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## **JTF International Holdings Limited**

### **金泰豐國際控股有限公司**

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

**(Stock Code: 9689)**

## **INTERIM RESULTS ANNOUNCEMENT FOR THE SIX MONTHS ENDED 30 JUNE 2025**

### **INTERIM RESULTS**

The board (the “**Board**”) of directors (the “**Directors**”) of JTF International Holdings Limited (the “**Company**”) announces the unaudited condensed consolidated interim financial results of the Company and its subsidiaries (the “**Group**” or “**our Group**”) for the six months ended 30 June 2025 together with comparative figures for the corresponding periods in 2024 as follows:

### **UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME**

		<b>For the six months ended 30 June</b>	
		<b>2025</b>	<b>2024</b>
	<i>Note</i>	<b>RMB'000</b>	<b>RMB'000</b>
		<b>(Unaudited)</b>	<b>(Unaudited)</b>
Revenue	3	<b>393,097</b>	770,418
Cost of sales	5	<b>(382,257)</b>	(759,053)
<b>Gross profit</b>		<b>10,840</b>	11,365
Other (losses)/gains — net	4	<b>(6,737)</b>	60
Distribution expenses	5	<b>(4,883)</b>	(5,160)
Administrative expenses	5	<b>(5,927)</b>	(6,839)
<b>Operating loss</b>		<b>(6,707)</b>	(574)
<b>Finance (costs)/income — net</b>	6	<b>(735)</b>	541
<b>Loss before income tax</b>		<b>(7,442)</b>	(33)
Income tax credit/(expense)	7	<b>2,142</b>	(714)
<b>Loss and total comprehensive expense for the period</b>		<b>(5,300)</b>	(747)
<b>Loss per share</b>	8		
— Basic and diluted ( <i>RMB</i> )		<b>(0.6 cents)</b>	(0.1 cents)

The accompanying notes form an integral part of these condensed consolidated financial statements.

# **UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION**

		At 30 June 2025 <i>RMB'000</i> (Unaudited)	At 31 December 2024 <i>RMB'000</i> (Audited)
	<i>Note</i>		
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	10	11,800	14,008
Right-of-use assets		3,147	3,310
Deferred income tax assets		3,111	3,593
Prepayments		–	4,194
		<u>18,058</u>	<u>25,105</u>
<b>Current assets</b>			
Inventories		92,807	205,530
Prepayments		116,297	132,758
Trade and other receivables	11	133,931	66,255
Cash and cash equivalents		176,895	33,410
		<u>519,930</u>	<u>437,953</u>
<b>Total assets</b>		<u><u>537,988</u></u>	<u><u>463,058</u></u>
<b>EQUITY</b>			
Share capital		7,980	7,980
Other reserves		306,851	306,913
Retained earnings		102,526	107,764
Total equity		<u>417,357</u>	<u>422,657</u>
<b>LIABILITIES</b>			
<b>Non-current liabilities</b>			
Lease liabilities		3,268	3,418
Deferred income tax liabilities		20,036	20,411
		<u>23,304</u>	<u>23,829</u>
<b>Current liabilities</b>			
Trade and other payables	12	23,243	14,730
Contract liabilities		73,792	88
Lease liabilities		292	279
Current income tax liabilities		–	1,475
		<u>97,327</u>	<u>16,572</u>
<b>Total liabilities</b>		<u>120,631</u>	<u>40,401</u>
<b>Total equity and liabilities</b>		<u><u>537,988</u></u>	<u><u>463,058</u></u>

The accompanying notes form an integral part of these condensed consolidated financial statements.

# NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

## 1. GENERAL INFORMATION

The Company was incorporated in the Cayman Islands on 23 October 2014 as an exempted company with limited liability under the Companies Law (Cap. 22) of the Cayman Islands. The address of the Company's registered office is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands.

The Company is an investment holding company. The Group is principally engaged in the sale of refined oil, other petrochemical products, and the blending and sale of fuel oil in the PRC.

The Company's shares were listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**").

