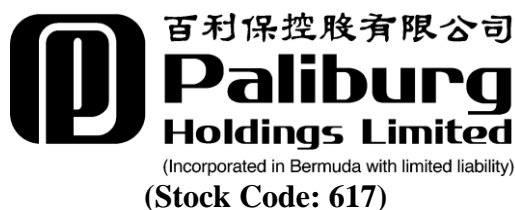


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## ANNOUNCEMENT OF 2022 INTERIM RESULTS

### FINANCIAL AND BUSINESS HIGHLIGHTS

	Six months ended 30th June, 2022 (Unaudited) HK\$'M	Six months ended 30th June, 2021 (Unaudited) HK\$'M	% Change
<b>Revenue</b>	<b>2,917.9</b>	1,111.1	<b>+162.6%</b>
<b>Gross profit</b>	<b>1,344.7</b>	447.0	<b>+200.8%</b>
<b>Operating profit before depreciation and amortisation, finance costs and tax</b>	<b>1,009.0</b>	243.3	<b>+314.7%</b>
<b>Profit/(Loss) for the period attributable to equity holders of the parent</b>	<b>230.9</b>	(136.4)	<b>N/A</b>
<b>Basic earnings/(loss) per ordinary share attributable to equity holders of the parent</b>	<b>HK17.15 cents</b>	HK(15.77) cents	<b>N/A</b>
	<b>As at 30th June, 2022 (Unaudited)</b>	<b>As at 31st Dec., 2021 (Unaudited)</b>	
<b>Net asset value per ordinary share attributable to equity holders of the parent</b>			
<b>Book</b>	<b>HK\$10.89</b>	HK\$11.03	<b>-1.3%</b>
<b>Adjusted*</b>	<b>HK\$15.29</b>	HK\$15.00	<b>+1.9%</b>

\* compiled, for the purpose of reference, on an adjusted basis to restate the Group's hotel property portfolio in Hong Kong at its market value at 31st December, 2021 and 30th June, 2022, respectively, with the relevant deferred tax liabilities added back

- For the six months ended 30th June, 2022, the Group achieved an unaudited consolidated profit attributable to shareholders of HK\$230.9 million, as compared to a loss of HK\$136.4 million for the comparative period in the prior year.
- The significant improvement in the results achieved in the period under review was primarily attributable to the substantial increase attained by the Group in its profits from sale of properties as well as in the income from its hotel operations.
- The profits from sale of properties were mainly derived from the sale of certain houses and apartment units in Mount Regalia in Kau To developed by P&R Holdings Limited and the presold residential units in the third stage of the Regal Cosmopolitan City development in Chengdu, Mainland China undertaken by Cosmopolitan International Holdings Limited, the sale transactions and hand over procedures for which were completed during the period.
- As the seven hotels of the Group operating as quarantine hotels or facilities under various quarantine or isolation schemes organised by the Hong Kong Government to combat the COVID-19 pandemic have generated steady revenues during the period, the income from the Group's hotel operations as a whole for this interim period substantially surpassed the comparative level in the prior year.
- For the six months ended 30th June, 2022, the Group achieved a gross profit of HK\$1,344.7 million (2021 – HK\$447.0 million) and an operating profit before depreciation and amortisation, finance costs and tax of HK\$1,009.0 million (2021 – HK\$243.3 million).
- Depreciation charges provided on the Group's hotel properties in Hong Kong for this interim period amounted to HK\$345.4 million which, although not affecting on the Group's cash flow, have nevertheless adversely impacted the Group's results. If these depreciation charges were not required to be provided and the relevant hotel properties stated at their fair values, the operating results of the Group for the period under review would have been more impressive.

- **The Mount Regalia in Kau To, Sha Tin is a major luxury residential development undertaken by P&R Holdings. The development has a total of 24 garden houses and 136 apartment units, together with car parks and club house facilities. Up to the present time, a total of 17 garden houses and 50 apartments have been sold or contracted to be sold at satisfactory prices, of which the sale transactions for 14 houses and 36 apartment units had been completed. The remaining 7 houses and 86 apartments command significant value and are planned to be sold on a gradual basis.**
- **Apart from Mount Regalia, P&R Holdings also owns a mixed portfolio of completed properties and hotels as well as properties held for development in Hong Kong. These include the We Go MALL in Ma On Shan, Sha Tin, the iclub Mong Kok Hotel and a 50% interest in the iclub AMTD Sheung Wan Hotel, which are all being held for their operating or recurring income, a commercial/residential project under development at Kam Wa Street in Shau Kei Wan, requisite absolute majority ownership interests in certain existing properties at Castle Peak Road planned for a composite commercial/residential redevelopment and, in addition, some remaining shop units and carparks in The Ascent in Sham Shui Po as well as certain retained houses in Casa Regalia in Yuen Long.**
- **The Group directly holds a controlling shareholding interest in Regal Hotels International Holdings Limited which, in turn, holds a controlling interest in the outstanding units of Regal Real Estate Investment Trust, a listed subsidiary of Regal that owns nine Regal and iclub Hotels operating in Hong Kong. Moreover, the effective controlling shareholding interest in Cosmopolitan is held through P&R Holdings.**
- **Detailed information on the business operations of Regal, Regal REIT and Cosmopolitan, the three listed subsidiaries of the Company, are contained in their separate results announcements released today.**
- **The Group anticipates that substantial cash flow can be generated from its existing portfolio of properties in Hong Kong as well as in the Mainland. The Group will continue to consolidate its assets base, with a view to securing for the Group a strong recurring income stream from a portfolio of quality properties, to be complemented by a regular inflow of development profits and investment income from property projects and other investments.**

- **Overall, the Directors believe that the Group is well positioned to sustain continuing business advancement amid future challenges.**

## **FINANCIAL RESULTS**

For the six months ended 30th June, 2022, the Group achieved an unaudited consolidated profit attributable to shareholders of HK\$230.9 million, as compared to a loss of HK\$136.4 million for the comparative period in the prior year.

As mentioned in the profit alert announcement published by the Company on 18th August, 2022, the significant improvement in the results achieved in the period under review was primarily attributable to the substantial increase attained by the Group in its profits from sale of properties as well as in the income from its hotel operations. The profits from sale of properties were mainly derived from the sale of certain houses and apartment units in Mount Regalia in Kau To developed by P&R Holdings Limited and the presold residential units in the third stage of the Regal Cosmopolitan City development in Chengdu, Mainland China undertaken by Cosmopolitan International Holdings Limited, the sale transactions and hand over procedures for which were completed during the period. Moreover, as the seven hotels of the Group operating as quarantine hotels or facilities under various quarantine or isolation schemes organised by the Hong Kong Government to combat the COVID-19 pandemic have generated steady revenues during the period, the income from the Group's hotel operations as a whole for this interim period substantially surpassed the comparative level in the prior year.

For the six months ended 30th June, 2022, the Group achieved a gross profit of HK\$1,344.7 million (2021 – HK\$447.0 million) and an operating profit before depreciation and amortisation, finance costs and tax of HK\$1,009.0 million (2021 – HK\$243.3 million).

It should also be noted that as the Group's hotel properties in Hong Kong are all owned and operated within the Group, they are subject to depreciation charges to conform to applicable accounting standards. Accordingly, depreciation charges in the amount of HK\$345.4 million were provided on the Group's hotel properties in Hong Kong (2021 – HK\$295.5 million) which, although not affecting on the Group's cash flow, have nevertheless adversely impacted

the Group's results. If these depreciation charges were not required to be provided and the relevant hotel properties stated at their fair values, the operating results of the Group for the period under review would have been more impressive.

Supplementary information showing the adjusted net asset value of the Company of HK\$15.29 per share as at 30th June, 2022, after adjusting for the market value of the hotel properties in Hong Kong on the basis therein presented, is contained in the paragraph headed "Assets Value" in the section headed "Management Discussion and Analysis" in this announcement.

## **BUSINESS OVERVIEW**

The Group comprises a total of four listed entities, with diversified business interests in properties, hotels, aircraft ownership and leasing, and financial assets and other investments.

As at 30th June, 2022, the Group directly held, through its wholly owned subsidiaries, a controlling shareholding interest of approximately 69.3% in Regal Hotels International Holdings Limited. Regal, in turn, held approximately 74.9% of the outstanding units of Regal Real Estate Investment Trust, the listed subsidiary of Regal that presently owns five Regal Hotels and four iclub Hotels in Hong Kong.

