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Hospital Corporation of China Limited

弘和仁愛醫療集團有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 3869)

INTERIM RESULTS ANNOUNCEMENT FOR THE SIX MONTHS ENDED 30 JUNE 2025

The board (the "Board") of directors (the "Director(s)") of Hospital Corporation of China Limited (the "Company") is pleased to announce the unaudited consolidated financial results of the Company and its subsidiaries (collectively, the "Group", "we" or "our") for the six months ended 30 June 2025 (the "Reporting Period"), together with the comparative figures for the six months ended 30 June 2024 (the "Corresponding Period of Previous Year").

FINANCIAL HIGHLIGHTS

	Six months en	ded 30 June
	2025	2024
	RMB'000	RMB '000
	(Unaudited)	(Unaudited)
		(restated)
Revenue	743,044	719,503
- Hospital management services	25,309	62,025
- General hospital services	712,237	651,702
 Sales of pharmaceutical products 	4,294	4,427
- Other	1,204	1,349
Adjusted gross profit (1)	154,981	161,804
Adjusted net profit (2)	70,584	87,334
Adjusted gross profit margin	20.9%	22.5%
Adjusted net profit margin	9.5%	12.1%
Adjusted items		
Expenses of share-based awards	_	(370)
Interest expenses on convertible bonds and gain on modification of		
convertible bonds and foreign exchange losses, net (2)(i)	(105,965)	54,586

Six months ended 30 June

2025

	2025	2024
	RMB'000	RMB '000
	(Unaudited)	(Unaudited)
		(restated)
Depreciation and amortisation of identifiable assets identified		
in acquisitions (2)(ii)	7,929	9,550
Revenue	743,044	719,503
Gross profit (1)	147,052	152,624
Net profit (2)	168,620	23,568
Basic earnings/(losses) per share (in RMB)	1.13	(0.15)

Notes:

- (1) The gross profit of the Group for the Reporting Period amounted to approximately RMB147.1 million. Adjusted gross profit is calculated as the gross profit for the Reporting Period, excluding the impact from the expenses of share-based awards and depreciation and amortisation of identifiable assets identified in acquisitions.
- (2) The Group recorded a net profit of approximately RMB168.6 million during the Reporting Period. The adjusted net profit (the "Adjusted Net Profit") is calculated as the profit for the Reporting Period excluding the impact from certain items which are considered as non-operating by the management, including (i) the interest expenses on convertible bonds of approximately RMB59.2 million, gain on modification of convertible bonds of approximately RMB165.2 million and foreign exchange losses of approximately RMB0.5 million mainly arising from cash and cash equivalents and other foreign currency assets and liabilities; (ii) depreciation and amortisation of identifiable assets identified in acquisitions of approximately RMB7.9 million. For the calculation of the Adjusted Net Profit, tax impacts of the adjusted items were not considered.

FINANCIAL INFORMATION

The financial information set out below in this announcement represents an extract from the interim financial report, which is unaudited but has been reviewed by the Group's external auditor, KPMG, and by the audit committee of the Company (the "Audit Committee").

CONSOLIDATED STATEMENT OF PROFIT OR LOSS

for the six months ended 30 June 2025 – unaudited (Expressed in Renminbi ("RMB"))

	Six months ended 30 Jun		
		2025	2024
	Notes	RMB'000	RMB '000
			(restated)
Revenue	4	743,044	719,503
Cost of revenue	-	(595,992)	(566,879)
Gross profit		147,052	152,624
Other income	5	9,866	10,979
Selling expenses		(17)	(160)
Administrative expenses	-	(62,373)	(49,638)
Operating profit		94,528	113,805
Finance income/(costs)	-	106,719	(54,289)
Profit before taxation		201,247	59,516
Income tax	6	(32,627)	(35,948)
Profit for the period	=	168,620	23,568
Attributable to:			
Owners of the Company		153,717	(20,647)
Non-controlling interests	-	14,903	44,215
Profit for the period	=	168,620	23,568
Earnings/(losses) per share:			
- Basic earnings/(losses) per share (in RMB)	7	1.13	(0.15)
Diluted earnings/(losses) per share (in RMB)	7	0.24	(0.15)

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

for the six months ended 30 June 2025 – unaudited (Expressed in Renminbi ("RMB"))

		Six months end	led 30 June
	Notes	2025 RMB'000	2024 <i>RMB</i> '000 (restated)
Profit for the period		168,620	23,568
Other comprehensive income for the period (after tax): Item that will not be subsequently reclassified to profit or loss		27	(4.227)
 Remeasurement of defined benefit plan obligations 		27	(4,227)
Item that may be subsequently reclassified to profit or loss			
 Exchange differences on translation of financial statements into presentation currency 		16,098	(5,750)
		16,125	(9,977)
Total comprehensive income for the period		184,745	13,591
Attributable to:			
Owners of the Company		169,815	(26,397)
Non-controlling interests		14,930	39,988
Total comprehensive income for the period		184,745	13,591

CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 30 JUNE 2025 – UNAUDITED

(Expressed in RMB)

