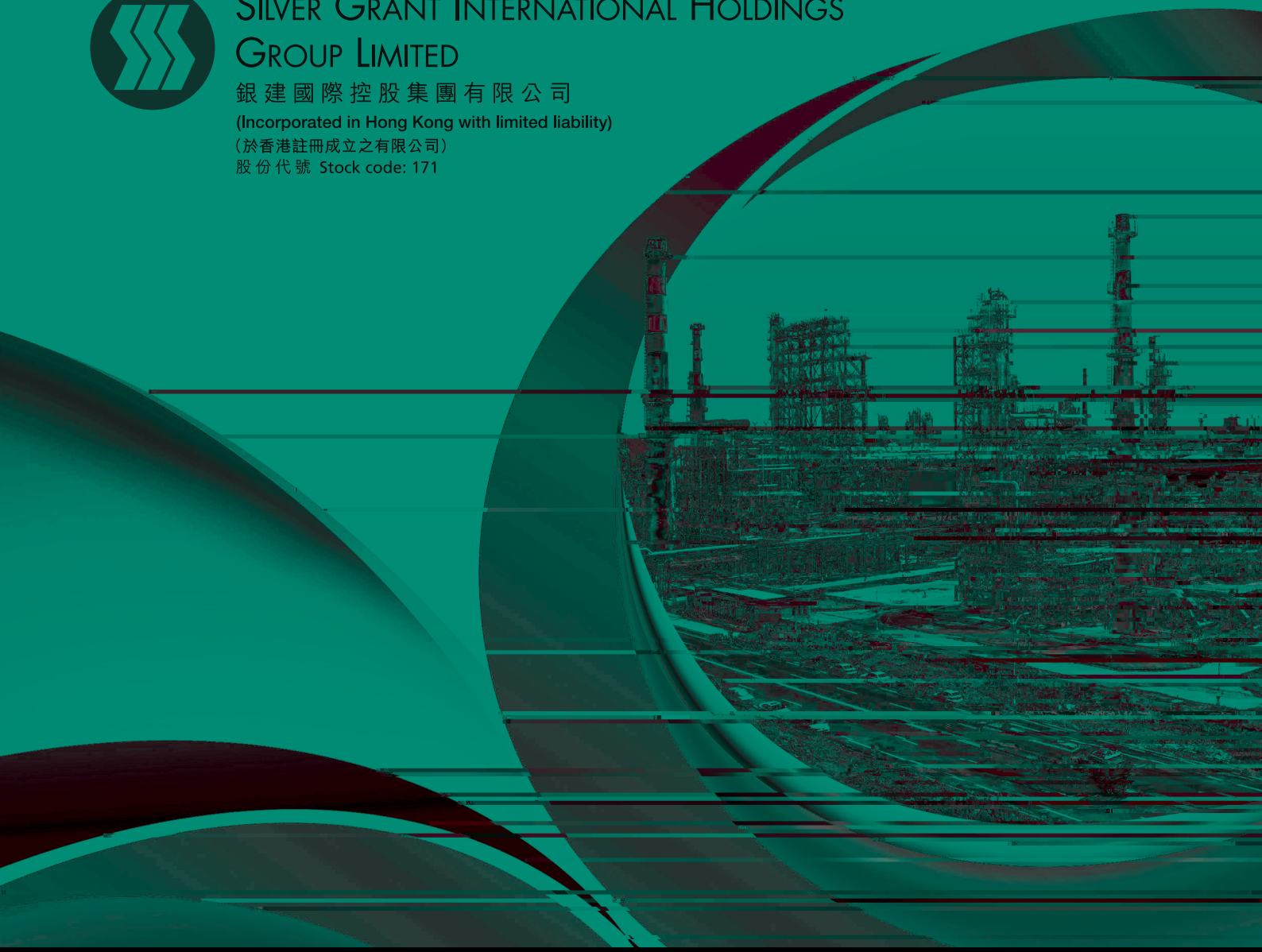
# SILVER GRANT INTERNATIONAL HOLDINGS GROUP LIMITED

銀建國際控股集團有限公司

(Incorporated in Hong Kong with limited liability)

(於香港註冊成立之有限公司)

股份代號 Stock code: 171



2026

Interim Financial Report

中期財務報告

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# FINANCIAL HIGHLIGHTS 財務摘要

| | | 截至[illegible]月[illegible]0日止六個月 | | |
|---|---|---|---|---|
| | | 202[illegible] | 2025 | Change 變動 |
| | | *$' 百萬港元* | *HK$'m 百萬港元* | *% 百分比* |
| Loss for the Period Attributable to Owners of the Company | 本公司擁有人應佔期內虧損 | ([illegible]) | (298) | 26.2% |
| Net Assets | 淨資產 | 1,000 | 1,989 | (49.7%) |
| Total Assets | 資產總值 | [illegible],14 | 6,552 | (6.2%) |
| Equity Attributable to Owners of the Company | 本公司擁有人應佔股權 | 1,0[illegible] | 2,028 | (47.9%) |
| Cash and Bank Balances | 現金及銀行結餘 | [illegible] | 48 | (87.5%) |

| | **主要營運表現及財務狀況指標：** | | | Change 變動 |
|---|---|---|---|---|
| | | | | *% 百分比* |
| Basic Loss Per Share (in HK cents) *(Note 1)* | 每股基本虧損（以港仙列示）*(附註1)* | (1[illegible].0) | (12.92) | 26.2% |
| Net Assets Per Share (in HK$) *(Note 1)* | 每股資產淨值（以港元列示）*(附註1)* | 0.[illegible] | 0.88 | (51.1%) |
| Return on Capital Employed *(Note 2)* | 股本回報率*(附註2)* | ([illegible]%) | (14.69%) | 142.3% |
| Return on Total Assets *(Note 3)* | 總資產回報率*(附註3)* | ([illegible].11%) | (4.55%) | 34.3% |
| Gearing Ratio *(Note 4)* | 借貸比率*(附註4)* | [illegible]2.1[illegible]% | 171.76% | 105.0% |
| Adjusted Gearing Ratio *(Note 5)* | 經調整借貸比率*(附註5)* | [illegible]1.[illegible]1% | 169.42% | 107.5% |
| Current Ratio *(Note 6)* | 流動比率*(附註6)* | 0.[illegible] | 0.6x | (16.7%) |
| Interest Coverage *(Note 7)* | 利息償付比率*(附註7)* | 0. | 1.0x | (20.0%) |

# FINANCIAL HIGHLIGHTS 財務摘要

*Notes:*

1. Based on 2,304,849,611 ordinary shares issued and fully paid of the Company ("Shares", each a "Share") as at 30 June 2026 (30 June 2025: 2,304,849,611 Shares). Basic loss per Share and net assets per Share are calculated as loss for the period and net assets attributable to owners of the Company respectively over number of Shares issued and fully paid.

2. Calculated as loss for the period attributable to owners of the Company over equity attributable to owners of the Company.

3. Calculated as loss for the period attributable to owners of the Company over total assets.

4. Calculated as total borrowings over equity attributable to owners of the Company.

5. Calculated as net borrowings (total borrowings net of cash and bank balances) over equity attributable to owners of the Company.

6. Calculated as current assets over current liabilities.

7. Calculated as loss for the period attributable to owners of the Company before finance costs and taxation over finance costs.

*附註：*

1. 基於2026年6月30日本公司已發行及已繳足普通股(「股份」，每「股份」)2,304,849,611股(2025年6月30日：2,304,849,611股)計算所得。每股基本虧損及每股資產淨值分別以本公司擁有人應佔期內虧損及淨資產除以已發行及已繳足股份數目計算所得。

2. 以本公司擁有人應佔期內虧損除以本公司擁有人應佔股權計算所得。

3. 以本公司擁有人應佔期內虧損除以資產總值計算所得。

4. 以總借款除以本公司擁有人應佔股權計算所得。

5. 以借款淨額(總借款扣除現金及銀行結餘)除以本公司擁有人應佔股權計算所得。

6. 以流動資產除以流動負債計算所得。

7. 以扣除財務費用及稅項前之本公司擁有人應佔期內虧損除以財務費用計算所得。

# CORPORATE INFORMATION 企業資料

## Board of Directors

The composition of the board ("Board") of directors ("Directors") of Silver Grant International Holdings Group Limited ("Company", together with its subsidiaries, the "Group") during the six months ended 30 June 2026 ("Period 2026") and as at the date of this interim financial report is set out below:

### Executive Directors

Chu Hing Tsung (alias Zhu Qing Yi)
*(Chairman and Co-Chief Executive Officer)*
Zhang Wenguang *(Co-Chief Executive Officer)*
Weng Jian
Ku Ka Lee

### Non-executive Directors

Chen Yongcun
Chen Zhiwei

### Independent Non-executive Directors

Liang Qing *(Resigned with effect from 15 May 2026)*
Zhang Lu
Hung Muk Ming
Zeng Wenying *(Appointed with effect from 14 August 2026)*

## Audit Committee

Hung Muk Ming *(Committee Chairman)*
Liang Qing *(Resigned with effect from 15 May 2026)*
Zhang Lu
Zeng Wenying *(Appointed with effect from 14 August 2026)*

## Remuneration Committee

Zhang Lu *(Committee Chairman)*
Liang Qing *(Resigned with effect from 15 May 2026)*
Zhang Wenguang
Zeng Wenying *(Appointed with effect from 14 August 2026)*

## 董事會

截至2026年6月30日止六個月(「2026年期間」)以及於本中期財務報告日，銀建國際控股集團有限公司(「本公司」，連同其附屬公司統稱「本集團」)董事(「董事」)會(「董事會」)之組成呈列如下：

### 執行董事

朱慶凇(又名朱慶伊)
*(主席及聯席行政總裁)*
張文廣 *(聯席行政總裁)*
翁鍵
顧嘉莉

### 非執行董事

陳永存
陳志偉

### 獨立非執行董事

梁青 *(於2026年5月15日辭任)*
張璐
洪木明
曾文穎 *(於2026年8月14日獲委任)*

## 審核委員會

洪木明 *(委員會主席)*
梁青 *(於2026年5月15日辭任)*
張璐
曾文穎 *(於2026年8月14日獲委任)*

## 薪酬委員會

張璐 *(委員會主席)*
梁青 *(於2026年5月15日辭任)*
張文廣
曾文穎 *(於2026年8月14日獲委任)*

# CORPORATE INFORMATION 企業資料

## 提名委員會

Chu Hing Tsung (alias Zhu Qing Yi) *(Committee Chairman)*
Zhang Lu
Hung Muk Ming

朱慶凇(又名朱慶伊) *(委員會主席)*
張璐
洪木明

## 公司秘書

Leung Ting Yuk

梁廷育

## 公司律師

LCH Lawyers LLP

呂鄭洪律師行有限法律責任合夥

## 核數師

ZHONGHUI ANDA CPA Limited
*Certified Public Accountants*
*Registered Public Interest Entity Auditor*

中匯安達會計師事務所有限公司
*執業會計師*
*註冊公眾利益實體核數師*

## 主要往來銀行

Bank of China (Hong Kong) Limited
Industrial and Commercial Bank of China (Asia) Limited

中國銀行(香港)有限公司
中國工商銀行(亞洲)有限公司

## 股份登記及過戶處

Tricor Investor Services Limited
17/F, Far East Finance Centre
16 Harcourt Road
Hong Kong
(Tel: 2980 1333 Fax: 2810 8185)

卓佳證券登記有限公司
香港
夏慤道16號
遠東金融中心17樓
(電話:2980 1333 傳真:2810 8185)

## 註冊辦事處

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(Tel: 2802 3606 Fax: 2802 9506)

香港灣仔港灣道1號
會展廣場辦公大樓
40樓4013B室
(電話:2802 3606 傳真:2802 9506)

## 公司網址

http://www.silvergrant.com.cn

http://www.silvergrant.com.cn

## 股份代號

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# CHAIRMAN'S STATEMENT 主席報告

## 業務回顧

### 於聯營公司的投資

During the period under review, the operations of Zhong Hai You Qi (Tai Zhou) Petrochemical Company Limited* (中海油氣(泰州)石化有限公司) ("Zhong Hai You Qi"), an associate, which was a joint venture of the Group as at 31 December 2025 principally engaged in the production and trading of petroleum and petrochemical products, remained smooth and steady.

於回顧期內，中海油氣(泰州)石化有限公司(「中海油氣」，為一家聯營公司，於2025年12月31日為本集團合營企業，主要從事生產及銷售石油及石化產品)營運平穩。

During Period 2026, the articles of association of Zhong Hai You Qi were amended, with the Group's equity interest in Zhong Hai You Qi remaining unchanged at 35.18%. Pursuant to the amended articles of association of Zhong Hai You Qi ("Amended Articles"), the Group lost joint control over Zhong Hai You Qi and the decision-making process for Zhong Hai You Qi's business activities changed from unanimous decision-making to majority voting of the shareholders of Zhong Hai You Qi. As the Group retained board representation and held 35.18% of the voting rights in Zhong Hai You Qi upon the Amended Articles becoming effective, the Group continued to exercise significant influence over Zhong Hai You Qi. Accordingly, the Group's investment in Zhong Hai You Qi was reclassified from an interest in a joint venture to an interest in an associate with effect from 14 April 2026 (i.e. the date on which the Amended Articles became effective). The Group continued to account for its investment in Zhong Hai You Qi using the equity method. As there was no change in the Group's ownership interest in Zhong Hai You Qi, no gain or loss arising from this reclassification was recognised in the Group's condensed consolidated statement of profit or loss for the period under review.

於2026年期間，中海油氣之組織章程細則已作修訂，而本集團於中海油氣之股權維持不變於35.18%。根據中海油氣之經修訂組織章程細則(「經修訂細則」)，本集團已失去對中海油氣之共同控制權，而中海油氣業務活動之決策過程亦由全體一致決策改為中海油氣股東之多數表決。由於經修訂細則生效時本集團仍保留董事會席位並持有中海油氣之35.18% 投票權，本集團繼續對中海油氣行使重大影響力。因此，本集團於中海油氣之投資自2026 年4 月14日(即經修訂細則生效日期)起由合營企業權益重新分類為聯營公司權益。本集團繼續採用權益法對於中海油氣之投資進行會計處理。由於本集團於中海油氣之持股比例並無變動，故本集團並無於回顧期內簡明綜合損益表中確認因該項重新分類而產生之任何收益或虧損。

* *English name is translated for identification purpose only*

* *英文名稱的翻譯僅供識別*

*(Continued)*

*(Continued)*

In addition to continuously expanding its sales channels for high-value-added products, Zhong Hai You Qi has also strived to promote energy-saving and emission-reduction initiatives alongside digital transformation of its operations. However, due to multiple factors including the geopolitical conflicts and global trade tensions, international crude oil prices exhibited a trend of initial decline, which was followed by a rebound during Period 2026 resulted from the 2026 US-Iran war. The markets for key petrochemical products such as gasoline, diesel, asphalt and petroleum coke reflected a trend of rising prices followed by declines due to the fluctuations in crude oil prices and supply-demand dynamics. In light of the initiatives and transformation undertaken to optimise its operations during the period under review, the performance of Zhong Hai You Qi improved in spite of the increase in its production costs as a result of the rise in the price of crude oil (one of the major raw materials used in the production of its petrochemical products), thereby decreasing the loss of Zhong Hai You Qi shared by the Group in Period 2026 as compared with that in the six months ended 30 June 2025 ("Period 2025").

**業務回顧***(續)*

**於聯營公司的投資***(續)*

除了不斷拓寬高附加值產品的銷售渠道，中海油氣亦持續推進營運節能減排和數字化改造。受到地緣政治衝突及全球貿易摩擦等多重因素交織影響，國際原油價格2026年期間初期呈現下跌走勢，惟受2026年美伊戰爭影響，其後油價再次回彈，而汽柴油、瀝青、石油焦等主要產品市場受原油價格波動及供需關係的影響呈現先漲後跌的趨勢。鑑於回顧期內就優化營運而採取的措施及轉型，儘管原油(生產其石油化工產品的主要原材料之一)價格上漲導致其生產成本上漲，惟中海油氣的業績有所改善，因此與截至2025年6月30日止六個月(「2025年期間」)相比，本集團於2026年期間攤佔中海油氣的虧損有所減少。

*(Continued)*

## 業務回顧*(續)*

### 物業租賃

The rental income from the Group's property leasing business during Period 2026 was approximately HK$43,311,000, representing a decrease of approximately 13.8%, as compared with that of approximately HK$50,234,000 during Period 2025. This was mainly due to the overall decline in rental rates in the leasing market during the period under review resulted from the continued downturn in China's real estate sector. The revenue from such segment was derived from East Gate Plaza, an investment property of the Group located in Beijing, the People's Republic of China ("PRC" or "China"), consisting of rental apartments, shops, offices and parking lots. The vacancy rate in the surrounding commercial area and residential area of East Gate Plaza rose and the rental levels dropped during Period 2026. The property management team of the Group has been striving to improve the satisfaction of existing tenants and secured a more stable customer base through multiple strategies to enhance service quality, increase customer traffic and optimise tenant experiences. Additionally, in line with market trends, the property management team has also established we-media marketing channels to promote property listings and increase brand visibility, thereby improving customer acquisition and conversion rates.

本集團物業租賃業務於2026年期間的租金收入約43,311,000港元，較2025年期間約50,234,000港元下降約13.8%，主要是由於中國房地產市場持續收縮，導致回顧期內租賃市場的租金整體下降。該分部收益來自於本集團位於中華人民共和國(「中國」)北京的一個投資物業－東環廣場，包括出租公寓、商鋪、寫字樓及停車場。於2026年期間，東環廣場的周邊商圈及住宅區的空置率上升，而租金水平有所下降，本集團物業經營團隊通過多項措施強化服務、增加客量及優化體驗，致力提高現有租戶的滿意度，獲取穩定性更強的客戶群體。此外，物業管理團隊亦順應市場趨勢建立自媒體營銷渠道，通過自媒體平台推廣房源、增加品牌曝光度，從而提高了獲客轉化率。

### 投資

The Group has made investments in certain enterprises in China which are classified by the Group as financial assets at fair value through profit or loss ("FVTPL"). As at 30 June 2026, the NT Trust Scheme (as defined below) was the most significant financial asset investment of the Group, the carrying value of which represented approximately 1.8% (31 December 2025: 1.9%) of the total assets of the Group. Further details of the NT Trust Scheme are set out below:

本集團投資於若干中國企業，並由本集團歸類為以公允值計量且其變動計入損益(「以公允值計量且其變動計入損益」)的金融資產。於2026年6月30日，NT Trust Scheme(定義如下)為本集團最重大的金融資產投資，其賬面值佔本集團總資產約1.8%(2025年12月31日：1.9%)。有關NT Trust Scheme之進一步詳情載列如下：

*(Continued)*

*(Continued)*

The Group has previously invested RMB505,000,000 (equivalent to approximately HK$581,128,000) in aggregate into a trust ("NT Trust Scheme") managed by National Trust Co., Ltd.* (國民信託有限公司), which holds a portfolio of limited liability partnerships investing in property development investments in Zhuozhou and Shenyang in the PRC. As at 30 June 2026, the carrying value of the NT Trust Scheme as measured at FVTPL, amounted to approximately HK$111,284,000 (31 December 2025: HK$117,234,000) and accounted for approximately 1.8% (31 December 2025: 1.9%) of the total assets of the Group. Out of the loss of approximately HK$15,058,000 (Period 2025: HK$14,296,000) recorded by the Group in the change in fair value of financial assets at FVTPL for Period 2026, a loss of approximately HK$10,417,000 (Period 2025: HK$11,651,000) was attributable to the fair value change of the NT Trust Scheme as at 30 June 2026. The Group did not receive any distribution from the NT Trust Scheme during Period 2026 (Period 2025: Nil). Based on the current investment strategy of the Group, its interest in the NT Trust Scheme is held for trading and classified as a current asset in its unaudited condensed consolidated statement of financial position.

The objective of the Group in relation to its investments in financial assets is to capture returns from the appreciation of the value of its investments and to receive income therefrom. The Board believes that it is necessary to expedite the sale of existing financial assets, including equity investment projects and the non-performing asset portfolio, with an aim to manage working capital and improve the Group's financial position. The Group's investment management team regularly reviews the latest progress of existing projects and actively seeks exit opportunities or potential buyers for cash inflows. During Period 2026, the Group acquired and disposed of financial asset investments for approximately RMB17,361,000 and RMB22,713,000, respectively.