The ultimate holding company of the Company is Thrive Shine Limited ("**Thrive Shine**"), a company incorporated in the British Virgin Islands, which is owned as to 80% and 20% by Mr. Xu Ziming ("**Mr. Xu**") and Ms. Huang Sizhen ("**Ms. Huang**"), respectively. The ultimate controlling party of the Group is Mr. Xu and Ms. Huang (collectively, the "**Controlling Shareholders**").

The unaudited condensed consolidated interim financial statements are presented in Renminbi ("**RMB**"), unless otherwise stated, and have been approved for issue by the Company's Board on 22 August 2025.

## 2. BASIS OF PREPARATION AND ACCOUNTING POLICIES

The unaudited condensed consolidated interim financial statements of the Group for the six months ended 30 June 2025 have been prepared in accordance with Hong Kong Accounting Standard 34, "Interim Financial Reporting". The unaudited condensed consolidated interim financial statements should be read in conjunction with the annual financial statements for the year ended 31 December 2024, which have been prepared in accordance with HKFRS Accounting Standards.

The accounting policies applied are consistent with those of the annual financial statements for the year ended 31 December 2024, as described in those annual financial statements, except that the Hong Kong Institute of Certified Public Accountants has issued a number of new standards and amendments to HKFRS Accounting Standards which are effective for the current accounting period of the Group. None of those developments have had a material effect on how the Group's results and financial position for the current or prior periods have been prepared or presented. The Group has not applied any new standard or interpretation that is not yet effective for the current accounting period.

### 3. REVENUE AND SEGMENT INFORMATION

The chief operating decision-makers (“**CODM**”) have been identified as the executive directors who review the Group’s internal reports in order to assess performance and allocate resources regularly.

The Group principally engages in the sale of refined oil, other petrochemical products, and the blending and sale of fuel oil in the PRC. Management reviews the operating results of the business as one operating segment to make decisions about resources to be allocated. The CODM consider that there is only one operating segment which is used to make strategic decisions.

The major operating entity of the Group is domiciled in the PRC, and the Group’s revenue for the periods ended 30 June 2025 and 2024 were attributable to the market in the PRC.

Analysis of revenue is as follows:

	<b>For the six months ended 30 June</b>	
	<b>2025</b>	<b>2024</b>
	<b>RMB’000</b>	<b>RMB’000</b>
	<b>(Unaudited)</b>	<b>(Unaudited)</b>
Sales of goods:		
— Refined oil	<b>204,726</b>	746,381
— Fuel oil	<b>36,831</b>	—
— Other petrochemical products	<b>144,350</b>	—
	<b>385,907</b>	746,381
Service income	<b>7,190</b>	24,037
	<b>393,097</b>	770,418
Timing of revenue recognition		
— At point in time	<b>393,097</b>	770,418

### 4. OTHER (LOSSES)/GAINS — NET

	<b>For the six months ended 30 June</b>	
	<b>2025</b>	<b>2024</b>
	<b>RMB’000</b>	<b>RMB’000</b>
	<b>(Unaudited)</b>	<b>(Unaudited)</b>
Write-off of prepayments	<b>(4,194)</b>	—
Write-off of property, plant and equipment	<b>(1,750)</b>	—
Others	<b>(793)</b>	60
Other (losses)/gains — net	<b>(6,737)</b>	60

## 5. EXPENSES BY NATURE

	For the six months ended 30 June	
	2025 RMB'000 (Unaudited)	2024 RMB'000 (Unaudited)
Changes in inventories	112,723	(98,090)
Refined oil, fuel oil and other petrochemical products purchased and transportation expenses	269,229	856,434
Expenses relating to short term leases and handling charges	3,505	3,845
Staff costs (including directors' emoluments)	3,133	2,727
Taxes and surcharges	896	1,885
Depreciation	621	597
Other expenses	2,960	3,654
	<hr/>	<hr/>
Total cost of sales, distribution expenses and administrative expenses	<u>393,067</u>	<u>771,052</u>

