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CHINA PROPERTIES INVESTMENT HOLDINGS LIMITED 中國置業投資控股有限公司*

(incorporated in Bermuda with limited liability)
(Stock Code: 736)

INTERIM RESULTS ANNOUNCEMENT FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2022

The board (the "Board") of directors (the "Directors") of China Properties Investment Holdings Limited (the "Company") hereby announces the unaudited condensed consolidated interim results of the Company and its subsidiaries (together the "Group") for the six months ended 30 September 2022, together with the comparative figures of the corresponding period last year as follows:

^{*} For identification purposes only

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS

For the six months ended 30 September 2022

		Six months ended 30 September	
	Notes	2022 (Unaudited) <i>HK\$</i> '000	2021 (Unaudited) <i>HK</i> \$'000
Revenue	4	42,947	42,335
Valuation loss on investment properties		(38,341)	(8,392)
Other income		3	6,297
Other gains and losses		(16,697)	17,260
Administrative expenses		(9,871)	(13,531)
Other expenses	<i>5(d)</i>	(72,008)	(34,954)
(Loss)/profit from operations		(93,967)	9,015
Finance costs	<i>5(a)</i>	(4,843)	(5,195)
(Loss)/profit before taxation from continuing operations		(98,810)	3,820
Income tax	6	7,382	(4,566)
Loss for the year from continuing operations		(91,428)	(746)
Loss from discontinued operations	7		
Loss for the period		(91,428)	(746)
Attributable to:			
Owners of the Company		(91,428)	(746)
Loss per share	8		(Restated)
From continuing and discontinued operations			
– Basic		(HK34.22 cents)	(HK0.56 cents)
– Diluted		(HK34.22 cents)	(HK0.56 cents)
From continuing operations			
– Basic		(HK34.22 cents)	(HK0.56 cents)
– Diluted		(HK34.22 cents)	(HK0.56 cents)

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the six months ended 30 September 2022

	Six months ended 30 September		
	2022 202		
	(Unaudited)	(Unaudited)	
	HK\$'000	HK\$'000	
Loss for the period	(91,428)	(746)	
Other comprehensive income for the period			
Items that may reclassified subsequently to profit or loss:			
Exchange differences arising on translation of:			
- financial statements of group entities	(21,449)	2,895	
Total comprehensive (expense)/income for the period	(112,877)	2,149	
Attributable to:			
Owners of the Company	(112,877)	2,149	

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 September 2022

	Notes	30/9/2022 (Unaudited) <i>HK\$</i> '000	31/3/2022 (Audited) <i>HK</i> \$'000
Non-current assets			
Property, plant and equipment		2,278	2,603
Right-of-use assets		3,531	5,163
Investment properties		280,747	326,353
Loan receivables		221,391	81,068
Trade and other receivables	9	_	29,805
Deferred tax assets		394	
		508,341	444,992
Current assets			
Property under development		_	28,863
Trade and other receivables	9	76,373	66,671
Loan receivables Financial assets at fair value through		168,780	381,572
Financial assets at fair value through profit or loss		66,523	42,554
Cash and bank balances		9,101	16,466
Cash and bank balances		<u> </u>	10,400
		320,777	536,126
Current liabilities			
Trade and other payables		57,345	60,802
Interest-bearing bank borrowings		4,192	4,447
Other borrowing		_	8,500
Unconvertible bonds		10,000	10,000
Lease liabilities		6,432	7,548
Tax payable		11,853	9,787
		89,822	101,084
Net current assets		230,955	435,042
Total assets less current liabilities		739,296	880,034

	Notes	30/9/2022 (Unaudited) <i>HK\$</i> '000	31/3/2022 (Audited) <i>HK</i> \$'000
Non-current liabilities			
Interest-bearing bank borrowings		81,857	93,752
Deferred tax liabilities		_	9,696
Lease liabilities		33,290	39,560
		115,147	143,008
NET ASSETS		624,149	737,026
Equity			
Equity attributable to owners of the Company			
Share capital		106,867	106,867
Reserves		517,282	630,159
TOTAL EQUITY		624,149	737,026

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2022

1. BASIS OF PREPARATION OF FINANCIAL INFORMATION

The unaudited condensed consolidated financial statements for the six months ended 30 September 2022 have been prepared in accordance with the applicable disclosure provision of the Rules Governing the Listing of Securities on the Stock Exchange, including compliance with Hong Kong Accounting Standard 34 "Interim Financial Reporting" ("HKAS 34") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA").

