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ORIENTAL UNIVERSITY CITY HOLDINGS (H.K.) LIMITED
東方大學城控股(香港)有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 8067)

ANNOUNCEMENT OF INTERIM RESULTS FOR THE SIX MONTHS ENDED DECEMBER 31, 2024

CHARACTERISTICS OF GEM OF THE STOCK EXCHANGE (THE "GEM")

GEM has been positioned as a market designed to accommodate small and mid-sized companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration.

Given that the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board of the Stock Exchange and no assurance is given that there will be a liquid market in the securities traded on GEM.

*This announcement, for which the directors of Oriental University City Holdings (H.K.) Limited (the "**Company**" and the "**Directors**", respectively) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM (the "**GEM Listing Rules**") for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

FINANCIAL HIGHLIGHTS

- The Group recorded revenue of RMB28.45 million for the six months ended December 31, 2024, representing an increase of 6.1% as compared to RMB26.82 million for the six months ended December 31, 2023.

- Loss attributable to the owners of the Company for the six months ended December 31, 2024 amounted to RMB8.83 million, compared to profit attributable to the owners of the Company of RMB3.14 million for the six months ended December 31, 2023.

- Basic loss per share for the six months ended December 31, 2024 amounted to RMB0.05, compared to basic earnings per share of RMB0.02 for the six months period ended December 31, 2023.

The board of Directors (the "**Board**") presents the unaudited condensed consolidated results of the Company and its subsidiaries (collectively referred to as the "**Group**") for the six months ended December 31, 2024, together with the relevant comparative figures for the corresponding periods in 2023, as follows:

1. INTERIM CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE SIX MONTHS ENDED DECEMBER 31, 2024

		For the 6 months ended		
		December 31, 2024	December 31, 2023	
		Unaudited	Unaudited	Change
	Notes	***RMB'000***	*RMB'000*	*+/(-)%*
Revenue	*5.3 & 6.1*	**28,448**	26,817	6.1
Employee costs	*6.2*	**(3,325)**	(2,315)	43.6
Depreciation of property, plant and equipment		**(185)**	(192)	(3.6)
Business taxes and surcharges		**(181)**	(135)	34.1
Property taxes and land use taxes	*6.3*	**(4,480)**	(5,214)	(14.1)
Property management fees	*6.4*	**(1,561)**	(1,328)	17.5
Repairs and maintenance fees	*6.5*	**(1,472)**	(930)	58.3
Legal and consulting fees		**(2,187)**	(2,217)	(1.4)
Other income, other gains/(losses), net	*5.4 & 6.6*	**1,424**	(1,220)	NM
Other expenses	*6.7*	**(4,076)**	(1,319)	209.0
Share of results of associate	*6.8*	**322**	(104)	NM
Operating profit	*6.9*	**12,727**	11,843	7.5
Interest income		**28**	12	133.3
Interest expenses	*6.10*	**(7,806)**	(8,129)	(4.0)
Profit before income tax		**4,949**	3,726	32.8
Income tax: Current income tax	*5.5 & 6.11*	**(24,368)**	(539)	4,421.0
Deferred income tax	*5.5 & 6.12*	**10,418**	—	NM
(Loss)/profit for the period	*6.13*	**(9,001)**	3,187	NM
*Earnings before interest expenses, tax, depreciation & amortization ("**EBITDA**")*	*6.14*	**12,940**	12,047	7.4

NM — Not meaningful

	Notes	For the 6 months ended **December 31, 2024** **Unaudited** ***RMB'000***	 December 31, 2023 Unaudited *RMB'000*	 Change *+/(-)%*
Other comprehensive income				
Items that may be subsequently reclassified to profit or loss:				
Exchange differences from translation of foreign operations		**1,178**	(788)	NM
Share of other comprehensive income of associate		**2,010**	564	256.4
Other comprehensive income for the period		**3,188**	(224)	NM
Total comprehensive income for the period		**(5,813)**	2,963	NM
(Loss)/profit attributable to				
— Owners of the Company		**(8,829)**	3,137	NM
— Non-controlling interests		**(172)**	50	NM
		(9,001)	3,187	NM
Total comprehensive income attributable to				
— Owners of the Company		**(5,641)**	2,913	NM
— Non-controlling interests		**(172)**	50	NM
		(5,813)	2,963	NM
(Loss)/earnings per share for profit attributable to the owners of the Company during the period	*5.6*			
— Basic (RMB per share)		**(0.05)**	0.02	NM
— Diluted (RMB per share)		**(0.05)**	0.02	NM

NM — Not meaningful

2. INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS AT DECEMBER 31, 2024

	Notes	**December 31, 2024 Unaudited** ***RMB'000***	June 30, 2024 Audited *RMB'000*
Non-current assets			
Property, plant and equipment	*5.8*	**589**	4,388
Investment properties	*5.8*	**1,521,306**	1,533,592
Interests in associate	*5.9*	**14,493**	12,160
Other receivables	*5.11*	**1,610**	1,595
Prepayment	*5.10*	**335**	37,471
Pledged bank deposit		**8,048**	7,973
Total non-current assets		**1,546,381**	1,597,179
Current assets			
Trade and other receivables	*5.11*	**57,838**	23,950
Cash and cash equivalents		**12,316**	69,664
		70,154	93,614
Assets classified as held for sale	*5.8*	**25,790**	110,000
Total current assets		**95,944**	203,614
Current liabilities			
Trade and other payables and accruals	*5.12*	**37,828**	129,032
Receipt in advance		**5,927**	6,102
Bank borrowings, secured	*5.13*	**88,217**	71,135
Current tax liabilities		**3,704**	4,241
Total current liabilities		**135,676**	210,510
Net current liabilities	*6.15*	**(39,732)**	(6,896)
Total assets less current liabilities		**1,506,649**	1,590,283

	Notes	**December 31, 2024 Unaudited** ***RMB'000***	June 30, 2024 Audited *RMB'000*
Non-current liabilities			
Amount due to RE Group	*5.12*	**37,058**	52,574
Bank borrowings, secured	*5.13*	**167,143**	219,138
Deferred tax liabilities		**162,754**	173,064
Total non-current liabilities		**366,955**	444,776
NET ASSETS		**1,139,694**	1,145,507
Capital and reserves attributable to owners of the Company			
Share capital	*5.14*	**290,136**	290,136
Reserves		**839,831**	845,472
		1,129,967	1,135,608
Non-controlling interests		**9,727**	9,899
TOTAL EQUITY		**1,139,694**	1,145,507

