies domicile in various cities, due to People’s Republic of China (“**PRC**”) government P2P Finance legislations publicly announced in Year 2015 & 2016 promogulated to new Regulatory policy 互聯網金融網絡借貸風險整治辦函(2019) 83 號—關於網絡借貸信息中藉機構轉型小額貸款公司的指導意見” 《Guidance on statutory demand in transform Internet Finance Lending Intermediaries into Small Loan Finance Companies》. In fact, this proposed acquisition profits guarantee Caijia P2P loans Business Revenue has dropped from a massive HK\$490.7 million in operating Year 2015 to minimal HK\$0.02 million in Year 2018, as consequence the Hong Kong Stock Exchange has proposed a suspend of Trading recommendation for Listing Committee to consider thereafter in late Year 2021. On 25 July 2022 the Listing Review Committee has issued a overturn decision on this Trading suspension with resume trading on reasons announced on 25 July 2022.

Since Caijia P2P Internet loans business was ceased by authority but Company others secure mortgage loans (ie non-P2P money lending business), namely “Money Lending & Financial Advisory Business in compliance with above-mentioned Small Loan Finance Companies guidance law has operated into Two models: (a) A “Strategic Partners Model” managing a sizeable portfolio of loan assets (1st and/or 2nd mortgage home loans or secured loans (including outstanding principal and interest) via in cooperation with Strategic Partners whom has adequate Loan Finance license, without Company assuming role of a direct lender, whereby Company owned 100% portfolio capital or with 10% capital contribution only. (b) The “Corporate and personal borrowers Model” wherein Company act as a direct lender via Company’s loan Agreements in both China and Hong Kong, with such loan assets. Our Loan Strategic Partners were: China Foreign Economy and Trade Trust Co. Ltd 中國對外經濟貿易信託有限公司 (“**FOTIC**”) and Shenzhen Fanhua Joint Investment Group Co. Ltd 深圳泛華聯合投資集團有限公司 (“**Fanhua**”) & 重慶輝科諾企業管理有限公司 (“**Haier**”).

On the Year 2022, the existing Money Lending & Financial Advisory Business has emerged form ex-post P2P loans Business transition phase and continue with a steady recovery growth path, despite amid the COVID-19 stringent market environment considering major clientele cities BeiJing, Shanghai, ShendZheng, ChongQing and others

were imposed by massive quarantine isolations, cities or district zones lock down and/or transport restrictions or bans during August to December months of Year 2022. This has restraint physical brokerage of homeloans or secured loans accessibility with hammered property transaction levels in both PRC mainland and Hong Kong.

In financial year 2022, the Group continue enhanced its financial performance by diversified into promising longevity medical health business comprise Zhong Ji Longevity Science's Hong Kong day-time medical centres, which provide advance Tumor Cells screening, Immunity/Killer cell Test, Joint Health Blood & Micronutrients Test, Female & Male Fertility & Salivary Hormone Test, Comprehensive Thyroid assessment and patent Third Generation Whole Genome Sequencing Genetic Test. The Longevity medical business further offer Autologous NK Cells Storage, High Efficacy CBNK Cells, improve subhealth and Cancer prevention and anti-aging. After tests and treatments, the clients are offer with products sale of Second- Generation High Potency MSC, High Potency Antioxidant Supplement, ZHJ Vitamin C, Nicotinamide Mononucleotide (“NMN”) Supplement tablets, offering the primary sale income and memberships revenue of Zhong Ji Longevity Science Health business. Through our patent innovative longevity health care solutions, the Group is committed to offer an advance medical business into Great China region and Hong Kong.

In the future, the Company will continue to respect the laws of scientific development and do our utmost to provide world-leading and state-of-the-art longevity biological products and longevity management services, for giving back to the community's support for Zhong Ji Longevity Science.

The report is presented in Hong Kong dollars (“HK\$”), which is the same as the functional currency of the Group.