**業務回顧***(續)*

**投資***(續)*

本集團先前已向一項信託(「NT Trust Scheme」)合共投資人民幣505,000,000元(相當於約581,128,000港元),該信託由國民信託有限公司管理,並持有投資於中國涿州及瀋陽物業發展投資之有限責任合夥組合。於2026年6月30日,以公允值計量且其變動計入損益的NT Trust Scheme的賬面值為約111,284,000港元(2025年12月31日:117,234,000港元),並佔本集團總資產約1.8%(2025年12月31日:1.9%)。2026年期間本集團以公允值計量且其變動計入損益的金融資產之公允值變動所錄得約15,058,000港元(2025年期間:14,296,000港元)之虧損中,約10,417,000港元(2025年期間:11,651,000港元)虧損乃歸因於NT Trust Scheme於2026年6月30日之公允值變動。於2026年期間,本集團並無收到NT Trust Scheme之任何分派(2025年期間:無)。根據本集團目前的投資策略,於NT Trust Scheme之權益乃持有待售,並於未經審核簡明綜合財務狀況表內列為流動資產。

本集團投資於金融資產旨在從其投資升值賺取回報並從中取得收入。董事會認為,為管理營運資金及改善本集團財務狀況,現階段應加快出售存量金融資產,包括股權投資項目及不良資產組合。本集團投資管理團隊定期梳理各存量項目的最新進展,並積極尋找項目退出的機會或者物色意向買家,以期獲得現金回籠。於2026年期間,本集團收購及出售分別約人民幣17,361,000元及人民幣22,713,000元的金融資產投資。

* *English name is translated for identification purpose only*

*(Continued)*

## 業務回顧*(續)*

### 新能源投資與運營

In the first half of 2026, the landscape of the new energy industry of China continued to evolve under the "15th Five-Year Plan" (2026–2030) framework, presenting updated policies and strategic opportunities for the Group to accelerate its "photovoltaics, storage, and charging" integrated business.

於2026年上半年，中國新能源行業的格局在「十五五」(2026至2030)框架下持續變化，為本集團加快「光儲充」一體化業務的最新政策及戰略機遇。

Set out below is an outline of the updated policy landscape of the new energy industry of China in the first half of 2026:

下文概述2026年上半年中國新能源行業的最新政策格局：

- Photovoltaics (PV): The policy focus has shifted from pure scale expansion to consumption capacity building and high-quality development. In June 2026, the National Energy Administration issued the Energy Sector Energy Saving and Carbon Reduction Action Plan (2026–2028), promoting building-integrated photovoltaics (BIPV) and expanding PV consumption space. Additionally, the Ministry of Finance and the State Taxation Administration announced the cancellation of VAT export rebates for PV products starting April 2026, driving the industry toward cost reduction and efficiency improvement.

- 光伏：政策重點已從單純的規模擴張轉向消納能力建設及高質量發展。2026年6月，國家能源局發佈《能源領域節能降碳行動方案(2026–2028年)》，推廣建築光伏一體化並擴大光伏消納空間。此外，財政部及國家稅務總局宣佈自2026年4月起取消光伏產品的增值稅出口退稅，推動行業向降本增效方向發展。

- Energy Storage: A major breakthrough occurred in January 2026 when the National Development and Reform Commission (NDRC) established a grid-side independent energy storage capacity tariff mechanism. This creates a "capacity guarantee + market appreciation" dual-profit model for storage projects. The New Energy System Construction "15th Five-Year" Plan released in June 2026 further mandated the development of long-duration energy storage and its application in virtual power plants and microgrids.

- 儲能：2026年1月取得重大突破，國家發展和改革委員會(國家發改委)建立了電網側獨立儲能容量電價機制。這為儲能項目創造了「容量保障+市場增值」的雙重盈利模式。2026年6月發佈的《新型能源體系建設「十五五」規劃》進一步要求發展長時儲能及其在虛擬電廠和微電網中的應用。

*(Continued)*

*(Continued)*

- Electric Vehicle (EV) Charging: In March 2026, the Ministry of Finance and other government departments launched county-level charging infrastructure subsidy trials (2026–2028), offering rewards based on power utilisation and encouraging "PV-storage-charging" integration and vehicle-to-grid (V2G) technology. Furthermore, the New Energy Heavy-Duty Truck Large-Scale Application Implementation Plan launched in May 2026 explicitly supports the construction of "wind-solar-storage-charging-swapping" integrated facilities.

The Group had started to diversify its investments in the new energy industry in 2024. To facilitate the development, investment and operation of new energy projects, the Group has established a professional team and conducted preliminary business model explorations, as well as practical case studies. In the first half of 2026, by further optimising its project management system and enhancing both internal and external collaborations to take advantage of the opportunities made available under the updated government policies described above, the Group has achieved notable results in the expansion of new energy projects. As of 30 June 2026, the Group had eight (Period 2025: six) distributed photovoltaic power generation stations already in operation and one (Period 2025: two) other project under construction, which would bring the total installed capacity of the Group to approximately 13 megawatts (MW) (Period 2025: 10 MW). These projects are located in various prefecture-level cities in the Guangdong and Hunan provinces of China, encompassing rooftop resources from a diverse range of premises, including hospitals, schools, hotels, factories and logistics parks. During Period 2026, in addition to one energy storage project under operation, the Group also had four electric vehicle charging station projects under different stages of development, with one project under operation, another one the operation of which having commenced in August 2026 and two others having been contracted. With the successive implementation and operation of these projects underway, the Group has revenue derived from distributed photovoltaic power generation of approximately HK$1,332,000 (Period 2025: HK$576,000), laying a solid foundation for its strategic layout of new energy and future sustainable development.

**業務回顧** *(續)*

**新能源投資與運營** *(續)*

- 電動汽車充電：2026年3月，財政部等政府部門啟動縣級充電基礎設施補貼試點（2026–2028年），根據用電量提供獎勵，並鼓勵「光儲充」一體化及車網互動技術。此外，2026年5月推出的《推動新能源重卡規模化應用實施方案》明確支持建設「風光儲充換」一體化設施。

本集團於2024年開始多元化投資新能源行業。為促進新能源項目的開發、投資及運營，本集團已組建專業團隊，對業務模式進行了前期探索，以及研究實踐案例。2026年上半年，本集團進一步優化了項目管理體系，深化了內外部合作以把握上文所述經更新之政府政策所提供之機遇，在新能源項目拓展上取得不錯成果。截至2026年6月30日，本集團共有分佈式光伏發電站在運營項目八個（2025年期間：六個），其他在建項目一個（2025年期間：兩個），使本集團總裝機規模達約13兆瓦(MW)（2025年期間：10MW）。該等項目分佈於中國廣東省和湖南省不同的地級市，涵蓋醫院、學校、酒店、工廠、物流園等不同業態的屋頂資源。於2026年期間，除了一個儲能項目正在營運外，本集團亦有四個處於不同發展階段的電動車充電樁項目（一個項目正在營運、一個項目於2026 年8月開始營運，而兩個項目已簽訂合約）。隨著以上項目的逐步落地和運營，本集團已就分佈式光伏發電業務錄得收入約1,332,000 港元（2025年期間：576,000 港元），為新能源戰略佈局及未來的持續發展奠定了堅實的基礎。

# CHAIRMAN'S STATEMENT 主席報告

## 前景及展望

Entering the second half of 2026, the United States formally implemented a new round of large-scale tariff policies, further exacerbating the risk of global supply chain disruption and trade friction. The year 2026, as the inaugural year of the "15th Five-Year Plan", is a critical and pivotal period for China to achieve its 2030 carbon peaking target. The macro policy tone is set as "fiscal policy as the mainstay, monetary policy as the safeguard, and structural optimization". On monetary policy, the People's Bank of China maintains a moderately accommodative stance, keeps market liquidity reasonably ample, and strengthens the coordination between monetary and fiscal policies. On fiscal policy, the proactive orientation is sustained, with greater emphasis on the balance between targeted support and risk prevention and control, so as to fully support the expansion of domestic demand and high-quality economic development. Under the current environment, the Group will follow the national strategic direction, expand the green industry chain, seize the policy opportunities in the stock operation and quality enhancement of the property leasing market, and advance the green and intelligent transformation and upgrading of its petrochemical business, firmly pursuing its strategic transformation path.

進入2026年下半年，美國正式實施新一輪大規模關稅政策，進一步加劇全球供應鏈中斷及貿易摩擦的風險。2026年作為「十五五」規劃的開局之年，是中國實現2030年碳達峰目標的關鍵與重要時期。宏觀政策以「以財政政策為主導、貨幣政策為保障，並進行結構優化」為基調。在貨幣政策方面，中國人民銀行保持適度寬鬆的立場，維持市場流動性合理充裕，並加強貨幣政策與財政政策的協調。財政政策則持續保持積極導向，進一步強調精準支持與風險防範及控制之間的平衡，以全面支持擴大內需及經濟高質量發展。在當前環境下，本集團將緊跟國家戰略方向，拓展綠色產業鏈，把握物業租賃市場存量運營與品質提升的政策機遇，並推進其石化業務的綠色與智能化轉型升級，堅定不移地推進其戰略轉型之路。

## 財務回顧

The loss attributable to the owners of the Company increased by approximately 26.2% from approximately HK$297,838,000 for Period 2025 to approximately HK$375,770,000 for Period 2026 and the basic loss per share attributable to ordinary equity holders of the Company increased from 12.92 HK cents for Period 2025 to 16.30 HK cents for Period 2026, mainly due to the following combined effects:

本公司擁有人應佔虧損由2025年期間約297,838,000港元增加約26.2%至2026年期間約375,770,000港元，而本公司普通權益持有人應佔每股基本虧損由2025年期間12.92港仙增加至2026年期間16.30港仙，主要由於以下各項的綜合影響：

(a) the decrease in revenue from the Group's property leasing business from approximately HK$50,234,000 during Period 2025 to approximately HK$43,311,000 during the Period 2026, resulted from the downturn in China's real estate sector, which had caused the commercial and residential leasing rates to drop;

(a) 本集團物業租賃業務收入由2025年期間約50,234,000港元減少至2026年期間約43,311,000港元，乃由於中國房地產市場低迷，導致商業及住宅租賃價格下跌所致；

*(Continued)*

(b) the decrease in the Group's other income, gains and losses from a gain of approximately HK$29,430,000 for Period 2025 to a loss of approximately HK$481,000 for Period 2026, which was mainly due to the following income and gain recorded by the Group for Period 2025, which were absent for Period 2026: (i) the aggregate interest income generated from the Group's loan receivables of approximately HK$14,714,000; (ii) a net gain on disposal of investment properties of approximately HK$4,607,000; and (iii) an income from leasing of motor vehicles and machineries of approximately HK$10,000,000;

(c) the decrease in the Group's impairment of financial assets, net, from approximately HK$55,243,000 for Period 2025 to approximately HK$38,441,000 for Period 2026, which was mainly attributable to the improvement in the credit quality of the Group's loan receivables under the expected credit loss model in accordance with HKFRS 9 *Financial Instruments* in Period 2026;

(d) the increase in the loss from the fair value of the investment properties of the Group from approximately HK$87,164,000 for Period 2025 to approximately HK$90,533,000 for Period 2026, which was mainly attributable to the increase in the fair value loss of the Group's investment property located in Beijing as at 30 June 2026, as compared with that as at 31 December 2025; and

**財務回顧**(*續*)

(b) 本集團其他收入、收益及虧損由2025年期間收益約29,430,000港元減少至2026年期間虧損約481,000港元，主要由於本集團於2025年期間錄得以下收入及收益，但於2026年期間並無該等收入及收益：(i)本集團應收貸款產生之利息收入總額約14,714,000港元；(ii)出售投資物業收益淨額約4,607,000港元；及(iii)出租汽車及機器收入約10,000,000港元所致；

(c) 本集團金融資產減值淨額由2025年期間約55,243,000港元減少至2026年期間約38,441,000港元，主要由於根據香港財務報告準則第9號*金融工具*之預期信貸虧損模型，本集團應收貸款之信貸質素於2026年期間有所改善所致；

(d) 本集團之投資物業公允值虧損由2025年期間約87,164,000港元增加至2026年期間約90,533,000港元，主要由於本集團位於北京的投資物業於2026年6月30日之公允值虧損較2025年12月31日增加所致；及

*(Continued)*

(e) the increase in the finance costs incurred by the Group from approximately HK$161,375,000 for Period 2025 to approximately HK$225,691,000 for Period 2026, which was mainly due to the additional default interest and surcharges on certain overdue loans in Period 2026.

Revenue for Period 2026 included (i) rental income generated from East Gate Plaza, an investment property of the Group located in Beijing, China, consisting of apartments, shops, offices and parking lots, which amounted to approximately HK$43,311,000 (Period 2025: HK$50,234,000); and (ii) income derived from distributed photovoltaic power generation, which amounted to approximately HK$1,332,000 (Period 2025: HK$576,000). The decrease in revenue was mainly due to a decrease in revenue from rental income in Period 2026 resulted from persistent contraction across China's property sector, which had caused the commercial and residential leasing rates to drop.

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The decrease in the Group's other income, gains and losses from a gain of approximately HK$29,493,000 for Period 2025 to a loss of approximately HK$481,000 for Period 2026 was mainly due to the aggregate interest income generated from the Group's loan receivables of approximately HK$14,714,000 for Period 2025 while there was no such income in Period 2026. In addition, there were a net gain on disposal of investment properties and income from leasing of motor vehicles and machineries of approximately HK$4,607,000 and HK$10,000,000, respectively in Period 2025, which were absent in Period 2026.

**財務回顧***(續)*

(e) 本集團產生之財務費用由2025年期間約161,375,000港元增加至2026年期間約225,691,000港元，主要由於2026年期間若干逾期貸款產生之額外違約利息及附加費所致。

**收益**

2026年期間收益包括(i)本集團位於中國北京的投資物業東環廣場產生之租金收入（包括公寓、店舖、辦公室及停車場）約43,311,000港元（2025年期間：50,234,000港元）；及(ii)分佈式光伏發電收入約1,332,000港元（2025年期間：576,000港元）。收益減少主要由於2026年期間租金收入減少所致，而該減少乃因中國房地產市場持續收縮，導致商業及住宅租金有所下跌所致。

**其他收入、收益及虧損**

本集團其他收入、收益及虧損由2025年期間收益約29,493,000港元減少至2026年期間虧損約481,000港元，主要由於本集團應收貸款產生之利息收入總額於2025年期間約14,714,000港元，而2026年期間並無有關收入所致。此外，2025年期間錄得出售投資物業之收益淨額及出租汽車及機器之收入分別約4,607,000港元及10,000,000港元，而2026年期間並無有關收入。

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The decrease in the Group's impairment of financial assets, net, from approximately HK$55,243,000 for Period 2025 to approximately HK$38,441,000 for Period 2026 was mainly attributable to the improvement in the credit quality of the Group's loan receivables under the expected credit loss model in accordance with HKFRS 9 *Financial Instruments* in Period 2026.

The increase in the loss from the fair value of the investment properties of the Group from approximately HK$87,164,000 for Period 2025 to approximately HK$90,533,000 for Period 2026 was mainly attributable to the increase in the fair value loss of the Group's investment property located in Beijing as at 30 June 2026, as compared with that as at 31 December 2025.

The increase in the finance costs incurred by the Group from approximately HK$161,375,000 for Period 2025 to approximately HK$225,691,000 for Period 2026 was mainly due to the additional default interest and surcharges on certain overdue loans in Period 2026.

The increase in the Group's share of losses of associates from approximately HK$15,000 for Period 2025 to approximately HK$36,303,000 for Period 2026 was attributable to the loss of Zhong Hai You Qi in the amount of approximately HK$36,303,000 shared by the Group during Period 2026, with the Group's investment in Zhong Hai You Qi being reclassified from an interest in a joint venture to an interest in an associate with effect from 14 April 2026 pursuant to the Amended Articles.

**財務回顧*(續)***

**金融資產減值淨額**

本集團金融資產減值淨額由2025年期間約55,243,000港元減少至2026年期間約38,441,000港元，主要由於根據香港財務報告準則第9號*金融工具*的預期信貸虧損模型，本集團應收貸款之信貸質素於2026年期間有所改善所致。

**投資物業之公允值變動**

本集團之投資物業之公允值虧損由2025年期間約87,164,000港元增加至2026年期間約90,533,000港元，主要由於本集團位於北京的投資物業於2026年6月30日之公允值虧損較2025年12月31日有所增加所致。

**財務費用**

本集團產生之財務費用由2025年期間約161,375,000港元增加至2026年期間約225,691,000港元，主要由於2026年期間若干逾期貸款產生之額外違約利息及附加費所致。

**攤佔聯營公司業績**

本集團攤佔聯營公司虧損由2025年期間約15,000港元增加至2026年期間約36,303,000港元，乃由於本集團於2026年期間攤佔中海油氣之虧損約36,303,000港元所致，而根據經修訂細則，本集團於中海油氣之投資自2026 年4 月14日起由於一間合營企業之權益重新分類為於一間聯營公司之權益。

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The Group's share of the results of joint ventures changed from losses of approximately HK$47,897,000 for Period 2025 to profits of approximately HK$1,217,000, as a result of (i) the loss of Zhong Hai You Qi in the amount of approximately HK$32,095,000 shared by the Group during Period 2025, while the Group's investment in Zhong Hai You Qi had been reclassified from an interest in a joint venture to an interest in an associate with effect from 14 April 2026 pursuant to the Amended Articles; and (ii) the improvement of the performance of Beijing Lingjun New Energy Technology Company Limited* (北京靈駿新能源科技有限責任公司), a joint venture of the Group principally engaged in the research and development, transfer and promotion of new energy technology, from Period 2025 to Period 2026.

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The increase in the Group's property, plant and equipment from approximately HK$75,858,000 as at 31 December 2025 to approximately HK$85,976,000 as at 30 June 2026, was mainly due to the increase in the purchase of new distributed photovoltaic power generation and electric vehicle charging station equipment by the Group during Period 2026 as a result of the development and expansion of the Group's new energy investment and operation business.

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The increase in the Group's accrued charges, rental deposits and other payables from approximately HK$1,010,891,000 as at 31 December 2025 to approximately HK$1,217,626,000 as at 30 June 2026 was mainly attributable to the increase in the accrued interest expenses and surcharges on overdue loans.

## 財務回顧*(續)*

### 攤佔合營企業業績

本集團攤佔合營企業業績由2025年期間虧損約47,897,000港元轉為溢利約1,217,000港元，乃由於(i)本集團於2025年期間攤佔中海油氣之虧損約32,095,000 港元，而根據經修訂細則，本集團於中海油氣之投資自2026 年4 月14日起由於一間合營企業之權益重新分類為一間聯營公司之權益；及(ii)本集團之一間合營企業北京靈駿新能源科技有限責任公司(主要從事新能源技術之研發、轉讓及推廣)於2025年期間至2026年期間之業績改善所致。

### 物業、廠房及設備

本集團的物業、廠房及設備由2025年12月31日約75,858,000港元增加至2026年6月30日約85,976,000港元，主要由於本集團於2026年期間發展及拓展新能源投資及運營業務而增加購買新分佈式光伏發電及電動汽車充電站設備所致。

### 應計費用、租務按金及其他應付款

本集團之應計費用、租務按金及其他應付款由2025年12月31日約1,010,891,000港元增加至2026年6月30日約1,217,626,000港元，主要由於應計利息開支及逾期貸款附加費增加所致。

* *English name is translated for identification purpose only*

## 匯兌風險

In Period 2026, the Group's principal assets, liabilities, revenue and payments were denominated in HK$, RMB and the United States dollar ("US$"). In the opinion of the Board, RMB will remain as a regulated currency in the foreseeable future. Although the market is generally anticipating an increased volatility in the RMB exchange rate, the Board does not expect that it will have any material adverse effect on the financial position of the Group. However, the Board will closely monitor the future development of the RMB exchange rate and will take appropriate actions as necessary.

於2026年期間，本集團的主要資產、負債、收入及支出均以港元、人民幣及美元（「美元」）計值。董事會認為，於可預見未來，人民幣仍然將會是受管制之貨幣。雖然市場普遍預期人民幣之波動將會增加，然而董事會預期其將不會對本集團之財務狀況構成任何重大的負面影響。然而，董事會將會密切關注人民幣匯率的未來走勢，並且在有需要時制訂適當的措施。

In addition, the Board does not anticipate that there will be any material exchange exposure to the Group in respect of other currencies.

此外，就其他外幣而言，董事會並不預期將會對本集團構成任何重大的匯兌風險。

At the end of Period 2026, the Group had no material liability denominated in any foreign currencies other than RMB. There was also no hedging transaction contracted for by the Group during Period 2026.

