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天安中國投資有限公司

TIAN AN CHINA INVESTMENTS COMPANY LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 28)

UNAUDITED INTERIM RESULTS FOR THE SIX MONTHS ENDED 30TH JUNE, 2025

The board of directors (“Board”) of Tian An China Investments Company Limited (“Company”) announces that the unaudited consolidated results of the Company and its subsidiaries (“Group”) for the six months ended 30th June, 2025 with the comparative figures for the corresponding period in 2024 are as follows:

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS

for the six months ended 30th June, 2025

		(Unaudited)	
		Six months ended 30th June,	
		2025	2024
	Notes	HK\$'000	HK\$'000
Revenue	(4)	8,670,198	1,549,382
Cost of sales		(3,741,061)	(1,007,267)
Gross profit		4,929,137	542,115
Other income and gains	(5)	111,709	120,949
Marketing and distribution expenses		(42,306)	(32,451)
Administrative expenses		(268,163)	(263,624)
Other operating expenses		(3,557)	(8,632)
Net decrease in fair value of equity securities at fair value through profit or loss		(426)	(3,721)
Net increase in fair value of financial assets at fair value through profit or loss		621	4,120
Impairment losses under expected credit loss model, net		(5,469)	(1,602)
Fair value gain on transfer of inventories of completed properties to investment properties		4,358	28,907
Decrease in fair value of investment properties		(346,196)	(193,596)
Impairment losses on properties under development		(6,499)	(8,126)
Amortisation of properties for development		–	(4,689)
Finance costs		(97,304)	(111,350)
Share of loss of associates		(43,107)	(24,963)
Share of profit of joint ventures		229,215	188,673

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS *(Continued)*
for the six months ended 30th June, 2025

		(Unaudited)	
		Six months ended 30th June,	
		2025	2024
	<i>Notes</i>	<i>HK\$'000</i>	<i>HK\$'000</i>
Profit before tax		4,462,013	232,010
Taxation	(6)	(2,106,022)	(97,856)
Profit for the period	(7)	<u>2,355,991</u>	<u>134,154</u>
Profit for the period attributable to:			
Owners of the Company		2,344,802	78,056
Non-controlling interests		11,189	56,098
		<u>2,355,991</u>	<u>134,154</u>
		<i>HK cents</i>	<i>HK cents</i>
Earnings per share	(8)		
Basic		<u>159.94</u>	<u>5.32</u>

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

for the six months ended 30th June, 2025

	(Unaudited)	
	Six months ended 30th June,	
	2025	2024
	HK\$'000	HK\$'000
Profit for the period	<u>2,355,991</u>	<u>134,154</u>
Other comprehensive income (expense)		
Items that will not be reclassified to profit or loss:		
Exchange differences arising on translation to presentation currency	249,447	(9,814)
Share of other comprehensive income (expense) of associates and joint ventures	85,512	(150)
Net change in fair value of equity instruments at fair value through other comprehensive income	(2,850)	(4,270)
Deferred tax effect on change in fair value of an equity instrument at fair value through other comprehensive income	<u>(28)</u>	<u>28</u>
	<u>332,081</u>	<u>(14,206)</u>
Item that may be subsequently reclassified to profit or loss:		
Exchange differences arising on translation of foreign operations	<u>44,897</u>	<u>(9,096)</u>
Other comprehensive income (expense) for the period, net of tax	<u>376,978</u>	<u>(23,302)</u>
Total comprehensive income for the period	<u>2,732,969</u>	<u>110,852</u>
Total comprehensive income attributable to:		
Owners of the Company	2,706,579	50,022
Non-controlling interests	<u>26,390</u>	<u>60,830</u>
	<u>2,732,969</u>	<u>110,852</u>

