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## **HAICHANG OCEAN PARK HOLDINGS LTD.**

**海昌海洋公園控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 2255)**

### **INTERIM RESULTS ANNOUNCEMENT FOR THE SIX MONTHS ENDED 30 JUNE 2022**

#### **RESULTS**

The board (the “**Board**”) of directors (the “**Directors**”) of Haichang Ocean Park Holdings Ltd. (the “**Company**”) is pleased to announce the unaudited condensed consolidated interim results of the Company and its subsidiaries (collectively, the “**Group**”) for the six months ended 30 June 2022, together with the comparative financial data as follows:

## INTERIM CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS

For the six months ended 30 June 2022

	Notes	2022 (Unaudited) RMB'000	2021 (Unaudited) RMB'000
<b>REVENUE</b>			
Cost of sales	5	257,763 (399,907)	1,324,431 (830,297)
<b>Gross (loss)/profit</b>		<b>(142,144)</b>	494,134
Other income and gains		56,558	134,237
Selling and marketing expenses		(26,600)	(99,728)
Administrative expenses		(204,326)	(340,571)
Impairment losses on financial assets, net		(21,899)	(9,119)
Other expenses		(55,761)	(10,088)
Finance costs		(153,735)	(307,395)
Share of losses of an associate		–	(146)
<b>LOSS BEFORE TAX</b>		<b>(547,907)</b>	(138,676)
Income tax expense	6	(568)	(139,690)
<b>LOSS FOR THE PERIOD</b>		<b>(548,475)</b>	(278,366)
Attributable to:			
Owners of the parent		(539,272)	(277,238)
Non-controlling interests		(9,203)	(1,128)
		<b>(548,475)</b>	(278,366)
<b>LOSS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT</b>			
	8		
Basic and diluted			
– For loss for the period (RMB cents)		<b>(13)</b>	(7)

**INTERIM CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME***For the six months ended 30 June 2022*

	<b>2022</b> <b>(Unaudited)</b> <b>RMB'000</b>	2021 (Unaudited) RMB'000
<b>LOSS FOR THE PERIOD</b>	<b><u>(548,475)</u></b>	<b><u>(278,366)</u></b>
<b>OTHER COMPREHENSIVE INCOME</b>		
Other comprehensive (loss)/income that may be reclassified to profit or loss in subsequent periods:		
Exchange differences:		
Exchange differences on translation of foreign operations	<u>(156,461)</u>	<u>25,785</u>
<b>Net other comprehensive (loss)/income that may be reclassified to profit or loss in subsequent periods</b>	<b><u>(156,461)</u></b>	<b><u>25,785</u></b>
Other comprehensive income/(loss) that will not be reclassified to profit or loss in subsequent periods:		
Exchange differences on translation of foreign operations	<u>146,545</u>	<u>(28,449)</u>
<b>Net other comprehensive income/(loss) that will not be reclassified to profit or loss in subsequent periods</b>	<b><u>146,545</u></b>	<b><u>(28,449)</u></b>
<b>OTHER COMPREHENSIVE LOSS FOR THE PERIOD, NET OF TAX</b>	<b><u>(9,916)</u></b>	<b><u>(2,664)</u></b>
<b>TOTAL COMPREHENSIVE LOSS FOR THE PERIOD</b>	<b><u>(558,391)</u></b>	<b><u>(281,030)</u></b>
Attributable to:		
Owners of the parent	<u>(549,188)</u>	<u>(279,902)</u>
Non-controlling interests	<u>(9,203)</u>	<u>(1,128)</u>
	<b><u>(558,391)</u></b>	<b><u>(281,030)</u></b>

# INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

30 June 2022

	<b>30 June 2022 (Unaudited) RMB'000</b>	31 December 2021 (Audited) RMB'000
<b>NON-CURRENT ASSETS</b>		
Property, plant and equipment	<b>4,887,520</b>	4,886,671
Investment properties	<b>749,550</b>	802,800
Right-of-use assets	<b>1,457,704</b>	1,448,228
Intangible assets	<b>11,440</b>	12,385
Financial assets at fair value through profit or loss	<b>161,020</b>	159,363
Deferred tax assets	<b>20,002</b>	20,147
Long-term prepayments, receivables and deposits	<b>360,814</b>	490,071
Properties under development	<b>299,789</b>	299,789
	<hr/>	<hr/>
<b>Total non-current assets</b>	<b>7,947,839</b>	8,119,454
	<hr/>	<hr/>
<b>CURRENT ASSETS</b>		
Completed properties held for sale	<b>44,308</b>	44,308
Inventories	<b>31,840</b>	27,513
Biological assets	<b>6,686</b>	6,707
Trade receivables	<b>70,748</b>	67,051
Contract assets	<b>–</b>	52
Prepayments, other receivables and other assets	<b>822,344</b>	240,609
Pledged deposits	<b>5,038</b>	5,000
Cash and cash equivalents	<b>2,013,304</b>	3,206,658
	<hr/>	<hr/>
<b>Total current assets</b>	<b>2,994,268</b>	3,597,898
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# INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

30 June 2022

	30 June 2022 (Unaudited) RMB'000	31 December 2021 (Audited) RMB'000
<b>CURRENT LIABILITIES</b>		
Trade payables	671,127	598,006
Other payables and accruals	496,436	508,370
Advances from customers	12,244	16,904
Interest-bearing bank and other borrowings	2,155,347	1,925,907
Lease liabilities	20,933	16,520
Government grants	15,211	21,890
Tax payable	56,073	273,086
	<u>3,427,371</u>	<u>3,360,683</u>
<b>Total current liabilities</b>	<b>3,427,371</b>	<b>3,360,683</b>
	<u>(433,103)</u>	<u>237,215</u>
<b>NET CURRENT (LIABILITIES)/ASSETS</b>	<b>(433,103)</b>	<b>237,215</b>
	<u>7,514,736</u>	<u>8,356,669</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>	<b>7,514,736</b>	<b>8,356,669</b>
<b>NON-CURRENT LIABILITIES</b>		
Interest-bearing bank and other borrowings	3,058,753	3,268,061
Lease liabilities	64,657	43,845
Long-term payables	402,937	728,495
Government grants	406,738	414,353
Deferred tax liabilities	45,151	71,446
	<u>3,978,236</u>	<u>4,526,200</u>
<b>Total non-current liabilities</b>	<b>3,978,236</b>	<b>4,526,200</b>
	<u>3,536,500</u>	<u>3,830,469</u>
<b>Net assets</b>	<b>3,536,500</b>	<b>3,830,469</b>
<b>EQUITY</b>		
<b>Equity attributable to owners of the parent</b>		
Share capital	2,489	2,451
Reserves	3,479,657	3,764,461
	<u>3,482,146</u>	<u>3,766,912</u>
Non-controlling interests	54,354	63,557
	<u>3,536,500</u>	<u>3,830,469</u>
<b>Total equity</b>	<b>3,536,500</b>	<b>3,830,469</b>

# NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION

30 June 2022

## 1. BASIS OF PREPARATION

The interim condensed consolidated financial information for the six months ended 30 June 2022 has been prepared in accordance with IAS 34 *Interim Financial Reporting*. The interim condensed consolidated financial information does not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's annual consolidated financial statements for the year ended 31 December 2021.