	Notes	30 June 2025 <i>RMB'000</i>	31 December 2024 RMB'000 (restated)	1 January 2024 RMB'000 (restated)
Non-current assets				
Property and equipment		184,807	170,801	183,004
Right-of-use assets		74,702	42,079	43,433
Intangible assets		1,134,337	1,141,844	1,152,245
Amounts due from related parties		120,944	120,944	160,944
Other non-current assets		3,778	_	_
Deferred tax assets		8,310	8,378	8,165
		1,526,878	1,484,046	1,547,791
Current assets				
Inventories		16,272	31,123	51,425
Trade receivables	8	143,674	131,263	133,652
Other receivables, deposits and prepayments		23,280	6,434	13,581
Amounts due from related parties		113,185	116,901	80,932
Financial assets measured at fair value through				
profit or loss ("FVPL")		18,881	62,244	94,156
Term deposits		91,716	36,719	50,708
Restricted bank deposits		307	312	2,828
Cash and cash equivalents		612,410	714,120	523,027
		1,019,725	1,099,116	950,309
Current liabilities				
Trade payables	9	130,611	155,148	150,543
Contract liabilities		1,078	821	4,570
Accruals, other payables and provisions		399,835	460,889	441,062
Amounts due to related parties		38,653	7,875	7,690
Borrowings		63,100	82,100	82,100
Convertible bonds	10	_	1,059,371	_
Lease liabilities		3,631	2,660	1,783
Current taxation		31,537	41,061	36,662
	:	668,445	1,809,925	724,410
Net current assets/(liabilities)	:	351,280	(710,809)	225,899
Total assets less current liabilities		1,878,158	773,237	1,773,690

CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 30 JUNE 2025 – UNAUDITED – (CONTINUED)

(Expressed in RMB)

	Notes	30 June 2025 <i>RMB'000</i>	31 December 2024 RMB'000 (restated)	1 January 2024 RMB'000 (restated)
Non-current liabilities				
Lease liabilities		18,241	7,154	7,237
Other payables		5,936	_	45,310
Convertible bonds	10	936,774	_	929,191
Defined benefit plan obligations		60,802	58,775	44,649
Deferred tax liabilities	_	129,113	130,685	147,142
	=	1,150,866	196,614	1,173,529
NET ASSETS		727,292	576,623	600,161
CAPITAL AND RESERVES				
Share capital		123	123	123
Reserves	_	508,347	338,532	387,929
Total equity attributable to owners of the				
Company		508,470	338,655	388,052
Non-controlling interests	-	218,822	237,968	212,109
TOTAL EQUITY		727,292	576,623	600,161

NOTES

(Expressed in RMB unless otherwise indicated)

1 GENERAL INFORMATION

Hospital Corporation of China Limited (the "Company") was incorporated in the Cayman Islands on 21 February 2014 as an exempted company with limited liability under the Companies Law (Cap.22, Law 3 of 1961 as consolidated and revised) of the Cayman Islands.

The Company, together with its subsidiaries (collectively referred to as the "Group"), is principally engaged in the (i) operation and management of hospitals; (ii) provision of management services, supply chain services and other ancillary services to hospitals; and (iii) sale of pharmaceutical products in the People's Republic of China (the "PRC").

The ordinary shares of the Company were listed on The Main Board of The Stock Exchange of Hong Kong Limited (the "Stock Exchange") on 16 March 2017.

2 BASIS OF PREPARATION

This interim financial report for the six months ended 30 June 2025 has been prepared in accordance with the applicable disclosure provisions of the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules"), including compliance with International Accounting Standard ("IAS") 34, *Interim financial reporting*, issued by the International Accounting Standards Board (the "IASB"). It was authorised for issue on 27 August 2025.

The interim financial report has been prepared in accordance with the same accounting policies adopted in the 2024 annual financial statements, except for the accounting policy changes that are expected to be reflected in the 2025 annual financial statements. Details of any changes in accounting policies are set out in Note 3.

The preparation of an interim financial report in conformity with IAS 34 requires 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.

3 CHANGES IN ACCOUNTING POLICIES

(a) New and amended standards adopted by the Group

The Group has applied the amendments to IAS 21, The effects of changes in foreign exchange rates – Lack of exchangeability, issued by the IASB to this interim financial report for the current accounting period. The amendments do not have a material impact on this interim financial report as the Group has not entered into any foreign currency transactions in which the foreign currency is not exchangeable into another currency.

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

(b) Change in accounting policy in respect of the functional currency of the Company

The Company voluntarily made a change in accounting policy regarding its functional currency. As an investment holding company, the Company previously adopted RMB as its functional currency due to its subsidiaries' primary operations are in Chinese Mainland. As the Company's operations have substantively become and its operating and financing transactions are mainly denominated in Hong Kong Dollars ("HKD"), the Company has adopted HKD as its functional currency, effective from 1 January 2025. The impact of this change in accounting policy has been applied retrospectively and comparative figures have been restated accordingly.

The amounts of the adjustment for each affected financial statement line items for the current and prior periods are as follow:

Consolidated Statement of	31 December		31 December	1 January		1 January
Financial Position	2024 Previously		2024	2024 Previously		2024
	reported RMB'000	Change <i>RMB'000</i>	Restated RMB'000	reported RMB'000	Change <i>RMB'000</i>	Restated RMB'000
Convertible bonds	1,060,315	(944)	1,059,371	938,149	(8,958)	929,191
Exchange reserve	_	(60,419)	(60,419)	_	(39,866)	(39,866)
Accumulated losses	(979,050)	61,363	(917,687)	(924,291)	48,824	(875,467)