The Group's property development and investment businesses in Hong Kong are principally conducted through P&R Holdings Limited, a joint venture 50% owned by each of the Company and Regal, and effectively a subsidiary of the Group. At appropriate times, Regal has also undertaken on its own some property projects in Hong Kong and overseas.

Apart from its property business, P&R Holdings also holds an effective controlling shareholding interest in Cosmopolitan, comprising interests in its ordinary shares, convertible preference shares as well as convertible bonds. As at 30th June, 2022, the holding of P&R Holdings in the issued ordinary share capital of Cosmopolitan was 48.9% and, if all of its holdings in the remaining convertible bonds and convertible preference shares of Cosmopolitan are converted, P&R Holdings' shareholding interest in Cosmopolitan will amount to approximately 65.4% of Cosmopolitan's enlarged capital, based on its existing capital structure.

Cosmopolitan is effectively a listed member of the Group and is primarily engaged in property business in China and other investments.

Further information on the latest progress of the Group's property business as well as the financial results and operational review of Regal (including Regal REIT) and Cosmopolitan are presented below.

## **PROPERTIES**

Property transactions in Hong Kong in the first quarter of this year was adversely affected by the outburst of the fifth wave of the pandemic in January. Although the property market regained some momentum in the second quarter, many potential buyers and investors were still adopting a cautious attitude towards committing to purchases due to market uncertainty and the rising Hong Kong Interbank Offered Rates, on which the loan interest for most property mortgages in Hong Kong are based. Overall, property prices and transaction volume in the first half of 2022 both receded as compared to 2021.

The Mount Regalia in Kau To, Sha Tin is a major luxury residential development undertaken by P&R Holdings. The development has a total of 24 garden houses and 136 apartment units, together with car parks and club house facilities. Up to the present time, a total of 17 garden houses and 50 apartments have been sold or contracted to be sold at satisfactory prices, of which the sale transactions for 14 houses and 36 apartment units had been completed. Sale transactions that were completed during this interim period included 6 houses and 7 apartment units and the profits derived therefrom already accounted for in the results under review. The remaining 7 houses and 86 apartments command significant value and are planned to be sold on a gradual basis.

Apart from Mount Regalia, P&R Holdings also owns a mixed portfolio of completed properties and hotels as well as properties held for development in Hong Kong. These include the We Go MALL in Ma On Shan, Sha Tin, the iclub Mong Kok Hotel that is presently operating as a quarantine hotel and a 50% interest in the iclub AMTD Sheung Wan Hotel operating normal hotel business. These properties are all being held for their operating or recurring income.

On the property development side, P&R Holdings owns a commercial/residential project under development at Kam Wa Street in Shau Kei Wan, requisite absolute majority ownership interests in certain existing properties planned for a composite commercial/residential redevelopment at Castle Peak Road and, in addition, some remaining shop units and carparks in The Ascent in Sham Shui Po as well as certain retained houses in Casa Regalia in Yuen Long, both of which are property developments completed by P&R Holdings in earlier years.

Additional information on the Group's property development projects and properties, including those undertaken by P&R Holdings and Regal as well as the projects in PRC that are undertaken through Cosmopolitan, are contained in the section headed "Management Discussion and Analysis" in this announcement.

## **REGAL HOTELS INTERNATIONAL HOLDINGS LIMITED**

For the six months ended 30th June, 2022, Regal attained an unaudited consolidated profit attributable to shareholders of HK\$138.3 million, as compared to a loss of HK\$276.4 million recorded for the comparative period in the prior year.

Further information on the principal business operations and outlook of Regal, including its Management Discussion and Analysis, is contained in Regal's announcement separately released today.

## **REGAL REAL ESTATE INVESTMENT TRUST**

For the six months ended 30th June, 2022, Regal REIT recorded an unaudited consolidated profit before distribution to Unitholders of HK\$613.1 million, as compared to a loss of HK\$74.5 million for the corresponding period in 2021.

Further information on the principal business operations and outlook of Regal REIT, including its Management Discussion and Analysis, is contained in Regal REIT's announcement separately released today.

## **COSMOPOLITAN INTERNATIONAL HOLDINGS LIMITED**

For the six months ended 30th June, 2022, Cosmopolitan achieved an unaudited consolidated profit attributable to shareholders of HK\$87.8 million, as compared to a profit of HK\$1.2 million attained in the corresponding period in 2021.

Further information on the principal business operations and outlook of Cosmopolitan, including its Management Discussion and Analysis, is contained in Cosmopolitan's announcement separately released today.

### **OUTLOOK**

The underlying demand for residential properties in Hong Kong remains strong and various new residential developments launching unit presales in the primary market in the recent months have met with very favourable response. At the same time, there were some recent transactions on luxury residential properties that set record prices for the year, demonstrating prime properties are still short in supply and well sought-after.

The Group anticipates that substantial cash flow can be generated from its existing portfolio of properties in Hong Kong as well as in the Mainland. The Group will continue to consolidate its assets base, with a view to securing for the Group a strong recurring income stream from a portfolio of quality properties, to be complemented by a regular inflow of development profits and investment income from property projects and other investments.

Overall, the Directors believe that the Group is well positioned to sustain continuing business advancement amid these future challenges.



## **MANAGEMENT DISCUSSION AND ANALYSIS**

### **BUSINESS REVIEW**

The Group's significant investments and principal business activities mainly comprise property development and investment, construction and building related businesses, hotel ownership, hotel operation and management, asset management, aircraft ownership and leasing and other investments including financial assets investments.

The significant investments and business interests of Regal, the principal listed subsidiary of the Group, comprise hotel ownership business, which is principally undertaken through Regal REIT, hotel operation and management businesses, asset management of Regal REIT, property development and investment, including those undertaken through the joint venture in P&R Holdings, aircraft ownership and leasing and other investment businesses.

Cosmopolitan is a listed subsidiary of the Group held through P&R Holdings. The principal business activities of the Cosmopolitan group comprise property development and investment, which are mainly focused in the PRC, and other investments including financial assets investments.

The performance of the Group's property, construction and building related and other investment businesses, and those of the principal businesses of Regal, Regal REIT and Cosmopolitan for the period, including the commentary on the business sectors in which the Group operates, the changes in the general market conditions and their potential impact on the Group's operating performance and future prospects, is contained in the sections headed "Business Overview" and "Outlook" above and in this sub-section as well as in the respective interim results announcements for 2022 released by Regal, Regal REIT and Cosmopolitan.

The Group has no immediate plans for material investments or capital assets, other than those disclosed in the above sections headed "Business Overview" and "Outlook" and in this sub-section.

## **P&R HOLDINGS LIMITED**

P&R Holdings is a 50/50 owned joint venture established with Regal, with capital contributions provided by the Company and Regal on a pro-rata basis in accordance with their respective shareholdings. As the Company owns a controlling shareholding interest in Regal, P&R Holdings is, effectively, a subsidiary of the Company. P&R Holdings' business scope encompasses the development of real estate projects for sale and/or leasing, the undertaking of related investment and financing activities, and the acquisition or making of any investments (directly or indirectly) in the financial assets of or interests in, or extending loans to, any private, public or listed corporations or undertakings that have interests in real estate projects or other financial activities where the underlying assets or security comprise real estate properties.

Further information relating to the property development projects being undertaken and properties owned by the P&R Holdings group in Hong Kong (which, unless otherwise denoted, are all wholly owned by the P&R Holdings group) is set out below:

### *Domus and Casa Regalia, Nos.65-89 Tan Kwai Tsuen Road, Yuen Long, New Territories*

This residential project, which was completed in 2016, has a site area of approximately 11,192 square metres (120,470 square feet) and provides a total of 170 units, comprising 36 garden houses and a low-rise apartment block with 134 units, having aggregate gross floor area of approximately 11,192 square metres (120,470 square feet).

All the units in the apartment block, named Domus, had been sold. The garden houses comprised within this development are named as Casa Regalia. At present, 8 houses in Casa Regalia are still being retained and will be disposed of on a gradual basis.