## 2. BASIS OF PRESENTATION

As at 30 June 2022, the Group had net current liabilities of RMB433 million. The Group incurred a net loss of RMB548 million during the six-month period ended 30 June 2022. The directors consider that the Group has taken various measures and will have adequate funds available to enable it to operate as a going concern, after taking into account the past operating performance of the Group and the following:

- (a) All the Group's parks have gradually returned to normal operation and revenue will be gradually recovered;
- (b) Subsequent to 30 June 2022, the Group has been granted extended credit terms by certain of the Group's suppliers and service providers for RMB87 million for repayment of trade payables to be due after 30 June 2023;
- (c) Subsequent to 30 June 2022, the Group has been granted new bank and other loans of RMB925 million due after 30 June 2023 from banks and financial institutions;
- (d) Subsequent to 30 June 2022, the Group expects to be granted subsidies before 30 June 2023 for an aggregate amount of RMB105 million as agreed by local government to support the Group's park operation;
- (e) The Group continues to monitor capital expenditure to balance, and relieve cash resource to support park operations and take action to tighten cost controls over various operating expenses and is actively seeking new investment and business opportunities with an aim to attain profitable and positive cash flow operations.

The directors of the Company have reviewed the Group's cash flow forecast covering a period of twelve months from the end of the reporting period. The directors are of the opinion that, taking into account the above-mentioned plans and measures, the Group will have sufficient working capital to finance its operations and meet its financial obligations as and when they fall due in the foreseeable future. Accordingly, the directors believe it is appropriate to prepare the condensed consolidated financial information of the Group for the six months ended 30 June 2022 on a going concern basis.

## 3. CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

The accounting policies adopted in the preparation of the interim condensed consolidated financial information are consistent with those applied in the preparation of the Group's annual consolidated financial statements for the year ended 31 December 2021, except for the adoption of the following revised International Financial Reporting Standards ("IFRSs") for the first time for the current period's financial information.

Amendments to IFRS 3  
Amendments to IAS 16  
Amendments to IAS 37  
*Annual Improvements to IFRS Standards  
2018-2020*

*Reference to the Conceptual Framework  
Property, Plant and Equipment: Proceeds before Intended Use  
Onerous Contracts – Cost of Fulfilling a Contract  
Amendments to IFRS 1, IFRS 9, Illustrative Examples  
accompanying IFRS 16, and IAS 41*

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

- (a) Amendments to IFRS 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 March 2018 without significantly changing its requirements. The amendments also add to IFRS 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 IAS 37 or IFRIC 21 if they were incurred separately rather than assumed in a business combination, an entity applying IFRS 3 should refer to IAS 37 or IFRIC 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 1 January 2022. As there were no business combination that occurred during the period, the amendments did not have any impact on the financial position and performance of the Group.
- (b) Amendments to IAS 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 1 January 2021. Since there was no sale of items produced while making property, plant and equipment available for use on or after 1 January 2021, the amendments did not have any impact on the financial position or performance of the Group.
- (c) Amendments to IAS 37 clarify that for the purpose of assessing whether a contract is onerous under IAS 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 1 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.
- (d) *Annual Improvements to IFRS Standards 2018-2020* sets out amendments to IFRS1, IFRS 9, Illustrative Examples accompanying IFRS 16, and IAS 41. Details of the amendments that are applicable to the Group are as follows:
  - IFRS 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 1 January 2022. As there were no fees paid or received on 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.
  - IFRS 16 *Leases*: removes the illustration of payments from the lessor relating to leasehold improvements in Illustrative Example 13 accompanying IFRS 16. This removes potential confusion regarding the treatment of lease incentives when applying IFRS 16.

#### 4. OPERATING SEGMENT INFORMATION

The Group's liabilities are managed on a group basis.

No geographical information is presented as over 99% of the Group's revenue from external customers is derived from its operations in Mainland China and over 99% of the Group's non-current assets are located in Mainland China.

##### Operating segments

The following table presents revenue and loss information of the Group's operating segments for the six-month period from 1 January to 30 June 2022 and six-month period from 1 January to 30 June 2021, respectively.

<b>Six months ended 30 June 2022</b>	<b>Park operations RMB'000 (Unaudited)</b>	<b>Operation as a service RMB'000 (Unaudited)</b>	<b>Property development RMB'000 (Unaudited)</b>	<b>Total RMB'000 (Unaudited)</b>
<b>Segment revenue (note 5)</b>				
Sales to external customers and total revenue	<u>241,341</u>	<u>16,422</u>	–	<u>257,763</u>
Revenue				<u><u>257,763</u></u>
<b>Segment results</b>	<b>(146,443)</b>	<b>4,299</b>	–	<b>(142,144)</b>
<i>Reconciliation:</i>				
Unallocated income and gains				<b>56,558</b>
Corporate and other unallocated expenses				<b>(308,586)</b>
Finance costs				<b>(153,735)</b>
Loss before tax				<b>(547,907)</b>
<b>Six months ended 30 June 2021</b>				
	<b>Park operations RMB'000 (Unaudited)</b>	<b>Operation as a service RMB'000 (Unaudited)</b>	<b>Property development RMB'000 (Unaudited)</b>	<b>Total RMB'000 (Unaudited)</b>
<b>Segment revenue (note 5)</b>				
Sales to external customers and total revenue	<u>890,709</u>	<u>23,799</u>	<u>409,923</u>	<u>1,324,431</u>
Revenue				<u><u>1,324,431</u></u>
<b>Segment results</b>	<b>244,926</b>	<b>12,084</b>	<b>237,124</b>	<b>494,134</b>
<i>Reconciliation:</i>				
Unallocated income and gains				<b>134,237</b>
Corporate and other unallocated expenses				<b>(459,506)</b>
Share of losses of an associate				<b>(146)</b>
Finance costs				<b>(307,395)</b>
Loss before tax				<b>(138,676)</b>



The following table presents the asset and liability information of the Group's operating segments as at 30 June 2022 and 31 December 2021.

