



Hopefluent Group Holdings Limited

合富輝煌集團控股有限公司

(Incorporated in the Cayman Islands with limited liability) Stock Code: 733



2025
INTERIM REPORT

The board of directors (the “Directors”) of Hopefluent Group Holdings Limited (the “Company”) announces the unaudited consolidated interim results of the Company and its subsidiaries (collectively referred to as the “Group”) for the six months ended 30 June 2025, together with comparative figures for the corresponding period in 2024 as follows:

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the six months ended 30 June 2025

	Notes	Six months ended 30 June	
		2025 HK\$'000 (unaudited)	2024 HK\$'000 (unaudited)
Revenue	4	369,420	422,038
Other income		3,302	7,796
Selling expenses		(362,691)	(411,526)
Administrative expenses		(121,666)	(125,258)
Loss allowance on financial assets		(26,581)	(211)
Other gains and losses		(10,976)	(1,520)
Share of result of an associate		(65)	–
Finance costs	5	(4,543)	(8,502)
Loss before tax		(153,800)	(117,183)
Income tax credit/(expense)	6	6,474	(94)
Loss for the period	7	(147,326)	(117,277)
Other comprehensive expense for the period			
<i>Items that may be reclassified to profit or loss:</i>			
Exchange differences arising on translating to presentation currency		36,498	(38,420)
Total comprehensive expense for the period		(110,828)	(155,697)

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME (Cont'd)

For the six months ended 30 June 2025

	Notes	Six months ended 30 June	
		2025 HK\$'000 (unaudited)	2024 HK\$'000 (unaudited)
(Loss)/profit for the period attributable to:			
— Owners of the Company		(147,208)	(117,955)
— Non-controlling interests		(118)	678
		(147,326)	(117,277)
Total comprehensive (expense)/income for the period attributable to:			
— Owners of the Company		(110,883)	(156,061)
— Non-controlling interests		55	364
		(110,828)	(155,697)
Dividends	8	—	—
Loss per share			
— Basic and diluted	9	HK(21.84) cents	HK(17.50) cents

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2025

	Notes	30 June 2025 HK\$'000 (unaudited)	31 December 2024 HK\$'000 (audited)
NON-CURRENT ASSETS			
Investment properties		88,802	121,043
Property, plant and equipment	10	158,316	159,641
Right-of-use assets	10	40,359	56,593
Goodwill	11	11,321	10,960
Interests in an associate and a joint venture		484	–
Loan receivables		98,182	95,049
Other receivables and deposits		1,703	2,901
Deferred tax assets		200,660	200,344
		599,827	646,531
CURRENT ASSETS			
Accounts receivable	12	544,446	564,005
Loan receivables		105,632	120,717
Other receivables, deposits and prepayments		166,378	176,845
Amount due from a joint venture		15,301	14,812
Financial assets at fair value through profit or loss (“FVTPL”)	13	3,733	5,531
Bank balances and cash		164,248	210,526
		999,738	1,092,436
CURRENT LIABILITIES			
Payables and accruals	14	141,660	123,699
Contract liabilities		32,660	30,649
Lease liabilities		18,632	23,289
Tax liabilities		24,290	28,847
Bank and other borrowings		108,241	122,872
		325,483	329,356
NET CURRENT ASSETS		674,255	763,080
TOTAL ASSETS LESS CURRENT LIABILITIES		1,274,082	1,409,611

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION (Cont'd)

As at 30 June 2025

		30 June 2025 HK\$'000 (unaudited)	31 December 2024 HK\$'000 (audited)
	Notes		
NON-CURRENT LIABILITIES			
Lease liabilities		17,473	26,139
Deferred tax liabilities		70,437	93,594
Bank and other borrowings		8,786	–
		96,696	119,733
CAPITAL AND RESERVES			
Share capital	15	6,741	6,741
Share premium and reserves		1,161,444	1,272,327
Equity attributable to owners of the Company		1,168,185	1,279,068
Non-controlling interests		9,201	10,810
TOTAL EQUITY		1,177,386	1,289,878
		1,274,082	1,409,611

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2025

	Attributable to owners of the Company									
	Share capital HK\$'000	Share premium HK\$'000	Special reserve HK\$'000	Statutory surplus reserve HK\$'000	Translation reserve HK\$'000	Property revaluation reserve HK\$'000	Retained earnings HK\$'000	Sub-total HK\$'000	Non-controlling interests HK\$'000	Total HK\$'000
At 1 January 2024 (audited)	6,741	416,637	32,613	173,352	(222,419)	15,966	1,180,999	1,603,889	7,025	1,610,914
Other comprehensive expense for the period	-	-	-	-	(38,106)	-	-	(38,106)	(314)	(38,420)
(Loss)/profit for the period	-	-	-	-	-	-	(117,955)	(117,955)	678	(117,277)
Total comprehensive (expense)/income for the period	-	-	-	-	(38,106)	-	(117,955)	(156,061)	364	(155,697)
Equity settled share-based payments	-	-	13,707	-	-	-	-	13,707	-	13,707
Lapse of share option	-	-	(15,916)	-	-	-	15,916	-	-	-
Distribution to non-controlling interests	-	-	-	-	-	-	-	-	(746)	(746)
At 30 June 2024 (unaudited)	6,741	416,637	30,404	173,352	(260,525)	15,966	1,078,960	1,461,535	6,643	1,468,178
At 1 January 2025 (audited)	6,741	416,637	16,180	180,349	(286,556)	15,038	930,679	1,279,068	10,810	1,289,878
Other comprehensive expense for the period	-	-	-	-	36,325	-	-	36,325	173	36,498
Loss for the period	-	-	-	-	-	-	(147,208)	(147,208)	(118)	(147,326)
Total comprehensive (expense)/income for the period	-	-	-	-	36,325	-	(147,208)	(110,883)	55	(110,828)
Distribution to non-controlling interests	-	-	-	-	-	-	-	-	(1,664)	(1,664)
At 30 June 2025 (unaudited)	6,741	416,637	16,180	180,349	(250,231)	15,038	783,471	1,168,185	9,201	1,177,386