	Six months ended 30 June 2024		Six months ended 30 June 2024
	Previously reported <i>RMB'000</i>	Change <i>RMB'000</i>	Restated RMB'000
Consolidated Statement of Profit or Loss			
Finance costs, net	(52,360)	(1,929)	(54,289)
Profit for the period	25,497	(1,929)	23,568
Earnings/(losses) per share :			
Basic earnings/(losses) per share (in RMB)	(0.14)	(0.01)	(0.15)
 Diluted earnings/(losses) per share (in RMB) 	(0.14)	(0.01)	(0.15)
Consolidated Statement of Profit or Loss and Other Comprehensive Income Item that may be subsequently reclassified to profit or loss Evaluated differences on translation of			
 Exchange differences on translation of financial statements into presentation currency 	_	(5,750)	(5,750)
Other comprehensive income for the period	(4,227)	(5,750)	(9,977)
Total comprehensive income for the period	21,270	(7,679)	13,591

4 REVENUE AND SEGMENT REPORTING

(a) Segment reporting

The Group manages its operations by businesses lines (services and products). In a manner consistent with the way in which information is reported internally to the Group's most senior executive management for the purposes of resource allocation and performance assessment, the Group has presented the following three reportable segments.

(i) General hospital services

Revenue from this segment is derived from the provision of hospital services, including outpatient and inpatient services.

(ii) Hospital management services

Revenue from this segment is derived from the provision of comprehensive management services to hospitals, including operation management services, supply chain services and other ancillary services.

(iii) Sales of pharmaceutical products

Revenue from this segment is mainly derived from the sales of pharmaceutical products by the Group's retail pharmacies.

(b) Segment results, assets and liabilities

The Group assesses the performance of the operating segments based on a measure of earnings before interests, income tax, depreciation and amortisation ("EBITDA"), which is measured consistently with the Group's profit/loss before tax except that depreciation, amortisation, finance income and costs and other unallocated expenses and losses are excluded from such measurement.

Segment assets exclude unallocated head office and corporate assets as these assets are managed on a group basis. Segment liabilities exclude convertible bonds and other unallocated head office and corporate liabilities as these liabilities are managed on a group basis.

Inter-segment sales and transfers are transacted with reference to the selling prices used for sales made to third parties at the then prevailing market prices.

The following is an analysis of the Group's revenue and results, and assets and liabilities by reportable operating segments.

	General hospital services RMB'000	Hospital management services RMB'000	Sales of pharmaceutical products <i>RMB'000</i>	Elimination RMB'000	Unallocated <i>RMB'000</i>	Total <i>RMB'000</i>
Six months ended 30 June 2025	710.71 0	205 5(2	4204	(400 #24)	1.201	2 42.044
Segment revenue Inter-segment revenue	712,519 (282)	207,563 (182,254)	4,294	(182,536) 182,536	1,204	743,044
Revenue from external customers	712,237	25,309	4,294		1,204	743,044
Timing of revenue recognition						
 At a point in time 	298,731	24,285	4,294	_	289	327,599
– Over time	413,506	1,024			915	415,445
	712,237	25,309	4,294		1,204	743,044
EBITDA	12,389	122,127	329	173	_	135,018
Depreciation	(21,932)	(2,514)	(18)	_	(450)	(24,914)
Amortisation	(4,241)	(2,979)		_	(550)	(7,770)
Finance (costs)/income	(956)	25	(12)		107,662	106,719
Unallocated losses					(7,806)	(7,806)
(Loss)/profit before taxation	(14,740)	116,659	299	173	98,856	201,247
As at 30 June 2025						
Segment assets	834,719	621,725	6,497	(101,710)	387,920	1,749,151
Goodwill	110,079	687,373				797,452
Total assets	944,798	1,309,098	6,497	(101,710)	387,920	2,546,603
Total liabilities	502,125	331,955	3,717	(98,570)	1,080,084	1,819,311
		1.0				

	General hospital services RMB'000	Hospital management services RMB'000	Sales of pharmaceutical products <i>RMB'000</i>	Elimination RMB'000	Unallocated RMB'000	Total RMB'000
Six months ended 30 June 2024 Segment revenue Inter-segment revenue	651,702	190,080 (128,055)	4,427 	(128,055) 128,055	1,349	719,503
Revenue from external customers	651,702	62,025	4,427	_	1,349	719,503
Timing of revenue recognition – At a point in time – Over time	286,057 365,645	54,449 7,576	4,427		1,349	344,933 374,570
	651,702	62,025	4,427		1,349	719,503
EBITDA Depreciation Amortisation Finance (costs)/income	73,841 (20,138) (4,681) (832)	79,819 (1,920) (3,895) 329	498 (18) - (11)	(3,446)	(377) (418) (53,775)	150,712 (22,453) (8,994) (54,289)
Unallocated losses					(5,460)	(5,460)
Profit/(loss) before taxation	48,190	74,333	469	(3,446)	(60,030)	59,516
As at 30 June 2024 Segment assets Goodwill	839,375 58,495	593,877 687,373	6,408	(163,523)	471,612 	1,747,749 745,868
Total assets	897,870	1,281,250	6,408	(163,523)	471,612	2,493,617
Total liabilities	372,159	179,158	2,817	(159,712)	1,485,443	1,879,865

5 OTHER INCOME

Six months ended 30 June

	2025 RMB'000	2024 RMB'000
Government grants and subsidies	9,008	10,179
Net fair value gain on financial assets measured at FVPL	535	683
Others	323	117
	9,866	10,979

6 INCOME TAX

	Six months ended 30 June		
	2025	2024	
	RMB'000	RMB'000	
Current income tax:			
 PRC Corporate Income Tax 	34,131	37,617	
Deferred income tax	(1,504)	(1,669)	
	32,627	35,948	

(a) The Cayman Islands and the British Virgin Islands (the "BVI") Income Tax

Pursuant to the rules and regulations of the Cayman Islands and the BVI, the Group is not subject to any income tax in the Cayman Islands and the BVI.