於2026年期間末，除人民幣外，本集團並無以任何外幣單位記賬之重大負債。同時，本集團於2026年期間並無簽訂任何合同形式的對沖交易。

## 庫務政策

The Group has adopted a conservative treasury policy under which the Group keeps its investment costs under control and manages the returns on its investments efficiently. The Group has guidelines in place to monitor and control its investment risk exposure and to manage its capital. The Group also strives to reduce its exposure to credit risk by performing ongoing credit assessments and evaluations of the financial status of its customers. The Board closely reviews the Group's liquidity position to ensure the Group has adequate liquidity to meet its funding requirements at all times.

本集團已採取保守之庫務政策，據此，本集團一直掌控其投資成本，並有效管理其投資回報。本集團已訂定指引，監督及監控其所面臨之投資風險及管理其資本。本集團亦藉著進行持續信貸評估及評價其客戶之財務狀況，致力減少其所面臨之信貸風險。董事會密切審視本集團之流動資金狀況，確保本集團在任何時候均有足夠流動資金應付其資金需求。

## 現金狀況

| | | 於202/年/月0日 *$'000* 千港元 ( ) (未經審核) | As at 31 December 2025 於2025年12月31日 *HK$'000* *千港元* (Audited) (經審核) |
|---|---|---|---|
| Restricted bank balances | 受限制銀行結餘 | 1 51 | 17,932 |
| Cash and bank balances | 現金及銀行結餘 | 5,/0 | 10,273 |
| | | 2 /0 | 28,205 |

The decrease in the cash and bank balances of the Group from approximately HK$10,273,000 as at 31 December 2025 to approximately HK$5,609,000 as at 30 June 2026 was mainly due to the payment of professional expenses during Period 2026. The cash and bank balances of the Group as at 30 June 2026 were mainly denominated in RMB as shown below.

本集團於2026年6月30日的現金及銀行結餘約5,609,000港元，較於2025年12月31日的約10,273,000港元有所減少，主要是由於2026年期間支付專業開支所致。於2026年6月30日，本集團之現金及銀行結餘主要以人民幣計值(如下所述)。

*(Continued)*

*(Continued)*

**庫務政策**(續)

**現金狀況**(續)

As at 30 June 2026, the Group's cash and bank balances were denominated in the following currencies:

於2026年6月30日，本集團之現金及銀行結餘按下列貨幣計值：

| | | 0 ᵃ、 2026/ 於202/ 年 / 月 0日 ( ) (未經審核) | As at 31 December 2025 於2025年12月31日 (Audited) (經審核) |
|---|---|---|---|
| HK$ | 港元 | 1.2% | 4.1% |
| RMB | 人民幣 | . % | 95.9% |
| | | 100% | 100% |

The Group conducted its business almost exclusively in RMB except that certain transactions were conducted in HK$ and US$. The conversion of RMB into HK$, US$ or other foreign currencies has been based on the rates set by the People's Bank of China. The value of RMB against HK$, US$ and other foreign currencies may fluctuate and is affected by factors such as changes in the PRC's political and economic conditions. The Group has not adopted any financial instruments for hedging purposes. However, the Group will constantly assess the foreign exchange risk it encounters so as to decide on the hedging policy required against the possible foreign exchange risk that may arise.

除若干交易以港元及美元進行外，本集團絕大部分業務均以人民幣進行。人民幣兌港元、美元或其他外幣乃按照中國人民銀行設定的匯率兌換。人民幣兌港元、美元及其他外幣的價值或會波動，並受中國政治及經濟狀況變化等因素的影響。本集團並無採用任何金融工具作對沖用途。然而，本集團將持續評估所面臨的外匯風險，以針對可能出現的外匯風險釐定所需的對沖政策。

*(Continued)*

**庫務政策**(續)

**營運資金及借款**

As at 30 June 2026, the Group's total borrowings amounted to approximately HK$3,718,403,000 in aggregate. The composition of these borrowings is summarised below:

於2026年6月30日，本集團之借款總額約為3,718,403,000港元。該等借款的組成概述如下：

| | | 0 [illegible] 202[illegible] 於202[illegible] 年 [illegible] 月 0日 *$'000 千港元* ( ) (未經審核) | As at 31 December 2025 於2025年12月31日 *HK$'000 千港元* (Audited) (經審核) |
|---|---|---|---|
| Short term borrowings | 短期借款 | [illegible] | 3,153,314 |
| Long term borrowings | 長期借款 | [illegible] | 377,997 |
| Total borrowings | 借款總額 | [illegible] | 3,531,308 |
| Less: cash and bank balances | 減：現金及銀行結餘 | [illegible] | 10,273 |
| Net borrowings | 借款淨額 | [illegible] | 3,521,035 |

Interests for all borrowings of the Group for Period 2026 were charged at fixed and floating rates ranging from 3.3% per annum to 12.0% per annum (Period 2025: 5.0% per annum to 27.6% per annum).

於2026年期間，本集團所有借款之利息均是以固定及浮動利率計算，介乎年利率3.3%至年利率12.0%（2025年期間：年利率5.0%至年利率27.6%）。

*(Continued)*

**庫務政策**(續)

*(Continued)*

**營運資金及借款**(續)

As at 30 June 2026, the long and short term borrowings of the Group which remained outstanding were denominated as follows:

於2026年6月30日，本集團尚未償還之長期及短期借款按下列貨幣計值：

| | | 於2026年6月30日 *千港元* (未經審核) | As at 31 December 2025 於2025年12月31日 *HK$'000* *千港元* (Audited) (經審核) |
|---|---|---|---|
| RMB | 人民幣 | [illegible] | 3,531,308 |

As at 30 June 2026, the long and short term borrowings of the Group which remained outstanding carried fixed and floating interest rates as follows:

於2026年6月30日，本集團尚未償還之長期及短期借款按固定及浮動利率計息的分類如下：

| | | 於2026年6月30日 *千港元* (未經審核) | As at 31 December 2025 於2025年12月31日 *HK$'000* *千港元* (Audited) (經審核) |
|---|---|---|---|
| Fixed interest rates | 固定利率 | [illegible] | 1,444,923 |
| Floating interest rates | 浮動利率 | [illegible] | 2,086,385 |
| | | [illegible] | 3,531,308 |

*(Continued)*

*(Continued)*

As at 30 June 2026, the maturity profile of the long and short term borrowings of the Group was as follows:

**庫務政策**(續)

**營運資金及借款**(續)

於2026年6月30日，本集團長期及短期借款到期情況如下：

| | | 0 ﹠ 2026 於202 年 月 0日 $'000 千港元 ( ) (未經審核) | As at 31 December 2025 於2025年12月31日 HK$'000 千港元 (Audited) (經審核) |
|---|---|---|---|
| Bank loans repayable: | 應償還銀行貸款： | | |
| Within one year or on demand | 一年內或按要求 | 4/0 | 128,791 |
| In the second year | 第二年 | 1 | – |
| In the third to fifth years, inclusive | 第三至第五年（包括首尾兩年） | 5,2 | – |
| Over five years | 五年以上 | 2/ | – |
| | | 1 2,/ / | 128,791 |
| Other loans repayable: | 應償還其他貸款： | | |
| Within one year or on demand | 一年內或按要求 | 5 , 1 | 3,024,523 |
| In the second year | 第二年 | | 321,514 |
| In the third to fifth years, inclusive | 第三至第五年（包括首尾兩年） | 11/ ,0 0 | 56,480 |
| | | 5 5 / | 3,402,517 |
| | | 1 0 | 3,531,308 |

As at 30 June 2026, the gearing ratio (calculated as total borrowings over equity attributable to owners of the Company) and the current ratio (calculated as current assets over current liabilities) of the Group were 352% (31 December 2025: 253%) and 0.52x (31 December 2025: 0.58x), respectively. These ratios are key performance indicators used by the management of the Group to measure the Group's level of leverage to ensure the Group has the liquidity to meet its financial obligations at all times. The Group will strive to improve its liquidity by expediting its collection of outstanding loan receivables and disposal of financial asset investments (including equity investments and non-performing assets portfolio) which will bring a reasonable return to the Group.

於2026年6月30日，本集團之借貸比率(即借款總額除以本公司擁有人應佔股權計算所得)及流動比率(即流動資產除以流動負債計算所得)分別為352%(2025年12月31日：253%)及0.52x(2025年12月31日：0.58x)。該等比率為本集團管理層用以計量本集團槓桿水平之主要表現指標，以確保本集團於任何時候有可應付其財務責任之流動資金。本集團將通過加快收回未償還應收貸款及出售金融資產投資(包括股權投資及不良資產組合)以致力改善其流動性，其將為本集團帶來合理回報。

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**庫務政策** *(續)*

*(Continued)*

**營運資金及借款** *(續)*

As at 30 June 2026, the Group had cash and bank balances of approximately HK$6 million, and interest-bearing bank and other borrowings with an aggregate carrying amount of approximately HK$3,460 million which were due to be repaid within 12 months from the end of the reporting period, including (i) borrowing of approximately HK$2,367 million which has not been repaid according to the scheduled repayment date before the end of the reporting period; and (ii) borrowings of approximately HK$1,093 million with original maturity dates within one year. Pursuant to a court order issued in the Chinese Mainland in June 2024, certain bank balances and other assets of the Group were frozen due to the non-payment of overdue other borrowing with an outstanding principal amount of approximately HK$203 million ("Overdue Other Borrowing"), and a settlement plan was under negotiation between the Group and the relevant creditor. The Group has been actively liaising with the lender for settlement of the court order in relation to the Overdue Other Borrowing. The Group has also been negotiating with the relevant lenders for extension of the repayment date of certain of the aforesaid borrowings.

於2026年6月30日，本集團之現金及銀行結餘約為6,000,000港元，而賬面總值約為3,460,000,000港元之計息銀行及其他借款須自報告期末起十二個月內償還，包括(i)於報告期末前尚未按照預定還款日期償還之借款約2,367,000,000港元；及(ii)原定到期日為一年內之借款約1,093,000,000港元。根據於2024年6月中國內地法院頒佈的法令，由於未能償還本金金額約為203,000,000 港元之逾期其他借款(「逾期其他借款」)，因此本集團若干銀行結餘及其他資產已凍結，而本集團目前正在與相關債權人協商清償方案。本集團一直積極聯絡貸款人，以就有關逾期其他借款之法院命令達成和解。本集團亦一直就延長若干上述借款之還款日期與相關貸款人進行磋商。

In addition, on 27 June 2024, the Company and Guangdong Zhuguang Group Company Limited* (廣東珠光集團有限公司) ("Guangdong Zhuguang"), an independent third party, entered into a loan assignment agreement (as amended and supplemented by the supplemental agreement dated 22 January 2025) ("Loan Assignment Agreement"), pursuant to which the Company has agreed to sell and transfer, and Guangdong Zhuguang has agreed to purchase from the Company all the rights, title, benefits and interests of the Company to, in and under the loan agreements ("Loan Agreements") entered into between the Company together with six of its wholly-owned subsidiaries as lenders and a total of 54 independent third party borrowers (including but not limited to the loans ("Loans") with total outstanding principal amount and interest of approximately RMB2,251 million (equivalent to approximately HK$2,590 million) as at 30 June 2026 advanced by the Group under the Loan Agreements and all security created thereunder) accruing thereto from 1 January 2024 ("Loan Interest"), whereas the consideration shall be satisfied by Guangdong Zhuguang by (i) entering into a deed of novation to assume the obligations

此外，於2024年6月27日，本公司與一名獨立第三方廣東珠光集團有限公司(「廣東珠光」)訂立貸款轉讓協議(經日期為2025年1月22日的補充協議修訂及補充)(「貸款轉讓協議」)，據此本公司已同意出售及轉讓，而廣東珠光同意向本公司購買本公司連同其六家全資附屬公司(作為貸款人)與合共54名獨立第三方借款人訂立之貸款協議(「貸款協議」)中及其項下自2024年1月1日起計入本公司之一切權利、所有權、利益及權益(包括但不限於2026年6月30日本集團根據貸款協議墊付之未償還本金總額及利息約人民幣2,251,000,000元(相當於約2,590,000,000港元)之貸款(「貸款」)以及其項下設立之所有抵押)(「貸款權益」)，而代價須由廣東珠光以下列方式償付：(i)訂立轉移契約以承擔東環(北京)物業管理有限公司(「北京東環」，本公司一間全資附屬公司)於兩份委託貸款協議(「委託貸款協議」)的義務(包括但不限於未償還本金總額約人民幣1,880,000,000元(相當於約

* *English name is translated for identification purpose only*

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of East Gate (Beijing) Property Management Co., Ltd.* (東環(北京)物業管理有限公司) ("Beijing East Gate"), a wholly-owned subsidiary of the Company, under two entrusted loan agreements ("Entrusted Loan Agreements") (including but not limited to the repayment obligation of the underlying entrusted loans ("Entrusted Loans") in the aggregate outstanding principal amount of approximately RMB1,880 million (equivalent to approximately HK$2,075 million), the release of all existing charges, guarantee and pledge of shares, and the provision of new charge(s), guarantee and/or pledge of shares pursuant to the requests of the entrusting party and the lender, if required) ("Debt Novation"); and (ii) assignment of certain car parking spaces located in the Guangdong province of the PRC ("Target Properties"), at completion of the transactions ("Transactions") contemplated under the Loan Assignment Agreement ("Completion"). Completion is conditional upon and subject to, among others, the passing by the independent shareholders of the Company at an extraordinary general meeting ("EGM") convened by the Company of all necessary resolution(s) to approve the Loan Assignment Agreement and the Transactions. At the EGM held on 28 February 2025, the Loan Assignment Agreement and the Transactions have been approved by the shareholders of the Company. The Transactions, if materialised, would provide a good opportunity to the Group to substantially recover a large portion of the outstanding amount owed to the Group under the Loan Agreements within a foreseeable timeframe and in a relatively short period of time, thereby minimising the uncertainty and the credit risks associated with the Loan Interest and the administrative costs to be incurred by the Group for collecting the outstanding Loan Interest, and the Debt Novation would provide a good opportunity for the Group to settle the Entrusted Loans as the rights and liabilities of the Group under the Entrusted Loan Agreements would be discharged. The transfer of the Target Properties to the Group would allow the Group to enlarge and diversify its investment properties portfolio with high quality assets, as well as to strengthen the income base of the Group and to generate stable cash flows to the Group. As more time was

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**庫務政策** *(續)*

**營運資金及借款** *(續)*

2,075,000,000港元) 的相關委託貸款 (「委託貸款」) 償還義務、解除所有現有抵押、擔保及股份質押，及根據委託方及貸款人要求提供新抵押、擔保及／或股份質押 (倘需要)) (「債務轉移」)；以及(ii)於貸款轉讓協議項下擬進行之交易 (「交易事項」) 完成 (「完成」) 時轉讓位於中國廣東省之若干停車位 (「目標物業」)。完成須待 (其中包括) 本公司獨立股東在本公司召開之股東特別大會 (「股東特別大會」) 上通過批准貸款轉讓協議和交易事項的所有必要決議案後方可落實。於2025年2月28日舉行之股東特別大會上，貸款轉讓協議及交易事項已獲本公司股東批准。倘落實交易事項，其將為本集團提供良機以在可預見的時間範圍及相對較短的時間內大幅收回貸款協議項下大部分結欠本集團的未償還款項，從而最大限度地減少與貸款權益相關的不確定性及信貸風險及本集團將就收取未償還貸款權益而產生的行政費用，債務轉移可為本集團提供清償委託貸款的良機，而本集團於委託貸款協議項下的權利及負債可獲解除。向本集團轉讓目標物業可使本集團能夠擴大及多元化其優質資產的投資物業組合，並加強本集團的收入基礎及為本集團產生穩定的現金流量。由於需要更多時間以達成貸款轉讓協議的先決條件，尤其是完成債務轉移，貸款轉讓協議未能在貸款轉讓協議規定的最後截止日期 (「最後截止日期」) 2025年12月31日或之前完成。截至本中期財務報告日期，貸款轉讓協議各方仍在討論及落實貸款轉讓協議的補充協議，以延長最後截止日期並修訂貸款轉讓協議的先決條件。貸款轉讓協議及交易

*(Continued)*

*(Continued)*

required to fulfil the conditions to the Loan Assignment Agreement, in particular, the completion of the Debt Novation, completion of the Loan Assignment Agreement did not take place on or before 31 December 2025, being the long stop date ("Long Stop Date") prescribed under the Loan Assignment Agreement. As at the date of this interim financial report, the parties to the Loan Assignment Agreement are still discussing and finalising the supplemental agreement to the Loan Assignment Agreement to extend the Long Stop Date and amend the conditions to the Loan Assignment Agreement. Further details of the Loan Assignment Agreement and the Transactions are set out in the announcements of the Company dated 27 June 2024, 31 July 2024, 30 August 2024, 30 September 2024, 31 October 2024, 31 December 2024, 22 January 2025 and 31 December 2025 and the circular of the Company dated 12 February 2025.

During the period under review, Beijing East Gate became subject to claims ("Claims") filed by Guangzhou Chengtou Investment Company Limited* (廣州市城投投資有限公司) and Guangzhou Chengtou Jiapeng Industrial Investment Fund Management Company Limited* (廣州城投佳朋產業投資基金管理有限公司) (collectively, the "Entrusting Parties"). The Claims arose from alleged breaches of the Entrusted Loan Agreements by Beijing East Gate, under which Beijing East Gate shall repay the two Entrusted Loans with respective original principal amounts of RMB1,880 million and RMB100 million (both carrying an interest of 9% per annum), which were secured by Beijing East Gate's property pledges, an equity pledge provided by Winner Property Limited ("Winner Property"), a wholly-owned subsidiary of the Company, and guarantees provided by Guangdong Zhuguang, the Company, and the chairman of the Company, Mr. Chu Hing Tsung ("Mr. Chu", together with Guangdong Zhuguang and the Company, collectively, the "Guarantors"). The Entrusting Parties alleged that Beijing East Gate had failed to repay the Entrusted Loans as scheduled since 20 January 2024. Consequently, the Company received from the Guangdong Province Guangzhou Intermediate People's Court a statement of claim filed by each of the Entrusting

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**庫務政策** *(續)*

**營運資金及借款** *(續)*

事項之進一步詳情載於本公司日期為2024年6月27日、2024年7月31日、2024年8月30日、2024年9月30日、2024年10月31日、2024年12月31日、2025年1月22日及2025年12月31日之公佈以及本公司日期為2025年2月12日之通函。

於回顧期間，北京東環遭廣州市城投投資有限公司及廣州城投佳朋產業投資基金管理有限公司(統稱為「委託方」)提出索償(「索償」)。索償源於指稱北京東環違反委託貸款協議，據此北京東環應償還兩項委託貸款，其原定本金分別為人民幣1,880,000,000元及人民幣100,000,000元，年利率均為9%，並由北京東環之物業抵押、Winner Property Limited(「Winner Property」，本公司一間全資附屬公司)之股權質押，以及廣東珠光、本公司及本公司主席朱慶凇先生(「朱先生」，與廣東珠光及本公司統稱為「擔保人」)提供之保證作為擔保。委託方指稱，北京東環自2024年1月20日起未能按期償還委託貸款。因此，本公司收到委託方各自向廣東省廣州市中級人民法院提出的起訴狀以(其中包括)起訴北京東環、Winner Property及擔保人，要求立即償還與委託貸款相關之未償還本金、應計利息及違約利息、滯納金、佣金

*(Continued)*

*(Continued)*

Parties against, among others, Beijing East Gate, Winner Property and the Guarantors, seeking immediate repayment of outstanding principal, accrued and default interest, late charges, commissions and surcharges in relation to the Entrusted Loans of approximately RMB2,720.7 million in aggregate. The Company is currently negotiating settlement plans with the Entrusting Parties and will update the shareholders of the Company as necessary. Details of the Claims are set out in the announcement of the Company dated 27 May 2026.

Up to the date of approval of this interim financial report, except for the Overdue Other Borrowing and the Entrusted Loans, the Group has not received any demand for immediate repayment of its bank and other borrowings.

In view of the above circumstances, the Directors have given careful consideration to the Group's future liquidity requirements, operating performance and available sources of financing in assessing the Group's ability to continue operating as a going concern. The following plans and measures are formulated to manage the working capital and improve the financial position of the Group:

(i) the Group will continue its negotiations with the lenders of certain bank and other borrowings or other financial institutions on the settlement and/or refinancing of the borrowings;

(ii) the Group will continue to implement measures for the disposal of the outstanding loan receivables and loan interest receivables;

(iii) the Group will continue to take measures to expedite the disposal of financial asset investments, including equity investments and non-performing assets portfolio; and

(iv) the Group will obtain additional credit facilities from existing and other lenders as and when needed.