### *We Go MALL, No.16 Po Tai Street, Ma On Shan, Sha Tin, New Territories*

This development has a site area of 5,090 square metres (54,788 square feet) and a maximum permissible gross floor area of 15,270 square metres (164,364 square feet). The site has been developed into a shopping mall with 5 storeys above ground level and 1 storey of basement floor. This shopping mall was opened for business in 2018 and is held for rental income. Despite the continuing adverse impact brought about by the COVID-19 pandemic, the leasing status of this shopping mall overall remained stable as compared with the level in 2021.

*The Ascent, No.83 Shun Ning Road, Sham Shui Po, Kowloon*

This is a project undertaken pursuant to a tender award by the Urban Renewal Authority of Hong Kong in 2014. The land has a site area of 824.9 square metres (8,879 square feet) and has been developed into a 28-storey commercial/residential building (including 1 basement floor) with total gross floor area of 7,159 square metres (77,059 square feet), providing 157 residential units, 2 storeys of shops and 1 storey of basement carparks. The project was completed in 2018. All the residential units as well as certain shops and carparks have already been sold. The remaining 2 shops and 5 carparks will continue to be marketed for sale.

*Mount Regalia, 23 Lai Ping Road, Kau To, Sha Tin, New Territories*

The project has a site area of 17,476 square metres (188,100 square feet) which has been developed into a luxury residential complex comprising 7 mid-rise apartment blocks with 136 units, 24 detached garden houses and 197 carparking spaces, with aggregate gross floor area of approximately 32,474 square metres (349,547 square feet). The occupation permit was issued in September 2018 and the certificate of compliance in February 2019.

This development received eight international awards including winner of Luxury Lifestyle Awards as Best Luxury Residential Development and Best Luxury Sustainable Residential Development in Hong Kong in 2021 as well as for the superb interior designs of certain of its show houses and apartment units.

Up to the present time, a total of 17 garden houses and 50 apartment units have been sold or contracted to be sold at satisfactory prices (total sale price of HK\$3,852.9 million), of which the sale transactions for 14 houses and 36 apartment units (total sale price of HK\$2,828.1 million) have been completed. Sale transactions that were completed during this interim period included 6 houses and 7 apartment units (total sale price of HK\$745.4 million) and the profits derived therefrom already accounted for in the results under review. The remaining 7 houses and 86 apartments command significant sale value and are planned to be sold on a gradual basis.

*iclub Mong Kok Hotel, 2 Anchor Street, Tai Kok Tsui, Kowloon*

This is a hotel development project undertaken through a tender award by the Urban Renewal Authority of Hong Kong in 2015. The project has a site area of 725.5 square metres (7,809 square feet), with total permissible gross floor area of approximately 6,529 square metres

(70,278 square feet) and covered floor area of approximately 9,355 square metres (100,697 square feet).

The project has been developed into a 20-storey hotel, comprising 288 guestrooms with ancillary facilities, which was opened for business in March 2019. The hotel is presently self-operated by P&R Holdings and managed by the Regal group. This hotel has been operating as a quarantine hotel since March 2022.

*iclub AMTD Sheung Wan Hotel, No.5 Bonham Strand West, Sheung Wan, Hong Kong*

The project has an aggregate site area of approximately 345 square metres (3,710 square feet) and has been developed into a hotel with 98 guestrooms and suites (total 162 room bays), with total gross floor area of approximately 5,236 square metres (56,360 square feet) and covered floor area of approximately 6,420 square metres (69,120 square feet).

Following the divesture by P&R Holdings of a 50% beneficial interest in December 2019, the property is presently 50% owned by each of P&R Holdings and AMTD Properties (HK) Limited. This hotel was officially opened for business in November 2020 and has since been self-operated by the joint venture entity and managed by the Regal group.

*Nos.9-19 Kam Wa Street, Shau Kei Wan, Hong Kong*

The subject properties, which were acquired through private treaty transactions, have a total site area of 518 square metres (5,580 square feet). The demolition works for this project have been completed and the scheme for a commercial/residential development is being finalised.

*Nos.291-293 and 301-303 Castle Peak Road, Cheung Sha Wan, Kowloon*

The properties presently comprise interests in over 80% undivided shares of Nos.291-293 Castle Peak Road and 100% ownership interests of Nos.301-303 Castle Peak Road. The properties have a total site area of 488 square metres (5,260 square feet) and are intended for a composite commercial/residential redevelopment. The procedure for Land Compulsory Sale through the Lands Tribunal to consolidate 100% ownership interests in the relevant properties has been instituted.

Certain of the existing properties are presently classified as a Grade 2 Historic Building. A conservation proposal in conjunction with the proposed development is being discussed with

the relevant government authorities, which would involve conserving the verandah portion of historical heritage within the new development, thus preserving its unique iconic image in the vicinity.

## **REGAL HOTELS INTERNATIONAL HOLDINGS LIMITED**

Regal is a listed subsidiary of the Company. Further information relating to the property projects undertaken and the principal properties owned by Regal group (other than those owned by Regal REIT), which are all wholly owned by Regal, is set out below:

### **Hong Kong**

#### *Regala Skycity Hotel, the Hong Kong International Airport*

In February 2017, a wholly owned subsidiary of Regal was awarded by the Airport Authority in Hong Kong the development right for a new hotel project at the Hong Kong International Airport.

The hotel project has a site area of approximately 6,650 square metres (71,580 square feet) and permissible gross floor area of 33,700 square metres (362,750 square feet) and is situated at a site surrounded by Terminal 2 of the Hong Kong International Airport, the Asia World-Expo and SkyPier. The hotel project is the first phase of the mega SKYCITY Project by the Airport Authority, which also contains large scale retail and office spaces as well as dining and entertainment facilities.

The hotel has 13 storeys (including one basement floor) with a total of 1,208 guestrooms and suites, complemented with extensive banquet, meeting and food and beverage facilities. This new hotel embraces a wide range of sustainable features in its building design, construction and operation and was awarded Gold Rating under Provisional Assessment of BEAM Plus Certification. The hotel licence was issued in November 2021 and the hotel soft opened for business in December 2021.

To support the Hong Kong Government's initiatives against the COVID-19 pandemic, this hotel has since January 2022 been operating as quarantine hotel or facilities under the government's quarantine or isolation schemes.

*The Queens, No.160 Queen's Road West, Hong Kong*

The project has a combined site area of 682 square metres (7,342 square feet) and is being developed into a commercial/residential development with gross floor area of about 5,826 square metres (62,711 square feet). The project has a total of 130 residential units with club house facilities on the second floor and commercial accommodations on the ground and first floors. The occupation permit for this development has just been issued.

The presale of the first batch of the residential units was first launched in April 2021. A new sale programme for the residential units is planned to be launched on an existing property basis in due course.

*Nos.227-227C Hai Tan Street, Sham Shui Po, Kowloon*

The properties presently comprise 100% ownership interests of Nos.227-227A of Hai Tan Street and interests in over 90% undivided shares of Nos.227B-227C of Hai Tan Street. The properties have a total site area of 431 square metres (4,644 square feet) and are intended for a commercial/residential development. The requisite judicial proceedings through the Lands Tribunal to consolidate the entire ownership interests in the relevant properties are progressing.

*Regalia Bay, 88 Wong Ma Kok Road, Stanley, Hong Kong*

The Regal group still retains a total of 9 garden houses in Regalia Bay with total gross area of about 4,178 square metres (44,972 square feet), 3 of which are held as investment properties, 4 as held for sale and 2 as property, plant and equipment and right-of-use assets. The Regal group will continue to dispose of some of these remaining houses if the prices offered are considered favourable.

**Overseas**

*Campus La Mola, Barcelona, Spain*

This hotel property has a total of 186 guestrooms and was acquired by the Regal group in 2014. The hotel was initially operated by the Regal group and was subsequently leased to an independent third party pursuant to a lease agreement in September 2017. The lessee continued to default on rentals and other payments under the lease and legal actions are proceeding against

the lessee to enforce the owner's rights under the lease agreement, including recovery of possession.

*41 Kingsway, London WC2B 6TP, the United Kingdom*

This is a freehold historical building located at a prime location in London, acquired by the Regal group in April 2019. Currently vacant, this iconic property has total 9 storeys (including 1 basement) with a total gross floor area of approximately 2,150 square metres (23,140 square feet).