(b) Hong Kong Profits Tax

Hong Kong Profits Tax rate was 16.5% for the period ended 30 June 2025 (six months ended 30 June 2024: 16.5%). No Hong Kong Profit Tax was provided for as there was no estimated assessable profit that are subject to Hong Kong Profits Tax for the period ended 30 June 2025 and 2024.

(c) PRC Corporate Income Tax

Subsidiaries established and operating in the PRC are subject to the PRC Corporate Income Tax at the rate of 25% for the six months ended 30 June 2025 (six months ended 30 June 2024: 25%).

7 EARNINGS/(LOSSES) PER SHARE

(a) Basic earnings/(losses) per share

Basic earnings/(losses) per share is calculated by dividing the profit/(loss) attributable to owners of the Company by the weighted average number of ordinary shares in issue during the six months ended 30 June 2025 and 2024.

	Six months ended 30 June	
	2025	2024 (restated)
Profit/(loss) attributable to the owners of the Company (RMB'000)	153,717	(20,647)
Issued ordinary shares at 1 January (in '000) Effect of shares held as treasury shares (in '000)	138,194 (1,698)	138,194 (1,079)
Weighted average number of ordinary shares in issue (in '000)	136,496	137,115
Basic earnings/(losses) per share (in RMB)	1.13	(0.15)

(b) Diluted earnings/(losses) per share

Diluted earnings/(losses) per share is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares. For the period ended 30 June 2024, the Group's potential dilutive ordinary shares are from convertible bonds issued. The potential dilutive ordinary shares were not included in the calculation of diluted losses per share as their inclusion would be anti-dilutive. Accordingly, diluted losses per share for the period ended 30 June 2024 is the same as basic losses per share. The calculation of diluted earnings per share for the period ended 30 June 2025 was set out below.

	Six months ended 30 June 2025 RMB'000
Profit attributable to the owners of the Company	153,717
Add: Interest expenses on convertible bonds	59,162
Less: Gain on modification of convertible bonds	(165,179)
Profit used to determine diluted earnings per share	47,700
Weighted average number of ordinary shares in issue (in '000)	136,496
Adjustment for calculation of diluted earnings per share – Deemed conversion of convertible bonds (in '000)	64,694
Weighted average number of ordinary shares in issue and potential dilutive	
ordinary shares (in '000)	201,190
Diluted earnings per share (in RMB)	0.24
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8 TRADE RECEIVABLES

	As at	As at
	30 June	31 December
	2025	2024
	RMB'000	RMB'000
Trade receivables	144,371	131,960
Less: loss allowance	(697)	(697)
	143,674	131,263

As at 30 June 2025, the ageing analysis of trade receivables, based on invoice date and net of loss allowance, is as follows:

	As at	As at
	30 June	31 December
	2025	2024
	RMB'000	RMB'000
Within 90 days	126,272	108,221
91 – 180 days	15,531	14,303
181 days to 1 year	1,726	8,645
Over 1 year	145	94
	143,674	131,263

The Group, being a provider of healthcare service to patients, has a highly diversified customer base, without any single customer contributing material revenue. However, the Group has a concentrated debtor portfolio, as majority of the patients will claim their medical bills from public medical insurance program. The reimbursement from these organisations may take one to twelve months.

9 TRADE PAYABLES

As of the end of the reporting period, the ageing analysis of trade payables, based on invoice date, is as follows:

	As at	As at
	30 June	31 December
	2025	2024
	RMB'000	RMB'000
Within 90 days	110,012	133,677
91 to 180 days	14,417	12,868
181 days to 1 year	1,886	5,802
Over 1 year	4,296	2,801
Financial liabilities measured at amortised cost	130,611	155,148

10 CONVERTIBLE BONDS

The movements of the convertible bonds are as follows:

	Convertible Bonds
	RMB'000
As at 1 January 2024 (restated)	929,191
Interest expenses	52,467
Exchange adjustment	6,736
As at 30 June 2024 and 1 July 2024 (restated)	988,394
Interest expenses	56,023
Exchange adjustment	14,954
As at 31 December 2024 and 1 January 2025 (restated)	1,059,371
Interest expenses	59,162
Gain on modification of convertible bonds	(165,179)
Exchange adjustment	(16,580)
As at 30 June 2025	936,774

In 2018, the Company issued convertible bonds to Vanguard Glory Limited ("Vanguard Glory") and Hony Capital Fund VIII (Cayman), L.P. ("Hony Fund VIII") separately, with an aggregate principal amount of approximately HKD1,241,880,000. These convertible bonds, contained conversion options, were non-interesting bearing with maturity dates being extended previously to 30 September 2025. On 12 June 2025, the Group successfully renegotiated with the bondholders and further extended the maturity date of the convertible bonds to 30 September 2027. A gain on modification of the convertible notes of RMB165,179,000 was recognised in profit or loss during the six months ended 30 June 2025.

As a result of the change in functional currency of the Company as mentioned in Note 3(b), the convertible bonds are recognised as compound financial instruments in accordance with the Group's accounting policies, and have been presented as such in both the current and comparative periods.

None of the convertible bonds was converted into ordinary shares of the Company during the six months ended 30 June 2025 (six months ended 30 June 2024: none).