3. INTERIM CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE SIX MONTHS ENDED DECEMBER 31, 2024

		Reserves						
	Share capital	Other reserves	Statutory surplus reserves	Retained profits	Exchange reserves	Equity attributable to owners of the Company	Non-controlling interests	Total
	RMB'000	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*	*RMB'000*
Balance at June 30, 2023 and July 1, 2023 (Audited)	290,136	(71,025)	1,510	994,549	7,662	1,222,832	10,614	1,233,446
Profit for the period	—	—	—	3,137	—	3,137	50	3,187
Exchange differences from translation of foreign operations	—	—	—	—	(788)	(788)	—	(788)
Share of other comprehensive income of associates	—	—	—	—	564	564	—	564
Total comprehensive income	—	—	—	3,137	(224)	2,913	50	2,963
Balance at December 31, 2023 (Unaudited)	290,136	(71,025)	1,510	997,686	7,438	1,225,745	10,664	1,236,409
Balance at June 30, 2024 and July 1, 2024 (Audited)	**290,136**	**(71,025)**	**1,510**	**920,688**	**(5,701)**	**1,135,608**	**9,899**	**1,145,507**
Loss for the period	**–**	**–**	**–**	**(8,829)**	**-**	**(8,829)**	**(172)**	**(9,001)**
Exchange differences from translation of foreign operations	**–**	**–**	**–**	**–**	**1,178**	**1,178**	**–**	**1,178**
Share of other comprehensive income of associate	**–**	**–**	**–**	**–**	**2,010**	**2,010**	**–**	**2,010**
Total comprehensive income	**–**	**–**	**–**	**(8,829)**	**3,188**	**(5,641)**	**(172)**	**(5,813)**
Balance at December 31, 2024 (Unaudited)	**290,136**	**(71,025)**	**1,510**	**911,859**	**(2,513)**	**1,129,967**	**9,727**	**1,139,694**

4. INTERIM CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE SIX MONTHS ENDED DECEMBER 31, 2024

	December 31, 2024 Unaudited *RMB'000*	December 31, 2023 Unaudited *RMB'000*
Operating activities		
Profit before income tax	**4,949**	3,726
Adjustments for:		
Interest income	**(28)**	(12)
Depreciation of property, plant and equipment	**185**	192
Interest paid	**7,806**	8,129
Unrealised net foreign exchange (gain)/loss	**(3,052)**	1,460
Gain on termination of purchase of investment properties	**(4,166)**	—
Share of results of associates	**(322)**	104
Loss on disposal of assets held for sale	**5,952**	—
Operating cash flows before working capital changes	**11,324**	13,599
Increase in trade and other receivables	**(37,383)**	(2,202)
(Decrease)/increase in trade and other payables and accruals	**(36,984)**	1,375
Decrease in receipt in advance	**(175)**	(727)
Decrease in assets held for sale	**84,210**	—
Cash generated from operations	**20,992**	12,045
Income tax paid	**(23,763)**	(4,825)
Net cash (used in)/generated from operating activities	**(2,771)**	7,220

	December 31, 2024 Unaudited *RMB'000*	December 31, 2023 Unaudited *RMB'000*
Cash flow from investing activities		
Interest received	**28**	12
Payments to acquire property, plant and equipment	**(10)**	(63)
Payments to increase investment properties	**(2,200)**	(155,498)
Decrease in prepayment for investment properties	**7,096**	114,454
Net cash generated from/(used in) investing activities	**4,914**	(41,095)
Cash flow from financing activities		
Repayment of bank borrowings	**(53,314)**	(43,525)
(Repayment of advances)/advances (to)/from related companies	**(15,508)**	3,924
Interest payment on bank borrowings	**(7,806)**	(8,129)
Proceeds from bank borrowings	**17,669**	20,000
Net cash used in financing activities	**(58,959)**	(27,730)
Net (decrease) in cash and cash equivalent	**(56,816)**	(61,605)
Cash and cash equivalents at beginning of period	**69,664**	63,752
Effect of foreign exchange rate changes, net	**(532)**	(44)
Cash and cash equivalents at end of the period	**12,316**	2,103

5. NOTES TO THE INTERIM CONDENSED CONSOLIDATED RESULTS

5.1 GENERAL INFORMATION

The Company is a limited liability company incorporated in Hong Kong on June 11, 2012. Its ordinary shares (the **"Shares"**) in issue have been listed on GEM since January 16, 2015. The address of the Company's registered office is 31st Floor, 148 Electric Road, North Point, Hong Kong, and principal place of business is Levels 1 and 2, No. 100 Zhangheng Road, Oriental University City, Langfang Economy and Technology Development Zone, Hebei Province, the People's Republic of China (the "**PRC**"). The Company acts as an investment holding company and its subsidiaries are primarily engaged in the provision of education facilities leasing services in the PRC, Malaysia and the Republic of Indonesia ("**Indonesia**"). In addition, the Company is engaged in leasing and managing of hotel properties in Switzerland.

The Directors consider that the Company's ultimate parent is Raffles Education Limited ("**RE**"), a company incorporated in the Republic of Singapore ("**Singapore**"), whose issued shares are listed on Singapore Exchange Securities Trading Limited. RE, together with its subsidiaries excluding the Group, collectively refers to the RE Group.

The Group's unaudited condensed consolidated results for the six months ended December 31, 2024 (the "**Period**" or "**H1FY2024/25**") are presented in Renminbi ("**RMB**") unless otherwise stated.

5.2 BASIS OF PREPARATION AND PRINCIPAL ACCOUNTING POLICIES

The unaudited condensed consolidated results for the Period (the "**Interim Results**") have been prepared in accordance with applicable disclosures required by the GEM Listing Rules, the Hong Kong Financial Reporting Standards (the "**HKFRSs**"), which collective term includes all applicable individual HKFRSs, Hong Kong Accounting Standards and Interpretations (the "**HKASs**") issued by the Hong Kong Institute of Certified Public Accountants (the "**HKICPA**") and the provisions of the Companies Ordinance, Chapter 622 of the laws of Hong Kong (the "**Companies Ordinance**"), which concern the preparation of financial statements.

Except as described below, the accounting policies and methods of computation used in preparing the Interim Results are consistent as those followed in the preparation of the Group's audited consolidated financial statements for the year ended June 30, 2024 (the "**2023/2024 Financial Statements**").