FINANCIAL RESULTS

For the year ended 31 December 2022 (“**reporting year**”), the coronavirus disease 2019 (“**COVID-19**”) against the global economy continued to post uncertainties in the year of 2022, despite the launch of three rounds vaccination in different countries around the world, the recovery pace remained sluggish, the new virus variant that forced countries to implement cities lock down or transport/travel halt measures to combat the spread of the pandemic in PRC. Further, the global expansionary monetary policy had triggered the inflationary and debt default risk, now observed in PRC property market overall across Beijing, Chongqing, Chengdu, Suzhou, Tianjin, Shanghai cities, caused sluggish impact on the homeloans or secured loans performance of the Money Lending & Financial Advisory Business.

The Group was principally engaged in the Money Lending & Financial advisory business, securities and other investments, and property investments. Given such restraint Trading environment and sluggish sentiment in PRC property market, in mitigate the volatility risk, the Group took a rather prudent approach in operating the Money Lending

business except via Strategic Partners loans originated, thus a static performance was observed. Nevertheless, the newly ventured Longevity science business recorded a pretty impressive set of results for the Group in 2022.

During the report year, the Group recorded a total revenue of approximately HK\$89,668,000 (2021: HK\$61,119,000) with profit for year amounted to approximately HK\$701,000 (2021: HK\$6,200,000). The Money lending and financial advisory Business demonstrate a static revenue of approximately HK\$45,748,000 and a segment profit of approximately HK\$30,913,000. Nevertheless, the longevity science business contributed revenue of approximately HK\$43,920,000 and a segment profit of approximately HK\$8,953,000 which served as a cushion to alleviate the overall Company performance.

The basic and diluted loss per share were approximately HK\$0.01 cents (2021: earnings per share of HK\$0.04 cents).

As at 31 December 2022, the consolidated net assets of the Group were approximately HK\$420,849,000 (2021: HK\$470,718,000).

BUSINESS REVIEW

Longevity Science Business

Recognising the strong growth potential of the longevity science sector, the Group has been stepping up its investment to accelerate its transformation since last year. During the reporting year, the Group's longevity science business delivered respectful performance despite difficult pandemic operation environment.

The revenue of this segment amounted to approximately HK\$43,920,000 for the year ended 31 December 2022 (2021: HK\$22,446,000), of which, approximately HK\$26,370,000 was generated from diagnostic consultation and medical testing, and approximately HK\$17,550,000 was contributed by the sales of longevity biological products, with segmental profit of approximately HK\$8,953,000 for the year ended 31 December 2022 (2021: HK\$3,500,000). The promising China GuoYao sale & distribution network will further enhance our China sale in upcoming year.

Indeed the COVID-19 and the aging population have aroused public high concern for health across the globe, resulting in unprecedented potentials for the development of Longevity products and testing services in the healthcare and medical industry.

Strengthening in-house R&D and production capabilities

During the reporting year, Zhong Ji Longevity Science advanced its transformation of longevity science business from all fronts, with a focus on strengthening the Group's hard and soft capabilities. The Group recruited a seasoned team of biotechnology and management talents, including the appointment of Academician Randy Wayne Schekman, a Nobel laureate in Physiology or Medicine, as the Honorary Chairman and Chief

Scientist of the Group, to immensely enhance the Group’s research and development (“R&D”) capability, thereby enabling the Group to achieve its strategic goals. In addition, the Group adopted a share award scheme, which aims to recognise employees and individuals who have contributed to the Group’s development and business growth as well as to attract talents in the industry.

Striving to expand and enhance longevity biological products

In respect of sales and production of longevity biological products, by fully leveraging the Group’s expertise in the cell industry and ongoing enhancement of R&D and production level, the Group has commenced the development and production of its flagship NMN product “ZJ1” and VC sustained-release tablets and calorie-burning tablets, as well as other longevity biological products in California, United States since last year. The four existing products of the Group have already acquired the world’s highest certification in standard as well as safety certification for sterility test, and are well received by high-net-worth individuals. During the period under review, the Group’s scientific research team boosted the R&D progress of “ZJ1” to the seventh generation with the introduction of the longevity functional beverages, safeguarding the health and longevity of people around the world who strive for the quality of life. In terms of marketing and sales strategy, the Group will capitalise the existing customer base, marketing network and sales channels of ZJ1 International Medical Group (Hong Kong) to gradually set up the “Internet + Healthcare” longevity system platform — Zhong Ji Longevity Cloud* (中基長壽雲).