## 6. FINANCE (COSTS)/INCOME — NET

	For the six months ended 30 June	
	2025 RMB'000 (Unaudited)	2024 RMB'000 (Unaudited)
Interest income on bank deposits	719	571
Interest expenses on lease liabilities	(89)	(84)
Interest expenses on discounted bills	(1,213)	—
Net foreign exchange (losses)/gains on cash and cash equivalents	(152)	54
	<hr/>	<hr/>
Finance (costs)/income — net	<u>(735)</u>	<u>541</u>

## 7. INCOME TAX (CREDIT)/EXPENSE

	For the six months ended 30 June	
	2025	2024
	RMB'000	RMB'000
	(Unaudited)	(Unaudited)
Current income tax:		
— PRC enterprise income tax	<u>(2,249)</u>	<u>577</u>
Deferred income tax:		
— PRC enterprise income tax	<u>482</u>	<u>(24)</u>
— PRC withholding income tax	<u>(375)</u>	<u>161</u>
	<u>107</u>	<u>137</u>
Income tax (credit)/expense	<u><u>(2,142)</u></u>	<u><u>714</u></u>

The Company was incorporated in the Cayman Islands as an exempted company with limited liability and accordingly, is exempted from the Cayman Islands income tax.

No provision for Hong Kong profits tax was provided as the Group did not have assessable profit in Hong Kong for the six months ended 30 June 2025 (2024: same). The profit of the group company in Hong Kong is mainly derived from dividend income from its subsidiary, which is not subject to Hong Kong profits tax. The Group's unused tax losses were incurred by the group company in Hong Kong that is not probable to generate taxable income in the foreseeable future. They can be carried forward indefinitely.

The income tax provision of the Group in respect of its operations in Mainland China has been calculated at the applicable tax rate on the estimated assessable profit for the six months ended 30 June 2025 (2024: same).

Pursuant to the Enterprise Income Tax (“EIT”) Law of the PRC (the “EIT Law”) and the Implementation Rules of the EIT Law, the EIT is unified at 25% for all types of entities, effective from 1 January 2008. The standard tax rate of the Group's PRC entities was 25% for the six months ended 30 June 2025 (2024: 25%).

According to the EIT Law and the Implementation Rules, starting from 1 January 2008, a withholding income tax of 10% is levied on the immediate holding company outside the PRC when its PRC subsidiary declares dividends out of profits earned after 1 January 2008. A lower 5% withholding income tax rate may be applied when the immediate holding company of the PRC subsidiary is established in Hong Kong and fulfils requirements under the tax treaty arrangements between the relevant authorities of Mainland China and Hong Kong. The Group has accrued withholding tax provision at 10% withholding income tax rate for the six months ended 30 June 2025 (2024: 10%).

## 8. LOSS PER SHARE

Basic loss per share is calculated by dividing the loss for the period by the weighted average number of ordinary shares in issue during the periods ended 30 June 2025 and 2024.

	<b>For the six months ended 30 June</b>	
	<b>2025</b>	2024
	<b>(Unaudited)</b>	(Unaudited)
Loss for the period ( <i>RMB'000</i> )	<b>5,300</b>	747
Weighted average number of ordinary shares in issue	<b>930,000,000</b>	930,000,000
Basic loss per share ( <i>RMB</i> )	<b><u>0.6 cents</u></b>	<u>0.1 cents</u>

Diluted loss per share is equal to basic loss per share as there was no potential diluted shares outstanding for the reporting period.

## 9. DIVIDENDS

There were no dividends paid or payable by the Company in respect of the six months ended 30 June 2025 (Six months ended 30 June 2024: Nil).

## 10. PROPERTY, PLANT AND EQUIPMENT

For the six months ended 30 June 2025, there was no additions and disposals to the Group's property, plant and equipment (Six months ended 30 June 2024: Nil).

For the six months ended 30 June 2025, the Group has written-off property, plant and equipment with a net book amount of approximately RMB1,750,000.