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

at 30th June, 2025

	(Unaudited) 30th June, 2025	(Audited) 31st December, 2024
Note	HK\$'000	HK\$'000
Non-current Assets		
Property, plant and equipment	1,934,326	1,888,556
Deposits for acquisition of property, plant and equipment	14,699	23,887
Right-of-use assets	209,118	212,957
Investment properties	16,995,320	17,202,831
Properties for development	102,580	96,540
Other assets – properties interests	13,362	13,453
Interests in associates	2,044,384	2,094,076
Interests in joint ventures	12,284,389	10,830,612
Financial assets at fair value through profit or loss	1,038,490	891,376
Equity instruments at fair value through other comprehensive income	42,477	45,160
Club memberships	6,412	6,412
Deferred tax assets	183,303	162,306
	34,868,860	33,468,166
Current Assets		
Inventories of properties		
– under development	6,607,623	6,048,662
– completed	2,420,928	4,727,223
Other inventories	69,569	73,789
Amounts due from joint ventures	289,413	338,131
Loans receivable	75,387	76,103
Trade and other receivables, deposits and prepayments	(10) 665,539	671,323
Financial assets at fair value through profit or loss	49,684	52,971
Equity securities at fair value through profit or loss	50,563	50,494
Prepaid tax	7,004	585,731
Pledged bank deposits	8,791	–
Bank deposits	1,754,423	1,746,318
Cash and cash equivalents	9,217,095	10,572,181
	21,216,019	24,942,926

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION (*Continued*)
at 30th June, 2025

		(Unaudited) 30th June, 2025 HK\$'000	(Audited) 31st December, 2024 HK\$'000
	Note		
Current Liabilities			
Trade and other payables	(11)	2,924,715	2,714,654
Contract liabilities		7,958,195	14,096,057
Tax liabilities		3,496,149	2,086,151
Interest-bearing borrowings		2,196,098	2,324,216
Interest-free borrowings		1,832,845	1,873,255
Lease liabilities		1,185	1,543
		<u>18,409,187</u>	<u>23,095,876</u>
Net Current Assets		<u>2,806,832</u>	<u>1,847,050</u>
Total Assets less Current Liabilities		<u>37,675,692</u>	<u>35,315,216</u>
Capital and Reserves			
Share capital		3,788,814	3,788,814
Reserves		25,159,953	22,598,191
		<u>28,948,767</u>	<u>26,387,005</u>
Equity attributable to owners of the Company		28,948,767	26,387,005
Non-controlling interests		1,787,790	1,776,477
		<u>30,736,557</u>	<u>28,163,482</u>
Total Equity		<u>30,736,557</u>	<u>28,163,482</u>
Non-current Liabilities			
Other payables		37,239	–
Contract liabilities		5,117	5,867
Interest-bearing borrowings		3,634,481	3,869,694
Rental deposits from tenants		17,406	17,283
Lease liabilities		204	1,282
Deferred tax liabilities		3,244,688	3,257,608
		<u>6,939,135</u>	<u>7,151,734</u>
		<u>37,675,692</u>	<u>35,315,216</u>

(1) Review by auditor

The interim financial report of the Group for the six months ended 30th June, 2025 has been reviewed by our auditor, Deloitte Touche Tohmatsu, 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 (“HKICPA”) and an unmodified review conclusion has been issued.

(2) Basis of preparation

The condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standard (“HKAS”) 34 “Interim Financial Reporting” issued by the HKICPA as well as the applicable disclosure requirements of Appendix D2 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“Listing Rules”).

The financial information relating to the year ended 31st December, 2024 that is included in these condensed consolidated financial statements does not constitute the Company’s statutory annual consolidated financial statements for that financial year but is derived from those financial statements. Further information relating to these statutory financial statements is as follows:

The Company has delivered the financial statements for the year ended 31st December, 2024 to the Registrar of Companies in accordance with section 662(3) of, and Part 3 of Schedule 6 to, the Hong Kong Companies Ordinance (“CO”). The Company’s auditor has reported on those financial statements for 2024. The auditor’s report was unqualified; did not include a reference to any matters to which the auditor drew attention by way of emphasis without qualifying its report; and did not contain a statement under sections 406(2), 407(2) or (3) of the CO.

(3) Accounting policies

The condensed consolidated financial statements have been prepared on the historical cost basis except for certain properties and financial instruments, which are measured at fair values, as appropriate.

Other than change in accounting policies resulting from the application of amendments to HKFRS Accounting Standards, the accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 30th June, 2025 are the same as those presented in the Group’s annual consolidated financial statements for the year ended 31st December, 2024.

Application of amendments to HKFRS Accounting Standards

In the current interim period, the Group has applied the following amendments to a HKFRS Accounting Standard issued by the HKICPA, for the first time, which are mandatorily effective for the Group’s annual period beginning on 1st January, 2025 for the preparation of the Group’s condensed consolidated financial statements:

Amendments to HKAS 21

Lack of Exchangeability

The application of the amendments to a HKFRS Accounting Standard in the current interim period has had no material impact on the Group’s financial positions and performance for the current and prior periods and/or on the disclosures set out in these condensed consolidated financial statements.