The rehabilitation plan is to conserve in whole the building's historical heritage and to transform it into a niche urban hotel with a unique fine dining facility. The market re-positioning study is being carried out. The interior design and subsequent renovation works are planned to commence later this year. The hotel is planned to be operated by Regal group after completion.

*Fabrik, Rua Dos Fanqueiros 156, Lisbon, Portugal*

This is a rehabilitation and renovation project of a historical building located in a heritage conservation area of Lisbon, acquired in 2019 by an entity that is now wholly owned by the Regal group. This building has a total gross floor area of about 1,836 square metres (19,768 square feet), comprising residential apartments as well as shops on ground floor. The design and renovation proposals have been approved by the local government authorities and renovation works are underway. There have been some delays due to the pandemic and the renovation project is expected to be completed by the end of 2022. The apartment units and shops are intended to be marketed for sale after completion of the renovation works.

**COSMOPOLITAN INTERNATIONAL HOLDINGS LIMITED**

Cosmopolitan is a listed subsidiary of P&R Holdings. Further information relating to the property projects of the Cosmopolitan group in the PRC, all of which are wholly owned, is set out below:

## **Property Development**

### *Chengdu Project – Regal Cosmopolitan City*

Located in the Xindu District in Chengdu, Sichuan Province, the project is a mixed use development consisting of residential, hotel, commercial and office components, with an overall total gross floor area of approximately 495,000 square metres (5,330,000 square feet).

The development works of third stage were already completed. Nearly all of the residential units in the third stage have been presold by early 2021. Total proceeds from the contracted presales and sales of the residential units amounted to approximately RMB2,046.2 million (HK\$2,339.6 million). As indicated before, up to the last year end, there were about 40% of the presold residential units in the third stage whose handover procedures were yet to be completed. These remaining presold residential units have since been duly handed over to their respective purchasers during the course of this year. The attributable property income derived from these completed sales amounted to HK\$342.8 million, before impairment loss on ascribed goodwill, tax and selling expense, which has been accounted for in the period under review.

The sale of the shops with about 2,350 square metres (25,300 square feet) comprised in the third stage is in progress. Up to date, a total of 3,933 square meters (42,335 square feet) of shops have been sold or contracted to be sold, at aggregate sale considerations of approximately RMB90.9 million (HK\$103.9 million). The sale of the 1,389 car parking spaces is continuing and, up to date, 438 car parking spaces have been sold or contracted to be sold, for aggregate sales proceeds of approximately RMB47.8 million (HK\$54.7 million). The procedures for the hand over of most of the shop units and car parking spaces sold have already been completed and the revenues accounted for in the period under review.

The interior construction works of the 325-room hotel for the procurement of the Completion Certificate are scheduled to commence shortly. The interior fitting-out works for the guestrooms and the podium based on the revised design scheme are planned to commence after the procurement of the Completion Certificate and the hotel is scheduled to open in phases after the completion of the respective fitting-out works.

The construction works of the remaining commercial components within the development, comprising a commercial complex of about 52,500 square metres (565,100 square feet) and



five towers of office accommodations of about 86,000 square metres (925,700 square feet) are in steady progress. All the office towers, the commercial facilities as well as the six-storey shopping mall podium have been topped-off. The market repositioning works of the shopping mall and certain office towers are also in progress. The presale programme for the units in one of the office towers, consisting of 434 units with a total of about 20,000 square metres (215,200 square feet), has commenced in May 2021. Up to date, 124 office units with a total of about 5,309 square meters (57,140 square feet) have been subscribed by prospective purchasers or presold under contracts, for an aggregate sale consideration of RMB47.0 million (HK\$53.7 million). The presale of the remaining four office towers, consisting of 1,356 units with a total of about 66,000 square metres (710,500 square feet), will follow in phases with regard to the market environment.

#### *Tianjin Project – Regal Renaissance*

Located in the Hedong District in Tianjin, this project is a mixed use development comprising residential, commercial and office components with total gross floor area of about 145,000 square metres (1,561,000 square feet).

Nearly all of the residential units have been sold. The progress on the sale of the commercial complex, comprising mainly shops of about 19,000 square metres (205,000 square feet), has been relatively slow. Certain parts of the commercial complex have been leased out for rental income.

The superstructure works of the remaining two office towers and the four-storey commercial podium were completed in December 2021 and the Completion Certificates obtained. The sale programme for one of the office towers, consisting of 137 units with a total of about 17,530 square metres (188,700 square feet), has been delayed on account of the changed market environment, which is now planned to be launched in the first half of 2023. Depending on the sale progress, the sale of the other office tower, consisting of 247 units with a total of about 39,210 square metres (422,000 square feet), may be launched in phases thereafter. The market positioning works for the commercial podium are in progress.

#### *Xinjiang Project*

This is a re-forestation and land grant project for a land parcel with site area of about 7,600 mu undertaken in accordance with the relevant laws and policies in Urumqi, Xinjiang Uygur

Autonomous Region. The Cosmopolitan group has re-forested an aggregate area of about 4,300 mu within the project site and in accordance with the relevant government policies of Urumqi, a parcel of land with an area of about 1,843 mu (1,228,700 square metres) would be available for real estate development after the requisite inspection, land grant listing and tender procedures are completed.

The Cosmopolitan group continues to maintain the overall re-forested area. In the meanwhile, the Cosmopolitan group is communicating with the relevant government authority to initiate appropriate measures to settle the disputes over certain portions of the land in the project site that have been illegally occupied. Based on the legal advice obtained, the legitimate interests of the Cosmopolitan group in the relevant re-forestation contract remain valid and effective.

## **CONSTRUCTION AND BUILDING RELATED BUSINESSES**

The Group's wholly owned construction arm, Chatwin Engineering Limited, was the main contractor for the construction of P&R Holdings' hotel developments at Bonham Strand, Sheung Wan (now operating as the iclub Sheung Wan Hotel), Merlin Street, Fortress Hill (now operating as the iclub Fortress Hill Hotel) and Ha Heung Road, To Kwa Wan (now operating as the iclub Ma Tau Wai Hotel), which were completed in the years between 2014 and 2016, as well as the residential project named Domus and Casa Regalia at Tan Kwai Tsuen Road, Yuen Long completed in November 2015. Chatwin was also the main contractor for P&R Holdings' iclub Mong Kok Hotel at Anchor Street/Fuk Tsun Street, Tai Kok Tsui that was completed in late 2018 and opened for business in March 2019. Chatwin was also responsible for the construction management of the Mount Regalia project and the Regala Skycity Hotel project completed in 2019 and 2021, respectively.

With its extensive experience and professional expertise, the Group's development consultancy division played a key role, throughout the years, in supporting the in-house needs of the Group's member companies on development projects, from project inception stage, feasibility studies to project completion. These professional services include development appraisal, project management, architectural, interior design as well as quality and cost engineering.

## **FINANCIAL ASSETS AND OTHER INVESTMENTS**

The Group holds a significant portfolio of investments comprising listed securities and other investments, including investment funds, private equities, bonds as well as treasury and yield enhancement products. The global capital market during the period under review was very difficult and the stock market in Hong Kong also further weakened. The Group's performance in this business sector has been adversely affected and recorded a net loss in its financial assets investments business in this interim period.

In April 2022, a wholly owned subsidiary of Regal entered into an agreement with an independent third party for the acquisition of participation right in the performance of certain issued securities of Sygnum Bank AG, a digital asset bank based in Switzerland and Singapore. The participation is anticipated to provide the Regal group with an opportunity to expand its investment portfolio and to diversify its income sources to the digital assets market. Further information on this investment is contained in the joint announcement published on 12th April, 2022.

The Regal group also acquired in April 2022 an estate in The Sandbox, a leading decentralized gaming virtual world, to launch its MetaGreen project in the metaverse. Located in Mega City 2, MetaGreen will be the first sustainability-themed or green metropolis in The Sandbox, which will have different interactive experiences including Regal Hotels' green hotel & residence, MetaGreen Mall, Art Park, MetaGreen Convention Center, MetaGreen Academy and more. By harnessing the power of Web3 and GameFi, MetaGreen aims to promote eco-friendly choices and foster a sustainable community to support the transition to a circular economy and race to carbon net zero.