**庫務政策** *(續)*

**營運資金及借款** *(續)*

及附加費用，合計約人民幣2,720,700,000元。本公司現正與委託方磋商和解方案，並將視需要向本公司股東作出最新情況通報。索償詳情載於本公司日期為2026 年5月27日之公佈內。

截至批准本中期財務報告日期，除逾期其他借款及委託貸款外，本集團並無收到任何須即時償還銀行及其他借款之要求。

鑑於上述情況，董事在評估本集團持續經營能力時，已仔細考慮本集團未來流動資金需求、經營業績及可用資金來源。為管理營運資金並改善本集團財務狀況，已制定以下計劃及措施：

(i) 本集團將繼續就借款清償及／或再融資與若干銀行及其他借款之貸款人或其他金融機構進行磋商；

(ii) 本集團將繼續實施出售未償還應收貸款及應收貸款利息的措施；

(iii) 本集團將繼續採取措施，以加快處置金融資產投資，包括股權投資及不良資產組合；及

(iv) 本集團將於需要時向現有及其他貸款人獲取額外信貸融資。

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**庫務政策** *(續)*

*(Continued)*

**營運資金及借款** *(續)*

The Directors have reviewed the Group's cash flow projections prepared by management, which cover a period of not less than twelve months from 30 June 2026. They are of the opinion that, taking into account the above-mentioned plans and measures, the Group will have sufficient working capital to finance its operations and to meet its financial obligations as and when they fall due. Accordingly, the Directors are satisfied that it is appropriate to prepare the condensed consolidated financial statements of the Group on a going concern basis.

董事已審閱管理層所編製涵蓋自2026年6月30日起不少於十二個月期間的本集團現金流量預測。彼等認為，經考慮上述計劃及措施，本集團將擁有充足營運資金為其營運提供資金及履行其到期的財務責任。因此，董事信納按持續經營基準編製本集團的簡明綜合財務報表屬適當。

Notwithstanding the above, significant uncertainties exist as to whether the Group is able to achieve its plans and measures as described above. Whether the Group will be able to continue as a going concern would depend on (i) the successful settlement of the court order in relation to the Overdue Other Borrowing and the Claims in relation to the Entrusted Loans; (ii) the successful and timely implementation of the plans and measures for the disposal of financial asset investments, outstanding loan receivables and loan interest receivables; (iii) the continual support from the existing lenders of the Group such that they will not demand for immediate repayment of the relevant borrowings; and (iv) the successful obtaining of new sources of financing as and when needed.

儘管上文所述，本集團能否實現上述計劃及措施仍存在重大不確定性。本集團能否持續經營取決於(i)能否就有關逾期其他貸款及有關委託貸款之索償之法院命令成功達成和解；(ii)出售金融資產投資、未償還應收貸款及應收貸款利息的計劃及措施能否成功並及時實施；(iii)本集團現有貸款人的持續支援，即其不會要求立即償還相關借款；及(iv)需要時成功獲得新的融資來源。

Should the Group be unable to achieve the above-mentioned plans and measures and operate as a going concern, adjustments would have to be made to write down the carrying values of the Group's assets to their recoverable amounts, to provide for any further liabilities which might arise and to reclassify non-current assets and non-current liabilities as current assets and current liabilities, respectively. The effects of these adjustments have not been reflected in the Company's unaudited condensed consolidated financial statements for Period 2026 set out in this interim financial report.

倘本集團未能實現上述計劃及措施且無法持續經營，則須進行調整以將本集團資產的賬面值撇減至可收回金額、就可能產生的任何進一步負債計提撥備，以及將非流動資產及非流動負債分別重新分類為流動資產及流動負債。該等調整的影響尚未在本中期財務報告所載本公司於2026年期間的未經審核簡明綜合財務報表內反映。

As at 30 June 2026, the Group pledged certain investment properties, and plant and machinery with aggregate carrying values of approximately HK$1,841,197,000 and HK$2,533,000, respectively (31 December 2025: HK$1,858,250,000 and HK$2,487,000), to secure general banking facilities granted to the Group, other loans and other payables to an independent third party.

**資產抵押**

於2026年6月30日，本集團已將其賬面總額分別為約1,841,197,000港元及2,533,000港元（2025年12月31日：1,858,250,000港元及2,487,000港元）之若干投資物業以及廠房及機器作為本集團獲授予一般性銀行融資、其他貸款及一名獨立第三方的其他應付款的條件。

As at 30 June 2026, the Group had no capital expenditures contracted for but not provided for in its unaudited condensed consolidated financial statements in respect of the purchase of property, plant and equipment (31 December 2025: HK$9,849,000) and unlisted equity securities (31 December 2025: HK$55,000).

**承擔**

於2026年6月30日，就購買物業、廠房及設備而言，本集團並無已訂約但尚未於其未經審核簡明綜合財務報表中計提之資本開支（2025年12月31日：9,849,000港元）及非上市股本證券（2025年12月31日：55,000港元）。

As at 30 June 2026, the Group provided corporate guarantees of approximately HK$409,997,000 (31 December 2025: HK$518,320,000) in respect of the loans granted to an associate of the Group, which was a joint venture of the Group as at 31 December 2025.

Save for the corporate guarantees mentioned above and the Claims disclosed in the section headed "Treasury Policy – Working Capital and Borrowings" above in this Chairman's Statement of this interim financial report, the Group did not have any contingent liabilities as at 30 June 2026.

**或然負債**

於2026年6月30日，本集團為本集團一家聯營公司（其於2025年12月31日為本集團的合營企業）的貸款提供約409,997,000港元（2025年12月31日：518,320,000港元）的企業擔保。

除上文所述之企業擔保及本中期財務報告主席報告上文「庫務政策－營運資金及借款」一節所披露之索償外，本集團於2026年6月30日並無任何或然負債。

As at 30 June 2026, the shareholders' fund of the Company was approximately HK$1,055,947,000, representing a decrease of approximately HK$338,591,000 or approximately 24.3%, as compared to that of approximately HK$1,394,538,000 as at 31 December 2025. The decrease was mainly contributed by (i) the loss attributable to the owners of the Company for Period 2026; and (ii) the exchange gain arising from the translation of foreign operations credited to exchange translation reserve due to the appreciation of the RMB against HK$ during Period 2026.

**股本結構**

於2026年6月30日，本公司之股東資金約為1,055,947,000港元，較2025年12月31日約1,394,538,000港元減少約338,591,000港元或約24.3%。減少主要由於以下事項所致：(i)2026年期間的本公司擁有人應佔虧損；及(ii)因人民幣兌港元於2026年期間升值，導致換算海外業務產生之匯兌收益計入匯兌換算儲備。

As at 30 June 2026, the Group employed 50 employees (31 December 2025: 55 employees) in Hong Kong and in the PRC. Total employee benefit expenses for Period 2026 were approximately HK$22,887,000, as compared to those of approximately HK$20,632,000 for Period 2025.

During Period 2026, the Group offered its employees competitive remuneration packages, which were consistent with the prevailing market practices in the relevant jurisdictions. The remuneration package for each employee of the Group contains a combination or modification of some or all of the following four main components: (i) basic salary; (ii) incentive bonus; (iii) share options (no share option scheme of the Company is in force as at the date of this interim financial report); and (iv) other benefits, such as statutory retirement scheme and medical insurance. Incentive bonus and share options for each employee are determined with reference to the employee's position, performance and ability to contribute to the overall success of the Group. The Group's remuneration policies remained unchanged during Period 2026. The employees of the Group are remunerated according to their respective job nature, market conditions, individual performance and qualifications. As the Group views career development as an important aspect of its employees, ongoing training has been provided to its employees according to the needs of the Group during Period 2026.

The Board has resolved not to declare any interim dividend for the six months ended 30 June 2026 (Period 2025: Nil).

## 人力資源

於2026年6月30日，本集團於香港及中國共聘用50名員工（2025年12月31日：55名員工）。於2026年期間，僱員福利開支總額為約22,887,000港元，而2025年期間為約20,632,000港元。

於2026年期間，本集團為其僱員提供符合相關司法權區現行市場慣例且具有競爭性的薪酬制度。本集團各僱員之薪酬組合為下列四個主要成分之部分或全部之組合或修改：(i)基本工資；(ii)獎勵花紅；(iii)購股權（本公司於本中期財務報告日期並無生效之購股權計劃）；及(iv)其他福利，如法定退休計劃及醫療保險。各僱員之獎勵花紅及購股權乃參照僱員狀況、表現及其對本集團整體成功之貢獻能力釐定。本集團的薪酬政策於2026年期間內維持不變。本集團根據僱員各自的工作性質、市場情況、個人表現及資歷向僱員提供薪酬。由於本集團將事業發展視為其僱員的重要方面，故本集團已於2026年期間根據其需求向僱員提供持續的培訓。

## 中期股息

董事會議決不宣派任何截至2026年6月30日止六個月的中期股息（2025年期間：無）。

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During Period 2026, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the listed securities (including treasury shares) of the Company.

**購回、出售或贖回本公司的上市證券**

於2026年期間，本公司或其任何附屬公司概無購回、出售或贖回本公司任何上市證券（包括庫存股份）。

The Group had no significant event after the end of the period under review and up to the date of this interim financial report.

**報告期後事項**

本集團於回顧期結束後至本中期財務報告日期並無任何重大事項。

The Board would like to express its appreciation and gratitude to the shareholders of the Company ("Shareholders") for their support and all the Group's employees for their hard work and dedication in carrying out their duties and in achieving the Group's business goals.

**致謝**

本集團有賴本公司股東（「股東」）的鼎力支持和全體員工努力不懈的竭誠服務以達至本集團的業務目標，董事會向彼等致以深切謝意。

On behalf of the Board

*Chairman, Co-Chief Executive Officer and Executive Director*

Hong Kong, 28 August 2026

代表董事會
**銀建國際控股集團有限公司**
*主席、聯席行政總裁兼執行董事*
**朱慶淞**

香港，2026年8月28日

## 企業管治

The Company is committed to maintaining high standards of corporate governance in the interests of the Shareholders.

為符合股東利益，本公司致力維持高水平的企業管治。

Except for the deviations specified below, the Company has complied with all the applicable code provisions set out in the Corporate Governance Code ("Code") contained in Part 2 of Appendix C1 to the Rules ("Listing Rules") Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited ("Stock Exchange") then in force throughout Period 2026.

除下文所述之偏離事件外，本公司於2026年期間已遵守當時生效之香港聯合交易所有限公司(「聯交所」)證券上市規則(「上市規則」)附錄C1第2部分所載之《企業管治守則》(「守則」)之所有適用守則條文。

Code provision C.2.1 of the Code stipulates that the roles of chairman and chief executive should be separate and should not be performed by the same individual. During the period under review, the Company did not have a separate chairman and chief executive officer as Mr. Chu assumed both the roles of the chairman ("Chairman") and one of the co-chief executive officers of the Company. The Board believes that vesting both the roles of chairman and chief executive officer/co-chief executive officer in the same person has the benefit of ensuring consistent leadership within the Group and enables more effective and efficient overall strategic planning for the Group. The Board considers that the balance of power and authority for the present arrangement will not be impaired and this structure will enable the Company to make and implement decisions efficiently.

守則之守則條文第C.2.1條規定，主席及行政總裁之角色應有區分，不應由同一名人士兼任。於回顧期間，由於朱先生擔任本公司主席(「主席」)兼其中一名聯席行政總裁，故本公司並無獨立之主席及行政總裁職位。董事會相信由同一名人士兼任主席及行政總裁／聯席行政總裁之角色，可確保本集團內之貫徹領導及可令本集團之整體策略規劃更有效及具效率。董事會認為目前安排之權力及授權平衡將不受削弱，而此架構將得以使本公司有效作出及推行決策。

Pursuant to Code Provision B.2.4(b) of the Code, where all the independent non-executive directors of an issuer have served more than nine years on the board, the issuer should appoint a new independent non-executive director on the board at the forthcoming annual general meeting. As at the date of the annual general meeting ("AGM") of the Company (i.e. 29 June 2026), the two independent non-executive Directors, namely, Mr. Zhang Lu and Mr. Hung Muk Ming, had served more than nine years on the Board. However, the Company was unable to appoint a new independent non-executive Director to the Board at the AGM as it was still in the course of identifying a suitable candidate then. Following the resignation of Mr. Liang Qing ("Mr. Liang") with effect from 15 May 2026, Mr. Zeng Wenying ("Mr. Zeng") was appointed as an independent non-executive Director with effect from 14 August 2026.

根據守則之守則條文第B.2.4(b)條，若發行人的董事會內所有獨立非執行董事均在任超過九年，發行人應在下次的股東週年大會上委任一名新的獨立非執行董事加入董事會。於本公司股東週年大會(「股東週年大會」)日期(即2026年6月29日)，兩名獨立非執行董事(即張璐先生及洪木明先生)已於董事會在任超過九年。然而，由於本公司當時仍在物色合適人選，故未能於股東週年大會上委任一名新的獨立非執行董事加入董事會。繼梁青先生(「梁先生」)之辭任自2026年5 月15日起生效後，曾文穎先生(「曾先生」)獲委任為獨立非執行董事，自2026年8 月14日起生效。

*(Continued)*

Pursuant to Code Provision B.3.5 of the Code, issuers should appoint at least one director of a different gender to the nomination committee. During Period 2026, the nomination committee of the Company comprised directors of single gender. The Company has been in the course of identifying a suitable candidate.

**- .10(1), .10 .21**

Upon the resignation of Mr. Liang as an independent non-executive Director and a member of each of the audit committee of the Company ("Audit Committee") and the remuneration committee of the Company ("Remuneration Committee") with effect from 15 May 2026, the Company had only two independent non-executive Directors. From 15 May 2026 to 13 August 2026, the Company did not meet (i) the minimum number of independent non-executive directors required under Rule 3.10(1) of the Listing Rules; (ii) the requirement under Rule 3.10A of the Listing Rules which stipulates that independent non-executive directors must represent at least one-third of the board; and (iii) the minimum number of members of the audit committee required under Rule 3.21 of the Listing Rules. Following the appointment of Mr. Zeng as an independent non-executive Director with effect from 14 August 2026, the Company has been in compliance with Rules 3.10(1), 3.10A and 3.21 of the Listing Rules.

The Company has adopted codes of conduct regarding securities transactions by Directors and by relevant employees (as defined in the Code) on terms no less exacting than the required standards set out in the Model Code for Securities Transactions by Directors of Listed Issuers ("Model Code") contained in Appendix C3 to the Listing Rules.

On specific enquiries made, all Directors confirmed that they have complied with the required standards set out in the Model Code and the Company's code of conduct regarding Directors' securities transactions during Period 2026.

**企業管治** *(續)*

根據守則之守則條文第B.3.5條，發行人應委任至少一名不同性別之董事加入提名委員會。於2026年期間，本公司之提名委員會由單一性別之董事組成。本公司一直在物色合適人選。

**不符合上市規則第 .10(1)、 .10 及 .21條**

繼梁先生辭任獨立非執行董事以及本公司審核委員會(「審核委員會」)及本公司薪酬委員會(「薪酬委員會」)各自之成員(自2026年5月15日起生效)後，本公司僅有兩名獨立非執行董事。自2026年5月15日至2026年8月13日，本公司未能符合(i)上市規則第3.10(1)條所規定之獨立非執行董事最低人數；(ii)上市規則第3.10A條所規定獨立非執行董事必須佔董事會成員人數至少三分之一之規定；及(iii)上市規則第3.21條所規定之審核委員會成員最低人數。隨著曾先生獲委任為獨立非執行董事(自2026年8月14日起生效)，本公司已符合上市規則第3.10(1)、3.10A及3.21條之規定。

**遵守標準守則**

本公司就董事及有關僱員(定義見守則)進行證券交易的行為守則，已採納不遜於上市規則附錄C3所載之《上市發行人董事進行證券交易的標準守則》(「標準守則」)所訂的標準。

經具體查詢後，所有董事均確認於2026年期間內已遵守標準守則及本公司有關董事證券交易行為守則所訂的標準。

## 董事資料變動

Pursuant to Rule 13.51B(1) of the Listing Rules, there were changes in the information required to be disclosed in accordance with paragraphs (a) to (e) and (g) of Rule 13.51(2) of the Listing Rules in the course of the Directors' term of office.

根據上市規則第13.51B(1)條，董事任期內之資料變動須根據上市規則第13.51(2)條(a)至(e)及(g)段予以披露。

With effect from 15 June 2026, the remuneration of Mr. Zhang Wenguang, an executive Director, shall consist of a salary of RMB1,875,000 per annum, a discretionary bonus of up to RMB625,000 per annum subject to his performance, a director's fee of HK$400,000 per annum and discretionary share options to be granted by the Board from time to time as it may think fit, while the remuneration of Mr. Weng Jian, an executive Director, shall consist of a salary of RMB1,800,000 per annum, a director's fee of HK$400,000 per annum, a discretionary management bonus and discretionary share options to be granted by the Board from time to time as it may think fit.

自2026年6月15日起，執行董事張文廣先生之薪酬應包括每年人民幣1,875,000元之薪金、每年最多人民幣625,000元之酌情花紅(視其表現而定)、每年400,000港元之董事袍金及董事會不時認為可能適當時授出之酌情購股權，而執行董事翁健先生之薪酬應包括每年人民幣1,800,000元之薪金、每年400,000港元之董事袍金、酌情管理層花紅及董事會不時可能認為可能適當時授出之酌情購股權。

With effect from 15 May 2026, Mr. Liang has resigned as an independent non-executive Director, and a member of each of the Audit Committee and the Remuneration Committee.

自2026年5月15日起，梁先生已辭任獨立非執行董事以及審核委員會及薪酬委員會各自之成員。

With effect from 14 August 2026, Mr. Zeng has been appointed as an independent non-executive Director and a member of each of the Audit Committee and the Remuneration Committee.

自2026年8月14日起，曾先生已辭任獨立非執行董事以及審核委員會及薪酬委員會各自之成員。

Save as the aforesaid, the Company has not been advised by the Directors of any change in the information required to be disclosed pursuant to paragraphs (a) to (e) and (g) of Rule 13.51(2) of the Listing Rules since its last update to the Shareholders.

除上述者外，本公司未獲董事告知自其上一次向股東發佈最新消息後有任何資料變動須根據上市規則第13.51(2)條(a)至(e)及(g)段予以披露。

## 購買股份或債權證的安排

At no time during Period 2026 was the Company or any of its subsidiaries a party to any arrangements to enable the Directors to acquire benefits by means of acquisition of shares in, or debentures of, the Company or any other body corporate, and neither the Directors nor the chief executive of the Company nor any of their spouse or children under the age of 18, had, or had been granted, any right to subscribe for the equity or debt securities of the Company or any of its associated corporations, or had exercised any such right.

本公司或其任何附屬公司概無於2026年期間的任何時間以訂約一方身份訂立任何安排以促使董事可藉購入本公司或任何其他法人實體的股份或債權證以得益，亦概無董事或本公司最高行政人員或任何彼等配偶或18歲以下子女，授出或獲授予任何權利可認購本公司或其任何相聯法團之股本或債務證券或曾行使任何該等權利。

## 審核委員會

The Company has established an audit committee with written terms of reference in compliance with the Listing Rules. The primary duties of the Audit Committee are to review and supervise the financial reporting process and risk management and internal control systems of the Group. From 1 January 2026 to 14 May 2026, the Audit Committee comprised three independent non-executive Directors, namely, Mr. Hung Muk Ming, Mr. Zhang Lu and Mr. Liang. From 15 May 2026 to 13 August 2026, the Audit Committee comprised two independent non-executive Directors, namely, Mr. Hung Muk Ming and Mr. Zhang Lu. From 14 August 2026 up to the date of this interim financial report, the Audit Committee comprised three independent non-executive Directors, namely, Mr. Hung Muk Ming, Mr. Zhang Lu and Mr. Zeng. Mr. Hung Muk Ming has been the chairman of the Audit Committee.

本公司根據上市規則成立審核委員會，其具有書面職權範圍。審核委員會的主要職責為審閱及監督本集團財務報告流程及風險管理及內部控制系統。自2026年1月1日至2026年5月14日，審核委員會由三名獨立非執行董事組成，即洪木明先生、張璐先生及梁先生。自2026年5月15日至2026年8月13日，審核委員會由兩名獨立非執行董事組成，即洪木明先生及張璐先生。自2026年8月14日至本中期財務報告日期，審核委員會由三名獨立非執行董事組成，即洪木明先生、張璐先生及曾先生。洪木明先生為審核委員會主席。

The Group's unaudited condensed consolidated financial statements for Period 2026 and this interim financial report have been reviewed and accepted by the Audit Committee on 28 August 2026.