The Group has applied the following amendments to HKFRSs issued by the HKICPA to this interim financial information for the current accounting period:

Amendments to HKAS 1	Classification of Liabilities as Current or Non-current and related amendments to Hong Kong Interpretation 5 (Revised) ("**2020 Amendments**")
Amendments to HKAS 1	Non-current Liabilities with Covenants ("**2022 Amendments**")
Amendments to HKFRS 16	Lease Liability in a Sale and Leaseback
Amendments to HKAS 7 and HKFRS 7	Supplier Finance Arrangements

None of these amendments have had a material effect on how the Group's results for the current or prior periods have been prepared or presented in the Interim Results.

The Group has not applied any new standards or interpretation that is not yet effective for the current accounting period.

The Interim Results are unaudited but have been reviewed by the audit committee of the Board (the "**Audit Committee**").

The financial information relating to the 2023/2024 Financial Statements that is included in these Interim Results as comparative information does not constitute the statutory annual consolidated financial statements of the Company for that year but is derived from those consolidated financial statements. Further information relating to these statutory financial statements required to be disclosed in accordance with section 436 of the Companies Ordinance is as follows:

The Company has delivered the 2023/2024 Financial Statements to the Registrar of Companies as required by section 662(3) of, and Part 3 of Schedule 6 to, the Companies Ordinance.

The independent auditor's report on the 2023/2024 Financial Statements was unqualified; did not include a reference to any matters to which the independent auditor drew attention by way of emphasis without qualifying its report; and did not contain a statement under sections 406(2), 407(2) or (3) of the Companies Ordinance.

5.3 SEGMENT REPORTING AND REVENUE

The executive Directors, who are the chief operating decision makers (the "**CODM**") of the Group, review the Group's internal reporting in order to assess performance and allocate resources. Management has determined the operating segments based on reports reviewed by the executive Directors that are used to make strategic decisions.

Management regularly reviews the operating results from a service category perspective. The Group currently has two reportable segments: (i) education facilities leasing services in the PRC, Malaysia and Indonesia, and (ii) leasing and managing of hotel properties in Switzerland. Prior year segment disclosures have been represented to conform with the current year's presentation. Each of these operating segments is managed separately as each of the product and service lines requires different resources as well as marketing approaches. Inter-segment transactions, if any, are priced with reference to prices charged to external parties for similar transactions.

An analysis of revenue by category for the 6 months ended December 31, 2024 and 2023 are as follows:

	For the 6 months ended		
	December 31, 2024	December 31, 2023	
Revenue arising from leases within scope of HKFRS 16:	**Unaudited** *RMB'000*	Unaudited *RMB'000*	Change *+/(-) %*
Education facilities leasing	**23,948**	25,360	(5.6)
Commercial supporting facilities leasing	**1,388**	1,457	(4.7)
	25,336	26,817	(5.5)
Hotel properties — fixed lease payments	**3,112**	—	NM
	28,448	26,817	6.1

NM — Not meaningful

Segment Reporting as follows:—

For the period ended December 31, 2024

	Education facilities leasing service *RMB'000*	**Hotel leasing** *RMB'000*	**Unallocated** *RMB'000*	**Total** *RMB'000*
Revenue from external customers	**25,336**	**3,112**	**—**	**28,448**
Interest income	**28**	**—**	**—**	**28**
Finance costs	**(7,034)**	**(772)**	**—**	**(7,806)**
Employee costs	**(2,123)**	**(927)**	**(275)**	**(3,325)**
Depreciation	**(185)**	**—**	**—**	**(185)**
Business taxes and surcharges	**(181)**	**—**	**—**	**(181)**
Property taxes and land use taxes	**(4,480)**	**—**	**—**	**(4,480)**
Property management fees	**(1,378)**	**(183)**	**—**	**(1,561)**
Repairs and maintenance fees	**(1,355)**	**(117)**	**—**	**(1,472)**
Legal and consulting fees	**(1,242)**	**(187)**	**(758)**	**(2,187)**
Other income, other (losses)/ gains, net	**(2,877)**	**(75)**	**4,376**	**1,424**
Other expenses	**(3,736)**	**(323)**	**(17)**	**(4,076)**
Share of results of associate	**—**	**—**	**322**	**322**
Profit before income tax	**773**	**528**	**3,648**	**4,949**

For the period ended December 31, 2023 (Represented)

	Education facilities leasing service *RMB'000*	Unallocated *RMB'000*	Total *RMB'000*
Revenue from external customers	26,817	—	26,817
Interest income	11	1	12
Finance costs	(8,129)	—	(8,129)
Employee costs	(2,056)	(259)	(2,315)
Depreciation	(192)	—	(192)
Business taxes and surcharges	(135)	—	(135)
Property taxes and land use taxes	(5,214)	—	(5,214)
Property management fees	(1,328)	—	(1,328)
Repairs and maintenance fees	(930)	—	(930)
Legal and consulting fees	(457)	(1,760)	(2,217)
Other income, other (losses)/gains, net	(348)	(872)	(1,220)
Other expenses	(1,158)	(161)	(1,319)
Share of results of associate	—	(104)	(104)
Profit/(loss) before income tax	6,881	(3,155)	3,726

Analysis of revenue by countries for the 6 months ended December 31, 2024 and 2023 is as follows:

	For the 6 months ended		
	December 31, 2024	December 31, 2023	
	Unaudited	Unaudited	Change
Revenue	***RMB'000***	*RMB'000*	*+/(-) %*
PRC	**22,464**	23,998	(6.4)
Non-PRC (Malaysia, Indonesia and Switzerland)	**5,984**	2,819	112.3
	28,448	26,817	6.1

Information on major customers

The Group's revenues were derived from the following external customers that individually contributed more than 10% of the Group's revenues for the 6 months ended December 31, 2024 and 2023:

Customers	For the 6 months ended **December 31, 2024** **Unaudited** ***RMB'000***	December 31, 2023 Unaudited *RMB'000*	Change *+/(-) %*
Customer A	**9,067**	9,218	(1.6)
Customer B	**5,288**	5,206	1.6
RE Group	**2,872**	2,819	1.9
	17,227	17,243	(0.1)

5.4 OTHER INCOME, OTHER GAINS/(LOSSES), NET

Details of the other income, other gains/(losses), net, for the 6 months ended December 31, 2024 and 2023 are as follows:

	For the 6 months ended **December 31, 2024** **Unaudited** ***RMB'000***	December 31, 2023 Unaudited *RMB'000*	Change *+/(-) %*
Net foreign exchange gain/(losses)	**3,052**	(1,460)	NM
Loss on disposal of investment properties	**(5,952)**	—	NM
Gain on termination of purchase of investment properties	**4,166**	—	NM
Others	**158**	240	(34.2)
	1,424	(1,220)	NM

NM — Not meaningful

5.5 INCOME TAX

Details of the income tax for the 6 months ended December 31, 2024 and 2023 are as follows:

	For the 6 months ended		
	December 31, 2024	December 31, 2023	
	Unaudited	Unaudited	Change
	RMB'000	*RMB'000*	*+/(-) %*
Current income tax			
— *PRC corporate income tax*	**13,442**	325	4,036.0
— *PRC land appreciation tax*	**10,710**	—	NM
— *Others*	**216**	214	0.9
	24,368	539	4,421.0
— *Deferred income tax*	**(10,418)**	—	NM
	13,950	539	2,488.1

NM — Not meaningful

Corporate income tax

PRC corporate income tax

The corporate income tax rate applicable to the Group's entity located in the PRC (the "**PRC Subsidiary**") is 25% pursuant to the Corporate Income Tax Law of the PRC.

PRC land appreciation tax

A PRC Subsidiary is also subject to PRC land appreciation tax, which is levied at progressive rates on the appreciation of land value with certain allowance deductions.

Hong Kong profits tax

No provision for Hong Kong profits tax has been made in the Interim Results as the Company and the Group did not have assessable profit in Hong Kong during the six months ended December 31, 2024 and 2023.

Others

Taxation for overseas subsidiaries is charged at the appropriate current rates of taxation ruling in the relevant countries.

Deferred income tax

Deferred tax credited for the year mainly from derecognition of deferred tax liabilities arising from disposal of investment properties.

5.6 (LOSS)/EARNINGS PER SHARE

The calculation of basic and diluted (loss)/earnings per share is calculated based on the profit attributable to the owners of the Company and the weighted average number of ordinary shares in issue during the relevant periods.

	For the 6 months ended	
	December 31, 2024 Unaudited	December 31, 2023 Unaudited
Earnings:		
(Loss)/earnings for the purposes of basic (loss)/earnings per share (RMB'000)	**(8,829)**	**3,137**
Number of shares:		
Weighted average number of ordinary shares for the purposes of basic (loss)/earnings per share (thousands)	**180,000**	**180,000**
Basic (loss)/earnings per share (RMB per share)	**(0.05)**	**0.02**
Diluted (loss)/earnings per share (RMB per share)	**(0.05)**	**0.02**

Diluted (loss)/earnings per share is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares. The Company did not have any potential ordinary shares outstanding during the period ended December 31, 2024 and December 31, 2023. Diluted (loss)/earnings per share are equal to basic (loss)/earnings per share.

5.7 DIVIDEND

The Board has resolved not to declare the payment of any dividend for the Period (H1FY2023/24: HK$ nil).

5.8 PROPERTY, PLANT & EQUIPMENT AND INVESTMENT PROPERTIES

A reconciliation of the opening and closing balances during the Period and prior year are as follows:

	Property, Plant & Equipment *RMB'000*	**Investment Properties** *RMB'000*
At June 30, 2023 and July 1, 2023 (audited)	4,707	1,458,878
Additions	104	8,342
Acquisition of a subsidiary	—	284,938
Disposal	(49)	—
Reclassified to assets held for sale	—	(110,000)
Depreciation charges	(374)	—
Exchange realignment	—	(14,753)
Change in fair value	—	(93,813)
At June 30, 2024 and July 1, 2024 (audited)	**4,388**	**1,533,592**
Additions	**10**	**2,199**
Reclassified to assets held for sale	**(3,730)**	**(22,060)**
Depreciation charges	**(185)**	**—**
Exchange realignment	**106**	**7,575**
At December 31, 2024 (unaudited)	**589**	**1,521,306**

5.9 INTERESTS IN ASSOCIATE

Interest in associate

	As at December 31, 2024 Unaudited ***RMB'000***	As at June 30, 2024 Audited *RMB'000*
Share of net assets other than goodwill	**11,841**	9,508
Goodwill	**2,652**	2,652
Share of net assets	**14,493**	12,160

5.10 PREPAYMENT

As at December 31, 2024, included in the balances were:—

(i) nil progressive payment in relation to the acquisition of investment properties in Mongolia (At June 30, 2024: RMB28,430,000), as this acquisition was terminated and settled in accordance with the termination deed dated September 6, 2024, for which termination payment of RMB33,690,000 is to be received in 4 equal instalments on quarterly basis commencing on March 31, 2025; and

(ii) prepayment of RMB335,000 (At June 30, 2024: RMB9,041,000) made for refurbishment and construction works of investment properties in Langfang.

5.11 TRADE AND OTHER RECEIVABLES

	As at December 31, 2024 Unaudited ***RMB'000***	As at June 30, 2024 Audited *RMB'000*
Trade receivables	**19,813**	17,687
Other receivables*	**36,351**	4,692
Other tax recoverable	**3,284**	3,166
	59,448	25,545

* *Included in the balance as at December 31, 2024 was nil amount due from an associate (At June 30, 2024: RMB65,000, which was unsecured, interest-free, repayable on demand and non-trade in nature).*

	As at December 31, 2024 Unaudited ***RMB'000***	As at June 30, 2024 Audited *RMB'000*
Current	**57,838**	23,950
Non-current	**1,610**	1,595
	59,448	25,545

The carrying amounts of the Group's trade and other receivables approximated their fair values.