## **FINANCIAL REVIEW**

### **ASSETS VALUE**

All the hotel properties of the Group in Hong Kong owned by Regal REIT, with the exception of the iclub Sheung Wan Hotel, the iclub Fortress Hill Hotel and the iclub Ma Tau Wai Hotel, were stated in the financial statements at their fair values as at 7th May, 2012 when Regal,

together with Regal REIT, became subsidiaries of the Group, plus subsequent capital additions and deducting accumulated depreciation. Moreover, the iclub Sheung Wan Hotel, the iclub Fortress Hill Hotel and the iclub Ma Tau Wai Hotel were stated in the Group's financial statements at cost after full elimination of the unrealised gain arising from the disposal of the hotels by P&R Holdings to Regal REIT, while the iclub Mong Kok Hotel owned by P&R Holdings and the Regala Skycity Hotel owned by the Regal group, completed in 2019 and 2021 respectively, are stated at cost, and they are all also subject to depreciation. For the purpose of providing supplementary information, if the entire hotel property portfolio of the Group in Hong Kong is restated in the condensed consolidated financial statements at market value as at 30th June, 2022, the unaudited adjusted net asset value of the ordinary shares of the Company would be HK\$15.29 per share, computed as follows:

	<b>As at 30th June, 2022</b>	
	<b>HK\$'M</b>	<b>HK\$ per ordinary share</b>
<b>Book net assets attributable to equity holders of the parent</b>	<b>12,142.4</b>	<b>10.89</b>
<b>Adjustment to restate the Group's hotel property portfolio in Hong Kong at its market value and add back the relevant deferred tax liabilities</b>	<b>4,906.1</b>	<b>4.40</b>
<b>Unaudited adjusted net assets attributable to equity holders of the parent</b>	<b>17,048.5</b>	<b>15.29</b>

## **CAPITAL RESOURCES AND FUNDING**

### **Funding and Treasury Policy**

The Group adopts a prudent funding and treasury policy with regard to its overall business operations. Cash balances are mostly placed on bank deposits, and treasury and yield enhancement products are deployed when circumstances are considered to be appropriate.

Property development projects in Hong Kong are financed partly by internal resources and partly by bank financing. Project financing is normally arranged in local currency to cover a part of the land cost and a major portion or the entire amount of the construction cost, with interest calculated by reference to the interbank offered rates and the loan maturity tied in to

the estimated project completion date. Property development projects in the PRC are presently financed by internal resources and proceeds from the presale of the units. Project financing for the projects in the PRC may be arranged in local currency on appropriate terms to cover a part of the land cost and/or construction cost, and with the loan maturity tied in to the estimated project completion date.

The Group's banking facilities are mostly denominated in Hong Kong dollar with interest primarily determined with reference to interbank offered rates. The use of hedging instruments for interest rate purposes to cater to business and operational needs is kept under review by the Group's management from time to time. As regards the Group's overseas investments and investments in the PRC which are based in currencies other than US dollar and Hong Kong dollar, the Group may consider, when deemed appropriate, hedging part or all of the investment amounts into US dollar or Hong Kong dollar to contain the Group's exposure to currency fluctuation.

### **Cash Flows**

Net cash flows generated from operating activities during the period under review amounted to HK\$357.8 million (2021 – HK\$265.8 million). Net interest payment for the period amounted to HK\$157.0 million (2021 – HK\$140.7 million).

### **Borrowings and Gearing**

As at 30th June, 2022, the Group had cash and bank balances and deposits of HK\$2,061.1 million (31st December, 2021 – HK\$3,033.6 million) and the Group's borrowings, net of cash and bank balances and deposits, amounted to HK\$17,133.5 million (31st December, 2021 – HK\$17,060.6 million).

As at 30th June, 2022, the gearing ratio of the Group was 40.6% (31st December, 2021 – 38.3%), representing the Group's borrowings, net of cash and bank balances and deposits, of HK\$17,133.5 million (31st December, 2021 – HK\$17,060.6 million), as compared to the total assets of the Group of HK\$42,204.8 million (31st December, 2021 – HK\$44,517.2 million).

On the basis of the adjusted total assets as at 30th June, 2022 of HK\$50,920.5 million (31st December, 2021 – HK\$52,352.1 million) with the hotel portfolio owned by the Group in Hong

Kong restated at its market value on the basis presented above, the gearing ratio would be 33.6% (31st December, 2021 – 32.6%).

Details of the maturity profile of the borrowings of the Group as of 30th June, 2022 are shown in the condensed consolidated financial statements contained in the interim report for the six months ended 30th June, 2022 of the Company (“Interim Financial Statements”) to be published on or before 30th September, 2022.

### **Lease Liabilities**

As at 30th June, 2022, the Group had lease liabilities of HK\$33.0 million (31st December, 2021 – HK\$33.1 million).

### **Pledge of Assets**

As at 30th June, 2022, certain of the Group’s property, plant and equipment, investment properties, right-of-use assets, properties under development, properties held for sale, financial assets at fair value through profit or loss, time deposits and bank balances in the total amount of HK\$31,377.4 million (31st December, 2021 – HK\$32,168.1 million) were pledged to secure general banking facilities granted to the Group as well as bank guarantees procured by the Group pursuant to certain lease guarantees in connection with the leasing of the hotel properties from Regal REIT. In addition, as at 30th June, 2022, certain ordinary shares in a listed subsidiary with a market value of HK\$282.4 million (31st December, 2021 – HK\$266.7 million) were also pledged to secure general banking facilities granted to the Group.

### **Capital Commitments**

Details of the capital commitments of the Group as at 30th June, 2022 are shown in the Interim Financial Statements.

### **Contingent Liabilities**

Details of the contingent liabilities of the Group as at 30th June, 2022 are shown in the Interim Financial Statements.

## **DIVIDEND**

The Directors have resolved not to declare an interim dividend for the financial year ending 31st December, 2022 (2021 – Nil).

## HALF YEAR RESULTS

### Condensed Consolidated Statement of Profit or Loss

	Six months ended 30th June, 2022	Six months ended 30th June, 2021
	(Unaudited)	(Unaudited)
	HK\$'M	HK\$'M
REVENUE (Notes 2 & 3)	2,917.9	1,111.1
Cost of sales	(1,573.2)	(664.1)
Gross profit	1,344.7	447.0
Other income and gains, net (Note 3)	51.4	28.5
Fair value gains on investment properties, net	1.5	45.9
Fair value gains/(losses) on financial assets at fair value through profit or loss, net	(45.4)	24.5
Loss on disposal of an investment property	(5.6)	–
Impairment loss on items of property, plant and equipment	–	(30.4)
Impairment loss on properties held for sale	–	(0.8)
Impairment loss on investment in associates	(0.2)	–
Property selling and marketing expenses	(124.8)	(90.9)
Administrative expenses	(212.6)	(180.5)
OPERATING PROFIT BEFORE DEPRECIATION AND AMORTISATION	1,009.0	243.3
Depreciation and amortisation	(365.0)	(323.0)
OPERATING PROFIT/(LOSS) (Note 4)	644.0	(79.7)
Finance costs (Note 5)	(193.0)	(178.4)
Share of profits and losses of associates	(3.6)	0.9
PROFIT/(LOSS) BEFORE TAX	447.4	(257.2)
Income tax (Note 6)	(142.0)	12.1
PROFIT/(LOSS) FOR THE PERIOD BEFORE ALLOCATION BETWEEN EQUITY HOLDERS OF THE PARENT AND NON-CONTROLLING INTERESTS	305.4	(245.1)



**Condensed Consolidated Statement of Profit or Loss (Cont'd)**

	<b>Six months ended 30th June, 2022 (Unaudited) HK\$'M</b>	<b>Six months ended 30th June, 2021 (Unaudited) HK\$'M</b>
Attributable to:		
Equity holders of the parent	<b>230.9</b>	(136.4)
Non-controlling interests	<b>74.5</b>	(108.7)
	<b>305.4</b>	(245.1)
<b>EARNINGS/(LOSS) PER ORDINARY SHARE ATTRIBUTABLE TO EQUITY HOLDERS OF THE PARENT (Note 8)</b>		
Basic and diluted	<b>HK17.15 cents</b>	HK(15.77) cents