本集團於2026年期間的未經審核簡明綜合財務報表及本中期財務報告已獲審核委員會於2026年8月28日審閱及接納。

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## 董事及最高行政人員於本公司股份、相關股份及債權證之權益及淡倉

As at 30 June 2026, save as disclosed below, no other Directors or the chief executives of the Company had any interests or short positions in any Shares, underlying Shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")) as recorded in the register required to be kept by the Company under Section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code:

於2026年6月30日，除下文所披露者外，概無其他董事或本公司最高行政人員於本公司或其任何相聯法團(定義見證券及期貨條例(「證券及期貨條例」)第XV部)的股份、相關股份或債權證中，擁有根據證券及期貨條例第352條須存置於本公司的登記冊或根據標準守則須以其他方式知會本公司及聯交所的權益或淡倉：

**股份之好倉**

| 董事名稱 | 身份 | 所擁有權益之股份數目 | *(Note 1)* 約佔已發行股份百分比 *(附註1)* |
|---|---|---|---|
| Mr. Chu<br>朱先生 | Interest of a controlled corporation *(Note 2)*<br>受控制法團權益 *(附註2)* | 679,890,022 | 29.50% |
| Chen Yongcun<br>陳永存 | Beneficial owner<br>實益擁有人 | 700,000 | 0.03% |

*Notes:*

1. The total number of issued Shares as at 30 June 2026 (i.e. 2,304,849,611 Shares) has been used for the calculation of the approximate percentage of shareholdings in the Company.

2. According to the disclosure of interest notice filed by Mr. Chu on 8 April 2026, Mr. Chu directly held 34.06% of the issued shares of Rong De Investments Limited ("Rong De"), the beneficial owner of such 679,890,022 Shares. Accordingly, Mr. Chu is deemed to be interested in the Shares held by Rong De pursuant to Part XV of the SFO. To the best knowledge of the Directors, the aforesaid 679,890,022 Shares have been pledged by Rong De to The Bank of New York Mellon, Hong Kong Branch ("BNY HK").

*附註：*

1. 於2026年6月30日之已發行股份總數(即2,304,849,611股)已用作計算本公司之持股概約百分比。

2. 根據朱先生於2026年4月8日提交之權益披露通知，朱先生直接持有該679,890,022股股份之實益擁有人融德投資有限公司(「融德」)34.06%的已發行股份。因此，根據證券及期貨條例第XV部，朱先生被視為於融德持有之股份中擁有權益。據董事所知，上述679,890,022股股份已由融德質押予The Bank of New York Mellon香港分行(「BNY HK」)。

## 主要股東於股份及相關股份之權益及淡倉

As at 30 June 2026, the following persons (other than the Directors or chief executives of the Company) had interests or short positions in the Shares or underlying Shares, as recorded in the register required to be kept by the Company under Section 336 of the SFO:

於2026年6月30日，以下人士（除董事或本公司最高行政人員以外）於本公司根據證券及期貨條例第336條規定須予存置的登記冊記錄所顯示，擁有股份或相關股份之權益或淡倉：

### 股份之好倉

| 主要股東名稱 | 身份 | 所擁有權益之股份數目 | *(Note 1)* 約佔已發行股份百分比 *(附註1)* |
|---|---|---|---|
| Central Huijin Investment Ltd. ("Central Huijin")<br>中央匯金投資有限責任公司（「中央匯金」） | Interest of controlled corporations *(Note 2)*<br>受控制法團權益 *(附註2)* | 450,300,000 | 19.54% |
| | Interest of controlled corporations *(Note 3)*<br>受控制法團權益 *(附註3)* | 679,890,022 | 29.50% |
| China Cinda Asset Management Co., Ltd. ("China Cinda")<br>中國信達資產管理股份有限公司（「中國信達」） | Interest of controlled corporations *(Note 2)*<br>受控制法團權益 *(附註2)* | 450,300,000 | 19.54% |
| China Cinda (HK) Holdings Company Limited ("Cinda HK Holdings")<br>中國信達（香港）控股有限公司（「信達香港控股」） | Interest of controlled corporations *(Note 2)*<br>受控制法團權益 *(附註2)* | 450,300,000 | 19.54% |
| China Cinda (HK) Asset Management Co., Limited ("Cinda HK Asset Management")<br>中國信達（香港）資產管理有限公司（「信達香港資產管理」） | Interest of a controlled corporation *(Note 2)*<br>受控制法團權益 *(附註2)* | 450,300,000 | 19.54% |
| CCAM Capital Limited ("CCAM")<br>CCAM Capital Limited（「CCAM」） | Beneficial owner *(Note 2)*<br>實益擁有人 *(附註2)* | 450,300,000 | 19.54% |
| Agricultural Bank of China Limited ("ABCL")<br>中國農業銀行股份有限公司（「中國農業銀行」） | Interest of controlled corporations *(Note 3)*<br>受控制法團權益 *(附註3)* | 679,890,022 | 29.50% |
| ABC International Holdings Limited ("ABCIHL")<br>農銀國際控股有限公司（「農銀國際」） | Interest of controlled corporations *(Note 3)*<br>受控制法團權益 *(附註3)* | 679,890,022 | 29.50% |

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**主要股東於股份及相關股份之權益及淡倉** *(續)*

*(Continued)*

*(Continued)*

**股份之好倉** *(續)*

| **主要股東名稱** | **身份** | **所擁有權益之股份數目** | *(Note 1)* **約佔已發行股份百分比** *(附註1)* |
|---|---|---|---|
| ABCI Investment Management Limited ("ABCIIML")<br>農銀國際投資管理有限公司(「農銀國際投資管理」) | Interest of a controlled corporation *(Note 3)*<br>受控制法團權益 *(附註3)* | 679,890,022 | 29.50% |
| Heroic Day Limited ("Heroic Day")<br>英日有限公司(「Heroic Day」) | Security interest *(Note 3)*<br>抵押權益 *(附註3)* | 679,890,022 | 29.50% |
| Cheung Fong Wing ("Mr. Cheung")<br>張芳榮(「張先生」) | Interest of a controlled corporation *(Note 4)*<br>受控制法團權益 *(附註4)* | 679,890,022 | 29.50% |
| Quan Xing Holdings Limited ("Quan Xing")<br>荃興控股有限公司(「荃興」) | Security interest *(Note 4)*<br>抵押權益 *(附註4)* | 679,890,022 | 29.50% |
| China Orient Asset Management (International) Holding Limited ("COAM International")<br>中國東方資產管理(國際)控股有限公司(「東方資產國際」) | Security interest *(Note 5)*<br>抵押權益 *(附註5)* | 679,890,022 | 29.50% |
| The Bank of New York Mellon Corporation ("BNY Corporation")<br>The Bank of New York Mellon Corporation(「BNY Corporation」) | Interest of a controlled corporation *(Note 6)*<br>受控制法團權益 *(附註6)* | 679,890,022 | 29.50% |
| Mr. Liao Tengjia ("Mr. Liao")<br>廖騰佳先生(「廖先生」) | Interest of a controlled corporation *(Note 7)*<br>受控制法團權益 *(附註7)* | 679,890,022 | 29.50% |
| Rong De<br>融德 | Beneficial owner *(Note 7)*<br>實益擁有人 *(附註7)* | 679,890,022 | 29.50% |

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## 主要股東於股份及相關股份之權益及淡倉

*(Continued)*

*(續)*

*Notes:*

*附註：*

1. The total number of issued Shares as at 30 June 2026 (i.e. 2,304,849,611 Shares) has been used for the calculation of the approximate percentage of shareholdings in the Company.

1. 於2026年6月30日之已發行股份總數(即2,304,849,611股)已用作計算本公司之持股概約百分比。

2. According to the disclosure of interest notice filed by Central Huijin on 14 February 2025, Central Huijin directly held 58% of the issued shares of China Cinda, which in turn held 100% of the issued shares of Cinda HK Holdings, while Cinda HK Holdings held 100% of the issued shares of Cinda HK Asset Management, which in turn held 100% of the issued shares of CCAM, the beneficial owner of such 450,300,000 Shares. Therefore, Central Huijin, China Cinda, Cinda HK Holdings and Cinda HK Asset Management are deemed to be interested in the Shares held by CCAM pursuant to Part XV of the SFO.

2. 根據中央匯金於2025年2月14日提交之權益披露通知，中央匯金直接持有中國信達58%的已發行股份，而中國信達持有信達香港控股100%的已發行股份，信達香港控股持有信達香港資產管理100%的已發行股份，信達香港資產管理則持有該450,300,000股股份之實益擁有人CCAM 100%的已發行股份。因此，中央匯金、中國信達、信達香港控股及信達香港資產管理根據證券及期貨條例第XV部被視為擁有CCAM所持有股份之權益。

3. According to the disclosure of interest notice filed by Central Huijin on 8 April 2026, Central Huijin directly held 40.14% of the issued shares of ABCL, which in turn held 100% of the issued shares of ABCIHL. ABCIHL held 100% of the issued shares of ABCIIML, which in turn held 100% of the issued shares of Heroic Day, which had security interest in such 679,890,022 Shares. Therefore, Central Huijin, ABCL, ABCIHL and ABCIIML are deemed to be interested in the Shares held by Heroic Day pursuant to Part XV of the SFO.

3. 根據中央匯金於2026年4月8日提交之權益披露通知，中央匯金直接持有中國農業銀行已發行股份之40.14%，而中國農業銀行則持有農銀國際已發行股份之100%。農銀國際持有農銀國際投資管理已發行股份之100%，而農銀國際投資管理則持有該679,890,022股股份之抵押權益持有人Heroic Day 100%的已發行股份。因此，根據證券及期貨條例第XV部，中央匯金、中國農業銀行、農銀國際及農銀國際投資管理被視為於Heroic Day持有之股份中擁有權益。

4. According to the disclosure of interest notice filed by Mr. Cheung on 8 April 2026, Mr. Cheung directly held 100% of the issued shares of Quan Xing, which had security interest in such 679,890,022 Shares. Therefore, Mr. Cheung is deemed to be interested in the Shares held by Quan Xing pursuant to Part XV of the SFO.

4. 根據張先生於2026年4月8日提交之權益披露通知，張先生直接持有該679,890,022股股份之抵押權益持有人荃興100%的已發行股份。因此，根據證券及期貨條例第XV部，張先生被視為於荃興持有之股份中擁有權益。

5. According to the disclosure of interest notice filed by COAM International on 9 April 2026, China Orient Asset Management Co., Ltd. ("COAM") directly held 100% of the issued shares of Dong Yin Development (Holdings) Limited ("Dong Yin"), which in turn held 100% of the issued shares of Wise Leader Assets Ltd ("Wise Leader"), while Wise Leader and Dong Yin each held 50% of the issued shares of COAM International. COAM International held 100% of Blooming Rose Enterprises Corp. ("Blooming Rose"), which held 679,890,022 Shares. Therefore, COAM, Dong Yin, Wise Leader and COAM International are deemed to be interested in the Shares held by Blooming Rose pursuant to Part XV of the SFO.

5. 根據東方資產國際於2026年4月9日提交之權益披露通知，中國東方資產管理股份有限公司(「東方資產」)直接持有東銀發展(控股)有限公司(「東銀」)已發行股份之100%，而東銀持有Wise Leader Assets Ltd(「Wise Leader」)已發行股份之100%，同時Wise Leader及東銀各自持有東方資產國際已發行股份之50%。東方資產國際持有該679,890,022股股份持有人Blooming Rose Enterprises Corp.(「Blooming Rose」)100%。因此，根據證券及期貨條例第XV部，東方資產、東銀、Wise Leader及東方資產國際被視為於Blooming Rose持有之股份中擁有權益。

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*(Continued)*

*Notes: (Continued)*

6. According to the disclosure of interest notice filed by BNY Corporation on 1 April 2026, BNY Corporation directly held 100% of the issued shares of The Bank of New York Mellon ("BNY"), which held such 679,890,022 Shares. Therefore, BNY Corporation is deemed to be interested in the Shares held by BNY pursuant to Part XV of the SFO.

7. According to the disclosure of interest notice filed by Mr. Liao on 8 April 2026, Mr. Liao directly held 36% of the issued shares of Rong De, the beneficial owner of such 679,890,022 Shares. Therefore, Mr. Liao is deemed to be interested in the Shares held by Rong De pursuant to Part XV of the SFO. To the best knowledge of the Directors, the aforesaid 679,890,022 Shares have been pledged by Rong De to BNY HK.

Save as disclosed above, as at 30 June 2026, the Company had not been notified of any persons (other than the Directors or chief executives of the Company) who had interests or short positions in the Shares and underlying Shares, which would fall to be disclosed under Section 336 of the SFO.

**主要股東於股份及相關股份之權益及淡倉**
***(續)***

*附註：(續)*

6. 根據BNY Corporation於2026年4月1日提交之權益披露通知，BNY Corporation直接持有該679,890,022股股份之持有人The Bank of New York Mellon（「BNY」）100%的已發行股份。因此，根據證券及期貨條例第XV部，BNY Corporation被視為於BNY持有之股份中擁有權益。

7. 根據廖先生於2026年4月8日提交之權益披露通知，廖先生直接持有該679,890,022股股份之實益擁有人融德已發行股份之36%。因此，根據證券及期貨條例第XV部，廖先生被視為於融德持有之股份中擁有權益。據董事所知，上述679,890,022股股份已由融德質押予BNY HK。

除上文所披露者外，於2026年6月30日，本公司並無接獲於股份及相關股份中擁有權益或淡倉的任何人士（不包括董事或本公司高級行政人員）通知，其根據證券及期貨條例第336條規定須予披露。

# CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS 簡明綜合損益表

*For the six months ended 30 June 2026*
*截至2026年6月30日止六個月*

| | | | 截至6月30日止六個月 | |
|---|---|---|---|---|
| | | *Notes*<br>*附註* | 2026<br>*HK$'000*<br>*千港元*<br>(未經審核) | 2025<br>*HK$'000*<br>*千港元*<br>(Unaudited)<br>(未經審核) |
| Revenue | 收益 | *5* | [illegible] | 50,810 |
| Direct operating expenses | 直接經營開支 | | [illegible] | (4,111) |
| | | | [illegible] | 46,699 |
| Other income, gains and losses | 其他收入、收益及虧損 | *5* | [illegible] | 29,493 |
| Change in fair value of financial assets at fair value through profit or loss ("FVTPL") | 以公允值計量且其變動計入損益(「以公允值計量且其變動計入損益」)的金融資產之公允值變動 | | [illegible] | (14,296) |
| Change in fair value of investment properties | 投資物業之公允值變動 | *11* | [illegible] | (87,164) |
| Impairment of financial assets, net | 金融資產減值淨額 | *17* | [illegible] | (55,243) |
| Administrative expenses | 行政費用 | | [illegible] | (34,616) |
| Finance costs | 財務費用 | *6* | [illegible] | (161,375) |
| Share of results of: | 攤佔下列之業績: | | | |
| – associates | –聯營公司 | | [illegible] | (15) |
| – joint ventures | –合營企業 | | [illegible] | (47,897) |
| Loss before taxation | 除稅前虧損 | *8* | [illegible] | (324,414) |
| Tax credit | 稅項抵免 | *7* | [illegible] | 24,804 |
| Loss for the period | 期內虧損 | | [illegible] | (299,610) |
| Loss attributable to: | 以下各方應佔虧損: | | | |
| – Owners of the Company | –本公司擁有人 | | [illegible] | (297,838) |
| – Non-controlling interests | –非控股權益 | | [illegible] | (1,772) |
| | | | [illegible] | (299,610) |
| | **本公司普通權益持有人應佔每股虧損** | | | |
| – Basic and diluted (HK cents per share) | –基本及攤薄(每股港仙) | *9* | [illegible] | (12.92) |

# CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME 簡明綜合全面收益表

*For the six months ended 30 June 2026*
*截至2026年6月30日止六個月*

| | | 截至 月 日止六個月 | 0 |
|---|---|---|---|
| | | 202 | 2025 |
| | | *$'000* | *HK$'000* |
| | | *千港元* | *千港元* |
| | | ( ) | (Unaudited) |
| | | (未經審核) | (未經審核) |
| | **期內虧損** | ( ,12 ) | (299,610) |
| | **期內其他全面收益** | | |
| Other comprehensive income that may be reclassified to profit or loss in subsequent periods: | 後期可重新分類至損益之其他全面收益： | | |
| Exchange differences on translation of foreign operations | 換算海外業務產生之匯兌差額 | 0,1 | 31,659 |
| Total other comprehensive income that may be reclassified to profit or loss in subsequent periods | 後期可重新分類至損益之其他全面收益總額 | 0,1 | 31,659 |
| Other comprehensive loss that will not be reclassified to profit or loss in subsequent periods: | 後期不可重新分類至損益之其他全面虧損： | | |
| Loss arising on property revaluation | 重估物業產生之虧損 | ( 1 ) | (729) |
| Total other comprehensive loss that will not be reclassified to profit or loss in subsequent periods | 後期不可重新分類至損益之其他全面虧損總額 | ( 1 ) | (729) |
| , | **期內其他全面收益(除稅後)** | , / 1 | 30,930 |
| | **期內全面虧損總額** | ( / ,2/ ) | (268,680) |
| Total comprehensive (loss)/income attributable to: | 以下各方應佔全面(虧損)／收益總額： | | |
| – Owners of the Company | 一本公司擁有人 | ( , 1) | (268,441) |
| – Non-controlling interests | 一非控股權益 | 2, 2 | (239) |
| | | ( / ,2/ ) | (268,680) |

# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION 簡明綜合財務狀況表

*At 30 June 2026*
*於2026年6月30日*

| | | Notes<br>附註 | 0<br>於 月 0日<br>202<br>$'000<br>千港元<br>( )<br>(未經審核) | As at<br>31 December<br>於12月31日<br>2025<br>HK$'000<br>千港元<br>(Audited)<br>(經審核) |
|---|---|---|---|---|
| - | **非流動資產** | | | |
| Investment properties | 投資物業 | *11* | 1, 1,0 2 | 1,908,783 |
| Property, plant and equipment | 物業、廠房及設備 | *12* | 5, | 75,858 |
| Right-of-use assets | 使用權資產 | | 1 ,0 | 19,154 |
| Interests in associates | 聯營公司權益 | *13* | 1,0 1, 00 | 189,442 |
| Interests in joint ventures | 合營企業權益 | *13* | | 875,772 |
| Amount due from an associate | 應收一家聯營公司款 | *14* | 1 , | 400,378 |
| Amounts due from joint ventures | 應收合營企業款 | *14* | 1 , | 163,066 |
| Financial assets at FVTPL | 以公允值計量且其變動計入損益的金融資產 | | 1,000 | 1,000 |
| Total non-current assets | 非流動資產總值 | | , 5 ,02 | 3,633,453 |
| | **流動資產** | | | |
| Trade receivables | 應收賬款 | *15* | 0 | 10,428 |
| Deposits, prepayments and other receivables | 按金、預付款及其他應收款 | | 0 , | 594,120 |
| Amounts due from joint ventures | 應收合營企業款 | *14* | 1, 2 | 1,703 |
| Loan receivables | 應收貸款 | *16* | 1, , | 1,628,023 |
| Financial assets at FVTPL | 以公允值計量且其變動計入損益的金融資產 | | 20 , | 218,448 |
| Restricted bank balances | 受限制銀行結餘 | | 1 1 | 17,932 |
| Cash and bank balances | 現金及銀行結餘 | | 5, 0 | 10,273 |
| Total current assets | 流動資產總值 | | 2, , 2 | 2,480,927 |
| | **流動負債** | | | |
| Accrued charges, rental deposits and other payables | 應計費用、租務按金及其他應付款 | | 1,21 , 2 | 1,010,891 |
| Interest-bearing bank and other borrowings | 計息銀行及其他借款 | *20* | 5 | 3,153,314 |
| Taxation payable | 應付稅項 | | 10 5 | 107,651 |
| Lease liabilities | 租賃負債 | | 1, 11 | 1,960 |
| Total current liabilities | 流動負債總值 | | , , 2 | 4,273,816 |

# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION 簡明綜合財務狀況表

*At 30 June 2026*
*於2026年6月30日*

| | | Notes<br>附註 | 0<br>於 月 0日<br>202<br>$'000<br>千港元<br>( )<br>(未經審核) | As at<br>31 December<br>於12月31日<br>2025<br>HK$'000<br>千港元<br>(Audited)<br>(經審核) |
|---|---|---|---|---|
| | **淨流動負債** | | (2,2 0, 1 ) | (1,792,889) |
| | **資產總值減流動負債** | | 1, 2, 10 | 1,840,564 |
| - | **非流動負債** | | | |
| Interest-bearing bank and other borrowings | 計息銀行及其他借款 | *20* | 2 2 | 377,994 |
| Lease liabilities | 租賃負債 | | 1 , 2 | 18,376 |
| Deferred tax liabilities | 遞延稅項負債 | *21* | ,2 | 107,868 |
| Total non-current liabilities | 非流動負債總值 | | 2, | 504,238 |
| Net assets | 淨資產 | | 1,000, | 1,336,326 |
| | **股權**<br>**本公司擁有人應佔股權** | | | |
| Share capital | 股本 | *19* | , 2 , 1 | 3,626,781 |
| Reserves | 儲備 | | (2, 0, ) | (2,232,243) |
| | | | 1,0 , | 1,394,538 |
| Non-controlling interests | 非控股權益 | | ( , ) | (58,212) |
| Total equity | 股權總值 | | 1,000, | 1,336,326 |

*Note:* The Company's auditor did not express an opinion on the Group's consolidated financial statements for the year ended 31 December 2025 due to scope limitation relating to appropriateness of going concern. Even had there been no scope limitation relating to appropriateness of going concern which precluded the Company's auditor from expressing an opinion on the consolidated financial statements, the opinion of the Company's auditor would have been qualified due to scope limitations in respect of the loan receivables and related loan interest receivables of the Group with a carrying amount of approximately HK$1,628 million, net of loss allowance and approximately HK$437 million, net of loss allowance, respectively, as at 31 December 2025. Further details are set out in the auditor's report included in the Company's annual report for the year ended 31 December 2025.