<b>30 June 2022</b>	<b>Park operations RMB'000 (Unaudited)</b>	<b>Operation as a service RMB'000 (Unaudited)</b>	<b>Property development RMB'000 (Unaudited)</b>	<b>Total RMB'000 (Unaudited)</b>
<b>Segment assets</b>	<b>7,300,635</b>	<b>135,975</b>	<b>344,097</b>	<b>7,780,707</b>
<i>Reconciliation:</i>				
Corporate and other unallocated assets				<u>3,161,400</u>
Total assets				<u><u>10,942,107</u></u>
<b>Segment liabilities</b>	<b>125,478</b>	<b>48,594</b>	<b>–</b>	<b>174,072</b>
<i>Reconciliation:</i>				
Corporate and other unallocated liabilities				<u>7,231,535</u>
Total liabilities				<u><u>7,405,607</u></u>
<b>31 December 2021</b>				
	<b>Park operations RMB'000 (Unaudited)</b>	<b>Operation as a service RMB'000 (Unaudited)</b>	<b>Property development RMB'000 (Unaudited)</b>	<b>Total RMB'000 (Unaudited)</b>
<b>Segment assets</b>	<b>7,512,985</b>	<b>101,501</b>	<b>344,097</b>	<b>7,958,583</b>
<i>Reconciliation:</i>				
Corporate and other unallocated assets				<u>3,758,769</u>
Total assets				<u><u>11,717,352</u></u>
<b>Segment liabilities</b>	<b>129,820</b>	<b>–</b>	<b>3,503</b>	<b>133,323</b>
<i>Reconciliation:</i>				
Corporate and other unallocated liabilities				<u>7,753,560</u>
Total liabilities				<u><u>7,886,883</u></u>

## Other segment information

The following table presents expenditure information of the Group's operating segments for the six-month period from 1 January to 30 June 2022 and six-month period from 1 January to 30 June 2021, respectively.

<b>Six months ended 30 June 2022</b>	<b>Park operations RMB'000 (Unaudited)</b>	<b>Operation as a service RMB'000 (Unaudited)</b>	<b>Property development RMB'000 (Unaudited)</b>	<b>Total RMB'000 (Unaudited)</b>
Impairment losses in the statement of profit or loss	57,398	–	–	57,398
Depreciation and amortisation				
Unallocated				1,692
Segment	150,313	1,890	–	152,203
Capital expenditure				
Unallocated				747
Segment	403,291	–	–	403,291
<b>Six months ended 30 June 2021</b>	<b>Park operations RMB'000 (Unaudited)</b>	<b>Operation as a service RMB'000 (Unaudited)</b>	<b>Property development RMB'000 (Unaudited)</b>	<b>Total RMB'000 (Unaudited)</b>
Share of losses of an associate	(146)	–	–	(146)
Impairment losses in the statement of profit or loss	148,967	–	–	148,967
Depreciation and amortisation				
Unallocated				2,119
Segment	233,691	–	–	233,691
Capital expenditure				
Unallocated				162
Segment	47,424	–	–	47,424

\* *Capital expenditure consists of additions to property, plant and equipment, investment properties, intangible assets and long-term prepayments.*

## Information about major customers

No information about major customers is presented as there were no sales to a single customer which accounted for 10% or more of the Group's revenue for the six months ended 30 June 2022.

## 5. REVENUE

An analysis of revenue is as follows:

	<b>For the six months ended 30 June</b>	
	<b>2022</b>	<b>2021</b>
	<b>RMB'000</b>	<b>RMB'000</b>
	<b>(Unaudited)</b>	<b>(Unaudited)</b>
<i>Revenue from contracts with customers</i>	245,114	1,281,869
<i>Revenue from other sources</i>		
Gross rental income	12,649	42,562
	<u>257,763</u>	<u>1,324,431</u>

### Disaggregated revenue information for revenue from contracts with customers

For the six months ended 30 June 2022

Segments	Park operations <i>RMB'000</i> (Unaudited)	Operation as a service <i>RMB'000</i> (Unaudited)	Property development <i>RMB'000</i> (Unaudited)	Total <i>RMB'000</i> (Unaudited)
<b>Types of goods or services</b>				
Ticket sales	104,385	–	–	104,385
Food and beverage sales	40,177	–	–	40,177
Sale of merchandise	13,071	–	–	13,071
In-park recreation income	36,811	–	–	36,811
Income from hotel operations	34,248	–	–	34,248
Consultancy, management and recreation income	–	16,422	–	16,422
Total revenue from contracts with customers	<u>228,692</u>	<u>16,422</u>	<u>–</u>	<u>245,114</u>
<b>Geographical market</b>				
Mainland China	<u>228,692</u>	<u>16,422</u>	<u>–</u>	<u>245,114</u>
<b>Timing of revenue recognition</b>				
Goods transferred at a point in time	53,248	–	–	53,248
Services transferred over time	175,444	16,422	–	191,866
Total revenue from contracts with customers	<u>228,692</u>	<u>16,422</u>	<u>–</u>	<u>245,114</u>

**For the six months ended 30 June 2021**

<b>Segments</b>	Park operations <i>RMB'000</i> (Unaudited)	Operation as a service <i>RMB'000</i> (Unaudited)	Property development <i>RMB'000</i> (Unaudited)	Total <i>RMB'000</i> (Unaudited)
<b>Types of goods or services</b>				
Ticket sales	549,744	–	–	549,744
Food and beverage sales	119,088	–	–	119,088
Sale of merchandise	45,337	–	–	45,337
In-park recreation income	76,916	–	–	76,916
Income from hotel operations	57,062	–	–	57,062
Property sales	–	–	409,923	409,923
Consultancy, management, and recreation income	–	23,799	–	23,799
<b>Total revenue from contracts with customers</b>	<b>848,147</b>	<b>23,799</b>	<b>409,923</b>	<b>1,281,869</b>
<b>Geographical market</b>				
Mainland China	848,147	23,799	409,923	1,281,869
<b>Timing of revenue recognition</b>				
Goods transferred at a point in time	164,425	–	409,923	574,348
Services transferred over time	683,722	23,799	–	707,521
<b>Total revenue from contracts with customers</b>	<b>848,147</b>	<b>23,799</b>	<b>409,923</b>	<b>1,281,869</b>

Set out below is the reconciliation of the revenue from contracts with customers to the amounts disclosed in the segment information:

**For the six months ended 30 June 2022**

<b>Segments</b>	Park operations <i>RMB'000</i> (Unaudited)	Operation as a service <i>RMB'000</i> (Unaudited)	Property development <i>RMB'000</i> (Unaudited)	Total <i>RMB'000</i> (Unaudited)
<b>Revenue from contracts with customers</b>				
External customers	228,692	16,422	–	245,114

**For the six months ended 30 June 2021**

<b>Segments</b>	Park operations <i>RMB'000</i> (Unaudited)	Operation as a service <i>RMB'000</i> (Unaudited)	Property development <i>RMB'000</i> (Unaudited)	Total <i>RMB'000</i> (Unaudited)
<b>Revenue from contracts with customers</b>				
External customers	848,147	23,799	409,923	1,281,869

## 6. INCOME TAX

The PRC corporate income tax (“CIT”) has been provided at the rate of 25% (2021: 25%) on the estimated assessable profits arising in Mainland China during the period.