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six months ended 30 June 2025

	Six months ended 30 June	
	2025	2024
	HK\$'000	HK\$'000
	(unaudited)	(unaudited)
Net cash (used in)/generated from operating activities	(50,393)	(42,840)
Net cash generated from /(used in) investing activities	24,483	11,812
Net cash used in financing activities	(28,313)	(49,441)
Net decrease in cash and cash equivalents	(54,223)	(80,469)
Cash and cash equivalents at beginning of the period	210,526	298,659
Effect of foreign exchange rate changes	7,945	(7,544)
Cash and cash equivalents at the end of the period, represented by bank balances and cash	164,248	210,646

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2025

1. GENERAL INFORMATION

Hopefluent Group Holdings Limited (the “Company”) is a limited liability company incorporated in the Cayman Islands and its shares are listed on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”). The Company and its subsidiaries (the “Group”) are principally engaged in provision of property real estate agency services and mortgage referral and loan financing services.

2. BASIS OF PREPARATION

The unaudited condensed interim financial statements (the “Interim Financial Statements”) have been prepared in accordance with Hong Kong Accounting Standard (“HKAS”) 34, issued by the Hong Kong Institute of Certified Public Accountant (the “HKICPA”) and the applicable disclosure provisions of Main Board Listing Rules Governing the Listing of Securities (the “Listing Rules”) on the Stock Exchange.

The Interim Financial Statements have been prepared with the same accounting policies adopted in the 2024 annual financial statements, except for those relating to new periods beginning on or after 1 January 2025. Details of any changes in accounting policies are set out in note 3.

The preparation of these Interim Financial Statements in compliance with HKAS 34 requires the use of certain judgements, estimates and assumptions that affect the application of policies and the reported amounts of assets and liabilities, income and expenses on a year to date basis. Actual results may differ from these estimates. For the areas where significant judgments and estimates have been made in preparing these Interim Financial Statements, the Company’s accounting policies applied and the key sources of estimation uncertainty were the same as those that applied to 2024 annual financial statements.

These Interim Financial Statements are presented in Hong Kong dollars (“HK\$”) and all amounts are rounded to the nearest thousand (“HK\$’000”) except otherwise indicated. These interim financial statements contain consolidated financial statements and selected explanatory notes. The notes include an explanation of events and transactions that are significant to an understanding of the changes in financial position and performance of the Company since the 2024 annual financial statements. These Interim Financial Statements and the notes do not include all of the information required for a complete set of financial statements prepared in accordance with HKFRS Accounting Standards and should be read in conjunction with the 2024 annual financial statements.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (Cont'd)

For the six months ended 30 June 2025

3. MATERIAL ACCOUNTING POLICIES

The condensed consolidated financial statements have been prepared on the historical cost basis, except for investment properties and financial assets at FVTPL which are measured at fair value, as appropriate.

Except as described below, the accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 30 June 2025 are the same as those set out in the Group's annual financial statements for the year ended 31 December 2024.

In the current reporting period, the Group has applied, for the first time, the following new and amendments to HKASs and Hong Kong Financial Reporting Standards ("HKFRS Accounting Standards") issued by the HKICPA that are relevant for the preparation of the Group's unaudited condensed consolidated financial statements:

Amendments to HKAS 21

Lack of Exchangeability

None of these new or amended HKFRS Accounting Standards has a material impact on the Group's results and financial position for the current or prior period.

4. REVENUE AND SEGMENT INFORMATION

Information reported to the executive directors of the Company, being the chief operating decision maker, for the purposes of resource allocation and assessment of segment performance focuses on types of services provided.

The Group has identified two (six months ended 30 June 2024: two) reportable segments. The segments are managed separately as each business offers different products and services and requires different business strategies.

The following summary describes the operations in each of the Group's reportable segments:

- Property real estate agency is the provision of first hand real estate services and secondary real estate services to property developers, corporates and individuals; and
- Financial services is the provision of mortgage referral and loan financing services to individuals or companies.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (Cont'd)

For the six months ended 30 June 2025

4. REVENUE AND SEGMENT INFORMATION (Cont'd)

Revenue represents agency commission in respect of real estate agency services and interest income from loan receivables, net of business tax and other taxes. An analysis of the Group's revenue for the period is as follows:

	Six months ended 30 June	
	2025 HK\$'000 (unaudited)	2024 HK\$'000 (unaudited)
Disaggregation of revenue		
Revenue from contracts with customers within the scope of HKFRS 15		
Agency commission	362,985	404,543
Revenue from other sources outside the scope of HKFRS 15		
Finance income		
Interest income from loan receivables	6,435	17,495
	369,420	422,038

	Six months ended 30 June	
	2025 HK\$'000 (unaudited)	2024 HK\$'000 (unaudited)
Timing of revenue recognition		
At a point in time		
Agency commission	362,985	404,543
Over-time		
Interest income from loan receivables	6,435	17,495
	369,420	422,038

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (Cont'd)

For the six months ended 30 June 2025

4. REVENUE AND SEGMENT INFORMATION (Cont'd)

Geographical information

The Company is domiciled in the Cayman Islands while the Group operates its business in the PRC and all its revenue is derived from the PRC. Accordingly, no geographical information on the total revenue is presented.

At the end of each reporting period, the non-current assets are substantially located in the PRC.

Information about major customers

There was no revenue from any customer that contributed over 10% of total revenue of the Group for both financial periods presented.