## Condensed Consolidated Statement of Comprehensive Income

	Six months ended 30th June, 2022	Six months ended 30th June, 2021
	(Unaudited)	(Unaudited)
	HK\$'M	HK\$'M
PROFIT/(LOSS) FOR THE PERIOD BEFORE ALLOCATION BETWEEN EQUITY HOLDERS OF THE PARENT AND NON-CONTROLLING INTERESTS	305.4	(245.1)
OTHER COMPREHENSIVE INCOME/(LOSS)		
Other comprehensive income/(loss) that may be reclassified to profit or loss in subsequent periods:		
Exchange differences on translation of foreign operations	(104.9)	15.7
Other comprehensive loss that will not be reclassified to profit or loss in subsequent periods:		
Changes in fair value of financial assets designated at fair value through other comprehensive income	(332.2)	(79.4)
OTHER COMPREHENSIVE LOSS FOR THE PERIOD	(437.1)	(63.7)
TOTAL COMPREHENSIVE LOSS FOR THE PERIOD	(131.7)	(308.8)
Attributable to:		
Equity holders of the parent	(105.9)	(188.6)
Non-controlling interests	(25.8)	(120.2)
	(131.7)	(308.8)

## Condensed Consolidated Statement of Financial Position

	30th June, 2022 (Unaudited) HK\$'M	31st December, 2021 (Audited) HK\$'M
<b>NON-CURRENT ASSETS</b>		
Property, plant and equipment	6,855.7	7,033.4
Investment properties	3,179.4	3,209.2
Right-of-use assets	15,933.7	16,098.8
Properties under development	902.9	869.9
Investments in associates	411.0	455.1
Financial assets designated at fair value through other comprehensive income	256.3	590.5
Financial assets at fair value through profit or loss	740.3	674.3
Loans receivable	220.3	234.3
Debtors, deposits and prepayments	266.4	276.6
Deferred tax assets	47.7	47.7
Trademark	610.2	610.2
Other intangible assets	6.4	3.6
Total non-current assets	<u>29,430.3</u>	<u>30,103.6</u>
<b>CURRENT ASSETS</b>		
Properties under development	4,678.0	4,593.3
Properties held for sale	4,461.0	5,570.0
Inventories	52.6	46.3
Loans receivable	29.7	13.0
Debtors, deposits and prepayments (Note 9)	954.8	826.4
Financial assets at amortised cost	25.7	15.6
Financial assets at fair value through profit or loss	510.1	282.5
Derivative financial instruments	–	26.3
Tax recoverable	1.5	6.6
Restricted cash	154.7	171.7
Pledged time deposits and bank balances	171.6	267.7
Time deposits	756.9	1,060.3
Cash and bank balances	977.9	1,533.9
Total current assets	<u>12,774.5</u>	<u>14,413.6</u>

## Consolidated Statement of Financial Position (Cont'd)

	30th June, 2022 (Unaudited) HK\$'M	31st December, 2021 (Audited) HK\$'M
<b>CURRENT LIABILITIES</b>		
Creditors and accruals (Note 10)	(722.8)	(1,045.2)
Contract liabilities	(797.4)	(1,774.9)
Lease liabilities	(12.3)	(11.2)
Deposits received	(181.6)	(179.8)
Interest bearing bank borrowings (Note 11)	(3,225.5)	(3,329.5)
Tax payable	(469.8)	(286.3)
Total current liabilities	<u>(5,409.4)</u>	<u>(6,626.9)</u>
NET CURRENT ASSETS	<u>7,365.1</u>	<u>7,786.7</u>
TOTAL ASSETS LESS CURRENT LIABILITIES	<u>36,795.4</u>	<u>37,890.3</u>
<b>NON-CURRENT LIABILITIES</b>		
Creditors and deposits received	(84.4)	(85.5)
Lease liabilities	(20.7)	(21.9)
Interest bearing bank borrowings	(15,969.1)	(16,764.7)
Deferred tax liabilities	(1,660.7)	(1,723.6)
Total non-current liabilities	<u>(17,734.9)</u>	<u>(18,595.7)</u>
Net assets	<u>19,060.5</u>	<u>19,294.6</u>
<b>EQUITY</b>		
<b>Equity attributable to equity holders of the parent</b>		
Issued capital	111.4	111.4
Reserves	12,031.0	12,185.1
	<u>12,142.4</u>	<u>12,296.5</u>
<b>Perpetual securities</b>	<b>1,732.9</b>	<b>1,732.9</b>
<b>Non-controlling interests</b>	<b>5,185.2</b>	<b>5,265.2</b>
Total equity	<u>19,060.5</u>	<u>19,294.6</u>

Notes:

1. Accounting Policies

The condensed consolidated financial statements for the six months ended 30th June, 2022 have been prepared in accordance with Hong Kong Accounting Standard (“HKAS”) 34 *Interim Financial Reporting* issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”). The accounting policies adopted in the preparation of the condensed consolidated financial statements are consistent with those followed in the preparation of the Group’s annual consolidated financial statements for the year ended 31st December, 2021, except for the adoption of the following revised Hong Kong Financial Reporting Standards (“HKFRSs”), which are effective for the Group’s annual periods beginning on or after 1st January, 2022.

The Group has adopted the following revised HKFRSs for the first time for the current period’s condensed consolidated financial statements.

Amendments to HKFRS 3	<i>Reference to the Conceptual Framework</i>
Amendment to HKFRS 16	<i>Covid-19-Related Rent Concessions beyond 30th June, 2021</i>
Amendments to HKAS 16	<i>Property, Plant and Equipment: Proceeds before Intended Use</i>
Amendments to HKAS 37	<i>Onerous Contracts - Cost of Fulfilling a Contract</i>
<i>Annual Improvements to HKFRSs 2018-2020</i>	Amendments to HKFRS 1, HKFRS 9, Illustrative Examples accompanying HKFRS 16, and HKAS 41

The nature and impact of the revised HKFRSs are described below:

- (a) Amendments to HKFRS 3 replace a reference to the previous *Framework for the Preparation and Presentation of Financial Statements* with a reference to the *Conceptual Framework for Financial Reporting* issued in June 2018 without significantly changing its requirements. The amendments also add to HKFRS 3 an exception to its recognition principle for an entity to refer to the Conceptual

Framework to determine what constitutes an asset or a liability. The exception specifies that, for liabilities and contingent liabilities that would be within the scope of HKAS 37 or HK(IFRIC)-Int 21 if they were incurred separately rather than assumed in a business combination, an entity applying HKFRS 3 should refer to HKAS 37 or HK(IFRIC)-Int 21 respectively instead of the Conceptual Framework. Furthermore, the amendments clarify that contingent assets do not qualify for recognition at the acquisition date. The Group has applied the amendments prospectively to business combinations that occurred on or after 1st January, 2022. As there were no contingent assets, liabilities and contingent liabilities within the scope of the amendments arising in the business combination that occurred during the period, the amendments did not have any impact on the financial position and performance of the Group.

- (b) Amendment to HKFRS 16 issued in April 2021 extends the availability of the practical expedient for lessees to elect not to apply lease modification accounting for rent concessions arising as a direct consequence of the COVID-19 pandemic by 12 months. Accordingly, the practical expedient applies to rent concessions for which any reduction in lease payments affects only payments originally due on or before 30th June, 2022, provided the other conditions for applying the practical expedient are met. The amendment is effective retrospectively for annual periods beginning on or after 1st April, 2021 with any cumulative effect of initially applying the amendment recognised as an adjustment to the opening balance of retained profits at the beginning of the current accounting period. The Group has not applied the practical expedient to any rent concessions granted by the lessors as a direct consequence of the COVID-19 pandemic. Accordingly, the adoption of the amendment has had no significant impact on the financial position and performance of the Group.
- (c) Amendments to HKAS 16 prohibit an entity from deducting from the cost of an item of property, plant and equipment any proceeds from selling items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Instead, an entity recognises the proceeds from selling any such items, and the cost of those items, in profit or loss. The Group has applied the amendments retrospectively to items of property, plant and equipment made available for use on or after 1st January, 2021. Since there was no

sale of items produced while making property, plant and equipment available for use on or after 1st January, 2021, the amendments did not have any impact on the financial position or performance of the Group.