According to the requirements of the Provisional Regulations of the PRC on Land Appreciation Tax (“LAT”) effective from 1 January 1994, and the Detailed Implementation Rules on the Provisional Regulations of the PRC on LAT effective from 27 January 1995, all income from the sale or transfer of state-owned leasehold interests in land, buildings and their attached facilities in Mainland China is subject to LAT at progressive rates ranging from 30% to 60% of the appreciation value, with an exemption provided for property sales of ordinary residential properties if their appreciation values do not exceed 20% of the sum of the total deductible items.

The Group has estimated and made tax provision for LAT according to the requirements set forth in the relevant PRC tax laws and regulations. The actual LAT liabilities are subject to the determination by the tax authorities upon completion of the property development projects and the tax authorities might disagree with the basis on which the provision for LAT is calculated.

Income tax in the consolidated statement of profit or loss represents:

	<b>For the six months ended 30 June</b>	
	<b>2022</b>	<b>2021</b>
	<b>RMB'000</b>	<b>RMB'000</b>
	<b>(Unaudited)</b>	<b>(Unaudited)</b>
Current – Mainland China:		
CIT charge for the period	<b>26,718</b>	45,178
LAT	<b>–</b>	60,353
Deferred	<b>(26,150)</b>	34,159
	<hr/>	<hr/>
Total tax charge for the period	<b>568</b>	139,690
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## 7. DIVIDENDS

No interim dividends were paid, declared, or proposed during the six months ended 30 June 2022 (six months ended 30 June 2021: Nil).

## 8. LOSS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT

The calculation of the basic loss per share amount is based on the loss for the period attributable to ordinary equity holders of the parent, and the weighted average number of ordinary shares of 4,006,333,444 (2021: 4,000,000,000) in issue during the period.

The calculation of the basic loss per share amount is based on:

	<b>30 June</b>	<b>30 June</b>
	<b>2022</b>	<b>2021</b>
	<b>RMB'000</b>	<b>RMB'000</b>
	<b>(Unaudited)</b>	<b>(Unaudited)</b>
Loss		
Loss attributable to ordinary equity holders of the parent, used in the basic loss per share calculation	<b>(539,272)</b>	(277,238)
	<hr/>	<hr/>
Shares		
Weighted average number of ordinary shares in issue during the period used in the basic loss per share calculation	<b>4,006,333,444</b>	4,000,000,000
	<hr/> <hr/>	<hr/> <hr/>

There were no potentially dilutive ordinary shares in issue during the periods and therefore the amounts of diluted loss per share were the same as the amounts of basic loss per share amounts.

## 9. EVENTS AFTER THE REPORTING PERIOD

Save as disclosed elsewhere in the interim condensed consolidated financial information, the Group had no other subsequent events.

## MANAGEMENT DISCUSSION AND ANALYSIS

### BUSINESS REVIEW

The Group is a leading group in China specialising in providing integrated oceanic culture-based tourism and leisure services. As at 30 June 2022, the Group owned and operated six large-scale marine culture-based tourism and leisure projects under the brand name of “Haichang” and had one theme park under construction in China. While improving visitors’ experience and product offerings in theme parks, the Group gradually diversified its business to tourism and leisure services and solutions, intellectual property (“IP”) operation and new consumption. As the Group continues to deliver its oceanic tourism products and premium IP merchandises across China, more consumers are able to fully enjoy the Group’s wide range of high-quality culture-based tourism and leisure consumer products. The goal of the Group is to become a company helping people to have fun to the fullest by creating a place filled with “Dream, Love, Joy”, which can continue to satisfy the consumers’ demand for high-quality tourism and leisure products and experience.

In the first half of 2022, as affected by the resurgence of the COVID-19 pandemic, the Group has complied with the prevention and control guidance and requirements imposed by relevant local authorities, such as phased closures of the parks and crowd restrictions. Coupled with the disposal of certain parks in late 2021, the Group’s revenue decreased to RMB257.8 million for the six months ended 30 June 2022 from RMB1,324.4 million for the six months ended 30 June 2021 (including the revenue generated from park operation of RMB914.5 million for the six months ended 30 June 2021). The Group recorded a gross loss of RMB142.1 million, an adjusted EBITDA loss of RMB165.5 million and an adjusted net loss attributable to shareholders of RMB460.3 million, respectively, for the six months ended 30 June 2022<sup>(1)</sup>.

	For the six months ended 30 June	
	2022 (Unaudited) (RMB’000)	2021 (Unaudited) (RMB’000)
Revenue by business		
Park operation	241,341	890,709
Ticket sales	104,385	549,744
In-park spendings <sup>(2)</sup>	90,059	241,341
Rental income	12,649	42,562
Income from hotel operations	34,248	57,062
Income from tourism & leisure services and solutions	16,422	23,799
Property sales	–	409,923
<b>Total</b>	<b>257,763</b>	<b>1,324,431</b>

#### Notes:

- (1) Adjusted EBITDA and adjusted net loss are calculated as normal EBITDA and net loss plus decrease in fair value of investment properties of RMB52.6 million and impairment loss of property, plant and equipment of RMB35.5 million.
- (2) In-park spendings include revenue from sales of food and beverages, sales of merchandises, and in-park recreation income.

	<b>For the six months ended 30 June</b>	
	<b>2022</b>	2021
	<b>RMB'000</b>	RMB'000
	<b>(Unaudited)</b>	(Unaudited)
Revenue by business segment		
The remaining parks and solutions business	<b>257,763</b>	530,303
The disposed park operations	–	384,205
Property sales	–	409,923
	<hr/>	<hr/>
<b>Total</b>	<b><u>257,763</u></b>	<b><u>1,324,431</u></b>

## Park Operation

As at 30 June 2022, there were 10 theme parks under the brand name of “Haichang” and one theme park under construction in China among which, the Group owned and operated six of the theme parks and one theme park under construction.