The following is an analysis of the Group's results by operating and reportable segments.

	Six months ended 30 June 2025 (unaudited)		
	Property real estate agency HK\$'000	Financial services HK\$'000	Total HK\$'000
Segment revenue	362,985	6,435	369,420
Segment loss	(103,246)	(429)	(103,675)
Other income			3,302
Central administrative costs			(11,262)
Loss allowance on financial assets			(26,581)
Other gains and losses			(10,976)
Share of result of an associate			(65)
Finance costs			(4,543)
Loss before tax			(153,800)
Income tax credit			6,474
Loss for the period			(147,326)

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (Cont'd)

For the six months ended 30 June 2025

4. REVENUE AND SEGMENT INFORMATION (Cont'd)

	Six months ended 30 June 2024 (unaudited)		
	Property real estate agency HK\$'000	Financial services HK\$'000	Total HK\$'000
Segment revenue	404,543	17,495	422,038
Segment loss	(98,913)	(536)	(99,449)
Other income			7,796
Central administrative costs			(15,297)
Loss allowance on financial assets			(211)
Other gains or losses			(1,520)
Finance costs			(8,502)
Loss before tax			(117,183)
Income tax expense			(94)
Loss for the period			(117,277)

Segment profit represents the profit earned by each segment without allocation of other income, central administrative costs including directors' emoluments, other gains and losses, allowance recognised on financial assets, share of result of an associate and finance costs. This is the measure reported to the chief operating decision maker for the purposes of resource allocation and performance assessment.

5. FINANCE COSTS

	Six months ended 30 June	
	2025 HK\$'000 (unaudited)	2024 HK\$'000 (unaudited)
Interests on:		
Bank and other borrowings	3,247	5,264
Lease liabilities	1,296	3,238
	4,543	8,502

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (Cont'd)

For the six months ended 30 June 2025

6. INCOME TAX CREDIT/(EXPENSE)

The tax charges represent the PRC Enterprises Income Tax ("EIT") for both periods.

EIT is provided on the estimated assessable profits of the Group's subsidiaries in the PRC in accordance with the laws and regulations in the PRC at 25%.

No Hong Kong profits tax has been provided in both current and prior periods in the condensed consolidated financial statements as the Group has no estimated assessable profits arising in Hong Kong for both periods.

7. LOSS FOR THE PERIOD

	Six months ended 30 June	
	2025	2024
	HK\$'000	HK\$'000
	(unaudited)	(unaudited) (restated)
Loss for the period has been arrived at after charging/(crediting):		
Salaries and other benefit	303,411	353,256
Share-based payments	–	13,707
Retirement benefits scheme contributions	25,684	28,804
Total staff costs	329,095	395,767
Depreciation charges		
Property, plant and equipment	7,855	6,357
Right-of-use assets	14,188	15,460
	22,043	21,817
Allowance recognised/(reversed) on financial assets		
Accounts receivable	9,175	3,123
Loan receivables	17,406	(2,912)
	26,581	211
Loss on disposal of investment properties	6,464	–
Bank interest income	(313)	(818)
Rental income net of direct expenses of HK\$309,000 (2024: HK\$512,000)	(1,604)	(3,503)

8. DIVIDENDS

The Directors of the Company do not recommend the payment of any dividend in respect of the six months ended 30 June 2025 (six months ended 30 June 2024: HK\$nil).

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (Cont'd)

For the six months ended 30 June 2025

9. LOSS PER SHARE

(a) Basic

Basic loss per share is calculated by dividing loss for the period attributable to owners of the Company by the weighted average number ordinary shares in issue during the period.

	Six months ended 30 June	
	2025 HK\$'000 (unaudited)	2024 HK\$'000 (unaudited)
Loss for the period attributable to owners of the Company	(147,208)	(117,955)
Weighted average number of ordinary shares in issue (thousand shares)	674,150	674,150
Basic loss per share (HK cents)	(21.84)	(17.50)

(b) Diluted

The basic and diluted loss per share are the same for the six months ended 30 June 2025 as there was no dilutive potential ordinary shares existed during the six months ended 30 June 2025. The basic and diluted loss per share are the same for the six months ended 30 June 2024, as the effect of share options outstanding were anti-dilutive and were not included in the calculation of diluted loss per share.

10. PROPERTY, PLANT AND EQUIPMENT AND RIGHT-OF-USE ASSETS

During the six months ended 30 June 2025, the Group had addition of property, plant and equipment amounting to approximately HK\$6,457,000 (six months ended 30 June 2024: HK\$2,313,000).

In addition, during the six months ended 30 June 2025, the Group disposed property, plant and equipment with a carrying amount of approximately HK\$23,000 (six months ended 30 June 2024: HK\$7,010,000) for the proceeds of approximately HK\$69,000 (six months ended 30 June 2024: HK\$5,776,000) resulting in a loss on disposal of approximately HK\$48,000 (six months ended 30 June 2024: loss on disposal of HK\$1,234,000).

During the six months ended 30 June 2025, the Group entered into certain new lease agreements for the use of office premises for one to five years (six months ended 30 June 2024: one to five years). The Group is required to make fixed monthly payment during the contract period. On lease commencement, the Group recognised approximately HK\$4,127,000 (six months ended 30 June 2024: HK\$11,876,000) of right-of-use assets and approximately HK\$4,127,000 (six months ended 30 June 2024: HK\$11,876,000) of lease liabilities.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (Cont'd)

For the six months ended 30 June 2025

11. GOODWILL

Goodwill is allocated to the cash generating unit (“CGU”), representing primary real estate services in the PRC. As at 30 June 2025 and 31 December 2024, there is no movement in goodwill in both current and prior periods.