- (d) Amendments to HKAS 37 clarify that for the purpose of assessing whether a contract is onerous under HKAS 37, the cost of fulfilling the contract comprises the costs that relate directly to the contract. Costs that relate directly to a contract include both the incremental costs of fulfilling that contract (e.g., direct labour and materials) and an allocation of other costs that relate directly to fulfilling that contract (e.g., an allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract as well as contract management and supervision costs). General and administrative costs do not relate directly to a contract and are excluded unless they are explicitly chargeable to the counterparty under the contract. The Group has applied the amendments prospectively to contracts for which it has not yet fulfilled all its obligations at 1st January, 2022 and no onerous contracts were identified. Therefore, the amendments did not have any impact on the financial position or performance of the Group.
- (e) *Annual Improvements to HKFRSs 2018-2020* sets out amendments to HKFRS 1, HKFRS 9, Illustrative Examples accompanying HKFRS 16, and HKAS 41. Details of the amendments that are applicable to the Group are as follows:
- *HKFRS 9 Financial Instruments*: clarifies the fees that an entity includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability. These fees include only those paid or received between the borrower and the lender, including fees paid or received by either the borrower or lender on the other's behalf. The Group has applied the amendment prospectively to financial liabilities that are modified or exchanged on or after 1st January, 2022. As there was no modification of the Group's financial liabilities during the period, the amendment did not have any impact on the financial position or performance of the Group.
  - *HKFRS 16 Leases*: removes the illustration of payments from the lessor relating to leasehold improvements in Illustrative Example 13 accompanying

HKFRS 16. This removes potential confusion regarding the treatment of lease incentives when applying HKFRS 16.

## 2. Operating Segment Information

For management purposes, the Group is organised into business units based on their products and services and has seven reportable operating segments as follows:

- (a) the property development and investment segment comprises the development and sale of properties, the leasing of properties and the provision of estate agency services;
- (b) the construction and building related businesses segment engages in construction works and building related businesses, including the provision of development consultancy and project management services, property management and also security systems and products and other software development and distribution;
- (c) the hotel operation and management and hotel ownership segment engages in hotel operations and the provision of hotel management services, and the ownership in hotel properties for rental income;
- (d) the asset management segment engages in the provision of asset management services to Regal REIT;
- (e) the financial assets investments segment engages in trading of financial assets at fair value through profit or loss and other financial assets investments;
- (f) the aircraft ownership and leasing segment engages in the aircraft ownership and leasing for rental and interest income; and
- (g) the others segment mainly comprises the provision of financing services, sale of food products, operation and management of restaurants, operation of security storage lounge and retail shops, the provision of housekeeping and related services



and development and distribution of multimedia entertainment and digital educational content and multi-platform social games.

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 certain interest income, non-lease-related finance costs, head office and corporate gains and expenses are excluded from such measurement.

Intersegment sales and transfers are transacted with reference to the selling prices used for sales made to third parties at the then prevailing market prices.

The following table presents revenue and profit/(loss) information for the Group's operating segments:

	Property development and investment		Construction and building related businesses		Hotel operation and management and hotel ownership		Asset management		Financial assets investments		Aircraft ownership and leasing		Others		Eliminations		Consolidated		
	Six months ended 30th June, 2022		Six months ended 30th June, 2021		Six months ended 30th June, 2022		Six months ended 30th June, 2021		Six months ended 30th June, 2022		Six months ended 30th June, 2021		Six months ended 30th June, 2022		Six months ended 30th June, 2021		Six months ended 30th June, 2022		
	(Unaudited) HK\$'M	(Unaudited) HK\$'M	(Unaudited) HK\$'M	(Unaudited) HK\$'M	(Unaudited) HK\$'M	(Unaudited) HK\$'M	(Unaudited) HK\$'M	(Unaudited) HK\$'M	(Unaudited) HK\$'M	(Unaudited) HK\$'M	(Unaudited) HK\$'M	(Unaudited) HK\$'M	(Unaudited) HK\$'M	(Unaudited) HK\$'M	(Unaudited) HK\$'M	(Unaudited) HK\$'M	(Unaudited) HK\$'M	(Unaudited) HK\$'M	(Unaudited) HK\$'M
Segment revenue:																			
Sales to external customers	1,851.1	685.5	5.8	5.5	1,014.4	351.3	-	-	10.8	23.6	12.0	15.7	23.8	29.5	-	-	2,917.9	1,111.1	
Intersegment sales	1.9	3.5	2.0	17.5	42.0	2.3	44.4	42.5	-	-	-	-	88.3	53.0	(178.6)	(118.8)	-	-	
Total	<u>1,853.0</u>	<u>689.0</u>	<u>7.8</u>	<u>23.0</u>	<u>1,056.4</u>	<u>353.6</u>	<u>44.4</u>	<u>42.5</u>	<u>10.8</u>	<u>23.6</u>	<u>12.0</u>	<u>15.7</u>	<u>112.1</u>	<u>82.5</u>	<u>(178.6)</u>	<u>(118.8)</u>	<u>2,917.9</u>	<u>1,111.1</u>	
Segment results before depreciation and amortisation	546.8	271.9	(1.3)	3.5	535.5	(7.0)	(7.3)	(6.4)	(31.1)	52.8	8.9	(19.6)	14.1	9.2	-	-	1,065.6	304.4	
Depreciation and amortisation	(7.4)	(7.3)	(0.2)	(0.1)	(351.3)	(303.3)	-	-	-	-	(1.8)	(5.8)	(4.3)	(6.5)	-	-	(365.0)	(323.0)	
Segment results	<u>539.4</u>	<u>264.6</u>	<u>(1.5)</u>	<u>3.4</u>	<u>184.2</u>	<u>(310.3)</u>	<u>(7.3)</u>	<u>(6.4)</u>	<u>(31.1)</u>	<u>52.8</u>	<u>7.1</u>	<u>(25.4)</u>	<u>9.8</u>	<u>2.7</u>	<u>-</u>	<u>-</u>	<u>700.6</u>	<u>(18.6)</u>	
Unallocated interest income and unallocated non-operating and corporate gains																		13.6	16.9
Unallocated non-operating and corporate expenses																		(70.5)	(78.2)
Finance costs (other than interest on lease liabilities)																		(192.7)	(178.2)
Share of profits and losses of associates	0.8	6.7	-	-	(4.4)	(5.2)	-	-	-	-	-	-	-	(0.6)	-	-	(3.6)	0.9	
Profit/(Loss) before tax																		447.4	(257.2)
Income tax																		(142.0)	12.1
Profit/(Loss) for the period before allocation between equity holders of the parent and non-controlling interests																		<u>305.4</u>	<u>(245.1)</u>
Attributable to:																			
Equity holders of the parent																		230.9	(136.4)
Non-controlling interests																		74.5	(108.7)
																		<u>305.4</u>	<u>(245.1)</u>

3. Revenue, other income and gains, net are analysed as follows:

	<b>Six months ended 30th June, 2022 (Unaudited) HK\$'M</b>	<b>Six months ended 30th June, 2021 (Unaudited) HK\$'M</b>
<u>Revenue</u>		
<i>Revenue from contracts with customers</i>		
Proceeds from sale of properties	<b>1,826.9</b>	661.8
Hotel operations and management services	<b>984.2</b>	322.0
Construction and construction-related income	<b>1.9</b>	1.7
Estate management fees	<b>3.9</b>	3.8
Other operations	<b>23.3</b>	29.1
	<hr/> <b>2,840.2</b> <hr/>	<hr/> 1,018.4 <hr/>
<i>Revenue from other sources</i>		
Rental income:		
Hotel properties	<b>22.2</b>	27.8
Investment properties	<b>30.2</b>	22.9
Aircraft	<b>12.0</b>	15.7
Others	<b>2.1</b>	2.3
Net gain from sale of financial assets at fair value through profit or loss	<b>1.3</b>	14.7
Interest income from financial assets at fair value through profit or loss	<b>6.2</b>	4.6
Dividend income from listed investments	<b>3.3</b>	4.3
Other operations	<b>0.4</b>	0.4
	<hr/> <b>77.7</b> <hr/>	<hr/> 92.7 <hr/>
	<hr/> <b>2,917.9</b> <hr/>	<hr/> 1,111.1 <hr/>