## 11. TRADE AND OTHER RECEIVABLES

	As at 30 June 2025 <i>RMB'000</i> (Unaudited)	As at 31 December 2024 <i>RMB'000</i> (Audited)
Trade receivables	101,803	20,542
Less: loss allowance	<u>(1,443)</u>	<u>(1,443)</u>
Trade receivables — net	100,360	19,099
Value-added-tax recoverable	20,677	34,440
Deposits and others	<u>12,894</u>	<u>12,716</u>
Trade and other receivables	<u><u>133,931</u></u>	<u><u>66,255</u></u>

As at 30 June 2025, ageing analysis of trade receivables (net of provision of RMB1,443,000) (31 December 2024: RMB1,443,000) based on the dates when the trade receivables are recognised is as follows:

	As at 30 June 2025 <i>RMB'000</i> (Unaudited)	As at 31 December 2024 <i>RMB'000</i> (Audited)
Less than 30 days	55,284	19,099
31 days to 180 days	<u>45,076</u>	<u>—</u>
	<u><u>100,360</u></u>	<u><u>19,099</u></u>

The Group's sales are usually made on credit terms of 0 to 30 days counted from the dates when the trade receivables are recognised.



## 12. TRADE AND OTHER PAYABLES

	As at 30 June 2025 <i>RMB'000</i> (Unaudited)	As at 31 December 2024 <i>RMB'000</i> (Audited)
Trade payables	2,513	1,091
Accruals for staff costs and allowances	3,635	5,775
Accruals for handling charges	139	79
Accruals for short term lease expenses	555	381
Other payables	6,134	7,045
Other tax payables	10,180	272
Amounts due to a related party	87	87
	<u>23,243</u>	<u>14,730</u>
Trade and other payables	<u>23,243</u>	<u>14,730</u>

The ageing analysis of trade payables based on the date when the trade payables being recognised is as follows:

	As at 30 June 2025 <i>RMB'000</i> (Unaudited)	As at 31 December 2024 <i>RMB'000</i> (Audited)
Less than 30 days	<u>2,513</u>	<u>1,091</u>
	<u>2,513</u>	<u>1,091</u>

## 13. CAPITAL COMMITMENTS

Significant capital expenditure contracted for at the end of the reporting period but not recognised as liabilities was as follows:

	As at 30 June 2025 <i>RMB'000</i> (Unaudited)	As at 31 December 2024 <i>RMB'000</i> (Audited)
Property, plant and equipment	<u>–</u>	<u>8,483</u>

## **MANAGEMENT DISCUSSION AND ANALYSIS**

### **BUSINESS REVIEW**

The Group is a wholesaler of oil and other petrochemical products based in Guangdong Province, the PRC. The oil products of the Group can be broadly categorised into (i) refined oil; (ii) other petrochemical products; and (iii) fuel oil. Oil and petrochemical products of the Group are primarily used as fuel in transportation vehicles, marine vessels and machinery equipment, for retail sale at gas stations and as raw materials in refining process for oil refineries. The Group also sells blended fuel oil according to customers' specifications in order to meet their different needs and application requirements.

In early 2025, rising international and local oil prices, along with an increasing proportion of new energy replacing gasoline consumption in the petroleum market, led to the Group's refined oil trading focusing on naphtha. After mid-February, adjustments in domestic consumption tax deduction policies increased procurement costs, making naphtha less competitive and reducing its demand, which resulted in a lower average price. The Group responded promptly by reducing naphtha sales and actively seeking opportunities to expand sales of other petrochemical products and fuel oil. Despite the decrease in revenue, total volume and average price, the Group recorded a gross profit of approximately RMB6,488,000 from its sales of refined oil for the six months ended 30 June 2025. The Group also expanded its product mix by trading C6 hydrocarbons, a petrochemical product for gasoline blending. However, it recorded a gross loss of approximately RMB3,997,000 for the six months ended 30 June 2025 due to price volatility and being new to the market. Currently, the Group is able to start securing sales with gross profit from customers to mitigate the gross loss.

The Group also mitigated its risk through engaged in outport trade which was recognised as service income, which amounted to approximately RMB7,190,000 for the six months ended 30 June 2025.