During the six months ended 30 June 2025, the Directors of the Company determine that there is no impairment (six months ended 30 June 2024: Nil) of the CGU representing the primary real estate agency services segment in the PRC.

12. ACCOUNTS RECEIVABLE

The Group allows a credit period ranging from 30 to 180 days (2024: 30 to 180 days) to its trade customers. The aging analysis of accounts receivable net of allowance for doubtful debts presented based on the invoice date as at the end of the reporting period is as follows:

	30 June 2025 HK\$'000 (unaudited)	31 December 2024 HK\$'000 (audited)
0–30 days	104,343	162,709
31–60 days	13,124	22,225
61–90 days	20,031	15,241
91–120 days	12,951	11,317
121–180 days	15,934	12,493
Over 180 days	378,063	340,020
	544,446	564,005

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (Cont'd)

For the six months ended 30 June 2025

13. FINANCIAL ASSETS AT FVTPL

	30 June 2025 HK\$'000 (unaudited)	31 December 2024 HK\$'000 (audited)
Listed investments at fair value — Listed equity securities in Hong Kong	3,733	5,531

Fair value of the investments in listed equity securities as determined by reference to bid prices quoted in active market.

14. PAYABLES AND ACCRUALS

The payables and accruals mainly comprise accrued operating expenses, accrued staff costs and other sundry creditors.

15. SHARE CAPITAL

	Number of shares	Nominal Amounts HK\$'000
Authorised: Ordinary shares of HK\$0.01 each At 1 January 2024, 31 December 2024, 1 January 2025 and 30 June 2025	8,000,000,000	80,000
Issued and fully paid: At 1 January 2024, 31 December 2024, 1 January 2025 and 30 June 2025	674,149,989	6,741

16. RELATED PARTY TRANSACTIONS

Except as disclosed elsewhere in the unaudited condensed consolidated financial statements, the Group had no material transactions with its related parties during the six months ended 30 June 2025 (six months ended 30 June 2024: Nil).

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (Cont'd)

For the six months ended 30 June 2025

17. OPERATING LEASES

(a) The Group as lessee

At the end of the reporting period, the total future minimum lease payments under non-cancellable leases were payable as follows:

	30 June 2025 HK\$'000 (unaudited)	31 December 2024 HK\$'000 (audited)
Within one year	43,317	57,762

The Group is the lessee in respect of a number of shops with lease term of 12 months or less. The Group applies the "short-term lease" recognition exemptions for these leases and the future minimum lease payments regarding these leases are disclosed as above.

(b) The Group as lessor

Operating lease income commitments are mainly for the investment properties of the Group. At the end of the reporting period, the Group had contracted with tenants for the following future minimum lease payments:

	30 June 2025 HK\$'000 (unaudited)	31 December 2024 HK\$'000 (audited)
Within one year	4,303	3,938
In the second to fifth year inclusive	6,002	5,392
Over five years	1,495	1,415
	11,800	10,745

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (Cont'd)

For the six months ended 30 June 2025

18. SHARE OPTIONS SCHEME

In order to attract and retain the best quality employees for the development of the Group's businesses and to provide additional incentives or rewards to selected qualifying participants, the Company adopted a share option scheme on 23 May 2023 (the "Scheme"). The eligible participants mainly include employees of the Group, Directors, the directors of any member of the group, the directors and employees (whether full-time or part-time) of the holding companies, fellow subsidiaries or associated companies of the Company. The Scheme, unless otherwise cancelled or amended, will remain in force for 10 years since 23 May 2023.

The options may be exercised within the period commencing from the date of grant of the option and expiring on the date following 10 years from the date of grant of the options subject to terms under the Scheme. The vesting period for options shall be determined by the board (the "Board") and in any case, shall not be less than twelve (12) months. A shorter vesting period may be granted at the discretion of the Board in certain circumstances. The Board and/or the remuneration committee may determine in its absolute discretion and set any performance target or impose any condition, restriction or limitation in relation to the vesting of the options.

The offer of the grant of share options under the Scheme may be accepted within 30 days after the date of the offer, at a consideration of HK\$1, payable by the grantee upon the acceptance of the offer.

The subscription price of the share options is determinable by the Directors, but shall be the highest of (i) the closing price of the shares as stated in the daily quotations sheet of the Stock Exchange on the date of grant, which must be a business day; (ii) the average closing price of the shares as stated in the daily quotations sheet of the Stock Exchange for the five (5) business days immediately preceding the date of grant; and (iii) the 90% of the average closing price as stated in the daily quotations sheets of the Stock Exchange for the twenty (20) business days immediately preceding the date of grant.

Pursuant to the Scheme, the maximum number of shares in the Company in respect of which options may be granted when aggregated with any other share option scheme of the Company must not exceed 10% of the issued share capital of the Company as at the date of adoption of the Scheme (i.e. 67,414,998 shares). Subject to the issue of a circular and the approval of the shareholders of the Company in general meeting and/or such other requirements prescribed under the Listing Rules from time to time, the Board may refresh the limit to 10% of the total number of shares in issue as at the date of approval by the shareholders of the Company in general meeting.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (Cont'd)

For the six months ended 30 June 2025

18. SHARE OPTIONS SCHEME (Cont'd)

Unless shareholder approval has been obtained, no option may be granted to any person if the total number of shares of the Company already issued and issuable to him under all the options granted to him in any 12-month period up to and including the date of grant exceeding 1% of total number of shares in issue as at the date of grant. Any further grant of options in excess of this 1% limit shall be subject to the issue of a circular by the Company and the approval of the shareholders in general meeting. Such participant and his associate (as defined in the Listing Rules) have to abstain from voting and/or comply with other requirements prescribed under the Listing Rules from time to time. Options granted to substantial shareholders or independent non-executive directors in excess of 0.1% of the Company's shares in issue within any 12-month period must be approved in advance by the Company's shareholders.