The table below lists out the theme parks currently owned by the Group.

Park	Theme	Location	Year of opening	Site area	Scenic rating
Shanghai Haichang Ocean Park (the “Shanghai Park”)	Polar ocean and amusement facilities	Shanghai	2018	Approximately 297,000 square metres	4A
Sanya Haichang Fantasy Town (the “Sanya Project”)	Immersive cultural and recreational complex	Sanya	2019	Approximately 98,000 square metres	To be determined
Zhengzhou Haichang Ocean Park (the “Zhengzhou Project”)	Polar ocean and amusement facilities	Zhengzhou	Under construction	Approximately 425,000 square metres	To be determined
Dalian Haichang Discoveryland Theme Park	Amusement facilities	Dalian	2006	Approximately 71,000 square metres	5A
Dalian Laohutan Ocean Park	Polar ocean	Dalian	2002	Approximately 38,000 square metres	5A
Chongqing Haichang Caribbean Water Park	Water park	Chongqing	2009	Approximately 65,000 square metres	4A
Yantai Haichang Whale Shark Ocean Park	Polar ocean	Yantai	2011	Approximately 32,000 square metres	4A

In the first half of 2022, due to the resurgence of the COVID-19 pandemic, the Group’s theme park business experienced a sharp decline in the total admission tickets sold and admission attendance. The decline was particularly acute for the Shanghai Park and the Sanya Project, which are our landmarks. The Shanghai Park and the Sanya Project opened only for 97 days and 148 days in the first half of 2022, as compared to 181 days and 181 days in the same period of 2021, respectively. Other parks also faced varying degrees of closures. Therefore, the Group’s revenue in the first half of 2022 was materially and adversely affected by such unfavourable circumstances.

Despite the ongoing spread of the COVID-19 in some regions, the consumers' anticipation of premium culture-based tourism and leisure projects and booming demand for summer holiday vacations boosted an explosive upturn in the results of the park operation segment in July 2022. The admission tickets sold in that month soared to approximately 74% of the total figure for the entire first half of the year, with the total revenue of the park operation segment recorded at approximately RMB144.2 million. As regards the Shanghai Park, the admission tickets sold and admission attendance solely in July accounted for approximately 58.8% and 60.4% of those for the first half of the year, respectively. Also, the Shanghai Park's revenue in July 2022 took up approximately 49% of its half-year total for the first half of the year and the occupancy rate of the hotel in the Shanghai Park was over 95% for some weekends. Further, the total admission tickets sold of all parks for the weekends in August 2022 increased by 118% year-on-year as compared with the same period of 2021, and the admission tickets sold of the Shanghai Park increased by approximately 160% year-on-year for the weekends in August. In light of this, the Company is looking forward to operating the theme parks under a more normalised environment.

In the first half of 2022, the Group kept focused on enhancing visitors' in-park experience and product quality against the backdrop of the unfavored external environment. Above all, fully integrating the IP strategy into the Group's theme park operation segment is the top priority for the Group's evolution and improvement. The Company believes that premium IPs embody the profoundness of fine cultures and bear positive spirits, and the Group's theme parks are natural places for launching premium IP merchandises.

The Group has been granted the IP licence of the Ultraman Series (details of which can be found in the announcements of the Company dated 30 December 2021, 18 April 2022 and 27 June 2022 published on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**")). Attributed to the Group's strong execution, the world's first Ultraman-themed entertainment pavilion officially debuted in the Shanghai Park on 30 July 2022. The pavilion comprises five themed areas, including the Ultraman-themed exhibition area, the Ultraman Frozen Theatre, the Ultraman-themed restaurant, the Ultraman Shop of Light and the Ultraman amusement centre. In addition, China's first Ultraman Electronic Music Plaza opened together with the pavilion. The Shanghai Park will soon unveil China's first Ultraman-themed hotel. There will be the Ultra Energy Station in which more than 500 kinds of genuine authorised peripherals and Ultraman snacks are available for sales. As the world's first Ultraman-themed entertainment pavilion began to take shape in Shanghai Park, bringing a fresh and all-inclusive experience for visitors to enjoy food, accommodation, tourism, entertainment and shopping, a clustering effect has been created gathering entertainment and consumption with IP empowerment. After the introduction of the Ultraman IPs, the average admission attendance per weekend day reached approximately 20 thousands visitors for August 2022. As at 28 August 2022, the sales of consumer-related products in the Ultraman pavilion had an average turnover of approximately RMB370 thousands per day in August.

Other reforms and upgrades included the introduction of national tide culture into the Group's grand parade of Sea and Land Mecha (海陸機甲) IPs, the world's first parade of a group of huge mechanical beasts which pioneered in high-tech parade performance in scenic spots; the spring mermaid-themed fun party with creative performances; and the seven themes of DTM electronic music weeks during summer holiday that inspired passion with visual and audio arts, fireworks and powerful dances.

The Group will actively push forward the expansion of its theme parks, and will accelerate the construction of phase II of the Shanghai Park and the Zhengzhou Project. For the Zhengzhou Project, its main structures have largely been built and it is expected to open by 2024. Besides, the Group is blazing a trail for the Haichang's ocean park business to go global. In this regard, the Group has entered into a strategic cooperation with a leading corporation in Southeast Asia in order to jointly unlock the potential of developing ocean parks in the region (details of which can be found in the announcement of the Company dated 4 May 2022 published on the Stock Exchange).



Moreover, the Company has realised how influential a premium IP can be. As such, the Group will continue to introduce premium IPs and promote the integration of quality IPs into the rest of its theme parks so as to enrich the in-park offering of quality IP merchandises.

### **Tourism & Leisure Services and Solutions Segment**

Simultaneously with park operation, the Group also intensifies the development of its tourism & leisure services and solutions business. The Group has set up a strategic product system for the provision of a full cycle of management delivery services under the OaaS (Operation as a Service) model, to precisely develop boutique projects in the “marine tourism + science exploration + family entertainment” three-in-one composite business format.

Embracing the belief of “every city deserves to have one Haichang Aquarium/Ocean Exploratorium”, the Group launched two new brands, namely “Haichang Aquarium” and “Haichang Ocean Exploratorium”, during the first half of 2022, with the first five Haichang Aquariums/Ocean Exploratoriums opened on 1 May 2022. The Group has managed and operated 10 marine culture-based and urban family-friendly aquariums in 10 cities such as Changzhou, Yancheng and Xiangtan. The Group is currently preparing to execute contracts for 5 Haichang Aquariums/Ocean Exploratoriums, in negotiation of entering into definitive agreements for more than 10 Haichang Aquariums/Ocean Exploratoriums, and has signed memorandums of intent for more than 20 Haichang Aquariums/Ocean Exploratoriums. The Company expects to manage and operate more than 20 Haichang Aquariums/Ocean Exploratoriums by the end of the year.