The preparation of the unaudited condensed consolidated financial statements is in conformity with HKAS 34 requiring management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses on a year to date basis. Actual results may differ from these estimates.

2. CHANGE IN ACCOUNTING POLICIES

The unaudited condensed consolidated financial statements have been prepared in accordance with the same accounting policies adopted in the annual financial statements for the year ended 31 March 2022, except for the additional accounting policies resulting from application of amendments to Hong Kong Financial Reporting Standard ("HKFRSs"). The unaudited condensed consolidated financial statements do not include all the information and disclosures required for annual financial statements, and should be read in conjunction with the financial statements of the Group for the year ended 31 March 2022.

The measurement basis used in the preparation of the financial statement is the historical cost basis except that the following assets are stated at their fair value:

- investment properties
- financial assets at fair value through profit or loss

The unaudited condensed consolidated interim financial information for the period ended 30 September 2022 comprise the Company and its subsidiaries.

In the current period, the Group has adopted all the new and revised Hong Kong Financial Reporting Standards ("HKFRSs") issued by the HKICPA that are relevant to its operations and effective for its accounting year beginning on 1 April 2022. HKFRSs comprise Hong Kong Financial Reporting Standards ("HKFRS"); Hong Kong Accounting Standards ("HKAS"); and Interpretations. The adoption of these new and revised HKFRSs did not result in significant changes to the Group's accounting policies, presentation of the Group's financial statements and amounts reported for the current period and prior year.

The Group has not applied the new and revised HKFRSs that have been issued but are not yet effective. The Group has already commenced an assessment of the impact of these new and revised HKFRSs but is not yet in a position to state whether these new and revised HKFRS would have a material impact on its results of operations and financial position.

3. SEGMENT REPORTING

Operating segments are identified on the basis of internal reports which provides information about components of the Group. These information are reported to and reviewed by the Board of Directors, chief operating decision maker ("CODM") for the purposes of resource allocation and performance assessment.

The CODM considers the business from both geographic and each service type perspectives. Geographically, management considers the performance of the segments in Hong Kong and mainland China. The Group has presented the following two reportable segments. These segments are managed separately. The properties investment segment and money lending business segment offer very different products and services.

i) Properties investment

The properties investment reportable operating segment derives its revenue primarily from leasing of investment properties.

ii) Money lending business

The money lending business reportable segment derives its revenue primarily from lending out loans and receive interest.

a) Segment results, assets and liabilities

Information regarding the Group's reportable segments as provided to the Group's CODM for the purposes of resources allocation and assessment of segment performance for the period ended 30 September 2022 and 2021 is set out below.

		x months ended mber 2022 (Una			ix months ended ember 2021 (Una	
	Properties investment HK\$'000	Money lending business <i>HK\$</i> '000	Total <i>HK\$</i> '000	Properties investment <i>HK</i> \$'000	Money lending business <i>HK\$</i> '000	Total <i>HK</i> \$'000
Revenue from external customers	9,942	33,005	42,947	12,596	29,739	42,335
Reportable segment revenue	9,942	33,005	42,947	12,596	29,739	42,335
Reportable segment profit/(loss)						
before taxation	9,815	(39,125)	(29,310)	10,943	(5,338)	5,605
Unallocated corporate income Depreciation Interest income			(1,358) 3 (4,842)			6,211 (1,698) 5
Finance cost Gain on dealing of financial assets at fair value through			(4,843)			(5,195)
profit or loss			21,470			10,846
Exchange (loss)/gain			(38,167)			6,414
Valuation loss on investment properties Unallocated corporate expenses			(38,341) (8,264)			(8,392) (9,976)
(Loss)/profit before taxation			(98,810)			3,820

b) Reconciliations of reportable segment revenues, profit or loss, assets and liabilities, and other items