(4) Segment information

The Group's revenue for the period and assets are derived mainly from activities carried out and located in the People's Republic of China ("PRC") and Hong Kong. The Group's basis of organisation is determined based on four main operations: property development, property investment, healthcare and other operations that comprise mainly property management, eldercare and trading of building materials. Similarly, the Group's reportable and operating segments, reported to the Executive Directors of the Company, the chief operating decision maker, for the purposes of resource allocation and performance assessment, also focused on the four main operations. For the property investment segment, it includes business activities of a listed property investment subsidiary. No reportable and operating segments of the listed property investment subsidiary are separately presented as its results are prepared and reviewed together with the Group's other property investment activities for the internal performance assessment purposes.

The following is an analysis of the Group's segment revenue and results by reportable and operating segments for the period under review:

	Property development HK\$'000	Property investment HK\$'000	Healthcare HK\$'000	Other operations HK\$'000	Consolidated HK\$'000
For the six months ended 30th June, 2025 (unaudited)					
SEGMENT REVENUE					
External sales	<u>7,405,562</u>	<u>276,958</u>	<u>756,739</u>	<u>230,939</u>	<u>8,670,198</u>
RESULTS					
Segment profit (loss)	4,417,593	(190,218)	45,130	45,891	4,318,396
Other income and gains					111,709
Unallocated corporate expenses					(56,896)
Finance costs					(97,304)
Share of loss of associates					(43,107)
Share of profit of joint ventures					<u>229,215</u>
Profit before tax					<u>4,462,013</u>
For the six months ended 30th June, 2024 (unaudited)					
SEGMENT REVENUE					
External sales	<u>319,089</u>	<u>286,624</u>	<u>800,390</u>	<u>143,279</u>	<u>1,549,382</u>
RESULTS					
Segment profit (loss)	47,221	(5,605)	82,583	(5,870)	118,329
Other income and gains					120,949
Unallocated corporate expenses					(59,628)
Finance costs					(111,350)
Share of loss of associates					(24,963)
Share of profit of joint ventures					<u>188,673</u>
Profit before tax					<u>232,010</u>

The accounting policies of the reportable and operating segments are the same as the Group's accounting policies. Segment profit (loss) represents the profit earned by (loss from) each segment without allocation of other income and gains, finance costs, share of (loss) profit of associates and joint ventures and unallocated corporate expenses. This is the measure reported to the Executive Directors of the Company for the purposes of resource allocation and performance assessment.

(5) Other income and gains

	(Unaudited)	
	Six months ended 30th June,	
	2025	2024
	HK\$'000	HK\$'000
Dividend income		
– unlisted shares	1,113	1,488
– listed shares	103	214
Interest income on bank deposits	58,313	45,089
Interest income from loans receivable	2,182	4,680
Interest income from joint ventures	25,819	29,263
Compensation income for late payment from a joint venture	–	17,758
Other income	24,179	22,457
	<u>111,709</u>	<u>120,949</u>

(6) Taxation

	(Unaudited)	
	Six months ended 30th June,	
	2025	2024
	HK\$'000	HK\$'000
The charge comprises:		
Current tax		
– Hong Kong Profits Tax	16,333	6,323
– Overseas tax	23	18
– PRC Enterprise Income Tax	754,673	84,144
– Land Appreciation Tax	1,403,909	42,661
	<u>2,174,938</u>	<u>133,146</u>
(Over) under-provision in prior years		
– Hong Kong Profits Tax	(5)	(39)
– PRC Enterprise Income Tax	(59)	(4,632)
– Land Appreciation Tax	(5,340)	48,975
	<u>(5,404)</u>	<u>44,304</u>
	2,169,534	177,450
Deferred tax	<u>(63,512)</u>	<u>(79,594)</u>
	<u>2,106,022</u>	<u>97,856</u>