These projects serve as a channel to further increase the attendance through consolidation and management of operating small boutique aquariums by capitalising on the Group’s business strengths and experience in marine culture industry. The value, traffic and customers’ experience of the boutique aquariums are further enhanced through integration of Haichang’s premium culture-based tourism and leisure products and sales system, introduction of IP derivatives and leveraging on the cost advantage as a conglomerate and under the scale-up development. The first five Haichang Aquariums/Ocean Exploratoriums achieved an increase of approximately 42.6% in the total number of visitors for the first three months since their openings on 1 May 2022 as compared with the same period of the previous year during which those aquariums/exploratoriums were under the management of the Group. In July 2022, 8 of the aquariums/ocean exploratoriums, which were in operation throughout the whole month, attracted a total of approximately 120 thousands visitors, representing an increase of approximately 61.4% in the number of visitors as compared with the same period of the previous year during which those aquariums/exploratoriums were under the management of the Group.

This fully proved that it was a right decision for the Group to develop the chain aquarium business, given the enormous regional culture-based tourism and leisure market and the demand for premium culture-based tourism and leisure products of the huge regional consumer population in China. Thus, the Company plans to develop “The Hundred Aqauriums” in three to five years to provide a more diversified range of quality products and services for China’s massive family tourism and leisure market and speed up on the extensive expansion of the Group’s geographical presence across China. Furthermore, the Group will integrate the IP new consumption business into the chain aquariums. In the future, the Group will continue to introduce the Group’s premium new IP merchandises into its operating projects, endeavouring to consistently meet the demand for premium IP products of the consumers in the region.

Other kinds of delivery projects are still in progress, through which the Group will continue to deliver its oceanic tourism products and marine culture to culture-based tourism and leisure projects in different places, with the aim to offer refreshing experience to consumers.

## **IP Operation and New Consumption Strategy**

The Group has started to shape its IP new consumption business model in the market segment it is familiar with. The Group seeks to develop a unique IP new consumption platform on which it will, in continued partnership with owners of globally influential IPs, commercialise and integrate such IPs into the Group's theme parks, scenic spots, lifestyle hotels, commercial buildings and other on-ground consumption and entertainment premises for the development of new business formats with IP + new consumption and new scenarios.

The Group will strive to further diversify its IP portfolio. Currently, the Group has been granted the IP licence of the Ultraman Series (details of which can be found in the announcements of the Company dated 30 December 2021, 18 April 2022 and 27 June 2022 published on the Stock Exchange). The Group has also entered into cooperation with Max Matching which holds the exclusive licences of internationally renowned IPs, such as Peppa Pig and Shaun the Sheep, in China (details of which can be found in the announcement of the Company dated 9 August 2022 published on the Stock Exchange). Apart from the above, the Group is in negotiations with a number of premium IP owners for possible cooperation. On the other hand, the Group is developing Haichang's proprietary IPs. Other than those charming and oceanic proprietary IPs, the Group has developed a distinctive oceanic IP, Celestra Queen. These IPs have debuted in the shows at the Ultraman Theatre in the Shanghai Park, and received countless commendation after the shows were broadcasted. The Group will bring forward its proprietary IP operation in the future.

The Group is extraordinarily creative in design. Such quality enables the Group to continuously deliver a diverse range of all-inclusive products covering catering and entertainment. Apart from the theme pavilions and restaurants, the Ultraman Energy Station, which is currently the Group's core product, is a complex for food, shopping and entertainment that offers merchandises including limited-edition iconic food, such as Tiga the Giant of Light Series popcorn bucket and Ultraman COOL Energy Series ice-cream. These items have been the best-sellers since launching. The Group will further broaden its product offerings to meet the demand of different user groups.

The Group will keep working on channel expansion for the IP new consumption products. At present, the Group has just started to develop the IP new consumption business in some of its theme parks, aquariums and ocean exploratoriums. In order to further expand the channels for the IP new consumption products, the Group will deliver its services to third-party scenic spots, theme parks, commercial buildings and other on-ground consumption and entertainment premises. The Group will also actively try out the new online and offline tourism model through cooperation with third-party scenic spots. To achieve this, the Group has entered into strategic cooperation with Happy Valley to introduce its Ultraman Super Energy Station project into 8 of the Happy Valley's projects (details of which can be found in the announcement of the Company dated 21 June 2022 published on the Stock Exchange). This signified the market recognition of the Group's IP new consumption products. The Company believes that the Group's distinctive premium IP merchandises will be well received by the mass consumers, and that there are spacious rooms for the development of the IP new consumption business.

## FINANCIAL REVIEW

### Revenue

For the six months ended 30 June 2022, the Group recorded a turnover of approximately RMB257.8 million (same period of 2021: approximately RMB1,324.4 million, of which approximately RMB409.9 million was generated from property sales from the disposed parks, approximately RMB384.2 million was generated from the disposed parks, and approximately RMB530.3 million was generated from the remaining parks and solutions business), representing a decrease of approximately 80.5% when compared with last year, which was attributable to the disposal of certain parks in 2021 and the continued significant impact of the lockdown in Shanghai and the strict public health measures and corresponding travel restrictions in different regions on the Group's park operation business in the first half of 2022.

	For the six months ended 30 June 2022		For the six months ended 30 June 2021	
	RMB'000	%	RMB'000	%
Revenue by Business				
Park operation	241,341	93.6%	890,709	67.3%
Tourism & leisure services and solutions	16,422	6.4%	23,799	1.8%
Property sales	—	0%	409,923	30.9%
	<hr/>	<hr/>	<hr/>	<hr/>
Total	<u>257,763</u>	<u>100.0%</u>	<u>1,324,431</u>	<u>100.0%</u>

Revenue generated from the Group's park operation segment decreased by approximately 72.9% from approximately RMB890.7 million for the six months ended 30 June 2021 to approximately RMB241.3 million for the six months ended 30 June 2022, primarily attributable to the suspension of operation of the Shanghai Park during the lockdown in Shanghai which led to a decrease in revenue, the varying degrees of closures of the other parks, and the disposal of certain parks in late 2021.