11 DIVIDENDS

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

BUSINESS REVIEW AND PROSPECTS

The Group is a healthcare services technology group driven by dual engines of industrial investment and scientific operations. As of 30 June 2025, the Group focuses on the healthcare service market in the Yangtze River Delta region of China, providing safe, efficient and professional medical services to residents through the management and operation in the vicinity of the comprehensive medical institutions owned, managed and founded by the Group (the "Group Hospital(s)"). In the current environment of intensified competition and stricter regulations in the healthcare service market, the Group is unwavering in its commitment to lead the Group Hospitals down a path of scientific and standardized management that meets industry requirements. We will focus more on differentiated development, enhance our capabilities in specialized treatment, strengthen talent acquisition and training efforts, promote the application of new technologies such as artificial intelligence, and actively explore innovative business models.

In the first half of 2025, the Group further optimized our asset quality and expanded our business scale, achieving a total revenue of approximately RMB743.0 million, which represents a year-on-year increase of approximately 3.3%. During the Reporting Period, the profit amounted to approximately RMB168.6 million, after excluding the impact of non-operational factors such as interest expenses on convertible bonds, gains from the revision to the terms of convertible bonds and amortization of intangible assets. The adjusted operating profit was approximately RMB70.6 million, reflecting a year-on-year decrease of approximately 19.2%. This decrease was primarily due to industry policy impacts such as reforms in medical insurance payment methods and the construction of Compact County Medical and Health Alliances. Although the quality of medical services at Group Hospitals has steadily improved, related medical service revenue and profit still experienced a decline.

Deepening the Construction of Core Competitiveness in Hospitals

Group Hospitals are the core resource for building our healthcare service technology group and serve as the research and practice base for our general medical management model. Through our long-term scientific operations, Group Hospitals have withstood the successive impacts of the COVID-19 pandemic and China's ongoing domestic healthcare reform policies, gaining recognition from both the market and government authorities for their medical service quality and sense of social responsibility. In light of the increasingly competitive healthcare market, we remain committed to the management baseline of legal practice and standardized operations. We closely align with the market demands, policy guidelines, and individual advantages of the regions where our Group Hospitals are located, exploring specialist clinics and brand strategies that suit their development.

As the reform of China's healthcare service system deepens-particularly reforms in medical insurance payment methods and the construction of Compact County Medical and Health Alliances—the traditional business model of medical services has been significantly impacted, making the transformation of non-public comprehensive medical groups urgent. At the same time, with the initiation of new efforts to rectify malpractice in pharmaceutical procurement and medical services, a healthy market competition order is being rebuilt, which is beneficial to non-public medical institutions with stable business scales, standardized management systems, and specialized clinics. From the perspective of the general medical service business in the first half of the year, the business scale of our Group Hospitals is under pressure; however, the revenue structure and management efficiency have been further improved and the level of reasonable diagnosis and treatment has significantly enhanced, laying a solid foundation for innovation in the Group's business model.

Strong Financial Stability

In the first half of 2025, the Group reached a consensus with Vanguard Glory and Hony Fund VIII to extend the maturity dates of the Vanguard Glory Convertible Bonds and the Hony Fund VIII Convertible Bonds to 30 September 2027, as described in the section headed "CONNECTED TRANSACTION IN RELATION TO EXTENSION OF MATURITY DATE OF CONVERTIBLE BONDS" of this announcement. This extension allows the Company to defer significant cash outflows and provides greater financial flexibility in allocating operational funds for business operations and development, without incurring additional financing costs for immediate repayments. Moreover, given the uncertainty in the economic environment and fierce competition in the industry, the holding of sufficient funds will safeguard the Company's ability to cope with complex environments and meet potential investment needs, particularly in areas of internal development such as equipment maintenance and upgrades, as well as talent recruitment and training.

PROSPECTS IN THE SECOND HALF OF THIS YEAR

In the second half of 2025, the Group will actively seek innovative business model opportunities, responding to local policy guidance for Group Hospitals. We will leverage our technological and brand advantages to promote convenient and beneficial services such as healthy weight management outpatient services, family doctor programs and medical accompaniment services. Additionally, we will explore the possibility of establishing regional hospital medical consortium and expand collaborations with advanced service providers related to precision medicine, focusing on the provision of supplementary services for families of patients within the public basic healthcare system.

FINANCIAL REVIEW

Results of Operations

During the Reporting Period, our revenue was approximately RMB743.0 million, representing an increase of approximately 3.3% when compared with approximately RMB719.5 million of the Corresponding Period of Previous Year, which was mainly attributable to the increase in the revenue of general hospital services from individual patients.

Our adjusted gross profit was approximately RMB155.0 million for the Reporting Period, excluding the impacts of expenses of share-based awards and depreciation and amortisation of identifiable assets identified in acquisitions, representing a decrease of approximately 4.2% when compared with approximately RMB161.8 million for the Corresponding Period of Previous Year. This was mainly attributable to the increase in employee benefit of the hospital expenses and the cost of inventories.

We recorded administrative expenses of approximately RMB62.4 million for the Reporting Period, representing an increase of approximately 25.7% when compared with approximately RMB49.6 million for the Corresponding Period of Previous Year, which was primarily due to the growth of business scale.

We recorded adjusted operating profit (excluding the impacts of expenses of share-based awards and depreciation and amortisation of identifiable assets identified in acquisitions) of approximately RMB102.5 million for the Reporting Period, representing a decrease of approximately RMB20.5 million from approximately RMB123.0 million for the Corresponding Period of Previous Year. This is mainly attributable to the decrease in the gross profit.