## RESULTS OF OPERATIONS

### Revenue

Our Group derived our revenue from sales of refined oil, other petrochemical products and fuel oil. Revenue principally represents the net value of goods sold after deduction of value-added tax of the PRC.

For the six months ended 30 June 2025, the Group's total revenue amounted to approximately RMB393,097,000, representing a decrease of approximately 49.0% over the six months ended 30 June 2024. The decrease was mainly attributable to the decrease of sales of refined oil.

The following table sets forth, for the six months ended 30 June 2025 and 2024, the breakdown of the Group's revenue by products in total revenue, volume and average price:

	For the six months ended 30 June					
	2025			2024		
	Total revenue RMB'000	Total volume Tonnes	Average price (Note) RMB	Total revenue RMB'000	Total volume Tonnes	Average price (Note) RMB
1. Sales of goods						
Refined oil	204,726	29,980	6,829	746,381	106,218	7,027
Fuel oil	36,831	6,713	5,487	–	–	N/A
Other petrochemical products	144,350	21,400	6,745	–	–	N/A
Subtotal — sales of goods	385,907	58,093		746,381	106,218	
2. Service income						
Refined oil	4,884	92,772	53	24,037	180,229	133
Fuel oil	2,306	8,977	257	–	–	N/A
Subtotal — service income	7,190	101,749		24,037	180,229	
Total	393,097	159,842		770,418	286,447	

Note: Average price is arrived at by dividing the total revenue by the total volume for the relevant periods.

## Cost of sales

Our Group's cost of sales mainly includes the cost of refined oil, other petrochemical products and fuel oil, which is measured on a moving weighted average basis. Our cost of sales for the six months ended 30 June 2025 and 2024 were approximately RMB382,257,000 and RMB759,053,000, respectively. The purchase cost for our trading products is subject to the purchase prices offered by our suppliers, which are influenced by, among other things, the relative oil prices quoted in the market. The decrease of our cost of sales during the six months ended 30 June 2025 was in line with our decrease in revenue during the period.

The following table sets forth, for the six months ended 30 June 2025 and 2024, the components of our cost of sales by product type:

	<b>For the six months ended 30 June</b>	
	<b>2025</b>	<b>2024</b>
	<b><i>RMB'000</i></b>	<b><i>RMB'000</i></b>
Refined oil	<b>198,238</b>	759,053
Fuel oil	<b>35,672</b>	—
Other petrochemical products	<b>148,347</b>	—
	<hr/>	<hr/>
Total	<b>382,257</b>	759,053
	<hr/> <hr/>	<hr/> <hr/>

## Gross profit and gross margin

The following table sets forth a breakdown of our gross profit and gross margin by product type for the six months ended 30 June 2025 and 2024:

	For the six months ended 30 June			
	2025		2024	
	Gross profit/(loss) RMB'000	Gross margin	Gross profit/(loss) RMB'000	Gross margin
1. Sales of goods				
Refined oil	6,488	3.2%	(12,672)	(1.7%)
Fuel oil	1,159	3.1%	–	N/A
Other petrochemical products	(3,997)	(2.8%)	–	N/A
Subtotal — sales of goods	3,650	0.9%	(12,672)	(1.7%)
2. Service income	7,190	N/A	24,037	N/A
Total	10,840	2.8%	11,365	1.5%

The Group's gross margin (excluding service income) increased from approximately negative 1.7% for the six months ended 30 June 2024 to approximately 0.9% for the six months ended 30 June 2025. The increase was mainly attributable to the reasons stated in the sub-section headed "Business Review" above.

## Other (losses)/gains — net

Other losses — net for the six months ended 30 June 2025 was mainly due to the write-off of prepayments to the lead contractor and the assets under construction following the suspension of the project to upgrade the wharf berth capability at Zengcheng Oil Depot.

## Distribution expenses

Distribution expenses decreased by approximately RMB277,000 or 5.4% to approximately RMB4,883,000 for the six months ended 30 June 2025 from approximately RMB5,160,000 for the six months ended 30 June 2024 mainly due to the decrease of expenses relating to short term leases and handling charges in current period.