Revenue generated from the Group's tourism and leisure services and solutions segment decreased by approximately 31.0% from approximately RMB23.8 million for the six months ended 30 June 2021 to approximately RMB16.4 million for the six months ended 30 June 2022, primarily attributable to the decrease in project delivery amid the pandemic, which was partly set off by the revenue generated from the operation of the Haichang Aquariums/Ocean Exploratoriums.

For the six months ended 30 June 2022, no revenue was derived from the Group's property sales segment (same period of 2021: approximately RMB409.9 million).

### ***Cost of Sales***

The Group's cost of sales decreased by approximately 51.8% from approximately RMB830.3 million for the six months ended 30 June 2021 to approximately RMB399.9 million for the six months ended 30 June 2022, primarily attributable to the exclusion of such cost from the Group's financial statements as a result of the disposal of certain parks in 2021, as well as the varying degrees of closures of the Group's parks which led to a certain decline in the cost of sales.

### ***Gross (Loss)/Profit***

For the six months ended 30 June 2022, the Group's overall gross loss was approximately RMB142.1 million (same period of 2021: gross profit of approximately RMB494.1 million), resulting in an overall gross loss margin of 55.1% (same period of 2021: gross profit margin of 37.3%).

Gross loss of the Group's park operation segment was approximately RMB146.4 million (same period of 2021: gross profit of RMB244.9 million) and gross (loss)/ profit margin of the Group's park operation segment decreased from the gross profit margin of 27.5% for the six months ended 30 June 2021 to the gross loss margin of 60.7% for the six months ended 30 June 2022, primarily attributable to the substantial decrease in revenue to the extent that the fixed costs could not be covered.

No gross profit was recorded from the Group's property development segment (same period of 2021: gross profit of approximately RMB237.1 million).

### ***Other Income and Gains***

The Group's other income and gains decreased by approximately 57.9% from approximately RMB134.2 million for the six months ended 30 June 2021 to approximately RMB56.6 million for the six months ended 30 June 2022, primarily attributable to the disposal of certain parks and the decrease in government grants.

### ***Selling and Marketing Expenses***

The Group's selling and marketing expenses decreased by approximately 73.3% from approximately RMB99.7 million for the six months ended 30 June 2021 to approximately RMB26.6 million for the six months ended 30 June 2022, primarily attributable to the exclusion of the corresponding expenses from the Group's financial statements as a result of the disposal of certain parks, and the varying degrees of closures of the parks under the impact of the COVID-19 pandemic, which reduced the Group's sales efforts.

### ***Administrative Expenses***

The Group's administrative expenses decreased by approximately 40.0% from approximately RMB340.6 million for the six months ended 30 June 2021 to approximately RMB204.3 million for the six months ended 30 June 2022, primarily attributable to the provision for impairment loss on long-term assets of RMB140 million for the first half of 2021 (for the first half of 2022: RMB35.5 million) , and the exclusion of the corresponding expenses from the Group's financial statements as a result of the disposal of certain parks.

### ***Finance Costs***

The Group's finance costs decreased by approximately 50.0% from approximately RMB307.4 million for the six months ended 30 June 2021 to approximately RMB153.7 million for the six months ended 30 June 2022, primarily attributable to the significant reduction of interest-bearing liabilities by the Group.

### ***Income Tax Expense***

The Group's income tax expense decreased by approximately 99.6% from approximately RMB139.7 million for the six months ended 30 June 2021 to approximately RMB0.6 million for the six months ended 30 June 2022, primarily attributable to the exclusion of the corresponding tax expenses from the Group's financial statements as a result of the disposal of certain parks, no revenue generation from the property development segment in the first half of the year, and the substantial losses recorded by the remaining parks.

### ***Loss for the Period***

As a result of the foregoing, the Group's loss for the period broadened from approximately RMB278.4 million for the six months ended 30 June 2021 to approximately RMB548.5 million for the six months ended 30 June 2022, with net loss margin increased from approximately 21.0% for the six months ended 30 June 2021 to approximately 212.8% for the six months ended 30 June 2022. Meanwhile, loss attributable to owners of the parent widened from approximately RMB277.2 million for the six months ended 30 June 2021 to approximately RMB539.3 million for the six months ended 30 June 2022.

### ***Liquidity and Financial Resources***

As at 30 June 2022, the Group had current assets of approximately RMB2,994.3 million (as at 31 December 2021: approximately RMB3,597.9 million). As at 30 June 2022, the Group had cash and cash equivalents of approximately RMB2,013.3 million (as at 31 December 2021: approximately RMB3,206.7 million).

Total equity of the Group as at 30 June 2022 was approximately RMB3,536.5 million (as at 31 December 2021: approximately RMB3,830.5 million). As at 30 June 2022, total interest-bearing bank and other borrowings of the Group amounted to approximately RMB5,214.1 million (as at 31 December 2021: RMB5,194.0 million).

As at 30 June 2022, the Group had a net gearing ratio of 92.9% (as at 31 December 2021: 53.5%). The net liabilities of the Group included interest-bearing bank and other borrowings and lease liabilities, less cash and cash equivalents.

As indicated in the above data, the Group has maintained stable financial resources to meet its future commitments and future investments for expansion. The Board believes that the existing financial resources will be sufficient to execute future expansion plans of the Group and the Group will be able to obtain additional financing on favourable terms as and when necessary.

## **CAPITAL STRUCTURE**

The share capital of the Company comprised ordinary shares (the “**Shares**”) for the six months ended 30 June 2022.

## **CONTINGENT LIABILITIES**

There was no material contingent liability as at 30 June 2022 that required additional provision (31 December 2021: Nil).

## **FOREIGN EXCHANGE RATE RISK**

The Group mainly operates in China. Other than bank deposits denominated in foreign currencies, the Group is not exposed to any material risk related to fluctuations in foreign exchange rates. The Directors do not expect any material adverse effect on the operation of the Group arising from any fluctuation in the exchange rate of RMB.

## **CAPITAL COMMITMENTS**

For the six months ended 30 June 2022, the Group had capital commitments of approximately RMB984.7 million (31 December 2021: RMB 620.1 million), which shall be funded through a variety of means including cash generated from operations, bank financing, etc..

## **STAFF POLICY**

As at 30 June 2022, the Group had a total of 2,977 full-time employees (as at 30 June 2021: 4,162 full-time employees), primarily attributable to the consequential reduction in staff headcount as a result of the disposal of four theme-park project companies last year. The Group offers comprehensive and competitive remuneration, retirement scheme and benefit packages to its employees. Discretionary bonus may be granted to the Group’s staff depending on their work performance. The Group and its employees are required to make contributions to social insurance schemes as well as to pension insurance and unemployment insurance at the rates specified in relevant laws and regulations.