For the Reporting Period, we have recorded an adjusted net profit of approximately RMB70.6 million, representing a decrease of approximately 19.2% when compared to the adjusted net profit of approximately RMB87.3 million of the Corresponding Period of Previous Year. Without taking into account the impact of the adjusted items, such a decrease was mainly due to the decrease of the gross profit.

LIQUIDITY AND CAPITAL RESOURCES

As at 30 June 2025, our total equity was approximately RMB727.3 million (as at 31 December 2024: approximately RMB576.6 million). As at 30 June 2025, we had current assets of approximately RMB1,019.7 million (as at 31 December 2024: approximately RMB1,099.1 million) and current liabilities of approximately RMB668.4 million (as at 31 December 2024: approximately RMB1,809.9 million). As at 30 June 2025, our current ratio was approximately 1.53, as compared with approximately 0.61 as at 31 December 2024.

Our current assets decrease by approximately RMB79.4 million from approximately RMB1,099.1 million as at 31 December 2024 to approximately RMB1,019.7 million as at 30 June 2025, primarily due to a decrease in cash and cash equivalents and financial assets at fair value through profit or loss. Our current liabilities decreased by approximately RMB1,141.5 million from approximately RMB1,809.9 million as at 31 December 2024 to approximately RMB668.4 million as at 30 June 2025, primarily due to the decrease in convertible bonds.

Our primary uses of cash in the Reporting Period were for working capital, term deposits and payment for financial assets at fair value through profit or loss. We financed our liquidity requirements mainly with cash flows generated from our operating activities. As at 30 June 2025, we had bank borrowings of approximately RMB63.1 million. Of our borrowings, approximately RMB43.1 million bear interest at a fixed rate of 3.0%, RMB20.0 million bear interest at a fixed rate of 2.6% (as at 31 December 2024: approximately RMB82.1 million), and we had cash and cash equivalents of approximately RMB612.4 million (as at 31 December 2024: approximately RMB714.1 million).

As at 30 June 2025 and 31 December 2024, the Group's borrowings were repayable as follows:

Bank bo	Bank borrowings	
As at	As at	
30 June	31 December	
2025	2024	
RMB'000	RMB '000	
63,100	82,100	

As at 30 June 2025, the net gearing ratio, calculated based on the borrowing balance divided by the total assets, of the Company is approximately 2.5%. The Directors believed that, after taking into account the financial resources available to us, we had sufficient working capital to meet our needs. Save as disclosed in this announcement, as at 30 June 2025, the Group did not have any other material contingent liabilities or guarantees.

On 13 September 2024, the Company entered into a guarantee agreement (the "2024 Nanyang Guarantee Agreement") with Nanyang Commercial Bank (China) Limited Beijing Branch* (南洋商業銀行 (中國) 有限公司北京分行) (the "Nanyang Bank"), pursuant to which (i) the guarantee agreement dated 3 November 2023 entered into between the Company and Nanyang Bank shall be superseded by the 2024 Nanyang Guarantee Agreement and (ii) the Company agreed to provide a corporate guarantee for Zhejiang Jinhua Guangfu Oncological Hospital* (浙江金華廣福腫瘤醫院) ("Jinhua Guangfu Hospital") in favour of Nanyang Bank in connection with the repayment obligations of Jinhua Guangfu Hospital up to a maximum outstanding amount of RMB104.0 million (the "2024 Nanyang Corporate Guarantee"). As at 30 June 2025, the 2024 Nanyang Corporate Guarantee remained effective.

On 13 September 2024, the Company, Tibet Honghe Zhiyuan Business Management Co., Ltd.* (西藏弘 和志遠企業管理有限公司) ("Tibet Honghe Zhiyuan"), a wholly-owned subsidiary of the Company, and Zhejiang Honghe Zhiyuan Medical Technology Co., Ltd.*(浙江弘和致遠醫療科技有限公司) ("Zhiyuan Medical"), which is indirectly owned as to 75% by the Company, entered into a guarantee agreement (the "2024 CCB Guarantee Agreement") with China Construction Bank Corporation Jinhua Branch*(中國建設銀行股份有限公司金華分行)("China Construction Bank"), pursuant to which the Company, Tibet Honghe Zhiyuan and Zhiyuan Medical agreed to provide a joint liability guarantee for Jinhua Guangfu Hospital in favour of China Construction Bank in connection with the repayment obligations of Jinhua Guangfu Hospital up to a maximum outstanding amount of RMB173.0 million. On 13 September 2024, Impeccable Success Limited ("Impeccable Success"), a wholly-owned subsidiary of the Company, entered into a pledge agreement with China Construction Bank (the "CCB Pledge Agreement"), pursuant to which Impeccable Success agreed to pledge its 75% equity interests in Zhiyuan Medical to China Construction Bank as security for the repayment obligations of Jinhua Guangfu Hospital up to a maximum outstanding amount of RMB66.66 million. For the avoidance of doubt, the financial assistance provided by the Group in favour of China Construction Bank, as contemplated under the 2024 CCB Guarantee Agreement and the CCB Pledge Agreement (the "CCB Financial Assistance"), will not exceed a maximum outstanding amount of RMB173.0 million. As at 30 June 2025, the CCB Financial Assistance remained effective.