Subject to the compliance of the requirements under the Scheme, the share options are exercisable only if the eligible participants remain in the service of the Group from the grant date of the share options up to the designated exercise date.

On 16 June 2023, the Company granted share options under the share option scheme under which the option holders are entitled to acquire an aggregate of 67,380,000 shares of the Company. Pursuant to the terms of the share option scheme, the options granted are subject to certain performance conditions.

The options granted to the grantees will be/have been vested based on the following rates on the vesting date for the relevant financial year, provided that the vesting conditions above are satisfied in the relevant financial year: (i) 70% and 40% of the total number of the share options to Mr. Zhu Rongbin ("Mr. Zhu") and other grantees respectively, have been vested on 1 July 2024; (ii) 15% and 30% of the total number of the share options to Mr. Zhu and other grantees respectively, will be vested on 1 April 2025; and (iii) 15% and 30% of the total number of the share options to Mr. Zhu and other grantees respectively, will be vested on 1 April 2026. If the vesting conditions above have not been fulfilled during the relevant financial year, the corresponding percentage of the share options granted will lapse upon the expiry of the relevant validity period. All the options under the share option scheme should be exercisable after vesting but before the expiry of 10 years after the grant date at the exercise price of HK\$1.85 per share.

In May 2024, Mr. Zhu resigned from the position of an executive director of the Company, the Chairman of the Board and the member and chairman of the nomination committee of the Company. Following the resignation of Mr. Zhu and one employee, 30,340,000 options granted to Mr. Zhu and 3,370,000 options granted to the specific employee lapsed, resulting approximately HK\$15,916,000 being transferred out of the special reserve. Please refer to the announcement issued by the Company dated 31 May 2024 for the details.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (Cont'd)

For the six months ended 30 June 2025

18. SHARE OPTIONS SCHEME (Cont'd)

Because of the exercise prices of the share options outstanding are much higher than the market price of the shares of the Company (the "Shares"), the Board consider that the share options no longer serve the purpose of providing incentives or rewards to the grantee for contribution to the Group. Following the approval of the Board, 33,670,000 outstanding share options granted to a Director and certain employees of the Company were cancelled with effect from 1 November 2024 in accordance with the term of the Scheme resulting approximately HK\$4,570,000 was recognised to profit or loss immediately and approximately HK\$20,686,000 being transferred out of the special reserve. Please refer to the announcement issued by the Company dated 1 November 2024 for the details.

For the year ended 31 December 2024, the total number of options lapsed and cancelled are 33,710,000 and 33,670,000 respectively, resulting approximately HK\$15,916,000 and HK\$20,686,000 being transferred out of the special reserve respectively.

At 30 June 2025, the total number of the Shares that may be issued in respect of options granted under the Share Option Scheme amounting of nil divided by the weighted average of Shares of the relevant class in issue amounting of 674,149,989 was approximately nil%.

As at the date of this report, the total number of shares of the Company available for issue under the Scheme (i.e. options can be granted) was 67,414,998 Shares (31 December 2024: 67,414,998 Shares), representing approximately 10% (2024: 10%) of the issued share capital of the Company as of the date thereof. The number of shares available for future grant under the mandate of the Scheme is 67,414,998 (31 December 2024: 67,414,998).

The fair value of options granted on 16 June 2023 under the Scheme determined using the Binomial Option Pricing model was approximately HK\$41,648,000. The significant inputs into the model were share price of HK\$1.85, at the grant date and adjusted for the effect of the share subdivision, exercise price shown above, expected volatility is 41.29%, annual risk-free interest rate of 3.53%. Expected life of options of approximately 10 years and dividend yield of 4.26%. The volatility measured at the standard deviation of expected share price returns is based on statistical analysis of daily share prices from 16 June 2013 to 15 June 2023. During the period ended 30 June 2025, approximately HK\$nil (2024: HK\$13,707,000) were charged to profit or loss.

During the six months ended 30 June 2025 and 2024, no option was granted by the Company under the Scheme. No option was exercised, cancelled or lapsed during the six months ended 30 June 2025. The Company did not have any outstanding share option as at 30 June 2025 and 31 December 2024.

BUSINESS REVIEW

MANAGEMENT DISCUSSION AND ANALYSIS

I. Market Review for First Half 2025

In the first half of 2025, the macroenvironment was riddled with uncertainties. The domestic real estate sector continued its adjustment, while governments at all levels actively introduced supportive policies such as special bonds for destocking, urban renewal enhancements, and relaxed purchase restrictions, with early signs of structural recovery appearing. On the supply side, the industry still faced challenges like declining development investment and low market confidence, with national real estate development investments falling by 11.2% year-on-year. On the demand side, with ongoing policy easing, market demand improved, and the declines in both the sales area and sales volume of new residential properties across the country lessened. In response to the current industry situation, the Group has proactively seized opportunities and flexibly adjusted its operating strategy to withstand market fluctuations. By focusing on high-value areas in core cities, refining and improving its market layout, further strengthening cost controls, and enhancing transaction skills, the Group has sought to reverse operational disadvantages during this adjustment period and lay the foundation for a future industry recovery.

II. Business Review of the Group

For the six months ended 30 June 2025, the Group's turnover amounted to approximately HK\$369 million, a decrease of approximately 13% from the same period last year (2024: approximately HK\$422 million), and loss attributable to shareholders amounted to approximately HK\$147 million (2024: approximately HK\$118 million). Basic loss per share was HK21.84 cents (2024: HK17.50 cents). The Board of Directors did not recommend the payment of an interim dividend for the six months ended 30 June 2025.