Establishing partnerships with world-class companies

The Group entered into a MOU in relation to forming a strategic partnership with Thermo Fisher Scientific (Hong Kong) Limited (“**Thermo Fisher**”), a forerunner in the field of life sciences. Thermo Fisher will prioritise the Group in the provision of its latest life science technology, software and solution, so as to propel the Group’s development in longevity science and medical diagnosis, enhancing the productivity and R&D capability of the Group’s laboratory.

The management of the Group is confident about the business performance in the 2023, and believes that the longevity science business will gradually support the Group’s revenue growth and become a growth driver for Zhong Ji Longevity Science in the future, in particular relying on China GuoYao sale & distribution contracts networking in Hubei, Guangdong, Shenzhen, states across 2,000 pharmacy outlets and other distribution channel alike 維妮衛生用品有限公司.

Now, the Group already launched an overseas flagship store on Tmall Global website for sale of ZJ1 series of nutritional supplements, including ZJ1 NMN multi-series longevity supplements, ZJ1 VC tablets and other products, expand with cross-border sales channel

and revenue stream into Greater China region from Hong Kong base. The Group biological supplements sale was champion as 2nd Top Sale in July, August, September Sale month of Duo Ying “抖音” platform.

The management of the Group is optimistic on the development of the longevity science business, and believes that the longevity science business will be the driver of the Group’s revenue growth in the future, together with existing license Money Lending business steady growth.

Money Lending & Financial Advisory Business

During the year ended 31 December 2022, a segmental revenue of approximately HK\$45,748,000 (2021: HK\$38,660,000) and a segmental profit of approximately HK\$30,913,000 (2021: HK\$26,872,000) were recorded. The increase in segmental results was due to an increase in interest receivables balances derived by Strategic Partners loan portfolio in PRC state in Other Receivables during the reporting year. Simsen Development Company Limited, through its wholly-owned subsidiary established in the PRC mainland China, is principally engaged in the provision of short to medium-term 1st and 2nd mortgages via Strategic Partners, offering related financial management and advisory services with presence across Beijing, Shanghai, Guangzhou, Tianjin, Chongqing and Wuxi. The Strategic Partners and the PRC subsidiary monitored closely the repayment progress and assess the recoverability of the 1st and 2nd mortgages loan receivable from time to time. The PRC subsidiary is of the view that majority of the existing Strategic Partners loan has been active but the collection on expired loan repayments were slow or derail by PRC Government announced deferred loans repayment relief arrangement compensate salaries workers loss of income due to COVID-19 isolation measures.

In Hong Kong, since obtaining the money lenders licence under the Money Lenders Ordinance (Chapter 163 of the Laws of Hong Kong) in 2011, Joy Wealth Finance Limited (“**Joy Wealth**”), a wholly-owned subsidiary of the Company, has provided a wide variety of loans with an accumulated amount of approximately HK\$2,536,000 (2021: HK\$2,536,000). Interest rates ranged from 12%–15% per annum during the reporting year (2021: 10%–15%). For the year ended 31 December 2022, Joy Wealth did not derive any interest income (2021: nil) on the loan and interest receivables. Money lenders licence was renewed and granted to Joy Wealth on 18 August 2022 to carry on business as a money lender to 8 April 2023.