On 13 September 2024, the Company entered into a credit loan agreement with Jinhua Guangfu Hospital (the "2024 Credit Loan Agreement"), pursuant to which the Company has conditionally agreed to grant a revolving loan credit limit of RMB150.0 million to Jinhua Guangfu Hospital at an interest rate of 3.69% per annum, for an availability period from the effective date of the 2024 Credit Loan Agreement to 30 September 2027. Accordingly, the loan agreement entered into between the Company and Jinhua Guangfu Hospital on 24 July 2019, pursuant to which the Company granted a principal amount of RMB80.0 million to Jinhua Guangfu Hospital (the "2019 Loan Agreement"), and the loan agreement entered into between Tibet Honghe Zhiyuan and Jinhua Guangfu Hospital on 20 November 2020 (as supplemented by the supplemental loan agreement in 2023), pursuant to which Tibet Honghe Zhiyuan grant a maximum principal amount of RMB20.0 million to Jinhua Guangfu Hospital (the "2020 Loan Agreement") were superseded upon the entering into of the 2024 Credit Loan Agreement. The outstanding principal amounts granted under the 2019 Loan Agreement and the revolving loan credit limit granted under the 2024 Credit Loan Agreement. As at 30 June 2025, the outstanding principal amount of the 2024 Credit Loan Agreement was RMB100.0 million.

According to Rule 14.22 of the Listing Rules, the Stock Exchange will aggregate a series of transactions and treat them as if there were one transaction if they are all completed within a 12-month period or are otherwise related. Since the transactions contemplated under the 2024 Nanyang Guarantee Agreement, the 2024 CCB Guarantee Agreement, the CCB Pledge Agreement and the 2024 Credit Loan Agreement constitute financial assistance provided by the Group to Jinhua Guangfu Hospital, the transactions contemplated under the 2024 Nanyang Guarantee Agreement, the 2024 CCB Guarantee Agreement, the CCB Pledge Agreement and the 2024 Credit Loan Agreement are required to be aggregated pursuant to Rule 14.22 of the Listing Rules.

As the highest applicable percentage ratio in respect of the transactions contemplated under the 2024 Nanyang Guarantee Agreement, the 2024 CCB Guarantee Agreement, the CCB Pledge Agreement and the 2024 Credit Loan Agreement, when aggregate, is more than 25% but less than 100%, the entering into of the 2024 Nanyang Guarantee Agreement, the 2024 CCB Guarantee Agreement, the CCB Pledge Agreement and the 2024 Credit Loan Agreement and the transactions contemplated thereunder constitute a major transaction of the Company and shall be subject to the reporting, announcement, circular and shareholders' approval requirements under Chapter 14 of the Listing Rules.

Pursuant to Rule 14.44 of the Listing Rules, shareholders' approval may be obtained by written shareholders' approval without convening a general meeting. To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, no shareholders or any of their respective associates has a material interest in each of the 2024 Nanyang Guarantee Agreement, the 2024 CCB Guarantee Agreement, the CCB Pledge Agreement and the 2024 Credit Loan Agreement and the transactions contemplated thereunder. Accordingly, no shareholder would be required to abstain from voting if a general meeting is required to be convened to approve the entering into of the 2024 Nanyang Guarantee Agreement, the 2024 CCB Guarantee Agreement, the CCB Pledge Agreement and the 2024 Credit Loan Agreement and the transactions contemplated thereunder.

As the Company has obtained the written approval from Vanguard Glory, which is directly interested in 97,000,000 shares (representing approximately 70.19% of the issued share capital of the Company) on 13 September 2024, the Company is not required to convene an extraordinary general meeting for the purpose of approving the entering into of the 2024 Nanyang Guarantee Agreement, the 2024 CCB Guarantee Agreement, the CCB Pledge Agreement and the 2024 Credit Loan Agreement and the transactions contemplated thereunder in accordance with Rule 14.44 of the Listing Rules.

A circular containing, among other things, (i) further details of the 2024 Nanyang Guarantee Agreement, the 2024 CCB Guarantee Agreement, the CCB Pledge Agreement and the 2024 Credit Loan Agreement and the transactions contemplated thereunder; and (ii) other information as required under the Listing Rules, was dispatched to the shareholders for their information on 25 September 2024.

For details, please refer to the announcements of the Company dated 24 July 2019, 20 November 2020, 27 September 2022, 11 November 2022, 3 November 2023, 14 November 2023 and 13 September 2024 and the circular of the Company dated 25 September 2024.

MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

Disclosable transaction in relation to the acquisition of the entire equity interest of Cixi Honghe Property Management Company Limited

On 20 May 2025, Cixi Honghe Medical Management Company Limited* (慈溪弘和醫療管理有限公司) (the "Purchaser"), an indirect non-wholly owned subsidiary of the Company, entered into an equity transfer agreement (the "Equity Transfer Agreement") with Cixi Honghe Hospital* (慈溪弘和醫院) (the "Seller"). Pursuant to the Equity Transfer Agreement, the Seller agreed to sell, and the Purchaser agreed to acquire, the entire equity interest in the Cixi Honghe Property Management Company Limited* (慈溪弘和物業管理有限公司) (the "Target Company") at a consideration of RMB49.47 million. Upon completion of the acquisition of the entire equity interest in the Target Company and the transactions contemplated under the Equity Transfer Agreement, the Target Company shall become a subsidiary of the Company, the financial results of which will be consolidated into the consolidated financial statements of the Group. Please refer to the announcement published by the Company on 20 May 2025.