**Administrative expenses**

Administrative expenses decreased by approximately RMB912,000 or 13.3% to approximately RMB5,927,000 for the six months ended 30 June 2025 from approximately RMB6,839,000 for the six months ended 30 June 2024. This was mainly attributable to the decrease in professional fees and PRC stamp duty, partially offset by the increase in staff costs (including the Directors' remuneration) in current period.

**Finance (costs)/income — net**

Finance (costs)/income — net change from a net finance income of approximately RMB541,000 for the six months ended 30 June 2024 to net finance costs of approximately RMB735,000 for the six months ended 30 June 2025 was mainly due to the increase in interest expenses on discounted bills.

**Loss before income tax**

The Group's loss before income tax increased from approximately RMB33,000 for the six months ended 30 June 2024 to approximately RMB7,442,000 for the six months ended 30 June 2025 primarily due to the write-off of prepayments to the lead contractor and the assets under construction following the suspension of the project to upgrade the wharf berth capability at Zengcheng Oil Depot and increase in interest expenses in current period.

**Income tax credit/(expense)**

Income tax credit for the six months ended 30 June 2025 mainly attributable to the reversal of over-provision of the PRC enterprise income tax in prior years.

**Loss for the period**

The Group's loss for the period increased from approximately RMB747,000 for the six months ended 30 June 2024 to approximately RMB5,300,000 for the six months ended 30 June 2025 primarily due to the write-off of prepayments to the lead contractor and the assets under construction following the suspension of the project to upgrade the wharf berth capability at Zengcheng Oil Depot, and increase in interest expenses in current period, partially offset by the reversal of over-provision of the PRC enterprise income tax in prior years.

## LIQUIDITY AND FINANCIAL RESOURCES

The following table summarises the Group's unaudited condensed consolidated statement of cash flows:

	<b>For the six months ended 30 June</b>	
	<b>2025</b>	<b>2024</b>
	<b><i>RMB'000</i></b>	<b><i>RMB'000</i></b>
Net cash generated from/(used in) operating activities	<b>144,357</b>	(118,996)
Net cash generated from investing activity	<b>719</b>	571
Net cash (used in)/generated from financing activities	<b>(1,439)</b>	14,444
Net increase/(decrease) in cash and cash equivalents	<b><u>143,637</u></b>	<b><u>(103,981)</u></b>

For the six months ended 30 June 2025, the Group had net cash generated from operating activities of approximately RMB144,357,000, which was mainly attributable to the decrease in net working capital (excluding cash and cash equivalent) used in the business.

For the six months ended 30 June 2025, the Group had net cash generated from investing activity of approximately RMB719,000, which represented the interest income on bank deposit during the period.

For the six months ended 30 June 2025, the Group had net cash used in financing activities of approximately RMB1,439,000, which was primarily attributable to the lease payments and interest paid during the period.

As at 30 June 2025 and 31 December 2024, the Group had cash and cash equivalents of approximately RMB176,895,000 and RMB33,410,000, respectively.

### **Net current assets**

As at 30 June 2025, the Group's net current assets amounted to approximately RMB422,603,000, a slight increase of approximately RMB1,222,000 as compared with approximately RMB421,381,000 as at 31 December 2024.

### **Borrowings and gearing ratio**

The Group did not have any borrowings as at 30 June 2025 (31 December 2024: Nil).

No gearing ratio is presented as there is no borrowings held by the Group as at 30 June 2025 (31 December 2024: Nil).

### **Capital commitment**

The Group did not incur any capital expenditure for the six months ended 30 June 2025.

As at 30 June 2025, the Group had no significant capital commitments (31 December 2024: approximately RMB8,483,000).

### **Significant investment, material acquisition and disposal of subsidiaries and associated companies**

The Group did not hold any significant investment nor make any material acquisition or disposal of subsidiaries and associated companies for the six months ended 30 June 2025.

### **Capital structure**

As at 30 June 2025 and 31 December 2024, the capital structure of the Company comprised of its issued share capital and reserves.