	As at 30 September 2022 (Unaudited) HK\$'000	As at 31 March 2022 (Audited) <i>HK\$</i> '000
(i) Assets		
Total reportable segments' assets	668,696	868,342
From discontinued operations	236	236
Property under development	_	28,863
Financial assets at fair value through profit or loss	66,523	42,554
Deferred tax assets	394	_
Unallocated corporate assets	93,269	41,123
Consolidated total assets	829,118	981,118
(ii) Liabilities		
Reportable segments' liabilities	168,929	185,341
From discontinued operations	18	18
Unconvertible bonds	10,000	10,000
Tax payables	10,745	9,788
Deferred tax liabilities	_	9,696
Unallocated corporate liabilities	15,277	29,249
Consolidated total liabilities	204,969	244,092

c) Revenue from major services

The following is an analysis of the Group's revenue from its major services:

	Six months ended 30 September	
	2022	2021
	(Unaudited)	(Unaudited)
	HK\$'000	HK\$'000
Properties investment	9,942	12,596
Money lending business	33,005	29,739
	42,947	42,335

d) Geographic information

The following is an analysis of geographical location of the Group's revenue from external customers. The geographical location of customers refers to the location at which the services were provided or the goods delivered.

	Revenue fr	om external		
	custo	omers	Non-curre	nt assets
	Six months	Six months		
	ended	ended	As at	As at
	30 September	30 September	30 September	31 March
	2022	2021	2022	2022
	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Hong Kong (place of domicile)	33,005	29,739	222,529	82,845
PRC	9,942	12,596	285,812	362,147
	42,947	42,335	508,341	444,992

4. REVENUE

Disaggregation of Revenue

Disaggregation of revenue from contracts with customers by major service lines is as follows:

	Six months ended	
	30 September	
	2022	2021
	(Unaudited)	(Unaudited)
	HK\$'000	HK\$'000
Rental income from investment properties	9,942	12,596
Loan interest income	33,005	29,739
	42,947	42,335

Disaggregates of revenue from contracts with customers by geographic markets is disclosed in note 3(d).

5. PROFIT BEFORE TAXATION – CONTINUING OPERATIONS

Profit before taxation is arrived at after charging/(crediting) the followings:

		Six months ended 30 September	
		2022	2021
		(Unaudited)	(Unaudited)
		HK\$'000	HK\$'000
a)	Finance costs	2 495	2 004
	Interest expense on interest-bearing bank borrowings	3,485	3,884
	Interest expense on unconvertible bonds	251	420
	Interest expense on lease liabilities	1,099	855
	Interest expense on other loan	8	36
	Total interest expense on financial liabilities not at fair value		
	through profit or loss	4,843	5,195
b)	Staff costs (including Directors' remuneration)	2.704	2.707
	Salaries, wages and other benefits	3,794	3,797
	Contribution to defined contribution retirement plans	183	320
		3,977	4,117
c)	Other items		
	Auditor's remuneration		
	- other services	150	150
	Minimum lease payments under operating lease		
	- rented premises, including management's quarters of		
	HK\$Nil (2021: HK\$360,000)	79	523
	Depreciation	.,	020
	- owned plant and equipment	107	1,067
	- right-of-use asset	1,251	631
	Gross rental income from investment properties less direct	1,231	031
	outgoings of approximately HK\$2,685,000		
	(2021: HK\$399,000)	(12 627)	(12.005)
	(2021. 1IK\$377,000)	(12,627)	(12,995)
d)	Other expenses		
	Allowance of expected credit loss on loan and interest		
	receivables	72,008	34,954

6. INCOME TAX (CREDIT)/EXPENSES

Income tax in the condensed consolidated income statement represents:

	Six months ended 30 September	
	2022	2021
	(Unaudited)	(Unaudited)
	HK\$'000	HK\$'000
Current tax		
Hong Kong Profits Tax	2,203	6,664
Deferred tax		
Origination and reversal of temporary differences	(9,585)	(2,098)
Income tax (credit)/expenses relating to continuing operations	(7,382)	4,566

Note:

i) On 21 March 2019, the Hong Kong Legislative Council passed The Inland Revenue (Amendment) (No. 7) Bill 2018 (the "Bill") which introduces the two-tiered profits tax rates regime. The Bill was signed into law on 28 March 2018 and was gazette on the following day.