(7) Profit for the period

	(Unaudited)	
	Six months ended 30th June,	
	2025	2024
	HK\$'000	HK\$'000
Profit for the period has been arrived at after charging:		
Depreciation of property, plant and equipment	54,865	55,925
Depreciation of right-of-use assets	4,167	7,055
Amortisation of:		
Other assets – properties interests	236	239
Properties for development	–	4,689
	59,268	67,908
Less: amount capitalised in properties under development	(33)	(387)
Total depreciation and amortisation	59,235	67,521
Cost of inventories recognised as expenses	3,149,052	531,512
Net write-down of inventories of completed properties	23,928	195

(8) Earnings per share

The calculation of the basic earnings per share attributable to the owners of the Company is based on the following:

	(Unaudited)	
	Six months ended 30th June,	
	2025	2024
	HK\$'000	HK\$'000
Earnings		
Earnings for the purpose of basic earnings per share (profit for the period attributable to owners of the Company)	2,344,802	78,056

	(Unaudited)	
	Six months ended 30th June,	
	2025	2024
	'000	'000

Number of shares

Number of ordinary shares for the purpose of basic earnings per share	1,466,069	1,466,069
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No diluted earnings per share for both 2025 and 2024 were presented as there were no potential ordinary shares in issue for both 2025 and 2024.

(9) Dividend

(Unaudited)	
Six months ended 30th June,	
2025	2024
HK\$'000	HK\$'000

Dividend recognised as distribution during the period:

Interim dividend (in lieu of final dividend) of HK10 cents

(2024: HK20 cents) per share paid in respect of 2024

(2024: in respect of 2023)

146,607	293,214
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The Board has resolved not to declare an interim dividend for the six months ended 30th June, 2025 (six months ended 30th June, 2024: Nil).

(10) Trade and other receivables, deposits and prepayments

Proceeds receivable in respect of sales of properties are settled by customers in accordance with the terms stipulated in the sale and purchase agreements.

The customers of hospital operation are either settled by cash, credit card or local governments' social insurance schemes. For credit card payment, the banks usually pay the Group 7 days after the trade date. Payments under local governments' social insurance schemes are normally settled 90 days from the invoice date.

Except for the proceeds from hospital operation, the proceeds from sales of properties and rental income from lease of properties which are payable in accordance with the terms of the relevant agreements, the Group generally allows a credit period of 30 days to 120 days to its customers.

The following is an aged analysis of trade receivables, including rental receivables, net of provisions, based on the invoice date/contract term at the end of the reporting period:

	(Unaudited)	(Audited)
	As at	As at
	30th June,	31st December,
	2025	2024
	HK\$'000	HK\$'000
Less than 31 days	105,154	126,170
31 to 60 days	19,771	26,131
61 to 90 days	38,610	5,522
91 to 180 days	7,766	10,308
Over 180 days	29,152	13,631
	200,453	181,762

As at 30th June, 2025 and 31st December, 2024, other receivables, deposits and prepayments include deposits, prepaid expenses and interest receivables.

(11) Trade and other payables

The following is an aged analysis of trade payables, presented based on the invoice date, which are included in trade and other payables, at the end of the reporting period:

	(Unaudited) As at 30th June, 2025 HK\$'000	(Audited) As at 31st December, 2024 HK\$'000
Less than 31 days	786,259	274,719
31 to 60 days	55,633	159,918
61 to 90 days	24,093	12,971
91 to 180 days	9,037	136,378
Over 180 days	256,309	867,981
	<u>1,131,331</u>	<u>1,451,967</u>

As at 30th June, 2025 and 31st December, 2024, other payables mainly include deposits, other tax payables, interest payables and accrued expenses.

(12) Event after the reporting period

Reference was made to a joint venture of the Group, namely 上海瑞天里企業管理有限公司, which successfully won the tender through a public auction for the acquisition of 50% of equity interest of a company, namely 上海永業城市更新建設發展有限公司 (“Project Company”), which is the sole owner of the land use rights of three parcels of land situated in Shanghai, the PRC, at a consideration of RMB2,893,650,000 on 23rd June, 2025. Subsequent to the end of the reporting period, several banking institutions that have been providing credit facilities to the Project Company have provided their unanimous consent to the transfer of 50% of equity interest of the Project Company, which is one of the conditions of the tender. Details of the transaction were disclosed in the joint announcement of the Company and AGL dated 19th June, 2025 and the circular of the Company dated 23rd July, 2025.