Turnover of the Group's property real estate agency business in the first half of 2025 was approximately HK\$363 million (2024: approximately HK\$405 million), accounting for 98% of the Group's turnover, while the turnover of the financial services business was approximately HK\$6 million (2024: approximately HK\$17 million), accounting for 2% of the Group's turnover.

For the six months ended 30 June 2025, the Group's total value of properties transacted was approximately HK\$25.3 billion, a decrease of approximately 35% from the same period last year (2024: approximately HK\$39.1 billion), while the total gross floor area sold was approximately 1.1 million square meters.

MANAGEMENT DISCUSSION AND ANALYSIS (Cont'd)

II. Business Review of the Group (Cont'd)

1. *Property Real Estate Agency Business*

Amid a persistently uncertain market environment, the Group continued to optimize its operating structure to enhance business performance under its core strategy of “dare to innovate, strive for profit, and achieve scale”. During the period, the Group regularly conducted comprehensive reviews and assessments of various businesses in different regions, and promoted several targeted optimization measures based on an in-depth analysis of market dynamics, customer needs and internal management. In addition, the Group has actively promoted its digital transformation strategy, which, combined with new media platforms and online marketing approaches to increase brand exposure, has effectively attracted more potential customers and driven steady business growth.

Currently, the Group’s agency business covers approximately 40 large and medium size cities across the country, with over 400 agency projects, approximately 10 secondary branches, and around 50 franchised secondary branches.

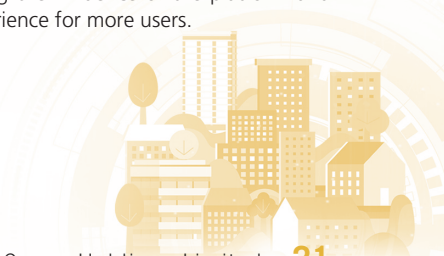
2. *Financial Services Business*

During the period, the turnover of the financial services business was approximately HK\$6 million (2024: approximately HK\$17 million). Focusing on existing high-quality customers, the Group’s financial services business addresses market changes with rigorous risk control measures and ensures steady business development while maintaining long-term customer relations.

3. *Other Value-Added Services*

The value research business has continued to play a crucial role in helping the Group to steadily expand its professional influence across markets and grow its diverse customer base. By focusing on building a new media distribution system and leveraging big data analysis to optimize content delivery, the Group has managed to enhance the timeliness of market data, improve policy interpretation, and increase the pertinence of investment guidance. This has enabled the Group to create diversified and efficient service models that strengthen sales capabilities and foster the development of competitive advantages in the industry.

The Group has been actively pursuing digital transformation. Its online property search service platform “Bang Housing” APP and WeChat mini-program have maintained stable and ongoing cooperation with leading internet companies in China, integrating the entire online and offline property purchase process, and providing users with a more precise and intelligent property search experience. As at the first half of 2025, “Bang Housing” has achieved a new milestone in the number of omni-media channel users, further enhancing the influence of the platform and providing a high-quality property purchase experience for more users.



MANAGEMENT DISCUSSION AND ANALYSIS (Cont'd)

III. Prospects for the second half of 2025

In the second half of 2025, the domestic real estate market as a whole will continue to experience a weak recovery. However, benefitting from policy incentives and robust support from government authorities at all levels, uncertainty is expected to ease, leading to a clearer development trajectory. In the face of structural opportunities, high-quality supply in core cities has stimulated market enthusiasm, destocking in third- and fourth-tier cities has quickened, and the industry has exhibited increasing resilience. Under the guidance of national policies to “stabilize expectations, prevent risks, and promote transformation,” it is believed that the real estate market will advance towards a new stage of high-quality development characterized by “good cities + good housing”.

The Group will actively grasp industry development trends, apply innovative AI technologies, decipher market demand trends, combine online and offline dual-track operation models to provide multi-scenario and personalized services, and work with partners to build an intelligent real estate ecosystem based on the shared value of supporting the industry in its rise from the trough.

The Group will also adhere to a prudent and pragmatic approach to achieve “development, innovation, and breakthroughs”. It will timely adjust its operating strategies to enhance efficiency and build innovation momentum, and deliver higher quality and more advanced products and services to customers. Moreover, the Group is firmly committed to fulfilling its corporate social responsibilities, striving to achieve operational profitability, and creating long-term value for investors.

AUDIT COMMITTEE

The Company established an audit committee, currently comprising the three existing independent non-executive directors, which has reviewed the unaudited interim results for the six months ended 30 June 2025 including the accounting, internal control and financial reporting issues.

LIQUIDITY AND FINANCIAL RESOURCES

As at 30 June 2025, the Group maintained a sound financial position where the cash and bank deposits and current ratio, as a ratio of current assets to current liabilities, were approximately HK\$164 million (31 December 2024: HK\$211 million) and 3.07 (31 December 2024: 3.32) respectively. Total borrowing amounted to approximately HK\$117 million which are secured and unsecured bank loan and other borrowings (31 December 2024: approximately HK\$123 million). The Group's gearing ratio, which was computed by dividing the total borrowings by total assets, was approximately 7.3% (31 December 2024: 7.1%). The Group's borrowings are denominated in Renminbi. The Group had no material contingent liabilities as at 30 June 2025.

PLEDGE OF ASSETS

As at 30 June 2025, the Group pledged its investment properties and property, plant and equipment with an aggregate amount of approximately HK\$69 million to secure bank borrowings (31 December 2024: approximately HK\$66 million).

FOREIGN EXCHANGE EXPOSURE

Most of the Group's business transactions are denominated in either Hong Kong dollars or Renminbi. As such, the Group had no significant exposure to foreign exchange fluctuations.

EMPLOYEES

As at 30 June 2025, the Group had approximately 2,500 full time employees. Employees are regarded as the greatest and valuable assets of the Group. Competitive remuneration packages are structured to commensurate with individual job duties, qualification, performance and years of experience.