	<b>Six months ended 30th June, 2022 (Unaudited) HK\$'M</b>	<b>Six months ended 30th June, 2021 (Unaudited) HK\$'M</b>
<u>Other income and gains, net</u>		
Bank interest income	7.0	7.3
Other interest income	7.1	11.2
Dividend income from unlisted investments	0.8	17.5
Gain/(Loss) on disposal of unlisted investments included in financial assets at fair value through profit or loss	5.7	(12.9)
Compensation received in relation to refinancing of a bank loan	23.7	–
Others	7.1	5.4
	<u>51.4</u>	<u>28.5</u>

4. An analysis of profit on sale of properties and depreciation and amortisation of the Group is as follows:

	<b>Six months ended 30th June, 2022 (Unaudited) HK\$'M</b>	<b>Six months ended 30th June, 2021 (Unaudited) HK\$'M</b>
Profit on disposal of properties	<u>709.3</u>	<u>353.2</u>
Depreciation of property, plant and equipment	193.5	175.6
Depreciation of right-of-use assets	171.5	146.7
Amortisation of intangible asset	–	0.7
	<u>365.0</u>	<u>323.0</u>

5. Finance costs of the Group are as follows:

	<b>Six months ended 30th June, 2022 (Unaudited) HK\$'M</b>	<b>Six months ended 30th June, 2021 (Unaudited) HK\$'M</b>
Interest on bank loans	<b>167.9</b>	114.2
Interest on other borrowings	–	53.7
Interest expenses arising from revenue contracts	<b>8.6</b>	58.3
Interest on lease liabilities	<b>0.3</b>	0.2
Amortisation of debt establishment costs	<b>25.8</b>	37.6
Total interest expenses on financial liabilities not at fair value through profit or loss	<b>202.6</b>	264.0
Other loan costs	<b>2.5</b>	5.5
	<b>205.1</b>	269.5
Less: Finance costs capitalised	<b>(12.1)</b>	(91.1)
	<b>193.0</b>	178.4

6. The income tax charge/(credit) for the period arose as follows:

	<b>Six months ended 30th June, 2022 (Unaudited) HK\$'M</b>	<b>Six months ended 30th June, 2021 (Unaudited) HK\$'M</b>
Current – Hong Kong		
Charge for the period	<b>54.4</b>	18.8
Overprovision in prior years	<b>(0.3)</b>	(0.1)
Current – PRC and overseas		
Charge for the period	<b>84.7</b>	1.1
PRC land appreciation tax	<b>64.2</b>	0.2
Deferred	<b>(61.0)</b>	(32.1)
Total tax charge/(credit) for the period	<b>142.0</b>	(12.1)

The provision for Hong Kong profits tax has been calculated by applying the applicable tax rate of 16.5% (2021 – 16.5%) to the estimated assessable profits which were earned in or derived from Hong Kong during the period.

Taxes on the profits of subsidiaries operating PRC and overseas are calculated at the rates prevailing in the respective jurisdictions in which they operate.

The PRC land appreciation tax is levied on the sale or transfer of state-owned land use rights, buildings and their attached facilities in Mainland China at progressive rates ranging from 30% to 60% of the appreciation value, with an exemption provided for the sale of ordinary residential properties if their appreciation values do not exceed 20% of the sum of the total deductible items.

The share of tax attributable to associates amounted to HK\$0.1 million (2021 – HK\$1.1 million) is included in “Share of profits and losses of associates” in the condensed consolidated statement of profit or loss.

7. Dividend:

No dividend was paid or proposed during the six months ended 30th June, 2022, nor has any dividend been proposed since the end of the reporting period (2021 – Nil).

8. The calculation of the basic earnings per ordinary share for the period ended 30th June, 2022 is based on the profit for the period attributable to equity holders of the parent of HK\$230.9 million (2021 – loss of HK\$136.4 million), adjusted for the share of distribution related to perpetual securities of the Regal group of HK\$39.7 million (2021 – HK\$39.3 million), and on the weighted average of 1,114.6 million (2021 – 1,114.6 million) ordinary shares of the Company in issue during the period.

No adjustment was made to the basic earnings/(loss) per ordinary share for the periods ended 30th June, 2022 and 2021 as the Company had no potentially dilutive ordinary shares in issue and therefore no diluting events existed throughout the periods.

9. Included in debtors, deposits and prepayments is an amount of HK\$289.5 million (31st December, 2021 – HK\$45.4 million) representing the trade debtors of the Group. The ageing analysis of these debtors as at the end of the reporting period, based on the invoice date, is as follows:

	<b>30th June, 2022</b>	<b>31st December, 2021</b>
	<b>(Unaudited)</b>	<b>(Audited)</b>
	<b>HK\$'M</b>	<b>HK\$'M</b>
Outstanding balances with ages:		
Within 3 months	<b>278.6</b>	31.7
4 to 6 months	<b>3.9</b>	5.9
7 to 12 months	<b>6.2</b>	7.6
Over 1 year	<b>28.4</b>	27.0
	<b>317.1</b>	72.2
Impairment	<b>(27.6)</b>	(26.8)
	<b>289.5</b>	45.4

Trade debtors, which generally have credit terms of 30 to 90 days, are recognised and carried at their original invoiced amounts less impairment.

The Group seeks to maintain strict control over its outstanding receivables and overdue balances are reviewed regularly by senior management. In view of the aforementioned and the fact that the Group's trade debtors relate to a large number of diversified customers, there is no significant concentration of credit risk. The Group does not hold any collateral or other credit enhancements over these balances.

Also included in debtors, deposits and prepayments is an amount of HK\$4.5 million (31st December 2021 – HK\$25.4 million) in relation to the prepaid commission for sales of properties which is classified as contract costs in accordance with HKFRS 15.

10. Included in creditors and accruals is an amount of HK\$43.0 million (31st December 2021 – HK\$45.3 million) representing the trade creditors of the Group. The ageing analysis of these creditors as at the end of the reporting period, based on the invoice date, is as follows:

	<b>30th June, 2022</b>	<b>31st December, 2021</b>
	<b>(Unaudited)</b>	<b>(Audited)</b>
	<b>HK\$'M</b>	<b>HK\$'M</b>
Outstanding balances with ages:		
Within 3 months	<b>42.9</b>	45.2
4 to 6 months	<b>0.1</b>	0.1
	<b>43.0</b>	45.3

The trade creditors are non-interest bearing and are normally settled within 90 days.

11. Included in interest bearing bank borrowings under current liabilities is an amount of HK\$1,169.2 million (31st December, 2021 – HK\$1,514.3 million) which represents the outstanding balance of revolving loan facilities with remaining tenors of over 12 months.



## **PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES**

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any listed securities of the Company during the six months ended 30th June, 2022.

## **REVIEW OF RESULTS**

The Group's condensed consolidated financial statements for the six months ended 30th June, 2022 have not been audited, but have been reviewed by Ernst & Young, the Company's external auditors, whose review report is contained in the Company's interim report for the six months ended 30th June, 2022 to be despatched to shareholders.

The Audit Committee has reviewed the Group's condensed consolidated financial statements for the six months ended 30th June, 2022, including the accounting principles and practices adopted by the Group, in conjunction with the Company's external auditors.

## **CORPORATE GOVERNANCE**

The Company has complied with the Code Provisions in the Corporate Governance Code as set out in Appendix 14 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited during the six months ended 30th June, 2022, except that:

- The roles of the Chairman and Chief Executive Officer are not separated and performed by two different individuals, due to practical necessity to cater to the Group's corporate operating structure.

## **BOARD OF DIRECTORS**

As at the date of this announcement, the Board comprises the following members:

***Executive Directors:***

Mr. LO Yuk Sui

*(Chairman and Chief Executive Officer)*

Mr. Jimmy LO Chun To

*(Vice Chairman and Managing Director)*

Mr. Donald FAN Tung

*(Chief Operating Officer)*

Miss LO Po Man

Mr. Kenneth NG Kwai Kai

Mr. Kenneth WONG Po Man

***Independent Non-Executive Directors:***

Mr. Bowen Joseph LEUNG Po Wing, GBS, JP

Ms. Winnie NG, JP

Mr. Abraham SHEK Lai Him, GBS, JP

Mr. WONG Chi Keung

By Order of the Board

**LO YUK SUI**

Chairman

Hong Kong, 25th August, 2022