MANAGEMENT DISCUSSION AND ANALYSIS

Financial Results

The revenue of the Group for the six months ended 30th June, 2025 was HK\$8,670.2 million (2024: HK\$1,549.4 million), an increase of 4.6 times compared to the same period of last year. The profit attributable to owners of the Company amounted to HK\$2,344.8 million (2024: HK\$78.1 million), representing an increase of 29 times over the corresponding period of last year.

The reason for the increase in the profit attributable to owners of the Company was mainly attributable to revenue recognition arising from the handover of units sold to customers of Phase 2C of The One Tian An Place, a residential project in Shanghai, China, in early 2025.

Earnings per share amounted to HK159.94 cents (2024: HK5.32 cents), while the net asset value per share attributable to owners of the Company was HK\$19.75 at the end of June 2025 (31st December, 2024: HK\$18.00).

Business Review

The Group is engaged principally in: (i) the development and investment of residential, office and commercial properties; (ii) property management; and (iii) investment and operation of hospital, eldercare and health related businesses in Mainland China; and (iv) property investment and property management in Hong Kong, China.

An outline of our achievements in the first half of 2025 is described below:

- (1) Total attributable registered sales (including sales from joint ventures and pre-sales of properties under construction) of the Group amounted to 62,300 m² in the first half of 2025 (2024: 126,800 m²), a decrease of 51%. A total attributable gross floor area (“GFA”) of approximately 135,600 m² (2024: 170,500 m²) was completed, a decrease of 20%. For the first half of 2025, a total attributable GFA of approximately 1,186,000 m² (2024: 1,491,000 m²) was under construction at the end of the period, representing a decrease of 20% over the corresponding date of last year.
- (2) Rental income slightly decreased by 3% as compared with same period of 2024.
- (3) Tian An Cyberpark: There are a total of 20 Tian An Cyberparks developed or under development in 13 cities.
- (4) The Phase 3 of Tian An’s urban renewal project, Tian An Cloud Park, in Bantian residential district, Longgang, Shenzhen comprising a GFA of approximately 1,111,900 m² has commenced construction and is expected to be completed in stages from 2027 to 2028.
- (5) The development of Phase 2C of The One Tian An Place, a residential project in Shanghai, has been completed by the end of 2024 and most of the units sold were handed over to customers in early 2025. The pre-sales of Phase 2B in 2024 and 2025 have also been a success and will provide steady contributions in the course of its phased development.
- (6) For the six months ended 30th June, 2025, Asiasec Properties Limited reported a loss of approximately HK\$63.3 million (2024: loss of approximately HK\$17.0 million) attributable to its shareholders.
- (7) For the six months ended 30th June, 2025, Tian An Medicare Limited (“TAMC”) reported a profit of approximately HK\$12.0 million (2024: profit of approximately HK\$21.7 million) attributable to its shareholders.

Financial Review

Liquidity and Financing

The Group always maintains its liquidity at a healthy level with a balanced portfolio of financial resources. As at 30th June, 2025, the total bank balances and cash reserves of the Group were approximately HK\$10,980.3 million (31st December, 2024: HK\$12,318.5 million), providing sufficient working capital for the daily operations of the Group.

As at 30th June, 2025, the total borrowings of the Group amounted to approximately HK\$7,663.4 million (31st December, 2024: HK\$8,067.2 million), including current liabilities of HK\$4,028.9 million (31st December, 2024: HK\$4,197.5 million) and non-current liabilities of HK\$3,634.5 million (31st December, 2024: HK\$3,869.7 million). The gearing ratio (net debt over total equity) of the Group was negative of 10.8% (31st December, 2024: negative of 15.1%). The borrowings were mainly used to finance the properties for development and properties under construction. Decrease in finance costs is mainly due to the decrease in interest-bearing borrowings compared to the same period of last year.

Approximately 66% of the Group's outstanding borrowings will mature within two years. Since most of the investments and operations of the Group are carried out in the PRC, most of the bank borrowings are denominated in Renminbi which will be repaid in the same currency. Around 12% of the Group's interest-bearing borrowings bear interest at fixed rates while the remainders are at floating rates.

To maintain flexible and sufficient cash flow for acquiring the potential quality land bank and accelerating construction works for our development projects, the Group intends to obtain proper bank borrowings with reasonable pricing terms. The management continuously monitors the gearing ratio and raises new external borrowings when necessary.