The majority of the Group's revenue is required to be paid in advance. Revenue from education facilities leasing and commercial leasing for supporting facilities is settled by instalments in accordance with the payment schedules specified in the agreements. In relation to hotel property leasing, the fixed portion of the rent is required to be paid annually by end of December of each year, whereas the variable portion of the rent is required to be paid no later than the end of June. The aging analysis of trade receivables by revenue recognition date is as follows:

	As at December 31, 2024 Unaudited ***RMB'000***	As at June 30, 2024 Audited *RMB'000*
Within 3 months	**19,132**	13,821
3 months to 6 months	**219**	3,469
6 months to 12 months	**83**	367
Over 1 year	**379**	30
	19,813	17,687

5.12 TRADE AND OTHER PAYABLES AND ACCRUALS

	As at December 31, 2024 Unaudited ***RMB'000***	As at June 30, 2024 Audited *RMB'000*
Trade payables	**2,689**	3,064
Other payables and accruals *(Note)*	**17,139**	15,968
Deposit received	**18,000**	110,000
Amount due to RE Group	**37,058**	52,574
	74,886	181,606

Note: Included in the other payables as at December 31, 2024 were:—

(i) rental deposits received from customers and RE Group of RMB3,890,000 and RMB675,000, respectively (At June 30, 2024: RMB3,967,000 and RMB636,000, respectively) and other tax payable of RMB4,018,000 (At June 30, 2024: RMB4,517,000);

(ii) deposit received from independent purchaser of RMB18,000,000 (At June 30, 2024: RMB110,000,000) in relation to disposal of properties; and

(iii) amounts due to RE Group of RMB37,058,000 (At June 30, 2024: RMB52,574,000), which were unsecured, interest-free and non-trade in nature.

Reconciliation of trade payables and other payables and accruals:

	As at December 31, 2024 Unaudited ***RMB'000***	As at June 30, 2024 Audited *RMB'000*
Current	**37,828**	129,032
Non-current	**37,058**	52,574
	74,886	181,606

Trade payables are generated by the daily maintenance costs for the education facilities. The aging analysis of the trade payables based on invoice date is follows:

	As at December 31, 2024 Unaudited ***RMB'000***	As at June 30, 2024 Audited *RMB'000*
Within 3 months	**288**	481
3 months to 6 months	**1,234**	334
6 months to 12 months	**269**	1,331
Over 1 year	**898**	918
	2,689	3,064

5.13 BANK BORROWINGS, SECURED

	As at December 31, 2024 Unaudited *RMB'000*	As at June 30, 2024 Audited *RMB'000*
Bank borrowings due for repayment:		
— Within one year	**88,217**	71,135
— After one year but within two years	**18,258**	73,923
— After two years but within five years	**67,309**	53,453
— After five years	**81,576**	91,762
	167,143	219,138
Total	**255,360**	290,273

Bank borrowings are interest-bearing at fixed and floating rates. The interest rates of the Group's bank borrowings as at December 31, 2024 granted under banking facilities ranged from 2.98% to 8.95% (At June 30, 2024: 3.04% to 8.95%) per annum. As at December 31, 2024, the bank facilities were secured by certain investment properties of the Group with carrying amount of RMB1,125,166,000 (At June 30, 2024: RMB1,109,543,000), pledged bank deposit of RMB8,048,000 (At June 30, 2024: RMB7,973,000), rental income of certain properties and corporate guarantee of the Company, non-controlling shareholder of PRC Subsidiary, the ultimate parent, and share capital of PRC Subsidiary.

5.14 SHARE CAPITAL

The share capital as at June 30, 2024 and December 31, 2024 represented the issued share capital of the Company as follows:

	Number of Shares	Share capital *HK$*	Share capital *RMB*
Issued and fully paid			
As at June 30, 2024 and at December 31, 2024	**180,000,000**	**366,320,500**	**290,136,000**

6. FINANCIAL REVIEW

6.1 Revenue

Revenue increased by 6.1% to RMB28.45 million for the Period compared to RMB26.82 million recorded for the six months ended December 31, 2023 (the "**H1FY2023/24**"), mainly due to the consolidation of a newly acquired subsidiary 4 Vallees Pte Ltd (the "**4 Vallees**") and the increase of rental rates of certain Education Institutions (hereinafter collectively referred to "colleges, education institutions, training centres and educational corporate entities") in the Oriental University City campus in Langfang City, the PRC ("**OUC Campus**").

6.2 Employee Costs

Employee costs increased by 43.6% to RMB3.33 million for the Period compared to RMB2.32 million recorded in H1FY2023/24, mainly due to increase in human resource cost following the acquisition of 4 Vallees.

6.3 Property taxes and land use taxes

Property taxes and land use taxes decreased by 14.1% to RMB4.48 million for the Period compared to RMB5.21 million in H1FY2023/24, mainly due to less property taxes and land use taxes payable subsequent to the disposal of 4 plots of land located in the OUC Campus with an aggregate land area of approximately 67,574 square meters and buildings and ancillary facilities erected thereon with an aggregate build-up area of approximately 52,618 square meters ("**Property Disposal**"). The Property Disposal was completed in the first quarter of the financial year ending June 30, 2025 (the "**FY2024/25**").

6.4 Property management fees

Property management fees increased by 17.5% to RMB1.56 million for the Period compared to RMB1.33 million in H1FY2023/24, mainly due to additional property management fees for the hotel properties following the acquisition of 4 Vallees.

6.5 Repairs and maintenance fees

Repairs and maintenance fees increased by 58.3% to RMB1.47 million for the Period, compared to RMB0.93 million in H1FY2023/24, as more periodical properties' maintenance works occurred in the OUC Campus in Langfang City.

6.6 Other income, other gains/(losses), net

Other gains, net, of RMB1.42 million was recorded for the Period compared to other losses, net, of RMB1.22 million in H1FY2023/24 mainly due to unrealised foreign exchange gains resulted from the translation of weaker foreign currency balances against RMB, and gains arising from the termination of purchase of investment properties in Mongolia.

6.7 Other expenses

Other expenses increased by 209.0% to RMB4.08 million for the Period, compared to RMB1.32 million for the H1FY2023/24, mainly due to increased entertainment and discretionary expenses incurred to canvass for prospective customers, and compensation for premature termination of subsisting tenancies in order to complete the Property Disposal.

6.8 Share of results of associate

Gain on share of results of associate of RMB0.32 million was recorded for the Period, compared to loss on share of result of associate of RMB0.10 million in H1FY2023/24, mainly due to net profit achieved in second quarter of FY2024/25 by the associate of the Company.

6.9 Operating profit

Operating profit increased by 7.5% to RMB12.73 million for the Period, compared to RMB11.84 million in H1FY2024/25, due to the foregoing factors set out in Notes 6.1 to 6.8 above.

6.10 Interest expenses

Interest expenses decreased by 4.0% to RMB7.81 million for the Period, compared to RMB8.13 million in H1FY2023/24, mainly attributed to the substantial repayment of loan principals in the PRC.