The Group determines its emolument policy with reference to the prevailing market conditions and individual performance and experience.



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

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

## **PRE-EMPTIVE RIGHTS**

There are no provisions for pre-emptive rights under the Company's articles of association or the laws of the Cayman Islands which would oblige the Company to offer new Shares on a pro-rata basis to existing shareholders.

## **CORPORATE GOVERNANCE**

The Group is committed to maintaining high standards of corporate governance to safeguard the interests of shareholders and to enhance corporate value and accountability. The Company has adopted the Corporate Governance Code (the "**CG Code**") contained in Appendix 14 to the Rules Governing the Listing of Securities (the "**Listing Rules**") on the Stock Exchange as its own code of corporate governance.

The Company has been in compliance with the code provisions of the CG Code throughout the six months ended 30 June 2022 except as disclosed below.

Under code provision C.2.1 of the CG Code, the roles of chairman and chief executive should be separate and should not be performed by the same individual. The Company considers that it is appropriate to deviate from the code provision as taking the roles of both chairman and chief executive officer by Mr. Qu Naijie helps enhance the efficiency of the formulation and implementation of the Company's strategies and allows the Group to grasp business opportunities in a more efficient and timely manner. The Company is of the view that under the supervision of the Board and the independent non-executive Directors, a balancing mechanism exists so that the interests of Shareholders are adequately and fairly represented.

Under code provision C.1.6 of the CG Code, all non-executive Directors are recommended to attend general meetings of the Company. However, Mr. Li Hao, being a non-executive Director, was absent from the annual general meeting of the Company held on 10 June 2022 (the "**AGM**") due to pre-arranged business commitments.

Under code provision F.2.2 of the CG Code, the chairman of the Board should attend annual general meetings of the Company and should also invite the chairmen of the audit committee, remuneration committee, nomination committee and any other committees (as appropriate) of the Company to attend. Mr. Qu Naijie, being the chairman of the Board, the chairman of the nomination committee and the chief executive officer of the Company, was absent from the AGM due to pre-arranged business commitments. Mr. Wang Xuguang, being a non-executive Director and a member of the remuneration committee of the Company, was elected as the chairman of the AGM. Mr. Qu Cheng, being an executive Director, was appointed as the representative of the chairman of the Board to attend the AGM. Mr. Wang Xuguang, Mr. Qu Cheng and the chairmen of the audit committee, remuneration committee, risk management and corporate governance committee and independent board committee and other members of the nomination committee of the Company attended the AGM.

## **MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS OF LISTED ISSUERS**

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the “**Model Code**”) set out in Appendix 10 to the Listing Rules as its own code of conduct for securities transactions by the Directors. The Company has made specific enquiries to all Directors and all Directors have confirmed that they have strictly complied with the Model Code during the six months ended 30 June 2022.

## **AUDIT COMMITTEE**

As at the date of this announcement, the audit committee of the Company (the “**Audit Committee**”) comprises three members, namely Mr. Chen Guohui, Mr. Wang Jun and Ms. Zhang Meng, all of whom are independent non-executive Directors. Mr. Chen Guohui is the chairman of the Audit Committee.

The Audit Committee has reviewed together with the Directors the unaudited interim financial information of the Group for the six months ended 30 June 2022.

## **INTERIM DIVIDEND**

The Board does not recommend payment of any interim dividend for the six months ended 30 June 2022 (for the six months ended 30 June 2021: Nil).

## **OTHER MATTERS**

### ***Change of Company Secretary, Authorised Representative and Process Agent***

Ms. Lam Wing Shan was appointed to replace Ms. Kho Polien as the company secretary of the Company and an authorised representative of the Company for the purpose of the Listing Rules (“**Authorised Representative**”) and an authorised representative of the Company to accept the service of process and notices to be served on the Company in Hong Kong as required under Rule 19.05(2) of the Listing Rules and the Companies Ordinance (Cap. 622 of the Laws of Hong Kong) with effect from 18 August 2022. Mr. Zhang Jianbin was appointed to replace Mr. Wang Xuguang as an Authorised Representative with effect from 18 August 2022. Details of the change were set out in the announcement of the Company dated 18 August 2022.

## **FORWARD LOOKING STATEMENTS**

These forward-looking statements can be identified by the use of forward-looking terminology, including the terms “**believe**”, “**estimate**”, “**anticipate**”, “**expect**”, “**intend**”, “**may**”, “**will**” or “**should**” or, in each case, their negative, or other variations or similar terminology. These forward-looking statements include all matters that are not historical facts. They appear in a number of places throughout this announcement and include statements regarding the Group’s intentions, beliefs or current expectations concerning, among other things, the Group’s results of operations, financial condition, liquidity, prospects and growth strategies, and the industry in which the Group operates.



By their nature, forward-looking statements involve risks and uncertainties because they relate to events and depend on circumstances that may or may not occur in the future. The Company wishes to caution you that forward-looking statements are not guarantees of future performance and that the Group's actual results of operations, financial position and liquidity and the development of the industry in which the Group operates may differ materially from those made in, or suggested by, the forward-looking statements contained in this announcement. In addition, even if the Group's results of operations, financial position and liquidity and the development of the industry in which the Group operates are consistent with the forward-looking statements contained in this announcement, those results or developments may not be indicative of results or developments in subsequent periods.

## **PUBLICATION OF INFORMATION ON THE WEBSITES OF THE STOCK EXCHANGE AND OF THE COMPANY**

This interim results announcement of the Company for the six months ended 30 June 2022 is published on the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and the website of the Company at [www.haichangoceanpark.com](http://www.haichangoceanpark.com).

## **APPRECIATION**

Lastly, on behalf of the Board, I would like to take this opportunity to express my gratitude to the management and all fellow staff members for their contributions to the Group's development. Also, I would like to extend my deepest appreciation to the shareholders, business partners, customers and professional advisers for their support and confidence in bringing the Group a more prosperous and fruitful future.

By Order of the Board  
**Haichang Ocean Park Holdings Ltd.**  
**Qu Naijie**  
*Executive Director and Chief Executive Officer*

Shanghai, the People's Republic of China, 30 August 2022

*As at the date of this announcement, the executive Directors are Mr. Qu Naijie, Mr. Qu Cheng and Mr. Zhang Jianbin; the non-executive Directors are Mr. Wang Xuguang, Mr. Li Hao and Mr. Yuan Bing; and the independent non-executive Directors are Mr. Chen Guohui, Mr. Wang Jun and Ms. Zhang Meng.*