Risk of Foreign Exchange Fluctuation

The Group is required to maintain foreign currency exposure to cater for its recurring operating activities and present and potential investment activities, meaning it will be subject to reasonable exchange rate exposure. However, the Group will closely monitor this risk exposure as required.

Pledge of Assets

As at 30th June, 2025, bank deposits of approximately HK\$8.8 million, aggregate carrying values of property, plant and equipment, right-of-use assets, development properties, investment properties, equity securities at fair value through profit or loss and interest in a subsidiary of approximately HK\$587.3 million, HK\$15.1 million, HK\$2,089.0 million, HK\$9,575.1 million, HK\$4.3 million and HK\$4.1 million respectively, were pledged for banking facilities and a margin loan facility granted to the Group.

Contingent Liabilities

Property for development that is held by a joint venture of the Group with total carrying value of approximately HK\$795.8 million is under idle land investigation by the local authority. The development progress cannot fully fulfill building covenants under the land grant contracts. The whole pieces of land of the joint venture were held under several land use right certificates. They are under phased construction stage and certain portions of them are under development, except for the portions which are retained for the remaining development of the whole project. Property for development that is held by another joint venture of the Group with carrying value of approximately HK\$167.0 million had been identified as idle land by the local authority. The development of more than half of the piece of land was completed, except for the portions which are retained for the remaining development of the whole project. In particular, the construction work for Phase 3 Part 2 has started. The Group is currently working diligently with joint venture partners to prevent the possible classification as idle land for those under idle land investigation and taking remedy action to prevent from prosecution for those had been identified as idle land, including negotiating the feasibility of development plans with local authorities. Based on legal advices, the Group has assessed the issue and in the opinion of the directors of the Company (“Directors”), the economic outflows caused by the above cases are not probable.

As at 30th June, 2025, guarantees given to banks in respect of mortgage loans granted to property purchasers, loan facilities granted to or utilised by the joint ventures and an investee company classified as a financial asset at fair value through profit or loss and a guarantee given to a government authority in respect of property development works amounted to approximately HK\$3,402.0 million. All the guarantees provided by the Group were requested by banks under normal commercial terms.

A legal action was taken against a subsidiary of the Company resulting in possible contingent liabilities of approximately HK\$35.4 million. The Group has assessed the claim and considers that the final outcome of the claim will not have material effect on the condensed consolidated financial statements of the Group. Another legal action was taken against an indirect wholly-owned subsidiary of TAMC resulting in possible contingent liabilities of approximately HK\$157.1 million. The Group, after seeking PRC legal advice, is of the view that the litigation has no merits and hence no material impact on the operations and financial position of the Group.

Material Lending Transaction

The Group is principally engaged in, among other things, property development and investment, and with the intention to effectively utilise its available financial resources on hand from time to time, the Group granted loans to borrowers as part of its treasury activities which contributed to the income of the Group. Having considered its available cash resources, working capital needs, potential business and investment opportunities, a comparison between the fixed deposit interest rate at the material time and the expected rate of return of alternative use of such cash resources, the Group would allocate its resources accordingly with the intention to enhance the returns of its shareholders, including providing short term loans.

In assessing the reasons for and benefits of providing the loan, the Directors have considered (i) the costs of borrowing in providing the loan; (ii) the interest income to be generated under the loan; and (iii) the underlying securities of the loan, and are of the view that the loan is on normal commercial terms, fair and reasonable, and in the interests of the Company and its shareholders as a whole. During the six months ended 30th June, 2025, the Group did not grant any loans to borrowers.

The Group will ensure that it has sufficient working capital for its business operations after the allocation of its resources as above mentioned.

Material Acquisitions and Disposals

There were no material acquisitions and disposals of subsidiaries, associates and joint ventures for the six months ended 30th June, 2025 and up to the date of this announcement.

Segment Information

Detailed segmental information in respect of the revenue and profit or loss is shown in note 4 to the condensed consolidated financial statements.

Event after the Reporting Period

Details regarding the event after the reporting period and up to the date of this announcement are set out in note 12 to the condensed consolidated financial statements.

Employees

As at 30th June, 2025, the Group including its subsidiaries but excluding associates and joint ventures, employed 3,900 (31st December, 2024: 3,646) persons. The Group maintains a policy of paying competitive remuneration packages and employees are also rewarded on performance related basis including salary and bonus.