As 11 August 2022 announced, the Company has setup Independent Recovery Committee, pursuant to regulatory authority past guidance letters in recover of Hong Kong Joy wealth outlined 36 loans, being priorly impaired, of aggregate outstanding amount approximately HK\$1,076,476,999 as at 31 December 2019. The Committee will deploy its own third-party assessment, implement necessary recovery actions and take adequate steps (including but not limited to criminal proceedings) that should be taken by the Company against the Borrowers, as it deems appropriate. The Committee shall

ascertain from the Company supplied materials and documents, financial records and/or any electronic records of these 36 arrear loans. Both Hong Kong and PRC legal Consuela and other professionals will be engaged by the Independent Recovery Committee in pursuance this outstanding approximately HK\$1,076,476,999 loans, as at 31 December 2019. Apart from legal actions, the Independent Recovery Committee also actively negotiating with the borrowers to recover the outstanding loan and interest receivables, assess the effectiveness of proceeding existing or potential legal procedures for taking over the ownership of pledged assets from the borrowers and guarantors.

Securities and Other Investment Business

Securities Investment

As at 31 December 2022, the Group held equity securities listed on the Stock Exchange for long term investment. However, Hong Kong economy was dampened by the macro environment and COVID-19. With poor investment sentiment during the reporting year, the Group's investment in the listed securities led to a net fair value loss of approximately HK\$11,366,000 (2021: net fair value loss of HK\$10,795,000) recognised in the consolidated statement of comprehensive income. The net fair value loss recognised as other comprehensive income for the year was due to the decrease in the market value of certain listed equity investment during the reporting year. Significant investments in listed securities are discussed as below.

Investment in shares of Imperial Pacific

The major balance of the aforementioned listed securities represented the Group's investment in 271,345,000 shares of Imperial Pacific International Holdings Limited ("**Imperial Pacific**", a company whose shares are listed on the Stock Exchange with stock code: 1076), representing approximately 3.8% of the issued share capital of Imperial Pacific as at 31 December 2022. Investment cost of the share interest in Imperial Pacific was approximately HK\$76,490,000. Imperial Pacific, through its subsidiaries, is mainly engaged in gaming and resort business, including the development and operation of a hotel and casino resort on the Island of Saipan. As at 31 December 2022, the fair value of the shares of Imperial Pacific held by the Group amounted to HK\$24,145,000 (2021: approximately HK\$24,145,000), representing 46.2% (2021: 46.2%) of the Group's total investment in listed securities and approximately 4.7% (2021: 4.7%) of the Group's total assets. Meanwhile, there was neither disposal nor addition of shares of Imperial Pacific during the reporting year (2021: Nil).

As at 31 December 2022, the operation of Imperial Pacific was temporarily ceased since March 2020, to combat against the COVID-19.

The Group regularly monitors its investment performance and make appropriate investment decisions regularly. In addition, the Group would allocate part of its idle resources from time to time to purchase principal-guaranteed wealth management products to increase its overall return.

Property Investment Business

The Group commenced the property investment business during the year ended 31 December 2021 and the properties held by the Group are held in the location of Mainland China and the Island of Saipan. As all the properties were just acquired during the previous year and due to the pandemic, they were vacant as commercial shops, residential unit and multiple rooms apartment and not yet generated any revenue to the Group. The Group incurred some miscellaneous expenses with regards to the properties during 2022. The Group will continue to monitor the market condition and will find suitable tenants which can contribute stable rental income to the Group or to dispose the investment properties for capturing profitable capital appreciation.

Unlawful & Unauthorized Transfer of Saipan LeaseHold Interest

During recent audit exercise and its effort to value the Property for audit of its financial results for the year ended 31 December 2022, the Company has discovered that the leasehold interest of the Property was assigned by its indirect subsidiary Keen State Global (CNMI), LLC (“**Keen State Global Saipan**”) to AC Pacific Development, LLC and Katarina Saipan 1, LLC pursuant to an Lease assignment dated 28 August 2022, being recorded and executed under File No:22-1362 at Commonwealth Recorder’s, Saipan (“**Lease Assignment**”) without any knowledge and authority of Zhong Ji, the ultimate holding company of Keen State Global Saipan.