Under the two-tiered profits tax rates regime, the first HK\$2,000,000 of profits of qualifying corporations will be taxed at 8.25%, and profits above HK\$2,000,000 will be taxed at 16.5%. The profits of corporations not qualifying for the two-tiered profits tax rates regime will continue to be taxed at a flat rate of 16.5%.

For the six months ended 30 September 2022, Hong Kong Profits Tax is calculated in accordance with the two-tiered profits tax rates regime for the qualifying corporation and the remaining corporations are calculated at a flat rate of 16.5% (2021: 16.5%).

ii) The PRC enterprise income tax ("EIT") for the period ended 30 September 2022 is 25% (2021: 25%). The EIT has not been provided for as the Group has incurred losses in PRC for the period.

7. DISCONTINUED OPERATIONS

On 13 January 2020 and 25 February 2020, the Group has submitted the acknowledgement for cessation of businesses of subsidiaries, C.P. Securities International Limited and C.P. Financial Management Limited, which carried out all of the Group's financial services operations. The cessation of business was effected in order to generate cash flows for the expansion of the Group's other businesses. The cessation of businesses were still in processing as at 30 September 2022.

The profit/(loss) for the year from the discontinued financial services operation is set out below. The comparative figures in the statement of profit or loss have been restated to re-present the financial services operation as a discontinued operation.

	Six months ended	
	30 Septe	mber
	2022	2021
	(Unaudited)	(Unaudited)
	HK\$'000	HK\$'000
Revenue	-	_
Cost of sales		
Gross loss	_	_
Administrative expenses	_	_
Finance cost	_	_
Income tax	_ .	
Profit from discontinued operation		
Cash flows used in operating activities	_	_
Cash flows generated from investing activities	_	_
Cash flows generated from financing activities	_ -	
Net outflows of cash		

8. LOSS PER SHARE

a) Basic loss per share - from continuing and discontinued operations

The calculation of basic loss per share is based on the loss attributable to owners of the Company of approximately HK\$91,428,000 (2021: loss attributable to owners of the Company of HK\$746,000) and the following data:

Weighted average number of ordinary shares:

	Six month ended 30 September	
	2022	2021
	(Unaudited)	(Unaudited)
		(Restated)
	'000	'000
Weighted average number of ordinary shares at 30 September	267,167	134,290

For the period ended 30 September 2021, the weighted average number of ordinary shares for the purpose of basic and diluted loss per shares has been adjusted to take into effect of the bonus element in the right issues with effect from 22 November 2021 as if it had been effective on 1 April 2020.

b) From continuing operations

The calculation of basic loss per share is based on the loss attributable to owners of the Company of approximately HK\$91,428,000 (2021: loss attributable to owners of the Company of HK\$746,000) and on the weighted average number of 267,167,000 ordinary shares in issue during the period (2021(restated): 134,290,000 ordinary shares).

c) From discontinuing operations

Basic earnings per share for the discontinued operations is nil (2021: nil) based on the profit for the year from the discontinued operations of nil (2021: nil) and the denominators detailed above for both basic and diluted earnings per share.

d) Diluted loss per share

Diluted loss per share equals to basic loss per share because the outstanding share options had no potential dilutive effect on the basic loss per share for the periods ended 30 September 2022 and 2021.