6.11 Current income tax

Current income tax increased by 4,421.0% to RMB24.37 million for the Period, compared to RMB0.54 million in H1FY2023/24, mainly due to land appreciation tax and assessable corporate income tax arising from the Property Disposal.

6.12 Deferred income tax

Deferred income tax of RMB10.42 million was credited for the Period due to the de-recognition of the deferred tax liabilities for the investment properties pertaining to the Property Disposal (H1FY2023/24: nil).

6.13 (Loss)/profit for the period

Loss for the Period of RMB9.00 million was recorded, compared to profit of RMB3.19 million in H1FY2023/24, due to the current income taxes that occurred as a result of the Property Disposal.

6.14 EBITDA

EBITDA for the Period was RMB12.94 million, an increase of 7.4% compared to RMB12.05 million for H1FY2023/24, mainly due to positive turnaround of share of results of associate and unrealised foreign exchange gains.

6.15 Liquidity, Financial Resources and Capital Structure

As at December 31, 2024, the Group has a net current liabilities of RMB39.73 million (At June 30, 2024: RMB6.90 million). The current liabilities is mitigated by the following factors:—

(i) advance from customers of RMB5.93 million (At June 30, 2024: RMB6.10 million), which will be recognised as revenue with the passage of time in accordance with the terms of the rental agreements;

(ii) the deposits received from the purchasers of assets held for sales of RMB18.00 million (At June 30, 2024: RMB110.00 million), the sales of which are expected to be completed by the end of FY2024/25; and

(iii) the Group had entered into a letter of intent for disposal of certain investment properties in the OUC Campus for RMB19.00 million, which is expected to be completed by the end of FY2024/25.

As at December 31, 2024, the Group had total assets of approximately RMB1,642.33 million (At June 30, 2024: RMB1,800.79 million), which were financed by total liabilities and equity of RMB502.63 million (At June 30, 2024: RMB655.29 million) and RMB1,139.69 million (At June 30, 2024: RMB1,145.51 million), respectively.

As at December 31, 2024, the Company's share capital comprised 180,000,000 issued ordinary shares with nominal value of HK$366,320,500 (equivalent to RMB290,136,000). There was no change in the share capital of the Company during the Period.

6.16 Gearing Ratio

The Group's gearing ratio as at December 31, 2024 was 22.41% (At June 30, 2024: 25.34%), which was calculated based on the total borrowings of RMB255.36 million (At June 30, 2024: RMB290.27 million) divided by total equity of RMB1,139.69 million (At June 30, 2024: RMB1,145.51 million) and then multiplied by 100%.

7. BUSINESS REVIEW AND OUTLOOK

The Group owns and leases education facilities, comprising primarily teaching buildings and dormitories to Education Institutions in the PRC, Malaysia and Indonesia. In addition, the Group also owns, leases and manages hotel properties in Switzerland. The Group's education facilities are located in the OUC Campus; Kuala Lumpur, Malaysia; and Jakarta, Indonesia. In addition, the Group also leases commercial properties in the OUC Campus to commercial tenants operating a range of supporting facilities, including a shopping centre, supermarket, cafe and cafeterias, bank, telecommunication companies, dental and polyclinic, amongst others, to serve the needs of students in the campus and the residents of adjacent housing estates.

For the H1FY2024/25, the financial performance of the Group improved in revenue and operating profit. Revenue improved by 6.1% to RMB28.45 million compared to RMB26.82 million in the H1FY2023/24, mainly due to the consolidation of 4 Vallees, the newly acquired subsidiary, and increase in rental rates of certain Education Institutions, while operating profits, improved by 7.5% to RMB12.73 million, mainly due to gains in unrealised foreign exchange gains and share of results of associate, while the increase in other operating costs were kept in check.

The Group had completed the disposal of 4 plots of land located in the OUC Campus with an aggregate land area of approximately 67,574 square meters and buildings and ancillary facilities erected thereon with an aggregate build-up area of approximately 52,618 square meters, for RMB110 million in the first quarter of FY2024/25. In addition, in the second quarter of FY2024/25, the Group had further entered into sale agreements and letter of intent, which are expected to be completed by the end of FY2024/25, for disposal of certain properties in the OUC Campus to several independent third parties, for an aggregate sale consideration of RMB41.00 million (please refer to the Company's announcements on December 4, 2024, December 6, 2024 and December 31, 2024 for details of these disposals). These disposals of properties were in line with the overarching objective of rationalising the usage of its assets, by disposing of idle and low-yield assets, and redirecting capitals and funds to upgrading selected investment properties in order to improve the yield return of its investment properties.

Further, the Group had on September 6, 2024, terminated the purchase of investment properties in Mongolia, which would result in termination payment of RMB33.69 million to be received in 4 equal instalments on quarterly basis on March 31, 2025, June 30, 2025, September 30, 2025 and December 30, 2025 (the "**Termination of Mongolia Property Purchase**"). Please refer to the Company's announcements dated September 6 and 11, 2024 on the said termination. The Termination of Mongolia Property Purchase resulted in a gain of RMB4.17 million for the FY2024/25. The cash infusion from the termination payment would enable the Group to reduce its borrowings, sustain general working capital requirements and plan for strategic acquisition when opportunities arise.

The Group is cognisant of the risks posed by the economic slowdown in the PRC that would affect its revenue. Following the acquisition of 4 Vallees, the Group had broadened and diversified its revenue base. The Group will continue to evaluate business opportunities, in both the PRC and international markets, while focussing its efforts to improve the yield of its existing investment properties.

The Board views that the demand of education facilities as student enrolment for Education Institutions in the OUC Campus in the PRC, Malaysia and Indonesia would be stable. The occupancy of its hotel properties in Switzerland is expected to enjoy moderate growth. Being owner of education facilities and hotel properties in these countries, the Group would continue to benefit from the stable to growth trend of these tenants and users.

8. SIGNIFICANT INVESTMENTS AND FUTURE PLANS FOR MATERIAL INVESTMENTS AND CAPITAL COMMITMENTS

Save as disclosed below, as at December 31, 2024, the Group did not have any other significant investment and future plan for material investments and capital commitments.