INTERIM DIVIDEND

The board of Directors resolved not to declare any interim dividend for the six months ended 30 June 2025 (2024: nil).

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

As at 30 June 2025, the interests of the directors and their associates in the shares of the Company or its associated corporations (within the meaning as defined in the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) ("SFO") as recorded in the register maintained by the Company pursuant to Section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of the Listed Companies (the "Model Code") in the Listing Rules were as follows:

Long positions

- (i) *Ordinary share of HK\$0.01 each and underlying shares under equity derivatives of the Company:*

Name of Director	Number of shares			Aggregate interest	Approximate percentage of the issued share capital
	Ordinary shares interests held under personal/spouse name	Ordinary shares interests held by controlled corporation/trust	Underlying shares (under equity derivatives of the Company)		
Director					
Mr. Fu Wai Chung ("Mr. Fu")	35,422,668 (Note 1)	160,193,644 (Note 1)	-	195,616,312	29.02%
Mr. Fu Ear Ly	-	90,319,938 (Note 2)	-	90,319,938	13.40%

Notes:

- (1) These 29,431,304 shares are registered in the name of Fu's Family Limited which is held as to 70% by Mr. Fu, 15% by Ms. Ng Wan and the remaining 15% by Ms. Fu Man. 112,418,263 shares are registered in the name of China-net Holding Ltd. which is wholly-owned by Mr. Fu. China-net Holding Ltd. is also interested in 18,344,077 shares through its ownership of Happy Chord Limited which is wholly-owned by China-net Holding Ltd.. 28,024,334 shares are held by himself and 7,398,334 shares held by his spouse, Ms. Ng Wan.
- (2) These 78,319,938 shares are registered in the name of Rainbow Cross Limited which is wholly-owned by Mr. Fu Ear Ly. He is the son of Mr. Fu and Ms. Ng Wan, and the nephew of Ms. Fu Man.
- 12,000,000 shares are registered in the name of Intelligent Youth Limited which is also wholly-owned by Mr. Fu Ear Ly.

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN THE SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY OR ANY ASSOCIATED CORPORATION (Cont'd)

Long positions (Cont'd)

(ii) *Ordinary shares of US\$1.00 each in Fu's Family Limited*

Name of director	Number of shares interested	Percentage of shareholding
Mr. Fu Wai Chung	70	70%
Ms. Ng Wan	15	15%
Ms. Fu Man	15	15%

(iii) *Ordinary shares of US\$1.00 each in China-net Holding Ltd.*

Name of director	Number of shares interested	Percentage of shareholding
Mr. Fu Wai Chung	100	100%

Share Options

On 23 May 2023, the Company adopted a share option scheme (the "Scheme") to replace the share option scheme adopted in year 2014 (the "Old Scheme").

No share options were granted, cancelled, lapsed or exercised during the period. The Company did not have any outstanding share option as at 30 June 2025 and 31 December 2024.

The number of options available for grant under the scheme mandate of the Scheme at the beginning and the end of the financial period ended 30 June 2025 is 67,414,998 and 67,414,998 respectively.

During the period ended 30 June 2025, the total number of shares of the Company (the "Shares") that may be issued in respect of options granted under the Scheme amounting of nil divided by the weighted average number of Shares of the relevant class in issue amounting of 674,149,989 was approximately nil%.

Save as disclosed above, as at 30 June 2025, none of the Directors and chief executive of the Company had or were deemed to have any interest or short position in the shares, underlying shares or debentures of the Company and its associated corporations (within the meaning of Part XV of the SFO), which has been recorded in the register maintained by the Company pursuant to section 352 of the SFO or which has been notified to the Company and the Stock Exchange pursuant to the Model Code of the Listing Rules.

DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

At the extraordinary general meeting held on 23 May 2023 ("2023 1st extraordinary general meeting") the Company had adopted the Scheme to replace the Old Scheme. Under the Scheme, the directors of the Company may, at their discretion, invite employees of the Company or any member of the Group, including any executive, non-executive and independent non-executive directors of the Group and the directors and employees of the holding companies, fellow subsidiaries or associated companies of the Company to take up options to subscribe for shares in the Company representing up to a maximum 10% of the shares in issue as at the date of 2023 1st extraordinary general meeting and subject to renewal with shareholders' approval.

Other than the Company's share option scheme as disclosed above, at no time during the period was the Company, or any of its subsidiaries or its fellow subsidiaries, a party to any arrangements to enable the directors of the Company to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

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

As at 30 June 2025, the interests or short positions of the substantial shareholders in the shares or underlying shares of the Company which have been disclosed to the Company pursuant to Division 2 and 3 of Part XV of the SFO and have been recorded in the register kept by the Company pursuant to section 336 of the SFO:

Long positions

Name of shareholder	Capacity	Number of issued ordinary shares or security interests	Approximate percentage of the issued share capital and/or security interest of the Company
Mr. Fu	Beneficial owner/Held by controlled corporation/Spouse interests (note 1)	195,616,312	29.02%
Concrete Win Limited	Held by controlled corporation (note 2) Held by controlled corporation (security interest) (note 2)	169,293,497 67,414,999	25.11% 10.00%
Country Garden Property Services HK Holdings Company Limited	Beneficial owner (note 2) Person having security interest in shares (note 2)	169,293,497 67,414,999	25.11% 10.00%
Country Garden Services Holdings Company Limited	Held by controlled corporation (note 2) Held by controlled corporation (security interest) (note 2)	169,293,497 67,414,999	25.11% 10.00%
United Gain Group Ltd	Held by controlled corporation (note 2) Held by controlled corporation (security interest) (note 2)	169,293,497 67,414,999	25.11% 10.00%
Ms. YANG Huiyan	Held by controlled corporation (note 2) Held by controlled corporation (security interest) (note 2)	169,293,497 67,414,999	25.11% 10.00%
Mr. CHEN Chong	Interest of spouse (note 2) Interest of spouse (security interest) (note 2)	169,293,497 67,414,999	25.11% 10.00%
China-net Holding Ltd.	Beneficial owner/Held by controlled corporation (note 1)	130,762,340	19.40%
Mr. Fu Ear Ly	Held by controlled corporation (note 3)	90,319,938	13.40%
Rainbow Cross Limited	Beneficial owner (note 3)	78,319,938	11.62%

SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY (Cont'd)

Long positions (Cont'd)

Notes:

1. Under the SFO, Mr. Fu is deemed to be interested in the shares held by Fu's Family Limited and China-net Holding Ltd.. Mr. Fu's interests include 29,431,304 shares held through Fu's Family Limited, 28,024,334 shares held by himself and 7,398,334 shares held by his spouse, Ms. Ng Wan. 112,418,263 shares are registered in the name of China-net Holding Ltd. which is wholly-owned by Mr. Fu. China-net Holding Ltd. is also interested in 18,344,077 shares through its ownership of Happy Chord Limited which is wholly-owned by China-net Holding Ltd.. The entire issued share capital of Fu's Family Limited is held as to 70% by Mr. Fu, 15% by Ms. Ng Wan and 15% by Ms. Fu Man, the sister of Mr. Fu. Under the SFO, Mr. Fu is deemed to be interested in all the shares registered in the name of Fu's Family Limited.
2. 169,293,497 shares are registered in the name of Country Garden Property Services HK Holdings Company Limited, a company wholly-owned by United Gain Group Ltd. United Gain Group Ltd is owned as to 100.00% by Country Garden Services Holdings Company Limited ("CG Services"). Ms. Yang Huiyan holds a total of 16.26% shares of CG Services through Concrete Win Limited and Fortune Warrior Global Limited and holds 20.18% of the voting rights of CG Services' shares (the shares are owned by Guoqiang Public Welfare Foundation (Hong Kong) Limited), thus Ms. Yang is deemed to be interested in a total of 36.44% shares in CG Services. Mr. Chen Chong is the husband of Ms. Yang and is deemed to be interested in the shares in which Ms. Yang is interested. There is a charge over 67,414,999 shares of the Company in favour of Country Garden Property Services HK Holdings Company Limited as security for certain indemnification obligations pursuant to an equity transfer agreement dated 9th November, 2022. Therefore, Country Garden Property Services HK Holdings Company Limited is deemed to have a security interest in these shares.
3. These 78,319,938 shares are registered in the name of Rainbow Cross Limited which is wholly-owned by Mr. Fu Ear Ly. 12,000,000 shares are registered in the name of Intelligent Youth Limited which is also wholly-owned by Mr. Fu Ear Ly. He is the son of Mr. Fu and Ms. Ng Wan, and the nephew of Ms. Fu Man.

Save as disclosed above, as at 30 June 2025, the Company had not been notified of any person's interests or short positions in the shares or underlying shares of the Company, which are required to be recorded in the register required to be kept under section 336 of Part XV of the SFO.

PURCHASE, REDEMPTION OR SALE OF LISTED SECURITIES OF THE COMPANY

Since the Listing Date, the Company has not redeemed any of its shares, and neither the Company nor any of its subsidiaries has purchased or sold any of the Company's Shares.

The Company did not have any treasury shares (as defined under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited ("Listing Rules")) as at 30 June 2025.

CORPORATE GOVERNANCE

During the six months ended 30 June 2025, the Company has complied with the code provisions set out in Part 2 of the corporate governance code ("CG Code") as stated in Appendix C1 of the Listing Rule except the following deviations (Code Provision C.2.1 and C.6.1):

Chairman and Chief Executive Officer

According to code provision C.2.1 of the CG Code, the roles of chairman and chief executive officer should be separated and should not be performed by the same individual. Since 21 March 2025, the Company has no such title as the chief executive officer and Mr. Fu Wai Chung ("Mr. Fu") remains as the chairman of the Company. Mr. Fu has extensive experience in the industry which is beneficial and of great value to the overall development of the Company. The daily operation and management of the Company is monitored by the executive directors as well as the senior management. The Board is of the view that the balance of power and authority is ensured by the operation of the Board, which comprises experienced individuals and meet from time to time to discuss issues affecting operation of the Company. The Board has been nevertheless reviewing the structure and composition of the Board from time to time in light of prevailing circumstances, in order to maintain a high standard of corporate governance practices of the Company.

Company Secretary

The Company has engaged Mr. Lo Hang Fong, a solicitor practising in Hong Kong, as its company secretary and Mr. Lo Yat Fung, an executive director of the Company, is the person whom the company secretary can contact. The Board is confident that having Mr. Lo Hang Fong as the company secretary is beneficial to the Group's compliance of the applicable laws, rules and regulations.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS OF LISTED ISSUERS (“MODEL CODE”) OF THE LISTING RULES

The Company has adopted the Model Code as set out in Appendix C3 of the Listing Rules. The Company has made specific enquiry of all Directors regarding any non-compliance with the Model Code for the period ended 30 June 2025 and they all confirmed that they have fully complied with the required standards as set out in the Model Code.

By Order of the Board of Directors

FU Wai Chung

Chairman

Hong Kong, 28 August 2025

As at the date of this report, the Board of Directors comprises the executive directors Mr. FU Wai Chung and Mr. LO Yat Fung; the non-executive directors Mr. FU Ear Ly, Mr. LI Bo and Mr. LI Fuqiang; and the independent non-executive directors Mr. LAM King Pui, Mr. CAO Qimeng and Ms. XU Jing.