*附註：* 由於存在與持續經營適當性相關之範圍限制，本公司核數師並無對本集團截至2025年12月31日止年度之綜合財務報表發表意見。即使並無存在與持續經營適當性相關之範圍限制而導致本公司核數師無法對綜合財務報表發表意見，惟鑑於本集團於2025年12月31日賬面值分別約1,628,000,000港元(扣除虧損撥備)及約437,000,000港元(扣除虧損撥備)之應收貸款及相關應收貸款利息的範圍限制，本公司核數師之意見仍屬保留意見。進一步詳情載於本公司截至2025年12月31日止年度之年報內的核數師報告。

# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY 簡明綜合權益變動報表

*For the six months ended 30 June 2026*
*截至2026年6月30日止六個月*

| | | 本公司擁有人應佔 | | | | | | |
|---|---|---|---|---|---|---|---|---|
| | | 股本 | 資產重估儲備 | 匯兌儲備 | 累計虧損 | 小計 | 非控股權益 | 股權總值 |
| | | *$'000* | *$'000* | *$'000* | *$'000* | *$'000* | *$'000* | *$'000* |
| | | *千港元* | *千港元* | *千港元* | *千港元* | *千港元* | *千港元* | *千港元* |
| 1 202/ | 於202/年1月1日 | ,/2/ ;_ 1 | /,1 J | /,JdJ | (2, 0J,0 2) | 1, d,Jd | (J ,212) | 1, >/, 2/ |
| Loss for the period | 期內虧損 | | | | ( _rJ ;,__0) | ( _rJ ;,__0) | ( Jd) | ( _r_/ ,12d) |
| Other comprehensive income/(loss) for the period: | 期內其他全面收益／(虧損)： | | | | | | | |
| Exchange differences on translation of foreign operations | 換算海外業務產生之匯兌差額 | | | r-d | | r-d | 2/ 2 | d0,1 rJ |
| Loss arising on property valuation, net of tax | 物業估值產生之虧損(除稅後) | | ( 1d) | | | ( 1d) | | ( 1d) |
| | **期內全面虧損總額** | | ( 1d) | r-d | ( _rJ ;,__0) | ( J 1) | 2, 2 | ( /,2/ ) |
| 0 202/ ( ) | 於202/年/月 0日(未經審核) | ,/2/ ;_ 1 | J, 21 | _r-d,1d_r_ | (2,/ 0, 02) | 1,0JJ, d_r_ | (JJ, d) | 1,000,0/ |
| At 1 January 2025 | 於2025年1月1日 | 3,626,781 | 37,781 | (8,941) | (1,332,070) | 2,323,551 | 311,238 | 2,634,789 |
| Loss for the period | 期內虧損 | – | – | – | (297,838) | (297,838) | (1,772) | (299,610) |
| Other comprehensive income/(loss) for the period: | 期內其他全面收益／(虧損)： | | | | | | | |
| Exchange differences on translation of foreign operations | 換算海外業務產生之匯兌差額 | – | – | 30,126 | – | 30,126 | 1,533 | 31,659 |
| Loss arising on property valuation, net of tax | 物業估值產生之虧損(除稅後) | – | (729) | – | – | (729) | – | (729) |
| Total comprehensive loss for the period | 期內全面虧損總額 | – | (729) | 30,126 | (297,838) | (268,441) | (239) | (268,680) |
| Loss on restructuring of a subsidiary | 重組一家附屬公司之虧損 | – | – | – | (27,283) | (27,283) | (349,907) | (377,190) |
| At 30 June 2025 (Unaudited) | 於2025年6月30日(未經審核) | 3,626,781 | 37,052 | 21,185 | (1,657,191) | 2,027,827 | (38,908) | 1,988,919 |

# CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS 簡明綜合現金流量表

*For the six months ended 30 June 2026*
*截至2026年6月30日止六個月*

| | | 截至 月 日止六個月 | 0 |
|---|---|---|---|
| | | 202 | 2025 |
| | | *$'000* | *HK$'000* |
| | | *千港元* | *千港元* |
| | | ( ) | (Unaudited) |
| | | （未經審核） | （未經審核） |
| ( )/ | **經營業務（所用）／所得之淨現金流量** | (45,012) | 8,976 |
| | **投資業務所得現金流量** | | |
| Interest received | 已收利息 | 20 | 5,111 |
| Purchases of items of property, plant and equipment | 購入物業、廠房及設備項目 | (10,/ /4) | (23,349) |
| Proceeds from disposal of property, plant and equipment | 出售物業、廠房及設備所得款項 | | 1 |
| Receipt of loan receivables | 收取應收貸款 | | 78,000 |
| Increase in restricted bank balances | 受限制銀行結餘增加 | ( 1 ) | (4,688) |
| Net cash flows (used in)/from investing activities | 投資業務（所用）／所得淨現金流量 | (11,5/ ) | 55,075 |
| | **融資業務所得現金流量** | | |
| Proceeds from borrowings | 借款所得款項 | 200,255 | 16,996 |
| Repayment of borrowings | 償還借款 | (14/ ,_14) | (37,986) |
| Principal portion of lease payments | 租賃付款之本金部分 | (500) | (2,015) |
| Net cash flows from/(used in) financing activities | 融資業務所得／（所用）淨現金流量 | 5 ,041 | (23,005) |
| ( )/ | **現金及現金等值（減少）／增加淨額** | ( ,5 4) | 41,046 |
| Cash and cash equivalents at the beginning of the period | 現金及現金等值期初數額 | 10,2_ | 4,908 |
| Effect of foreign currency rate changes, net | 外幣匯率變動之影響，淨額 | (1,1 0) | 1,615 |
| | **現金及現金等值期末數額** | 5,/ 0 | 47,569 |
| | **現金及現金等值結餘分析** | | |
| Cash and bank balances | 現金及銀行結餘 | 5,/ 0 | 47,569 |

**1.**

As at 30 June 2026, the Group had cash and bank balances of approximately HK$6 million and the Group's interest-bearing bank and other borrowings with an aggregate carrying amount of approximately HK$3,460 million were due to be repaid within 12 months from the end of the reporting period, including (i) borrowing of approximately HK$2,367 million which has not been repaid according to the scheduled repayment date before the end of the reporting period; and (ii) borrowings of approximately HK$1,093 million with original maturity dates within the year. Pursuant to a court order issued in the Chinese Mainland in June 2024, certain bank balances and other assets of the Group were frozen due to the non-payment of an overdue other borrowing with an outstanding principal amount of approximately HK$203 million ("Overdue Other Borrowing"), and a settlement plan was under negotiation between the Group and the relevant creditor. As at the date of approval of these unaudited condensed consolidated financial statements, the Group has been actively liaising with the lender for settlement of the court order in relation to the Overdue Other Borrowing and negotiating with the relevant lenders for extension of the repayment date of certain of the other aforesaid borrowings.

**1. 呈列基準**

於2026年6月30日，本集團之現金及銀行結餘約為6,000,000港元，而本集團賬面總值約為3,460,000,000港元之計息銀行及其他借款須自報告期末起十二個月內償還，包括(i)於報告期末前尚未按照預定還款日期償還之借款約2,367,000,000港元；及(ii)原定到期日為一年內之借款約1,093,000,000港元。根據於2024年6月中國內地法院頒佈的法令，由於未能償還本金總額約203,000,000港元之逾期其他借款(「逾期其他借款」)，因此本集團若干銀行結餘及其他資產已凍結，而本集團目前正在與相關債權人協商清償方案。於批准該等未經審核簡明綜合財務報表日期，本集團一直積極聯絡貸款人，以就有關逾期其他借款之法院命令達成和解，並就延長若干其他上述借款之還款日期與相關貸款人進行磋商。

**1.** *(Continued)*

In June 2024, the Company entered into a loan assignment agreement ("Loan Assignment Agreement") with Guangdong Zhuguang Group Company Limited* (廣東珠光集團有限公司) ("Guangdong Zhuguang"), an independent third party, to assign all the rights, title, benefits and interests of the Company to, in and under the loan agreements in relation to 54 loans (the total outstanding principal amount and interest of which amounted to approximately HK$2,590 million as at 30 June 2026) advanced by the Group to certain independent third party borrowers, which would allow the Group to substantially recover a large portion of the outstanding amount owed to the Group under such loans within a foreseeable timeframe and in a relatively short period of time upon completion of the transactions contemplated under the Loan Assignment Agreement ("Completion"), while the consideration shall be satisfied by Guangdong Zhuguang by, among others, entering into a deed of novation to assume the obligations of East Gate (Beijing) Property Management Co., Ltd.* (東環(北京)物業管理有限公司) ("Beijing East Gate"), a wholly-owned subsidiary of the Company, under two entrusted loan agreements ("Entrusted Loan Agreements") at Completion. During the period under review, Beijing East Gate became subject to claims ("Claims") filed by Guangzhou Chengtou Investment Company Limited* (廣州市城投投資有限公司) and Guangzhou Chengtou Jiapeng Industrial Investment Fund Management Company Limited* (廣州城投佳朋產業投資基金管理有限公司) (collectively, the "Entrusting Parties"). The Claims arose from alleged breaches of the Entrusted Loan Agreements by Beijing East Gate, under which Beijing East Gate shall repay the two entrusted loans ("Entrusted Loans") with respective original principal amounts of RMB1,880 million and RMB100 million (both carrying an interest of 9% per annum), which were secured by Beijing East Gate's property pledges, an equity pledge provided by Winner Property Limited ("Winner Property"), a wholly-owned subsidiary of the Company, and guarantees provided by Guangdong Zhuguang, the Company, and the chairman of the Company, Mr. Chu Hing Tsung (collectively, the "Guarantors"). The Entrusting Parties alleged that Beijing East Gate had failed to repay the Entrusted Loans as scheduled since 20 January 2024. Consequently, the Company received from the Guangdong Province Guangzhou Intermediate People's Court a statement of claim filed by each of the Entrusting Parties against, among others, Beijing East Gate, Winner Property and the Guarantors, seeking immediate repayment of the outstanding principal, accrued and default interests, late charges, commissions and surcharges in relation to the Entrusted Loans of approximately RMB2,721 million in aggregate. The Company is currently negotiating settlement plans with the Entrusting Parties.

**1.** **呈列基準***(續)*

於2024年6月，本公司與一名獨立第三方廣東珠光集團有限公司(「廣東珠光」)訂立貸款轉讓協議(「貸款轉讓協議」)，轉讓本公司於有關本集團向若干獨立第三方借款人墊付之54筆貸款(於2026年6月30日，該等貸款之未償還本金總額及利息約為2,590,000,000港元)的貸款協議中及其項下之一切權利、所有權、利益及權益，此舉可讓本集團在可預見之時限內及於貸款轉讓協議項下擬進行之交易完成(「完成」)時在相對較短之時間內大量收回該等貸款下之大部分結欠本集團的未償還款項，而廣東珠光將(其中包括)於完成時訂立轉移契約以承擔東環(北京)物業管理有限公司(「北京東環」，本公司一間全資附屬公司)於兩份委託貸款協議(「委託貸款協議」)的義務，從而償付代價。於回顧期間，北京東環遭廣州市城投投資有限公司及廣州城投佳朋產業投資基金管理有限公司(統稱為「委託方」)提出索償(「索償」)。索償源於指稱北京東環違反委託貸款協議，據此北京東環應償還兩項委託貸款(「委託貸款」)，其原定本金分別為人民幣1,880,000,000元及人民幣100,000,000元，年利率均為9%，並由北京東環之物業抵押、Winner Property Limited(「Winner Property」，本公司一間全資附屬公司)之股權質押，以及廣東珠光、本公司及本公司主席朱慶凇先生(統稱「擔保人」)提供之保證作為擔保。委託方指稱，北京東環自2024年1月20日起未能按期償還委託貸款。因此，本公司收到委託方各自向廣東省廣州市中級人民法院提出的起訴狀以(其中包括)起訴北京東環、Winner Property及擔保人，要求立即償還與委託貸款相關之未償還本金、應計利息及違約利息、滯納金、佣金及附加費用，合計約人民幣2,721,000,000元。本公司現正與委託方磋商和解方案。

* *English name is translated for identification purpose only*

**1.** *(Continued)*

Up to the date of approval of these unaudited condensed consolidated financial statements, except for the Overdue Other Borrowing and the Entrusted Loans, the Group has not received any demand for immediate repayment of its bank and other borrowings.

In view of the above circumstances, the Directors have given careful consideration to the Group's future liquidity requirements, operating performance and available sources of financing in assessing the Group's ability to continue operating as a going concern. The following plans and measures are formulated to manage the working capital and improve the financial position of the Group:

(i) the Group will continue its negotiations with the lenders of certain bank and other borrowings or other financial institutions on the settlement and/or refinancing of the borrowings;

(ii) the Group will continue to implement measures for the disposal of the outstanding loan receivables and loan interest receivables;

(iii) the Group will continue to take measures to expedite the disposal of financial asset investments, including equity investments and non-performing assets portfolio; and

(iv) the Group will obtain additional credit facilities from existing and other lenders as and when needed.

The Directors have reviewed the Group's cash flow projections prepared by management, which cover a period of not less than twelve months from 30 June 2026. They are of the opinion that, taking into account the above-mentioned plans and measures, the Group will have sufficient working capital to finance its operations and to meet its financial obligations as and when they fall due. Accordingly, the Directors are satisfied that it is appropriate to prepare the condensed consolidated financial statements of the Group on a going concern basis.

**1.** **呈列基準** *(續)*

截至批准該等未經審核簡明綜合財務報表日期，除逾期其他借款及委託貸款外，本集團並無收到任何須即時償還銀行及其他借款之要求。

鑑於上述情況，董事在評估本集團持續經營能力時，已仔細考慮本集團未來流動資金需求、經營業績及可用資金來源。為管理營運資金並改善本集團財務狀況，已制定以下計劃及措施：

(i) 本集團將繼續就借款清償及／或再融資與若干銀行及其他借款之貸款人或其他金 融機構進行磋商；

(ii) 本集團將繼續實施出售未償還應收貸款及應收貸款利息的措施；

(iii) 本集團將繼續採取措施以加快處置金融資產投資，包括股權投資及不良資產組合；及

(iv) 本集團將於需要時向現有及其他貸款人獲取額外信貸融資。

董事已審閱管理層所編製涵蓋自2026年6月30日起不少於十二個月期間的本集團現金流量預測。彼等認為，經考慮上述計劃及措施，本集團將擁有充足營運資金為其營運提供資金及履行其到期的財務責任。因此，董事信納按持續經營基準編製本集團的簡明綜合財務報表屬適當。

**1.** *(Continued)*

Notwithstanding the above, significant uncertainties exist as to whether the Group is able to achieve its plans and measures as described above. Whether the Group will be able to continue as a going concern would depend on (i) the successful settlement of the court order in relation to the Overdue Other Borrowing and the Claims in relation to the Entrusted Loans; (ii) the successful and timely implementation of the plans and measures for the disposal of financial asset investments, outstanding loan receivables and loan interest receivables; (iii) the continual support from the existing lenders of the Group such that they will not demand for immediate repayment of the relevant borrowings; and (iv) the successful obtaining of new sources of financing as and when needed.

Should the Group be unable to achieve the above-mentioned plans and measures and operate as a going concern, adjustments would have to be made to write down the carrying values of the Group's assets to their recoverable amounts, to provide for any further liabilities which might arise and to reclassify non-current assets and non-current liabilities as current assets and current liabilities, respectively. The effects of these adjustments have not been reflected in these unaudited condensed consolidated financial statements.

**1.** **呈列基準***(續)*

儘管上文所述，本集團能否實現上述計劃及措施仍存在重大不確定性。本集團能否持續經營取決於(i)能否就有關逾期其他貸款及有關委託貸款之索償之法院命令成功達成和解；(ii)出售金融資產投資、未償還應收貸款及應收貸款利息的計劃及措施能否成功並及時實施；(iii)本集團現有貸款人的持續支援，即其不會要求立即償還相關借款；及(iv)需要時成功獲得新的融資來源。

倘本集團未能實現上述計劃及措施且無法持續經營，則須進行調整以將本集團資產的賬面值撇減至可收回金額、就可能產生的任何進一步負債計提撥備，以及將非流動資產及非流動負債分別重新分類為流動資產及流動負債。該等調整的影響尚未在該等未經審核簡明綜合財務報表內反映。

**2.**

The unaudited interim condensed consolidated financial statements of the Group for the six months ended 30 June 2026 have been prepared in accordance with Hong Kong Accounting Standard 34 ("HKAS 34") "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") as well as with the applicable disclosure requirements of Appendix D2 to the Rules ("Listing Rules") Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited ("Stock Exchange").

The financial information relating to the year ended 31 December 2025 that is included in the unaudited condensed consolidated statement of financial position as at 30 June 2026 as comparative information does not constitute the Company's statutory annual consolidated financial statements for that year but is derived from those consolidated financial statements. Further information relating to those statutory financial statements required to be disclosed in accordance with section 436 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) ("Companies Ordinance") is as follows:

The Company has delivered the consolidated financial statements for the year ended 31 December 2025 to the Registrar of Companies as required by section 662(3) of, and Part 3 of Schedule 6 to, the Companies Ordinance. The Company's auditor has reported on the consolidated financial statements for the year ended 31 December 2025. The auditor's report was qualified and contain a statement under sections 407(2) and 407(3) of the Companies Ordinance; and the auditor's report did not contain a statement under section 406(2) of the Companies Ordinance.

**2. 編製基準**

本集團截至2026年6月30日止六個月之未經審核中期簡明綜合財務報表乃根據香港會計師公會(「香港會計師公會」)頒佈的香港會計準則第34號(「香港會計準則第34號」)《中期財務報告》以及香港聯合交易所有限公司(「聯交所」)證券上市規則(「上市規則」)附錄D2的適用披露規定而編製。

於2026年6月30日的未經審核簡明綜合財務狀況表所載的有關截至2025年12月31日止年度之財務資料僅作為比較資料，並不構成本公司於該年度的法定年度綜合財務報表，但有關資料乃摘錄自該等綜合財務報表。有關根據公司條例(香港法例第622章)(「公司條例」)第436條須予披露之該等法定財務報表之進一步資料如下：

本公司已按照公司條例第662(3)條及附表6第3部的規定，呈交截至2025年12月31日止年度之綜合財務報表予公司註冊處處長。本公司核數師已就截至2025年12月31日止年度之綜合財務報表作出報告。核數師報告提出保留意見，並載有根據公司條例第407(2)及第407(3)條之陳述，及核數師報告並無載有根據公司條例第406(2)條之陳述。

## .

The accounting policies adopted in the preparation of these unaudited interim condensed consolidated financial statements for the six months ended 30 June 2026 are consistent with those applied in the preparation of the Group's annual consolidated financial statements for the year ended 31 December 2025, and the HKICPA has issued a number of amendments to the HKFRS Accounting standards that are first effective for the current accounting period of the Group.

None of the amendments have had a material effect on how the Group's results and financial position for the current period or prior periods have been proposed or presenting in these unaudited interim condensed consolidated financial statements. The Group has not applied any new standard or interpretation that is not effective for the current accounting period.

## .

## 4.

For management purposes, the Group is organised into business units based on their products and has the following reporting segments:

(a) the property leasing segment representing holding of properties for rental income and/or potential for capital appreciation;

(b) the investments segment representing the investments in financial assets at FVTPL and loan receivables; and

(c) the new energy investment and operation segment representing operation of distributed photovoltaic power generation stations and the energy storage business.