8.1 Upgrading of investment properties in the OUC Campus

The Group had undertaken the following renovation/refurbishment works and construction of investment properties in the OUC Campus on progressive basis based on its funding capability:

8.1.1 Renovation/refurbishment of two blocks of dormitories in the OUC Campus, Langfang City

On June 16, 2022, the Company had entered into a construction project contract with an independent contractor for the renovation/refurbishment of two blocks of dormitories, No. 23 and No. 24, located at the OUC Campus for a contract sum of RMB10.18 million. As at December 31, 2024, the Group has paid RMB7.51 million of the contract sum and the remaining balance of RMB2.67 million will be paid in instalments in accordance with the agreed terms. The renovation/refurbishment work had been completed and the two blocks of dormitories had been handed over and occupied by an Education Institution in the financial year ended June 30, 2023.

8.1.2 Construction of a canteen and a theatre in the OUC Campus

On January 30, 2023, the Company had entered into a construction project contract with an independent contractor for the construction of a canteen and a theatre, located at the OUC Campus for a contract sum of RMB13.40 million. As at December 31, 2024, the Group has paid RMB10.48 million of the contract sum and the remaining balance of RMB2.92 million will be paid in instalments in accordance with the agreed terms. The construction work had been completed and handed over to and occupied by an Education Institution in the H1FY2024/25.

9. MATERIAL ACQUISITION OR DISPOSAL OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

The Group did not have any material acquisition and disposal of subsidiaries, associates or joint ventures during the Period.

10. EVENT AFTER THE PERIOD

There is no significant event after the Period up to the date of this announcement.

11. USE OF PROCEEDS FROM THE PROPERTY DISPOSAL

The Property Disposal of certain of investment properties in the OUC Campus for RMB110.00 million as set out in Section 6.3 of this announcement was completed in August 2024. Please refer to the Company's announcements dated March 15, 2024 and May 14, 2024, and the circular to the Shareholders dated April 23, 2024, for details of the Property Disposal.

The net proceeds from the Property Disposal were RMB91.39 million after deducting the relevant professional expenses, value-added tax and tax surcharges and land appreciation tax.

As at December 31, 2024, the utilisation of the net proceeds from the Property Disposal is set out as follows:—

Planned use of net proceeds	Planned use of net proceeds	Net proceeds utilised during the Period	Net proceeds utilised up to December 31, 2024	Unutilised net proceeds as at December 31, 2024	Estimated date for complete utilisation of net proceeds
	RMB'million	*RMB'million*	*RMB'million*	*RMB'million*	
Repayment of borrowings	62.00	50.00	50.00	12.00	January 4, 2025
General working capital	29.39	13.01	13.01	16.38	Up to December 31, 2025
	91.39	63.01	63.01	28.38	

12. CONTINUING CONNECTED TRANSACTION

Save as disclosed below, the Group does not have other continuing connected transaction, as at December 31, 2024.

OUC Malaysia Sdn Bhd ("**OUCMY**"), a direct wholly-owned subsidiary of the Company, as landlord, had entered into a tenancy agreement with Raffles College of Higher Education Sdn Bhd ("**RCHE**"), of which 70% of its equity interest is owned by REC, as tenant, on December 10, 2021 for the lease of the properties for a term of three years commencing on January 1, 2022 and expired on December 31, 2024. A new tenancy agreement was executed on December 12, 2024, for the renewal of lease of the properties between OUCMY and RCHE, for a term of three years commencing on January 1, 2025 and expiring on December 31, 2027. The new tenancy term was executed on arm's length terms and the annual rental payable under the new tenancy agreement amounts to MYR2.01 million (approximately RMB3.25 million). Please refer to the to the Company's announcements dated December 12, 2024 for further details of the new tenancy agreement.

13. CONTINGENT LIABILITIES

The Group did not have any contingent liabilities as at December 31, 2024 (December 31, 2023: nil).

14. DIVIDENDS

The Board has resolved not to recommend payment of any dividend for the Period (December 31, 2023: Nil).

15. CHARGE ON THE GROUP'S ASSETS

As at December 31, 2024, investment properties of RMB1,125.17 million (At June 30, 2024: RMB1,109.54 million) were charged to bank to secure banking facilities granted to the Group. In addition, bank deposit of RMB8.08 million (At June 30, 2024: RMB7.97 million) and rental income from the Swiss' properties were pledged to a bank to secure for a bank borrowing.

16. FOREIGN EXCHANGE HEDGING

The Group has limited foreign currency risk as most of the transactions are denominated in RMB as the functional currency of the operations. Thus, the Group presently does not make any foreign exchange hedging. However, the Directors monitor the Group's foreign exchange exposure closely and may, depending on the circumstances and trend of foreign currency, consider adopting a significant foreign currency hedging policy in the future, if necessary.

17. COMPETING INTERESTS

RE, the controlling Shareholder (as defined in the GEM Listing Rules), has confirmed that save for its shareholding in the Company, it is neither engaged nor interested in any business which, directly or indirectly, competes or may compete with the Group's business (save as disclosed under the heading "Excluded Businesses" in the section headed "History and Development — Post-Reorganization" of the prospectus of the Company dated December 31, 2014 (the "**Prospectus**")).

On December 22, 2014, RE entered into a deed of non-competition and call option in favour of the Company, pursuant to which it has undertaken not to compete with the business of the Company. For further details, please refer to the sub-section headed "Deed of Non-compete" in the section headed "Relationship with the Controlling Shareholder" of the Prospectus.

The Directors have confirmed that save as disclosed above, as at December 31, 2024, none of the Directors, controlling Shareholder or substantial Shareholders (as defined in the GEM Listing Rules), directors of any of the Company's subsidiaries or any of their respective close associates (as defined in the GEM Listing Rules) had interest in any business (other than our Group) which, directly or indirectly, competed or might compete with the Group's business.

18. CORPORATE GOVERNANCE

The Company is committed to fulfilling its responsibilities to its Shareholders and protecting and enhancing Shareholder value through solid corporate governance.

The Company has complied with the code provisions as set out in the section headed "Part 2 — Principles of good corporate governance, code provisions and recommended best practices" of the Corporate Governance Code contained in Appendix C1 to the GEM Listing Rules during the Period.

19. PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

The Company did not redeem any of its Shares listed on GEM nor did the Company or any of its subsidiaries purchase or sell any such Shares during the Period.

20. SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the required standard of dealings regarding securities transaction by the Directors as set out in Rules 5.48 to 5.67 of the GEM Listing Rules (the "**Required Standard of Dealings**") as its own code of conduct for dealings in the Company's securities by the Directors. The Company had made specific enquiries with all Directors and each of them has confirmed his compliance with the Required Standard of Dealings during the Period.

21. DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at December 31, 2024, the interests or short positions of the Directors and the chief executive of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance, Chapter 571 of the laws of Hong Kong (the "**SFO**")), as recorded in the register required to be kept under section 352 of the SFO; or as otherwise notified to the Stock Exchange and the Securities and Futures Commission ("**SFC**") under the required standard of dealings as set out in Rules 5.46 to 5.67 of the GEM Listing Rules (the "**Required Standard of Dealings**") were as follows:—

Long positions

(a) Shares in the Company

Name of Director	Capacity/ Nature of interest	Number of issued Shares held	Percentage of shareholding(2)
Mr. Chew Hua Seng ("**Mr. Chew**")(1)	Interest of a controlled corporation/ Corporate interest	135,000,000	75%

Notes:

(1) *Details of the interest in the Company held by Mr. Chew, the chairman of the Board (the "**Chairman**") and an executive Director, through RE are set out in the section headed "Substantial Shareholders' and Other Persons' Interests and Short Positions in Shares and Underlying Shares" below.*

(2) *The percentage of shareholding was calculated based on the Company's total number of issued Shares as at December 31, 2024 (i.e. 180,000,000 Shares).*

(b) Shares in associated corporation of the Company

Name of Director	Name of associated corporation	Capacity/ Nature of interests	Number of issued shares held	Approximate percentage of shareholding
Mr. Chew	RE[(1)]	Beneficial owner and interest of spouse/ personal interest and family interest	525,812,764	37.89%[(2)]

Notes:

(1) RE is the immediate holding company of the Company.

*(2) Comprised of (a) the 25.01% direct interest of Mr. Chew; (b) the 2.45% interest of Ms. Doris Chung Gim Lian ("**Ms. Chung**", the spouse of Mr. Chew); and (c) the 10.43% joint interest of Mr. Chew and Ms. Chung.*

(c) Debentures in associated corporation of the Company

Name of Director	Name of associated corporation	Capacity/ Nature of interests	Type of debentures	Number of bonds held
Mr. Chew	RE[(1)]	Beneficial owner and interest of spouse/ personal interest and family interest	Convertible Bond Non-convertible bond	35,030,306[(2)] S$11,250,000[(3)]

Notes:

(1) RE is the immediate holding company of the Company.

(2) Comprised of 34,383,487 convertible bonds directly held by Mr. Chew and 646,819 convertible bonds held by Ms. Chung.

(3) Comprised of (a) S$10,000,000 directly held by Mr. Chew; (b) S$1,000,000 held by Mr. Chew Han Wei (immediate family); and (c) S$250,000 held by Mr. Chew Hua Mong (immediate family).

Save as disclosed above, as at December 31, 2024, none of the Directors or the chief executive of the Company had any interests or short positions in the shares, underlying shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the SFO), as recorded in the register required to be kept under Section 352 of the SFO, or as otherwise notified to the Stock Exchange and the SFC under the Required Standard of Dealings.

22. SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES

As at December 31, 2024, so far as it was known by or otherwise notified to any Directors or the chief executive of the Company, the particulars of the corporations which or persons (other than a Director or the chief executive of the Company) who had 5% or more interests or short position in the Shares and the underlying Shares as recorded in the register to be kept under section 336 of the SFO were as follows:

Long positions in the Shares

Name of Shareholders	Capacity/ Nature of interest	Number of issued Shares held	Percentage of shareholding [(2)]
RE[(1)]	Beneficial owner/ Personal interest	135,000,000	75%
Ms. Chung[(1)]	Interest of spouse/ Family interest	135,000,000	75%

Notes:

(1) RE is owned as to (a) 25.01% by Mr. Chew,; (b) 10.43% jointly by Mr. Chew and Ms. Chung; and (c) 2.45% by Ms. Chung. Under the SFO, Mr. Chew is deemed to be interested in the Shares in which RE is interested, and Ms. Chung is deemed to be interested in the Shares in which Mr. Chew is interested and deemed to be interested. In addition, Mr. Chew is a director of RE.

(2) The percentage of shareholding was calculated based on the Company's total number of issued Shares as at December 31, 2024 (i.e. 180,000,000 Shares).

Save as disclosed above, as at December 31, 2024, so far as it was known by or otherwise notified to the Directors or the chief executive of the Company, no other corporations which or persons (other than a Director or the chief executive of the Company) who had 5% or more interests or short positions in the Shares and the underlying Shares as recorded in the register required to be kept under section 336 of the SFO.

23. DIRECTORS' INTERESTS IN TRANSACTIONS, ARRANGEMENTS OR CONTRACTS

Save as otherwise disclosed, no Director had a material interest, either directly or indirectly, in any transactions, arrangements or contracts of significance to the business of the Group to which the Company or its holding company or any of its subsidiaries or fellow subsidiaries was a party during the Period.

24. CHANGE IN INFORMATION OF DIRECTORS

Subsequent to the date of the 2023/2024 annual report of the Company, there was no change in the Directors' information as required to be disclosed pursuant to Rule 17.50A(1) of the GEM Listing Rules.

25. REVIEW BY AUDIT COMMITTEE

The Audit Committee currently comprises three independent non-executive Directors, namely Mr. Tan Yeow Hiang, Kenneth ("**Mr. Tan**"), Ms. Geng Yu and Mr. Liu Guilin with Mr. Tan serving as the chairman.

The Audit Committee has reviewed the accounting principles and practices adopted by the Group and the Interim Results and was of the opinion that such results had been prepared in compliance with the applicable accounting standards and the GEM Listing Rules and that adequate disclosures had been made.

By order of the Board
Oriental University City Holdings (H.K.) Limited
Chew Hua Seng
Chairman and Executive Director

Singapore, January 24, 2025

As at the date of this announcement, the executive Directors are Mr. Chew Hua Seng (Chairman) and Mr. Liu Ying Chun (Chief Executive Officer); the non-executive Director is Ms. Geng Yu; and the independent non-executive Directors are Mr. Tan Yeow Hiang, Kenneth, Mr. Wilson Teh Boon Piaw and Mr. Liu Guilin.

This announcement will remain on the "Latest Listed Company Information" page of the GEM website at www.hkgem.com for at least 7 days from the date of its publication. This announcement will also be published and will remain on the website of the Company at www.oriental-university-city.com.