On March 2023, the Company conduct internal enquiries including with ex-company internal legal counsel and ex-Chairman whom remained until end of March 2023 as the sole director of Keen State Global Limited BVI, parent holding of Keen State Global Saipan. All these internal enquiries confirmed none of Company staffs or directors or ex-directors have effectuated any changes to this unlawful and unauthorized assignment of leasehold interest. At same times, Hong Kong and Saipan law firm were engaged in conduct extensive company and property search on Keen State Global Saipan, has revealed and reported in conclusion: (i) without meeting filed by Keen State Global Saipan with Department of Commerce on 15 August 2022 removal of ZHENG Dong Ting as director of Keen State Global and appointed Mr. CHI Howyo as new director; whereby the said ZHENG Dong Ting was signing as the director of Sole member, Keen State Global BVI, such action and consent was unlawful and unauthorized (“**First Forged Consent**”) because Mr ZHENG was not sole director of sole member Keen State Global Limited BVI and has no authority to appoint Mr CHI Howyo as director of Keen State Global Saipan to execute any sale. (ii) without meeting filed by Keen State Global Saipan with Department of Commerce on 15 August 2022, by Mr CHI in connection with the sale of its interest in the Property. (“**Second Forged Consent**”). This CHI Howyo

purported to signed on behalf of the sole member of Keen State Global Saipan. Yet, in the signature section the sole member is referred to as “Keen State Global (CNMI) LLC” and the said Howyo CHI was signing on behalf of the sole member.

The said ZHENG Dong Ting and Hwyo CHI have never been known to ZhongJi and other members of the subsidiaries of ZhongJi. Such Lease Assignment was therefore a document forged by the alleged director of Keen State Global Saipan, who was never lawfully and properly appointed as director of Keen State Global Saipan. The First Forged Consent and the Second Consent are also forged as the Signatory on behalf of Keen State Global BVI has no capacity to act for Keen State Global BVI, thereby this transfer was unlawful and unauthorized transaction.

Now, the Company has authorized the Saipan law firm commence legal actions for invalidate this forged Lease Assignment, recover possession of leasehold interest, trace the consideration provided by the assignees under the Lease Assignment; rectify the record of Keen State Global Saipan filed with Department of Commerce; and report the case on behalf of ZhongJi to the Police of Saipan or other appropriate authority.

FINANCIAL REVIEW

Liquidity and Financial Resources

As at 31 December 2022, the Group had recorded net current assets of approximately HK\$246,217,000 (2021: HK\$232,256,000); and cash and cash equivalent of approximately HK\$60,069,000 (2021: HK\$19,437,000). The Group did not enter into financial instruments for hedging purpose.

Capital Structure

There was an increase to the authorised and issued share capital of the Company for the year ended 31 December 2022. As at 31 December 2021, the total number of issued shares of the Company was 4,257,112,915 with par value of HK\$0.001 each (2021: 3,870,102,650 shares with par value of HK\$0.001 each).

Significant Investment, Acquisition and Disposals

There was no significant investment, acquisition and disposals that should be notified to the shareholders of the Company (the “Shareholders”) for the year ended 31 December 2022.

The performance and prospect of the significant investments of the Group for the current year under review were discussed under the sections of “Securities and Other Investment Business” above.

Segment Information

Details of segment information of the Group for the year ended 31 December 2022 are set out in note 4 to this announcement.

Employees and Remuneration Policy

As at 31 December 2022, the employees of the Group were mainly stationed in Hong Kong and the PRC. In-house training programs were provided for its employees to enhance their skills and job knowledge. The management of the Company would continue to foster close co-operation among the employees.

The remuneration policies of the Company aim at ensuring that remuneration levels are appropriate and in line with the Company's target, mission and business performance. To do so, the Company considers various relevant factors such as the remuneration levels of its market competitors, market practices, job duties, responsibilities and scope, financial and non-financial performance, as well as the suitability of performance-based remuneration arrangements.

Details of Charges on Assets

As at 31 December 2022, the Group did not pledge any assets to banks or other financial institutions nor did the Group have any corporate guarantee given to any entity (2021: Nil).