### **Pledged assets**

The Group did not have any assets pledged as security as at 30 June 2025 and 31 December 2024.

### **Contingent liabilities**

Reference is made to the disclosure in Note 26 of the Group's consolidated financial statements for the year ended 31 December 2024 contained in the Group's Annual Report 2024 dated 28 March 2025. In the opinion of the Group's management, there were no material developments in relation to the litigation since the date of the Annual Report 2024. The Group's management have made a further assessment and are of the view that the compensation obligations cannot be estimated reliably and the probability is low or remote. Accordingly, the Group has not made any provisions for any claim arising from the litigation, other than the related legal and other costs incurred.

Save as the above, the Group did not have any other material contingent liabilities as at 30 June 2025 and 31 December 2024.



## **FOREIGN EXCHANGE RISK**

The Group operates in the PRC with most transactions being settled in RMB, except for certain transactions which are settled in foreign currencies.

At 30 June 2025, the Group's major non-RMB denominated assets and liabilities included trade and other receivables, cash and cash equivalents and trade and other payables, which were denominated in Hong Kong dollars. Fluctuation of the exchange rate of RMB against Hong Kong dollars could affect the Group's results of operations.

The Group currently does not have a foreign currency hedging policy, and manages our foreign currency risk by closely monitor the movement of the relevant foreign currency rates.

The Directors do not consider the foreign exchange rate risks as material to the Group and therefore, did not carry out any financial instruments such as forward currency exchange contracts to hedge the risks.

## **HUMAN RESOURCE**

As at 30 June 2025, the Group had 18 full time employees who were directly employed by the Group in the PRC. For the six months ended 30 June 2025, our total staff costs (including the Directors' remuneration) were approximately RMB3,133,000 (Six months ended 30 June 2024: approximately RMB2,727,000).

Our Group considers employees valuable assets and are vital to our success. We recruit employees mainly based on our business strategies, operational requirements, expected staff turnover, and corporate structure and management. Employees' remunerations are determined on the basis of their qualifications, positions and seniority. We review the performance of the employees annually and award salary increment, bonuses and promotions based on their performance.

The Group has established various welfare plans including the provision of basic medical insurance, unemployment insurance and other relevant insurance for employees in the PRC pursuant to the PRC rules and regulations and the existing policy requirements of the local government. The Group has also made contributions to statutory mandatory provident fund scheme for its employees in Hong Kong.

## FUTURE PLANS AND PROSPECT

In 2023, The Energy Bureau of Guangdong Province (廣東省能源局) issued the Implementation Plan for Promoting High Quality Energy Development for Guangdong Province (廣東省推進能源高質量發展實施方案) and further updated in 2024. According to which, energy security and safety would be the primary task of the strategic direction in the PRC's energy development. Therefore, despite the importance of developing new energy and environmental protection, it must be complemented by diversifying of energy sources and maintaining sufficient energy reserves. During the course, resources allocation would be decisively market oriented. It is expected that, with our Group's experience in the refined oil market and network of established customers including the three largest state-owned oil companies in the PRC, the Group is expected to play a more important role in the local supply chain.

The Group did not have specific plans for material investments or capital assets in the coming year as at 30 June 2025.

## USE OF NET PROCEEDS OF THE COMPANY'S INITIAL PUBLIC OFFERING

The Company's shares were listed on GEM of the Stock Exchange on 17 January 2018 and its listing was successfully transferred to the Main Board of the Stock Exchange on 17 May 2023. The Company intends that the net proceeds of the Company's placing and public offering of a total of 105,000,000 shares from GEM Listing (the "**Share Offer**") (after deducting related underwriting fees and listing expenses) of approximately RMB20,803,000 be applied according to the percentage allocation described under the section headed "Future Plans and Use of Proceeds" of the prospectus of the Company dated 29 December 2017 (the "**Prospectus**").

As disclosed in the Company's announcement dated 28 May 2025 (the "**Announcement**"), with careful consideration of the Group's current business environment and development needs, the Board has resolved to change the use of the unutilised net proceeds of approximately RMB3,474,000 to working capital and general corporate purposes for more effective use of the financial resources.