## . 主要會計政策

編製截至2026年6月30日止六個月之此等未經審核中期簡明綜合財務報表所採用的會計政策與編製本集團截至2025年12月31日止年度之年度綜合財務報表所採用的會計政策一致，而香港會計師公會已頒佈多項於本集團本會計期間首次生效之香港財務報告準則會計準則修訂本。

該等修訂本對本集團本期間或過往期間業績及財務狀況在此等未經審核中期簡明綜合財務報表中之提呈或呈列方式並無產生重大影響。本集團並無應用任何不適用於本會計期間之新準則或詮釋。

## 4. 經營分部資料

就管理而言，本集團按產品劃分業務單位，並設有以下可呈報分部：

(a) 物業租賃分部指為獲取租金收入及／或資本增值目的持有物業；

(b) 投資分部指以公允值計量且其變動計入損益的金融資產及應收貸款的投資；及

(c) 新能源投資及營運分部指營運分佈式光伏發電站及儲能業務。

4. *(Continued)*

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/loss before tax. The adjusted profit/loss before tax is measured consistently with the Group's profit/loss before tax except that non-lease-related finance costs, share of results of associates and joint ventures and corporate expenses are excluded from such measurement.

No segment asset or liability is presented as the chief operating decision maker does not regularly review segment assets and liabilities.

4. **經營分部資料***(續)*

管理層個別監察本集團經營分部業績，以便作出資源分配決策及評估表現。分部表現按可呈報分部溢利／虧損評估，即計量經調整除稅前溢利／虧損。經調整除稅前溢利／虧損之計量與本集團除稅前溢利／虧損貫徹一致，惟有關計量不包括非租賃相關財務費用、攤佔聯營公司及合營企業業績以及企業開支。

由於主要營運決策者並無定期審閱分部資產及負債，因此並無呈列分部資產或負債。

4. (Continued)

4. 經營分部資料(續)

0 202/ ( ) 截至202/ 年/ 月 0日止六個月(未經審核)

| | | 投資 *$'000 千港元* | 物業租賃 *$'000 千港元* | 新能源投資及營運 *$'000 千港元* | 總額 *$'000 千港元* |
|---|---|---|---|---|---|
| Revenue | 收益 | | | | |
| – Rental income | –租金收入 | | 4 , 11 | | 4 , 11 |
| – Income from distributed photovoltaic power generation | –分佈式光伏發電收入 | | | 1, 2 | 1, 2 |
| | | | 4 , 11 | 1, 2 | 44,/4 |
| Segment (loss)/profit | 分部(虧損)/溢利 | (4,0/ ) | (/ ,004) | | (11 ,/ ) |
| Other unallocated income, gains and losses | 其他未分配收入、收益及虧損 | | | | (2 ) |
| Corporate expenses | 企業開支 | | | | (1 ,2 / ) |
| Finance costs (other than interest on lease liabilities) | 財務費用(撇除租賃負債利息) | | | | (22 ,21 ) |
| Share of results of: | 攤佔下列之業績: | | | | |
| – associates | –聯營公司 | | | | ( / , 0 ) |
| – joint ventures | –合營企業 | | | | 1,21 |
| Loss before taxation | 除稅前虧損 | | | | ( ,/ 00) |
| Taxation | 稅項 | | | | 22 ,/ |
| Loss for the period | 期內虧損 | | | | ( / ,12 ) |

4. *(Continued)*

4. **經營分部資料** *(續)*

Six months ended 30 June 2025 (Unaudited)

截至2025年6月30日止六個月(未經審核)

| | | Investments<br>投資<br>*HK$'000*<br>*千港元* | Property leasing<br>物業租賃<br>*HK$'000*<br>*千港元* | New energy investment and operation<br>新能源投資及營運<br>*HK$'000*<br>*千港元* | Total<br>總額<br>*HK$'000*<br>*千港元* |
|---|---|---|---|---|---|
| Revenue | 收益 | | | | |
| – Rental income | –租金收入 | – | 50,234 | – | 50,234 |
| – Income from distributed photovoltaic power generation | –分佈式光伏發電收入 | – | – | 576 | 576 |
| | | – | 50,234 | 576 | 50,810 |
| Segment (loss)/profit | 分部(虧損)／溢利 | (55,457) | (49,436) | 172 | (104,721) |
| Other unallocated income, gains and losses | 其他未分配收入、收益及虧損 | | | | 10,171 |
| Corporate expenses | 企業開支 | | | | (21,209) |
| Finance costs (other than interest on lease liabilities) | 財務費用(撇除租賃負債利息) | | | | (160,743) |
| Share of results of: | 攤佔下列之業績： | | | | |
| – associates | –聯營公司 | | | | (15) |
| – joint ventures | –合營企業 | | | | (47,897) |
| Loss before taxation | 除稅前虧損 | | | | (324,414) |
| Taxation | 稅項 | | | | 24,804 |
| Loss for the period | 期內虧損 | | | | (299,610) |

## 4. (Continued)

## 4. 經營分部資料(續)

**地域資料**

***來自外部客戶的收益***

| | | 收益 | |
|---|---|---|---|
| | | 截至 月 日止六個月 | 0 |
| | | 202 | 2025 |
| | | *$'000* | *HK$'000* |
| | | *千港元* | *千港元* |
| | | ( ) | (Unaudited) |
| | | (未經審核) | (未經審核) |
| People's Republic of China ("PRC" or "China") | 中華人民共和國(「中國」) | ,  | 50,810 |

The revenue information above is based on the locations of operations.

以上收益資料乃基於經營所在的地點。

## 5. ,

## 5. 收益及其他收入、收益及虧損

An analysis of revenue is as follows:

收益分析如下：

| | | 截至 月 日止六個月 | 0 |
|---|---|---|---|
| | | 202 | 2025 |
| | | *$'000* | *HK$'000* |
| | | *千港元* | *千港元* |
| | | ( ) | (Unaudited) |
| | | (未經審核) | (未經審核) |
| *Revenue from other sources* | *其他來源收益* | | |
| Gross rental income | 總租金收入 | , 11 | 50,234 |
| *Revenue from contracts with customers within HKFRS 15 – at a point in time* | *香港財務報告準則第15號範圍內之客戶合約收益–於某一時間點* | | |
| Income from distributed photovoltaic power generation | 分佈式光伏發電收入 | 1, 2 | 576 |
| | | , | 50,810 |

## 5. , *(Continued)*

## 5. 收益及其他收入、收益及虧損*(續)*

An analysis of other income, gains and losses is as follows:

其他收入、收益及虧損分析如下：

| | | 、 截至/ 月 0日止六個月 | 0 |
|---|---|---|---|
| | | 202/ *$'000 千港元* ( ) (未經審核) | 2025 *HK$'000 千港元* (Unaudited) (未經審核) |
| Interest income on: | 利息收入： | | |
| – loan receivables | 一應收貸款 | | 14,714 |
| – bank deposits | 一銀行存款 | 、 | 11 |
| Net foreign exchange (losses)/gains | 匯兌(虧損)／收益淨額 | ( / 0) | 210 |
| Net gain on disposal of property, plant and equipment | 出售物業、廠房及設備之收益淨額 | | 1 |
| Net gain on disposal of investment properties | 出售投資物業之收益淨額 | | 4,607 |
| Loss on disposal of financial assets at FVTPL | 出售以公允值計量且其變動計入損益的金融資產之虧損 | (21 ) | (38) |
| Others | 其他 | 0 | 9,988 |
| | | (u 1) | 29,493 |

## . / . 財務費用

An analysis of finance costs is as follows:

財務費用分析如下：

| | | 截至 月 日止六個月 | 0 |
|---|---|---|---|
| | | 202/ *$'000 千港元* ( ) (未經審核) | 2025 *HK$'000 千港元* (Unaudited) (未經審核) |
| Interest on bank loans | 銀行貸款利息 | , 0 | 3,400 |
| Interest on other loans | 其他貸款利息 | 221, | 157,343 |
| Interest on lease liabilities | 租賃負債利息 | | 632 |
| | | 22 , / 1 | 161,375 |

## . 稅項

No provision for Hong Kong profits tax has been made as the Company and its subsidiaries in Hong Kong had no assessable profits or had incurred tax losses for both reporting periods.

由於本公司及其於香港之附屬公司於兩段報告期間並無錄得應課稅溢利或錄得稅務虧損，故並沒有提撥香港利得稅。

The taxation charge of the PRC Corporate Income Tax ("CIT") for the reporting periods has been made based on the Group's estimated assessable profits calculated in accordance with the relevant income tax laws applicable to the Company's subsidiaries in the PRC. Under the Law of the PRC on Corporate Income Tax ("CIT Law") and the Implementation Regulation of the CIT Law, the tax rate of the Company's subsidiaries in the PRC was 25% for both reporting periods.

於報告期間之中國企業所得稅(「企業所得稅」)乃本公司於中國之附屬公司以本集團的估計應課稅溢利根據適用的相關所得稅法例計算所得之稅項支出。根據中國企業所得稅法(「企業所得稅法」)及企業所得稅法實施細則，本公司於兩段報告期間在中國之附屬公司之稅率為25%。

## 7. *(Continued)*

The withholding tax arising from the dividend income received from the Company's subsidiaries in the PRC was calculated at 5% for both reporting periods.

## 7. 稅項*(續)*

於兩段報告期間自本公司於中國之附屬公司收取股息收入之預扣稅按5%稅率計算。

| | | 截至 月 日止六個月 | 0 |
|---|---|---|---|
| | | 202 | 2025 |
| | | *$'000* | *HK$'000* |
| | | *千港元* | *千港元* |
| | | ( ) | (Unaudited) |
| | | (未經審核) | (未經審核) |
| Current: | 即期： | | |
| PRC CIT – charge for the period | 中國企業所得稅－期內支出 | | – |
| Deferred *(Note 21)* | 遞延*(附註21)* | (22,[illegible]) | (24,804) |
| Total tax credit for the period | 期內之稅項抵免總額 | (22,[illegible]) | (24,804) |

## . . 除稅前虧損

The Group's loss before taxation was arrived at after charging/(crediting):

本集團除稅前虧損經已扣除／(計入)：

| | | 截至 月 日止六個月 | 0 |
|---|---|---|---|
| | | *202/ $'000 千港元* ( ) (未經審核) | 2025 *HK$'000 千港元* (Unaudited) (未經審核) |
| Depreciation of property, plant and equipment | 物業、廠房及設備之折舊 | 2,12 | 1,987 |
| Depreciation of right-of-use assets | 使用權資產之折舊 | 1, | 1,802 |
| Change in fair value of financial assets at FVTPL | 以公允值計量且其變動計入損益的金融資產之公允值變動 | 1 ,0 | 14,296 |
| Employee benefit expenses including directors' and co-chief executive officers' remuneration: | 僱員福利開支(包括董事及聯席行政總裁酬金)： | | |
| Wages and salaries | 工資及薪金 | 21, 2 | 19,454 |
| Pension scheme contribution (defined contribution scheme) | 退休金計劃供款(定額供款計劃) | 1,0/ | 1,178 |
| | | 22, | 20,632 |
| Rental income under operating leases for investment properties, less outgoings of HK$3,210,000 (six months ended 30 June 2025: HK$3,724,000) | 投資物業項下經營租賃之租金收入，扣除支銷3,210,000港元(截至2025年6月30日止六個月：3,724,000港元) | (0,101) | (46,510) |
| Income from distributed photovoltaic power generation, less outgoings of HK$785,000 (six months ended 30 June 2025 HK$:387,000) | 分佈式光伏發電收入，扣除支銷785,000港元(截至2025年6月30日止六個月：387,000港元) | ( / ) | (189) |
| Impairment of financial assets, net | 金融資產減值淨額 | 1 | 55,243 |
| Change in fair value of investment properties | 投資物業之公允值變動 | 0, | 87,164 |

## . . 本公司普通權益持有人應佔每股虧損

The calculations of the basic and diluted loss per share attributable to the ordinary equity holders of the Company are based on the following data:

本公司普通權益持有人應佔的每股基本及攤薄虧損乃根據下列數據計算所得：

| | | 截至6月30日止六個月 | |
|---|---|---|---|
| | | 2026<br>*$'000*<br>*千港元*<br>(未經審核) | 2025<br>*HK$'000*<br>*千港元*<br>(Unaudited)<br>(未經審核) |
| Loss for the period attributable to ordinary equity holders of the Company used in the basic and diluted loss per share calculations | 用以計算每股基本及攤薄虧損之本公司普通權益持有人應佔期內虧損 | (3,170) | (297,838) |

| | | 截至6月30日止六個月 | |
|---|---|---|---|
| | | 2026<br>*千股*<br>(未經審核) | 2025<br>*in thousand*<br>*千股*<br>(Unaudited)<br>(未經審核) |
| | **股份數目：** | | |
| Weighted average number of ordinary shares in issue during the period used in the basic and diluted loss per share calculations | 用以計算每股基本及攤薄虧損之期內已發行普通股加權平均數 | 2,304,850 | 2,304,850 |

The denominators used in the calculations of the basic and diluted loss per share are the same as those detailed above for the calculations of the basic and diluted loss per share attributable to the ordinary equity holders of the Company.

用於計算每股基本及攤薄虧損所用分母與上述計算本公司普通權益持有人應佔的每股基本及攤薄虧損的分母相同。

The Group had no potentially dilutive ordinary shares in issue during the six months ended 30 June 2026 and 2025.

截至2026年及2025年6月30日止六個月，本集團並無已發行潛在攤薄普通股。

**10.**

The Board has resolved not to declare any interim dividend for the six months ended 30 June 2026 (six months ended 30 June 2025: Nil).

**10. 股息**

董事會議決不宣派任何截至2026年6月30日止六個月之中期股息(截至2025年6月30日止六個月：無)。

**11.**

The Group did not make any material acquisition and disposal of investment properties during the six months ended 30 June 2026.

During the six months ended 30 June 2025, the Group disposed of investment properties with carrying value of approximately HK$12,646,000, and the consideration for such disposal was set off against the Group's other payables, resulting in a net gain on disposal of investment properties of approximately HK$4,607,000.

The fair values of the investment properties of the Group as at 30 June 2026 and 31 December 2025 were arrived at on the basis of the respective valuations as at such dates carried out by Greater China Appraisal Limited ("GCA"), an independent qualified professional valuer not connected with the Group.

The fair values of the investment properties of the Group were determined by reference to comparable sales transactions available in the relevant market or by the investment approach, where the market rentals of all lettable units of the properties are assessed and discounted at the market yield expected by investors for these types of properties. The market rentals are assessed by reference to the rentals received in the lettable units of the properties as well as other lettings of similar properties in the neighbourhood. The capitalisation rate adopted is made by reference to the yields derived from analysing the sales transactions of similar commercial properties and adjusted to take into account the market expectation from property investors to reflect factors specific to the Group's investment properties.

In estimating the fair values of the properties, the highest and best use of the properties is their current use.

**11. 投資物業之變動**

於截至2026年6月30日止六個月，本集團並無進行任何重大收購或出售投資物業。

於截至2025年6月30日止六個月內，本集團出售賬面值約為12,646,000港元的投資物業，而該出售代價與本集團其他應付款項抵銷，故出售投資物業收益淨額約為4,607,000港元。

本集團投資物業於2026年6月30日及2025年12月31日的公允值乃根據與本集團並無關連的獨立合資格專業估值師漢華評值有限公司(「漢華」)於該日期進行的相關估值所釐定。

本集團投資物業的公允值是參考於相關市場取得之可供比較的銷售交易或投資方法藉評估所有可出租物業單位之市場租金及使用投資者就此類物業所預期的市場回報率折現釐定。市場租金評估是參考已完成出租物業單位之已收取租金及其他鄰近相近之出租物業。採用的資本化利率是參考分析相似商用物業之銷售交易並經調整物業投資者對市場的期望從而反映本集團投資物業之獨特因素。

就估算物業之公允值而言，物業之現有用途就是其最高及最佳用途。

**11.** *(Continued)*

The decrease in the fair value of investment properties for the six months ended 30 June 2026 of approximately HK$90,533,000 (six months ended 30 June 2025: approximately HK$87,164,000) has been recognised directly in this unaudited condensed consolidated statement of profit or loss of the Group.

All the Group's property interests held under operating leases to earn rentals or for capital appreciation purposes are measured using the fair value model and are classified and accounted for as investment properties.

**11. 投資物業之變動** *(續)*

投資物業之公允值減少數額於截至2026年6月30日止六個月約90,533,000港元(截至2025年6月30日止六個月:約87,164,000港元)已直接於本集團之該未經審核簡明綜合損益表確認。

所有本集團以經營租賃方式持有作收租或資本增值用途的物業權益均以公允值模式計量,並歸類及列賬為投資物業。

**12.** ,

During the six months ended 30 June 2026, the Group paid approximately HK$10,664,000 (six months ended 30 June 2025: approximately HK$23,349,000) for the acquisition of property, plant and equipment. During the current interim period, the Group did not make any material disposal of property, plant and equipment (six months ended 30 June 2025: Nil).

The fair values of the Group's leasehold land and buildings as at 30 June 2026 and 31 December 2025 have been arrived at on the basis of the respective valuations carried out by GCA. The valuations were arrived at using the direct comparison method by reference to sales evidence as available on the market. The revaluation deficit on revaluation of leasehold land and buildings for the six months ended 30 June 2026 amounting to approximately HK$314,000 (six months ended 30 June 2025: approximately HK$729,000) was charged to the asset revaluation reserve.

**12. 物業、廠房及設備之變動**

於截至2026年6月30日止六個月內,本集團為收購物業、廠房及設備支付約10,664,000港元(截至2025年6月30日止六個月:約23,349,000港元)。於本中期期間,本集團並無任何重大出售物業、廠房及設備(截至2025年6月30日止六個月:無)。

本集團的租賃土地及樓宇於2026年6月30日及2025年12月31日的公允值乃根據漢華進行的相關估值所釐定。估值乃使用直接比較法經參照市場可取得的銷售證據而釐定。截至2026年6月30日止六個月,重估租賃土地及樓宇的重估虧絀金額約為314,000港元(截至2025年6月30日止六個月:約729,000港元)已從資產重估儲備中扣除。

## 1.

During the six months ended 30 June 2026, the articles of association of Zhong Hai You Qi (Tai Zhou) Petrochemical Company Limited* (中海油氣(泰州)石化有限公司) ("ZHYQ") were amended, with the Group's equity interest in ZHYQ remaining unchanged at 35.18%. Pursuant to the amended articles of association of ZHYQ ("Amended Articles"), the Group lost joint control over ZHYQ and the decision making process for ZHYQ's business activities changed from unanimous decision-making to majority voting of ZHYQ's shareholders. As the Group retained board representation and held 35.18% of the voting rights in ZHYQ upon the Amended Articles becoming effective, the Group continued to exercise significant influence over ZHYQ. Accordingly, the Group's investment in ZHYQ was reclassified from an interest in a joint venture to an interest in an associate with effect from 14 April 2026 (i.e. the date on which the Amended Articles became effective). The Group continued to account for its investment in ZHYQ using the equity method. As there was no change in the Group's ownership interest in ZHYQ, no gain or loss arising from this reclassification was recognised in the Group's condensed consolidated statement of profit or loss for the period under review.

## 1. 聯營公司及合營企業權益

截至2026年6月30日止六個月，中海油氣(泰州)石化有限公司(「中海油氣」)之組織章程細則已作修訂，而本集團於中海油氣之股權維持不變於35.18%。根據中海油氣之經修訂組織章程細則(「經修訂細則」)，本集團已失去對中海油氣之共同控制權，而中海油氣業務活動之決策過程亦由全體一致決策改為中海油氣股東之多數表決。由於經修訂細則生效時本集團仍保留董事會席位並持有中海油氣之35.18% 投票權，本集團繼續對中海油氣行使重大影響力。因此，本集團於中海油氣之投資自2026年4月14日(即經修訂細則生效日期)起由合營企業權益重新分類為聯營公司權益。本集團繼續採用權益法對於中海油氣之投資進行會計處理。由於本集團於中海油氣之持股比例並無變動，故本集團並無於回顧期內簡明綜合損益表中確認因該項重新分類而產生之任何收益或虧損。

* *English name is translated for identification purpose only*

## 14. / 14. 應收一家聯營公司／合營企業款

The amount due from an associate as at 30 June 2026 was unsecured, non-trade in nature, non-interest bearing and expected to be repaid beyond one year. As at 30 June 2026, the amount due from an associate was assessed and an impairment of approximately HK$1,406,000 (six months ended 30 June 2025: approximately HK$2,352,000) was made for the current interim period as a result of the change in the credit risk of the associate of the Company.