9. TRADE AND OTHER RECEIVABLES

An aged analysis of the trade receivables as at the end of the reporting period, based on invoice date and net of allowance for doubtful debts, is as follows:

	At 30 September 2022 (Unaudited)	At 31 March 2022 (Audited)
	HK\$'000	HK\$'000
Within 1 month	1,628	3,930
1 to 3 months	4,393	3,281
3 to 6 months	5,280	4,588
Over 6 months	8,684	4,531
Trade receivables	19,985	16,330
Deferred rental receivables	7,763	8,171
Within 1 month	10,926	11,943
1 to 3 months	9,433	4,758
3 to 6 months	4,596	579
Over 6 months	1,139	565
Interest receivables from money lending business	26,094	17,845
Other receivables	15,645	16,420
Prepayments and deposits	6,886	7,905
Deposit for decoration		29,805
	76,373	96,476

Note:

i) All of the trade and other receivables are expected to be recovered or recognised as expense within one year.

DIVIDEND

The Directors of the Company do not recommend payment of any interim dividend for the six months ended 30 September 2022 (2021: Nil).

MANAGEMENT DISCUSSION AND ANALYSIS

Business Review

During the period under review, the principal business activities of the Group included the properties investment and money lending.

For the properties investment, as at 30 September 2022, the aggregate gross floor area of the investment properties being held by the Group was approximately 7,004 square meters, 100% of which was leased to third parties under operating leases with lease terms ranging up to twelve years. For the six months ended 30 September 2022, approximately 4,754 square meters of the gross floor area of the leased property were sub-leased to third parties under operating leases with lease terms ranging from four years to eight years.

For the six months ended 30 September 2022, the rental incomes of approximately HK\$9.94 million were recorded.

The money lending business generated steady interest income during the period. For the six months ended 30 September 2022, the Group had a gross loan portfolio amounted to approximately HK\$562.44 million with the average interest rate of 11.64%. The interest income generated from the money lending business was approximately HK\$33 million for the six months ended 30 September 2022.

Financial Review

For the period under review, the Group's turnover from continuing operation was approximately HK\$42.95 million (2021: approximately HK\$42.34 million), which is remaining constant while compared with the corresponding period last year. The unaudited net loss for the period under review was approximately HK\$91.43 million (2021: net loss approximately HK\$0.75 million) and the basic loss per share for was HK\$34.22 cents (2021: basic earning per share HK\$0.56 cents).

Increase in net loss of the Group was mainly attributable to i) increase in allowance of expected credit loss on loan receivables which was resulted from increase in the default in interest payment; ii) increase in valuation loss on investment properties; and iii) increase in exchange loss arising from assets held at foreign currency for the six months ended 30 September 2022 as compared to those for the corresponding period in 2021.

Decrease in other income was resulted from decrease in the profit of trading of construction materials of our subsidiary located at Beijing.

The administrative expenses of the Group for the period amounted to approximately HK\$9.87 million, representing a decrease of approximately 27.05% compared with the corresponding period last year, which was resulted from stringent cost control of the Group. The finance cost of the Group amounted to approximately HK\$4.84 million which was mainly incurred for the bank loan under the security of investment properties in Shanghai, other borrowings and the unconvertible bond issued by the Company.

Liquidity and Financial Resources

As at 30 September 2022, the Group's net current assets were approximately HK\$230.96 million (at 31 March 2022: approximately HK\$435.04 million), including cash and bank balance of approximately HK\$9.10 million (at 31 March 2022: approximately HK\$16.47 million).

The Group had bank borrowings of approximately HK\$86.05 million as at 30 September 2022 (at 31 March 2022: approximately HK\$98.20 million) of which 4.78% and 95.22%, were due within 1 year and after 1 year respectively from balance sheet date. The gearing ratio, defined as the percentage of net debts to the total equity of the Company, was approximately 13.79% (at 31 March 2022: 13.32%).

Significant Investments

Investment with fair value accounting for more than 5% of the Group's total assets shall be considered as significant investment. The Company did not have significant investment as at 30 September 2022.

Foreign Exchange Exposure

As most of the Group's assets and liabilities are denominated in Hong Kong dollar and Renminbi and the liabilities of the Group are well covered by its assets, the Group does not have any significant exposure to foreign exchange fluctuation. During the period under review, the Group did not use any financial instruments for hedging purposes.

Capital Structure and Share Capital

There was no change in the share capital and capital structure of the Company for the six months ended 30 September 2022.