Use of the net proceeds of the Share Offer up to 30 June 2025 was as follows:

	Net proceeds to be applied in the percentage allocation stated in the Prospectus RMB'000	Amount of net proceeds used as at the date of the Announcement RMB'000	Unutilised net proceeds as at the date of the Announcement RMB'000	Revised allocation of the unutilised net proceeds RMB'000	Amount utilised after reallocation RMB'000	Unutilised net proceeds as at 30 June 2025 RMB'000
(1) Upgrading of the wharf berth capability at Zengcheng Oil Depot	11,038	7,564	3,474	–	–	–
(2) Refurbishment of oil tanks, pipelines and other oil depot facilities at Zengcheng Oil Depot	9,765	9,765	–	–	–	–
(3) Working capital and general corporate purposes	–	–	–	3,474	–	3,474
Total	<u>20,803</u>	<u>17,329</u>	<u>3,474</u>	<u>3,474</u>	<u>–</u>	<u>3,474</u>

The remaining unutilised net proceeds of the Share Offer as at 30 June 2025 were placed in bank accounts with licensed banks maintained by the Group in Hong Kong and in the PRC and are currently intended to be applied in the manner consistent with the proposed allocations as set out in the Announcement. The remaining unutilised net proceeds are expected to be utilised by 31 December 2025.

The Directors will regularly evaluate the Group's business objectives and may change or modify our plans in view of the changing market condition to attain sustainable business growth of the Group.

## **INTERIM DIVIDEND**

The Directors do not recommend the payment of any dividend for the six months ended 30 June 2025 (Six months ended 30 June 2024: Nil).

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

Neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed securities during the six months ended 30 June 2025.

## **CORPORATE GOVERNANCE PRACTICES**

The Company and the Board recognise the importance of good corporate governance in management and internal control procedures so as to achieve accountability. During the six months ended 30 June 2025, the Company had complied with all the code provisions set out in the Corporate Governance Code contained in Part 2 of Appendix C1 of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”).

## **COMPLIANCE WITH THE MODEL CODE BY DIRECTORS**

During the six months ended 30 June 2025, the Company has adopted Appendix C3 of the Listing Rules as the code of conduct regarding Directors' securities transactions (the “**Model Code**”). Having made specific enquiries with all Directors, all of them have confirmed that they had complied with the Model Code during the six months ended 30 June 2025.

## **COMPETING INTERESTS**

None of the controlling shareholders, namely Thrive Shine Limited, Mr. Xu Ziming and Ms. Huang Sizhen, the Directors and their respective close associates (as defined in the Listing Rules) is interested in any business apart from the business operated by the Group which competes or is likely to compete, directly or indirectly, with the Group's business during the six months ended 30 June 2025 and up to the date of this announcement.

## AUDIT COMMITTEE

The primary duties of the Audit Committee are to review and supervise the Group's financial reporting process and internal control and risk management systems, and to formulate or review policies relating to anti-bribery compliances by ensuring regular management review of relevant corporate governance measures and its implementation and to communicate with external auditor on the audit procedures and accounting issues.

The Audit Committee of the Company has reviewed the unaudited condensed consolidated interim financial statements for the six months ended 30 June 2025 and this announcement.

## PUBLICATION OF INTERIM REPORT

The interim report of the Company for the six months ended 30 June 2025 containing all the information required by the Listing Rules will be dispatched to the shareholders of the Company and published on the respective websites of the Stock Exchange and the Company in due course in accordance with the Listing Rules.

On behalf of the Board  
**JTF International Holdings Limited**  
**Xu Ziming**  
*Chairman and Executive Director*

Hong Kong, 22 August 2025

*As at the date of this announcement, the executive directors of the Company are Mr. Xu Ziming, Ms. Huang Sizhen, Mr. Choi Sio Peng and Ms. Xu Yayi; and the independent non-executive directors are Mr. Tsui Hing Shan, Mr. Kan Siu Chung and Ms. E Hongda.*