應收一家聯營公司款於2026年6月30日之金額為無抵押、非貿易性質、不計息及預期於一年後償還。於2026年6月30日，該應收一家聯營公司款已作評估並於本中期期間因本公司聯營公司之信貸風險出現變動而作出減值約1,406,000港元（截至2025年6月30日止六個月：約2,352,000港元）。

As at 30 June 2026, amounts due from joint ventures were unsecured, non-trade in nature, interest-free and repayable on demand. As at 30 June 2026, the amounts due from joint ventures were assessed individually and a reversal of impairment of approximately HK$444,000 (six months ended 30 June 2025: an impairment of approximately HK$926,000) was made for the current interim period as a result of the change in the credit risk of the joint ventures of the Company.

於2026年6月30日，應收合營企業款為無抵押、非貿易性質、不計息及須按要求償還。於2026年6月30日，該應收合營企業款已作單獨評估，並因本公司合營企業之信貸風險出現變動而於本中期期間作出減值撥回約444,000港元（截至2025年6月30日止六個月：減值約926,000港元）。

## 15. 

The Group allows a credit period of 30 to 60 days for its trade customers.

The following is an ageing analysis of the trade receivables presented based on the invoice dates at the end of the reporting period/year, which approximated the respective revenue recognition dates:

## 15. 應收賬款

本集團給予其貿易客戶30至60日信用期。

下列是按發票日為基準之應收賬款與相對之收益確認日期相約之應收賬款於各報告期／年末之賬齡分析：

| | | 0 於 月 0日 202 $'000 千港元 ( ) (未經審核) | As at 31 December 於12月31日 2025 *HK$'000* *千港元* (Audited) (經審核) |
|---|---|---|---|
| Within 1–2 months | 一至兩個月內 | ,0 1 | 10,428 |
| Over 2 months | 超過兩個月 | 2 | – |
| | | / 0 | 10,428 |

## 1/. 

As at 30 June 2026, the loan receivables were unsecured and bore interest between 12% per annum to 20% per annum. As at 30 June 2026, the Company assessed the loss allowance of these loan receivables individually and impairment of approximately HK$29,572,000 (six months ended 30 June 2025: approximately HK$38,542,000) was made for the current interim period as a result of the change in the credit risk of the debtors in respect of these loan receivables, who were independent third parties of the Group.

## 1/. 應收貸款

於2026年6月30日，應收貸款為無抵押，並按年利率12%至20%計息。於2026年6月30日，本公司已就該等應收貸款虧損撥備作單獨評估，由於該等應收貸款的債務人(為本集團獨立第三方)之信貸風險出現變動，因此於本中期期間作出減值約29,572,000港元(截至2025年6月30日止六個月：約38,542,000港元)。

## 1. 預期信貸虧損模式對金融資產及其他項目的減值評估

| | | 截至6月30日止六個月 | |
|---|---|---|---|
| | | 2026 | 2025 |
| | | *HK$'000* | *HK$'000* |
| | | *千港元* | *千港元* |
| | | (Unaudited) | (Unaudited) |
| | | (未經審核) | (未經審核) |
| Impairment loss provided in respect of: | 就以下項目已計提之減值虧損： | | |
| Loan receivables | 應收貸款 | 2,542 | 38,542 |
| Amounts due from an associate and joint ventures | 應收一家聯營公司及合營企業款 | 72 | 3,278 |
| Other receivables | 其他應收款 | 1,827 | 13,423 |
| | | 4,441 | 55,243 |

The basis of determining the inputs and assumptions and the estimation techniques used in these unaudited condensed consolidated financial statements for the six months ended 30 June 2026 are the same as those used in the preparation of the Group's consolidated financial statements for the year ended 31 December 2025.

截至2026年6月30日止六個月，釐定此等未經審核簡明綜合財務報表所採用之數據及假設以及估計方法的基準與編製本集團截至2025年12月31日止年度的綜合財務報表所採用的基準相同。

For the six months ended 30 June 2026, the Group recognised an impairment of approximately HK$38,441,000 (six months ended 30 June 2025: approximately HK$55,243,000).

截至2026年6月30日止六個月，本集團確認減值約38,441,000港元（截至2025年6月30日止六個月：約55,243,000港元）。

**1 .**

As at 30 June 2026, the Group pledged certain investment properties, and plant and machinery with aggregate carrying values of approximately HK$1,841,197,000 and HK$2,533,000 (31 December 2025: approximately HK$1,858,250,000 and HK$2,487,000), respectively, to secure general banking facilities granted to the Group, other loans and other payables to an independent third party.

**1 . 資產抵押**

於2026年6月30日，本集團已將其賬面總值分別為約1,841,197,000港元及2,533,000港元（2025年12月31日：約1,858,250,000港元及2,487,000港元）之若干投資物業以及廠房及機器作為本集團獲授予一般性銀行融資、其他貸款及一名獨立第三方的其他應付款的條件。

**1 .**

**1 . 股本**

| | | *股份數目*<br>*千股* | *$'000*<br>*千港元* |
|---|---|---|---|
| | ***已發行及已繳足*** | | |
| At 1 January 2025, 31 December 2025, 1 January 2026 and 30 June 2026 | 於2025年1月1日、2025年12月31日、2026年1月1日及2026年6月30日 | 2, 0[illegible], [illegible]0 | [illegible] |

## 20. - 20. 計息銀行及其他借款

| | | | | | As at 31 December 2025<br>於2025年12月31日 | | |
|---|---|---|---|---|---|---|---|
| | | 實際利率 | 到期日 | *$'000*<br>*千港元* | Effective interest rate<br>實際利率 | Maturity<br>到期日 | *HK$'000*<br>*千港元* |
| | **即期** | | | | | | |
| Bank loans – secured | 銀行貸款–有抵押 | | | | 5% | 2026 | 128,791 |
| Bank loans – unsecured | 銀行貸款–無抵押 | % | 202_ | | – | – | – |
| Other loans – secured | 其他貸款–有抵押 | % 至 % | 202_ | 1,0 2, | 5.7% to至6% | 2026 | 742,313 |
| Other loans – secured | 其他貸款–有抵押 | % 至12% | | 2, , | 9% to至12% | On demand<br>按要求 | 2,282,210 |
| | | | 按要求 | | | | |
| | | | | | | | 3,153,314 |
| | **非即期** | | | | | | |
| Bank loans – secured | 銀行貸款–有抵押 | % | 202 20 | 1 2, | – | – | – |
| Bank loans – unsecured | 銀行貸款–無抵押 | . % | 202_ 20 | , _0 | – | – | – |
| Other loans – secured | 其他貸款–有抵押 | % 至 % | 202_ 20 0 | 11 1_ | 5.7% to至7.5% | 2027 to至2030 | 377,994 |
| | | | | 2 , 2 | | | 377,994 |
| | | | | _1 0 | | | 3,531,308 |

**20.** **-** **20. 計息銀行及其他借款** *(續)*

*(Continued)*

| | | 0 於 月 0日 202 *$'000 千港元* ( ) (未經審核) | As at 31 December 於12月31日 2025 *HK$'000 千港元* (Audited) (經審核) |
|---|---|---|---|
| Analysed into: | 分析為： | | |
| Bank loans repayable | 應償還銀行貸款 | | |
| Within one year or on demand | 一年內或按要求 | 0 | 128,791 |
| In the second year | 第二年 | | – |
| In the third to fifth years, inclusive | 第三至第五年（包括首尾兩年） | | – |
| Over five years | 五年以上 | | – |
| | | | 128,791 |
| Other loans repayable | 應償還其他貸款 | | |
| Within one year or on demand | 一年內或按要求 | | 3,024,523 |
| In the second year | 第二年 | | 321,514 |
| In the third to fifth years, inclusive | 第三至第五年（包括首尾兩年） | | 56,480 |
| | | | 3,402,517 |
| | | | 3,531,308 |

## 21.

The followings are the major deferred tax assets and liabilities recognised and movements thereon during the current interim period:

## 21. 遞延稅項負債

以下為於本中期期間已確認的主要遞延稅項資產與負債及其變動：

| | | 加速稅務折舊 *$'000 千港元* | 物業重估 *$'000 千港元* | 稅務虧損 *$'000 千港元* | 總額 *$'000 千港元* |
|---|---|---|---|---|---|
| At 31 December 2025 and 1 January 2026 | 於2025年12月31日及2026年1月1日 | (55) | (10,721) | 1,760 | (10,016) |
| Credited to profit or loss for the period *(Note 7)* | 於期內計入損益 *(附註7)* | | 22,554 | | 22,554 |
| 0 202/ | 於202/ 年/ 月 0日 | (55) | (15,075) | 1,760 | 5,230 |

## 22.

The Group had the following capital commitments at the end of the reporting period/year:

## 22. 承擔

本集團於報告期／年末有以下資本承擔：

| | | 0 於/ 月 0日 202/ *$'000 千港元* ( ) (未經審核) | As at 31 December 於12月31日 2025 *HK$'000 千港元* (Audited) (經審核) |
|---|---|---|---|
| Contracted, but not provided for: | 已訂約但未計提： | | |
| Purchase of property, plant and equipment | 購買物業、廠房及設備 | | 9,849 |
| Unlisted equity securities | 非上市股本證券 | | 55 |
| | | | 9,904 |

## 2.

In addition to the transactions detailed elsewhere in these unaudited condensed consolidated financial statements, the Group had the following transactions with related parties during the reporting periods:

## 2. 關聯方交易

除此等未經審核簡明綜合財務報表其他部分所述之交易外，本集團於報告期內與關聯方進行下述交易：

| | | 截至6月30日止六個月 | |
|---|---|---|---|
| | | 2026 | 2025 |
| | | *HK$'000* | *HK$'000* |
| | | *千港元* | *千港元* |
| | | (Unaudited) | (Unaudited) |
| | | (未經審核) | (未經審核) |
| Management fee to an entity controlled by a close family member of Mr. Chu | 支付朱先生一名近親控制實體之管理費 | | 18 |
| Management fee income from a joint venture | 一家合營企業之管理費收入 | | 9,778 |
| Motor vehicle leasing income from a joint venture | 一家合營企業之汽車租賃收入 | | 97 |

The above transactions were conducted in accordance with the terms of the related underlying agreements. In the opinion of the directors of the Company, the above related party transactions were conducted in the ordinary course of business of the Group.

上述交易乃根據有關相關協議之條款進行。本公司董事認為，上述關聯方交易乃於本集團日常業務過程中進行。

## 24. 24. 金融工具之公允值及公允值等級

The carrying amounts of the Group's financial instruments reasonably approximated to their fair values.

本集團金融工具之賬面值合理地與其公允值相若。

Management has assessed that the fair values of the trade receivables, financial assets included in deposits and other receivables, amounts due from joint ventures, loan receivables, restricted bank balances, cash and bank balances, financial liabilities included in accrued charges, rental deposits and other payables and the current portion of borrowings approximated to their carrying amounts largely due to the short term maturities of these instruments.

管理層已評估應收賬款、計入按金及其他應收款之金融資產、應收合營企業款、應收貸款、受限制銀行結餘、現金及銀行結餘、計入應計費用、租務按金及其他應付款之金融負債以及借款的流動部分之公允值與其賬面值相若，主要由於該等工具之到期日短。

The Group's finance department headed by the directors of the Company is responsible for determining the policies and procedures for the fair value measurement of financial instruments. The finance department reports directly to the directors and the audit committee of the Company. At each reporting date, the finance department of the Group analyses the movements in the values of the financial instruments and determines the major inputs applied in the valuation. The valuation is reviewed and approved by the directors of the Company. The valuation process and results are discussed with the audit committee of the Company twice a year for interim and annual financial reporting.

以本公司董事為首的本集團財務部門負責釐定金融工具公允值計量之政策及程序。財務部門直接向本公司董事及審核委員會報告。於各報告日期，本集團財務部門會分析金融工具之價值變動並釐定估值所用之主要輸入數據。估值由本公司董事審核及批准。估值過程及結果由本公司審核委員會每年討論兩次，以便呈列中期及年度財務報告。

The fair values of the financial assets and liabilities are included at the amount at which the instruments could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

金融資產及負債之公允值按金融工具由各方自願在現有交易中可交換之金額入賬，強制或清算銷售除外。

**24. 金融工具之公允值及公允值等級** *(Continued)* *(續)*

| | |
|---|---|
| The following methods and assumptions were used to estimate the fair values: | 估計公允值時所用之方法及假設載述如下： |
| The fair values of non-current portion of amount due from an associate and borrowings have been calculated by discounting the expected future cash flows using rates currently available for instruments with similar terms, credit risk and remaining maturities. The changes in fair value as a result of the Group's own non-performance risk for borrowing as at 30 June 2026 and 31 December 2025 were assessed to be insignificant. In the opinion of the director of the Company, since their carrying amounts are not significantly different from their respective fair values, no disclosure of fair values of these financial instruments is made. | 應收一家聯營公司款及借款的非流動部分的公允值乃透過使用當前可供工具使用之利率按類似條款、信用風險及餘下到期日，貼現預期未來現金流量而計算。於2026年及2025年12月31日，因本集團本身借款之不履約風險而引致之公允值變動被評定為並不重大。本公司董事認為，由於其賬面值與其各自的公允值並無明顯差異，故並無披露該等金融工具的公允值。 |
| The fair values of the listed equity investments are based on their quoted market prices. The fair values of certain club debentures have been valued based on historical transaction price from the relevant institutions, which are classified as Level 2. The fair values of certain unlisted funds issued by financial institution have been valued based on the quoted price from financial institution, which are classified as level 2. The fair values of unlisted securities and certain unlisted funds are based on the adjusted net assets approach by adjusting the book value of the assets and liabilities of the investees to their fair value, or estimated by using a discounted cash flow valuation model based on the contractual disposal price of an unlisted security. | 上市股本投資之公允值乃基於市場報價釐定。若干會所債券之公允值乃按相關機構過往之交易價為基準估值，故列為第2級。金融機構發行之若干非上市基金公允值乃按金融機構之報價為基準估值，故列為第2級。非上市證券及若干非上市基金之公允值乃將被投資公司之資產及負債賬面值調整至其公允值，根據經調整淨資產法釐定，或根據一項非上市證券之合約出售金額使用折現現金流量模式估計。 |
| The fair value of the non-performing asset portfolio is estimated by discounting the expected future cash flows using rates for instruments with similar terms, credit risk and the aggregate of the values of the underlying collateral securing the respective outstanding receivables owned by the creditors. The Group's own non-performance risk for the non-performing asset portfolio as at 30 June 2026 and 31 December 2025 was assessed to be insignificant. | 不良資產組合之公允值乃使用具類似條款及信用風險的工具之貼現率，及就債權人所擁有之各未償還應收款作出抵押之相關抵押品之總價值貼現之預期未來現金流量進行估計。於2026年6月30日及2025年12月31日，本集團就不良資產組合承受之違約風險經評估為微不足道。 |

**24. FINANCIAL INSTRUMENTS AND FAIR VALUE HIERARCHY** *(Continued)*

**24. 金融工具之公允值及公允值等級** *(續)*

The directors of the Company believe that the estimated fair values resulting from the valuation technique, which were recorded in the unaudited condensed consolidated statement of financial position as at 30 June 2026 of the Group, and the related changes in fair values, which were recorded in the unaudited condensed consolidated statement of profit or loss for the six months ended 30 June 2026 of the Group, are reasonable, and that they were the most appropriate values at the end of the reporting period.

本公司董事認為，由估值技術所得出之估計公允值(計入本集團於2026年6月30日之未經審核簡明綜合財務狀況表)及公允值相關變動(計入本集團截至2026年6月30日止六個月之未經審核簡明綜合損益表)屬合理，且為報告期末最合適之估值。

Below is a summary of the significant unobservable inputs to the valuation of the unlisted equity securities, unlisted funds and non-performing asset portfolio:

以下為非上市股本證券、非上市基金及不良資產組合估值的重大不可觀察輸入數據概要：

| | 估值方法 | 重大不可觀察輸入數據 | As at 30 June 2026 於2026年6月30日 | As at 31 December 2025 於2025年12月31日 |
|---|---|---|---|---|
| Unlisted equity securities and unlisted funds<br>非上市股本證券及非上市基金 | Adjusted net asset approach<br>經調整的淨資產法 | Book value of the assets and liabilities of the investees adjusted to their fair value (HK$ million)<br>被投資公司的資產及負債的賬面值調整至其公允值(百萬港元) | 1 | 179 |
| Non-performing asset portfolio<br>不良資產組合 | Discounted cash flow approach<br>折現現金流量法 | Aggregate of the valuation of the individual underlying collateral secured to the respective outstanding receivables owned by the creditors (HK$ million)<br>對債權人所擁有的相應未償還應收款作抵押的個別相關抵押品的估值總額(百萬港元) | 2 | 24 |

As at 30 June 2026, a 1% increase/decrease in the fair values of the assets and liabilities of the investees would result in an increase/a decrease in the fair value of the unlisted equity securities and unlisted funds of approximately HK$1,750,000 (31 December 2025: approximately HK$1,790,000).

於2026年6月30日，被投資公司的資產及負債的公允值增加／減少1%，將導致非上市股本證券及非上市基金的公允值增加／減少約1,750,000港元(2025年12月31日：約1,790,000港元)。

**24. (Continued)**

As at 30 June 2026, a 1% increase/decrease in the fair value of the collaterals for the respective non-performing assets would result in an increase/a decrease in the fair value of the non-performing asset portfolio of approximately HK$230,000 (31 December 2025: approximately HK$240,000).

The following table illustrates the fair value measurement hierarchy of the Group 's financial instruments:

**24. 金融工具之公允值及公允值等級 *(續)***

於2026年6月30日，各不良資產的抵押品之公允值增加／減少1%，將導致不良資產組合的公允值增加／減少約230,000港元（2025年12月31日：約240,000港元）。

**公允值等級**

下表展示本集團金融工具之公允值計量等級：

| *$'000* 千港元 | | 使用下列各項之公允值計量<br>於活躍市場之報價 (第1級) | 重大可觀察輸入數據 (第2級) | 重大不可觀察輸入數據 (第級) | 總額 |
|---|---|---|---|---|---|
| *0 202/* | *於202/年/月0日按公允值計量之資產：* | | | | |
| | 以公允值計量且其變動計入損益的金融資產 | 1,40 | ,11 | 1/,2_1 | 20/, |
| *Assets measured at fair value as at 31 December 2025:* | *於2025年12月31日按公允值計量之資產：* | | | | |
| Financial assets at FVTPL | 以公允值計量且其變動計入損益的金融資產 | 4,264 | 12,981 | 202,203 | 219,448 |

During the six months ended 30 June 2026 and the year ended 31 December 2025, there were no transfers of fair value measurements between Level 1 and Level 2 and no transfers into or out of Level 3 for both financial assets and financial liabilities.

截至2026年6月30日止六個月及截至2025年12月31日止年度，金融資產及金融負債概無於第1級與第2級之間轉撥任何公允值計量，亦無轉入或轉出第3級。

**2A.** *(Continued)*

*(Continued)*

The movements in fair value measurements in Level 3 during the six months ended 30 June 2026 and the year ended 31 December 2025 are as follows:

**2A. 金融工具之公允值及公允值等級** *(續)*

**公允值等級** *(續)*

截至2026年6月30日止六個月及截至2025年12月31日止年度，第3級內之公允值計量變動如下：

| | | **金融資產**<br>*HK$'000*<br>*千港元* |
|---|---|---|
| At 1 January 2025 | 於2025年1月1日 | 249,294 |
| Additions of financial assets at fair value through profit or loss measured at fair value in Level 3 | 添置按第3級公允值計量之以公允值計量且其變動計入損益的金融資產 | 1,161 |
| Disposals of financial assets at fair value through profit or loss measured at fair value in Level 3 | 出售按第3級公允值計量之以公允值計量且其變動計入損益的金融資產 | (175) |
| Total loss recognised in profit or loss | 於損益確認之虧損總額 | (53,597) |
| Exchange realignment | 匯兌調整 | 5,520 |
| At 31 December 2025 and 1 January 2026 | 於2025年12月31日及2026年1月1日 | **202,20** |
| Additions of financial assets at fair value through profit or loss measured at fair value in Level 3 | 添置按第3級公允值計量之以公允值計量且其變動計入損益的金融資產 | **2** |
| Disposals of financial assets at fair value through profit or loss measured at fair value in Level 3 | 出售按第3級公允值計量之以公允值計量且其變動計入損益的金融資產 | **(1,** |
| Total loss recognised in profit or loss | 於損益確認之虧損總額 | **(21** |
| Exchange realignment | 匯兌調整 | **(** |
| **0 202** | **於202 年 月 0日** | **1 ,2** |