Charges on the Group's Assets

As at 30 September 2022, the Group's investment properties with a value of approximately HK\$164.04 million were pledged to secure a borrowing from Shanghai Xiang Chen Hang Place The Industry Co. Limited, a wholly-owned subsidiary of the Company.

Contingent Liabilities

As at 30 September 2022, the Group did not have any material contingent liability (2021: Nil).

Acquisition and Disposal of Subsidiaries

There was no acquisition and disposal of subsidiaries of the Group during the six months ended 30 September 2022.

Employees

As at 30 September 2022, the Group has 25 employees. The remuneration was determined with reference to statutory minimum wages, market terms as well as the performance, qualification and experience of individual employees. The Group provides contributory provident fund and insurance scheme to the employees. Share option schemes and incentive schemes are adopted to encourage personal commitment of employees.

Outlook

Going forward, the Group will keep on identifying suitable investment properties and approaching potential tenants so as to enhance the rental incomes of Group. In the meantime, the Group will remain focused on its money lending business which will generate steady revenue stream for the Group.

PURCHASE, REDEMPTION OR SALE OF LISTED SECURITIES OF THE COMPANY

There was no purchase, redemption or sale of any of the Company's listed securities by the Company or any of the Company's subsidiaries during the six months ended 30 September 2022.

CORPORATE GOVERNANCE

The Company has complied with the code provisions as set out in the Corporate Governance Code and Corporate Governance Report (the "CG Code") in Appendix 14 of the Listing Rules throughout the six months ended 30 September 2022, except for the deviation from the requirement of code provision A.2.1 and E.1.2 of the CG Code explained as follows.

The provision A.2.1 of the CG Code stipulates that the roles of chairman and chief executive officer should be separated and should not be performed by the same individual. The chairman of the Company also acted as chief executive officer of the Company during the period under review, deviating from the requirement of the code provision A.2.1. The Board considered that this structure was conductive with strong and consistent leadership, enabling the Company to respond promptly and efficiently to business opportunities and issues.

Provision E.1.2 of the CG Code stipulates that the chairman of the Board should attend annual general meetings. The chairman was unable to attend the Company's annual general meeting held on 7 November 2022 due to his other work commitments.

AUDIT COMMITTEE

The audit committee of the Company (the "Audit Committee") comprises three independent non-executive Directors, namely Mr. Tang Yiu Kay, Ms. Cao Jie Min and Mr. Liang Kuo-Chieh. The written terms of reference which describe the authority and duties of the Audit Committee were prepared and adopted with reference to "A Guide for The Formation of An Audit Committee" published by the Hong Kong Institute of Certified Public Accountants. The principal duties of the Audit Committee include the review and supervision of the Group's financial reporting process and internal controls.

The Company has engaged Messrs. McM (HK) CPA Limited ("Auditor") to assist the Audit Committee to review the interim results of the Group for the six months ended 30 September 2022 ("Interim Results"). The Interim Results has been reviewed by the Audit Committee.

REVIEW OF INTERIM FINANCIAL STATEMENTS BY THE AUDITOR

The interim financial statements of the Group for the Period is unaudited, but has been reviewed by McM (HK) CPA Limited, the auditor of the Company in accordance with Hong Kong Standard on Review Engagements 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Hong Kong Institute of Certified Public Accountants, whose unmodified review report is included in the Company's interim report for the Period to be sent to shareholders of the Company in accordance with the Listing Rules in due course.

SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code of Securities Transactions by Directors of Listed Issuer ("Model Code") as its own code of conduct regarding securities transactions by the Directors. The Company had also made specific enquiry of the Directors and the Company was not aware of any non-compliance with the required standard as set out in the Model Code.

By order of the Board

China Properties Investment Holdings Limited

Han Wei

Chairman

Hong Kong, 30 November 2022

As at the date of this announcement, the executive Directors are Mr. Han Wei, Mr. Au Tat On and Mr. Wang Linbo and the independent non-executive Directors are Mr. Tang Yiu Kay, Ms. Cao Jie Min and Mr. Liang Kuo Chieh.