Business Outlook

The financial problems of many sizeable China property developers, high US dollar interest rates, the unresolved trade tension between China and the United States, the war in Ukraine and the conflict in the Middle East have led to uncertainty and poor market sentiment.

Although the overall market sentiment in the general PRC property market is unfavorable, we are comforted by China's Central Bank cut in one-year loan prime rate ("LPR") by 10 basis points from 3.10% to 3.00% and the five-year LPR by 10 basis points from 3.60% to 3.50% during 2025, helping to reduce the financial burdens of the property sector. China's Central Bank also cut the reserve requirement ratio for eligible financial institutions by 0.50% in 2025. This will increase liquidity in the market and stimulate the economy of Mainland China. Furthermore, Central government and local governments have introduced measures to stabilise the property market. These include reducing mortgage rates, lowering down payment requirements, increasing home purchase subsidies, and removing restrictions related to home purchases in some cities. Despite short term uncertainties, we remain confident of the long term prospects of the property market in Mainland China and Hong Kong.

INTERIM DIVIDEND

The Board considers that it is prudent to retain an appropriate level of funds to take advantage of business opportunities as and when they arise, and therefore does not intend to declare an interim dividend for the six months ended 30th June, 2025 (2024: Nil).

COMPLIANCE WITH CORPORATE GOVERNANCE CODE

During the six months ended 30th June, 2025, the Company has applied the principles of, and complied with, the applicable code provisions set out in the section headed "Part 2 – Principles of good corporate governance, code provisions and recommended best practices" of the Corporate Governance Code ("CG Code") under Appendix C1 of the Listing Rules, except for certain deviations which are summarised below:

Code Provisions E.1.2 and D.3.3

Code provisions E.1.2 and D.3.3 of the CG Code stipulate that the terms of reference of the remuneration committee and audit committee should include, as a minimum, those specific duties as set out in the respective code provisions.

The terms of reference of the remuneration committee ("Remuneration Committee") adopted by the Company are in compliance with the code provision E.1.2 of the CG Code except that the Remuneration Committee shall make recommendations to the Board on the remuneration packages of the Executive Directors only and not senior management (as opposed to executive directors and senior management under the code provision).

The terms of reference of the audit committee (“Audit Committee”) adopted by the Company are in compliance with the code provision D.3.3 of the CG Code except that the Audit Committee (i) shall recommend (as opposed to implement under the code provision) the policy on the engagement of the external auditors to supply non-audit services; (ii) only possesses the effective ability to scrutinise (as opposed to ensure under the code provision) whether management has performed its duty to have effective risk management and internal control systems; and (iii) can promote (as opposed to ensure under the code provision) the co-ordination between the internal and external auditors, and check (as opposed to ensure under the code provision) whether the internal audit function is adequately resourced.

The reasons for the above deviations were set out in the Corporate Governance Report contained in the Company’s Annual Report for the financial year ended 31st December, 2024 and remain unchanged. The Board considers that the Remuneration Committee and the Audit Committee should continue to operate according to the relevant terms of reference, and will continue to review the terms at least annually and make appropriate changes if considered necessary.

AUDIT COMMITTEE REVIEW

The Audit Committee has reviewed with the management the accounting principles and practices adopted by the Group and discussed internal controls and financial reporting matters including a general review of the unaudited interim financial report for the six months ended 30th June, 2025. In carrying out this review, the Audit Committee has relied on a review conducted by the Group’s external auditor 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 HKICPA as well as reports obtained from management. The Audit Committee has not undertaken detailed independent audit checks.

PURCHASE, SALE OR REDEMPTION OF THE LISTED SECURITIES

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

On behalf of the Board
Tian An China Investments Company Limited
Edwin Lo King Yau
Executive Director

Hong Kong, 22nd August, 2025

As at the date of this announcement, the Board comprises Mr. Song Zengbin (Deputy Chairman), Mr. Patrick Lee Seng Wei (Managing Director), Mr. Edwin Lo King Yau and Mr. Tao Tsan Sang being the Executive Directors; Mr. Lee Seng Hui (Chairman) and Dr. Moses Cheng Mo Chi being the Non-Executive Directors; and Mr. Jiang Guofang, Mr. Ngai Wah Sang and Ms. Lisa Yang Lai Sum being the Independent Non-Executive Directors.