Future Plans for Material Investment or Capital Assets

It is the Group's corporate mission to continue to explore ways to improve its financial performance, to diversify its operations into new and more profitable businesses and to broaden the sources of revenue within acceptable risk level. Hence, the Company does not rule out the possibility of investing in or changing to other profitable business as long as it is in the interest of the Company and the Shareholders as a whole. Also, as part of its routine exercise, the Company reviews the performance of its existing investment portfolio and evaluates the investment potentials of other investment opportunities available to the Company from time to time. Subject to the results of such reviews, the Company may make suitable investment decisions according to the then circumstance and information available which may involve the disposal of the whole or part of its existing investment portfolio and/or change of the asset allocation of its investment portfolio and/or expanding its investment portfolio with a view of realising and/or optimising the expected return and minimising the risks. Meanwhile, the Company does not preclude the possibility that the Company may implement debt and/or equity fund raising plan(s) to satisfy the financing needs arising out of any business development of the Group as well as to improve its financial position in the event that suitable fund raising opportunities arise.

As at the date of this announcement, the Company had not entered into any agreement, arrangement, understanding, intention or negotiation that should be disclosed pursuant to the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) and the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Treasure Policy

The Group has adopted a treasury policy on 24 May 2011 in relation to the Group’s investments in securities of other listed companies on the Stock Exchange. The objective of the policy is to enable the Group to control and govern the possible future securities investments (if any, which may or may not occur).

Working Capital and Gearing Ratio

The gearing ratio of the Group as at 31 December 2022 (defined as the Group’s total interest-bearing borrowings divided by the Group’s total equity) was approximately 1.6% (2021: 1.6%).

Foreign Exchange Exposure

Business transactions of the Group are mainly denominated in Hong Kong dollars and Renminbi. The Group has not implemented any foreign currency hedging policy at the moment. However, in the view of the fluctuation of Renminbi in recent years, continuous monitoring on the foreign exchange exposure is carried out and the management will consider hedging the foreign exchange exposure if it has material impact on the Group.

Capital Commitment

As at 31 December 2022, the Group had no capital expenditure contracted for but not provided for in its financial statements (2021: Nil).

Contingent Liabilities

As at 31 December 2022, the Group had no material contingent liabilities (2021: Nil).

PURCHASE, SALE OR REDEMPTION OF SECURITIES

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company’s shares during the year.

DIVIDEND

The Directors did not recommend the payment of any dividend for the year ended 31 December 2022 (2021: Nil).

CORPORATE GOVERNANCE

The Company has complied with the code provisions (“**Code Provision(s)**”) set out in the Corporate Governance Code (the “**CG Code**”) contained in Appendix 14 of the Listing Rules during the year except for the following deviations:

DIRECTORS’ SECURITIES TRANSACTIONS

The Company has adopted the code of conduct regarding directors’ securities transactions as set out in the Model Code for Securities Transactions by Directors of Listed Issuers (the “**Model Code**”) in Appendix 10 of the Listing Rules. Having made enquiry to all Directors, they all have confirmed that they have complied with the required standards as set out in the Model Code during the year.

LISTING STATUS

On 30 March 2022, the Company received a letter from the Stock Exchange notifying the Company that the Listing Committee was of the view that the Company failed to maintain a sufficient level of operations and assets as required under Rule 13.24 of the Listing Rules to warrant the continued listing of its shares, and decided to uphold the LD Decision to suspend trading in the Company’s shares under Rule 6.01(3) of the Listing Rules (the “**LC Decision**”). On 25 July 2022, the Company received a letter from the Stock Exchange notifying the Company that the Listing Review Committee (“**LRC**”), having considered all the facts and evidence, and all the submissions presented by the Company and the Listing Division, the Listing Review Committee decided to overturn the Listing Committee’s decision to suspend trading in the Company’s shares under Rule 6.01(3) of the Listing Rules (the “**LRC Decision**”) on the ground that the Company had failed to maintain a sufficient level of operations and assets as required under Rule 13.24 of the Listing Rules. For details reasons, please refer to the Company’s announcements dated 25 July 2022, herein summarized in brief:

- (i) The Listing Review Committee and the Listing Division has not disputed the contention that the cessation of its P2P Business (from Year 2016 to 2020) was a result of PRC central government multiple new regulations enforced all P2P lending to a halt in PRC, thus P2P Business no longer relevant to the assessment of the Company’s compliance with Rule 13.24.
- (ii) Consider guidance in GL106–19 at paragraph 13(a), the LRC has consider the Company Money lending business intertwined with Financial Advisory Business working together with license fund managers as Strategic Partners model offering 1st and 2nd mortgages to individual homeloan borrowers, could regard as carried out with a clear objective and maintaining sufficient scale of operations.

- (iii) The LRC have noted in details on Company presentation that the Longevity Science Business has a promising growth prospect and NMN products are high profit margin products in trend, hence accepting Company shall achieve its submitted Profit Forecast for 2022. On that, Listing Division shall continue monitor the Company performance based on its forecast and any other matters of concern arise.

AUDIT COMMITTEE REVIEW

As at the date of this announcement, the Audit Committee comprises three members comprising all the independent non-executive Directors, namely, Mr. Lee See Barry (who act as the chairman of the Audit Committee), Mr. Wang Ning and Prof. Huang Cibo.

All members of the Audit Committee possess appropriate knowledge and financial experience to perform their duties. The composition of the Audit Committee meets the requirements of Rule 3.21 of the Listing Rules. The primary duties of the Audit Committee, among other things, are to ensure the adequacy and effectiveness of the accounting and financial controls of the Group, oversee the performance of internal control systems, risk management system and financial reporting process, monitor the integrity of the financial statements and compliance with statutory and listing requirements and oversee the independence and qualifications of the external auditors and objectivity and the effectiveness of the audit process in accordance with applicable standards.

The consolidated financial statements of the Group for the year ended 31 December 2022 have been reviewed and approved by the Audit Committee, and the Audit Committee is of the opinion that such financial statements comply with the applicable accounting standards, the Listing Rules and all other applicable legal requirements. The Audit Committee therefore recommended the Board's approval of the Group's consolidated financial statements for the year ended 31 December 2022.

SCOPE OF WORK OF ELITE PARTNERS CPA LIMITED

The figures in respect of the Group's consolidated statement of financial position, consolidated statement of profit or loss, consolidated statement of comprehensive income and the related notes thereto for the year ended 31 December 2022 as set out in this announcement have been compared by the Company's auditor, Elite Partners CPA Limited, to the amounts set out in the Group's draft consolidated financial statements for the year ended 31 December 2022. The work performed by Elite Partners CPA Limited in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants and consequently no assurance has been expressed by Elite Partners CPA Limited on this announcement.

PUBLICATION OF FURTHER INFORMATION ON THE WEBSITES OF THE STOCK EXCHANGE AND THE COMPANY

This final results announcement is published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.irasia.com/listco/hk/zhongjilongevity). The annual report for the year ended 31 December 2022 containing all the information as required by the Listing Rules will be published on the websites of the Stock Exchange and the Company respectively and copies will be dispatched to Shareholders in due course.

RESUMPTION OF TRADING

Trading in shares of the Company on the Stock Exchange has been suspended at the request of the Company since 9:00 a.m. on 3 April 2023. An application has been made by the Company to the Stock Exchange for trading in the shares of the Company to resume from 9:00 a.m. on 19 April 2023.

By order of the Board
Zhong Ji Longevity Science Group Limited
Yan Li
Chairman

Hong Kong, 18 April 2023

As at the date of this announcement, the Directors are:

Executive Directors

Mr. Yan Li (*Chairman*)
Mr. Yan Yifan (*Chief Executive Officer*)
Mr. Li Xiaoshuang
Ms. Cao Xie Qiong

Independent non-executive Directors

Mr. Lee See Barry
Mr. Wang Ning
Prof. Huang Cibo

Non-executive Directors

Dr. He Yiwu
Mr. Lyn Changsheng

In the case of any inconsistency, the English text of this announcement shall prevail over the Chinese text.