Save as disclosed in this announcement, the Group did not undertake any material acquisitions and disposals of subsidiaries, associates and joint ventures from 1 January 2025 until 30 June 2025.

CONNECTED TRANSACTION IN RELATION TO EXTENSION OF MATURITY DATE OF CONVERTIBLE BONDS

On 12 June 2025, in accordance with the terms and conditions of the convertible bonds with an aggregate principal amount of HKD468.0 million issued by the Company to Vanguard Glory on 5 March 2018 (the "Vanguard Glory Convertible Bonds"), the Company and Vanguard Glory entered into a deed of amendment (the "Vanguard Glory Deed of Amendment") to extend the maturity date of the Vanguard Glory Controvertible Bonds (the "Vanguard Glory Alteration of Terms").

Pursuant to the Vanguard Glory Alteration of Terms, the maturity date of the Vanguard Glory Convertible Bonds has been extended from 30 September 2025 to 30 September 2027.

Save as revised by the Vanguard Glory Alteration of Terms, all of the terms and conditions of the Vanguard Glory Convertible Bonds remain unchanged and in full force.

On 12 June 2025, in accordance with the terms and conditions of the convertible bonds with an aggregate principal amount of approximately HKD773.9 million issued by the Company to Hony Fund VIII on 7 August 2018 (the "Hony Fund VIII Convertible Bonds"), the Company and Hony Fund VIII entered into the deed of amendment (the "Hony Fund Deed of Amendment") to extend the maturity date of the Hony Fund VIII Convertible Bonds (the "Hony Fund Alteration of Terms").

Pursuant to the Hony Fund Alteration of Terms, the maturity date of the Hony Fund VIII Convertible Bonds has been extended from 30 September 2025 to 30 September 2027.

Save as revised by the Hony Fund Alteration of Terms, all of the terms and conditions of the Hony Fund VIII Convertible Bonds remain unchanged and in full force.

As at the date of this announcement, the respective principal amount of the Vanguard Glory Convertible Bonds and the Hony Fund VIII Convertible Bonds remains outstanding in full, and Vanguard Glory and Hony Fund VIII has not exercised its respective conversion rights.

At the extraordinary general meeting of the Company convened on 30 June 2025, among other things, the Vanguard Glory Deed of Amendment, the Vanguard Glory Alteration of Terms contemplated thereunder, the Hony Fund Deed of Amendment and the Hony Fund Alteration of Terms contemplated thereunder have been approved by the independent Shareholders.

Further details, please refer to the announcements of the Company dated 12 June 2025 and 30 June 2025 and the circular of the Company dated 13 June 2025.

SIGNIFICANT INVESTMENTS AND FUTURE PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS

As of 30 June 2025, the Group did not have any significant investments or future plans for material investments or capital assets.

EXPOSURE TO FOREIGN EXCHANGE RISK

Foreign exchange risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates.

As at 30 June 2025, the Group was exposed to foreign exchange risk arising from foreign currency transactions, primarily with respect to USD and HKD.

The Group mainly operates in the PRC with most of its transactions settled in RMB. Foreign exchange rate risk arises when recognized assets and liabilities are denominated in a currency that is not the entity's functional currency.

The Group did not use any derivative financial instruments to hedge foreign exchange risk. The Group will constantly review the economic situation and its foreign exchange risk profile, and will consider appropriate hedging measures in the future, as may be necessary.

PLEDGE OF ASSETS

On 13 September 2024, the Company, Tibet Honghe Zhiyuan and Zhiyuan Medical provided a joint liability guarantee for Jinhua Guangfu Hospital in favour of China Construction Bank in connection with the repayment obligations of Jinhua Guangfu Hospital up to a maximum outstanding amount of RMB173.0 million. Impeccable Success has pledged its paid-up equity interests in Zhiyuan Medical to China Construction Bank as security for the repayment obligations of Jinhua Guangfu Hospital up to a maximum outstanding amount of RMB66.66 million. For the avoidance of doubt, the financial assistance provided by the Group in favor of China Construction Bank mentioned above will not exceed a maximum outstanding amount of RMB173.0 million. As at 30 June 2025, the principal amount of loan balance of Jinhua Guangfu Hospital was RMB120.2 million.

On 13 September 2024, the Company provided a corporate guarantee for Jinhua Guangfu Hospital in favor of Nanyang Bank in connection with the repayment obligations up to a maximum outstanding amount of RMB104.0 million. As at 30 June 2025, the principle amount of loan balance of Jinhua Guangfu Hospital was RMB60.0 million.

Jiande Hospital of Traditional Chinese Medicine Co., Ltd.*(建德中醫院有限公司) ("Jiande Hospital") entered into three one-year loan agreements with Agricultural Bank of China Jiande Branch. As at 30 June 2025, the outstanding amount of the loans was RMB43.1 million. These bank loans were secured by trade receivables held by Jiande Hospital.

On 17 April 2025, Jiande Hospital entered into a one-year loan agreement with Bank of Communications Jiande Branch. As at 30 June 2025, the outstanding amount of this loan was RMB20.0 million. This bank loan was guaranteed by Jiande Dajia Chinese Medicines Pharmaceutical Technology Co., Ltd.* (建德大家中醫藥科技有限公司) ("DJ Pharmaceutical Technology").

Save as disclosed in this announcement, as at 30 June 2025, the Group did not have any other pledged assets.

INTERIM DIVIDEND

The Board has resolved not to declare any interim dividend for the six months ended 30 June 2025.

HUMAN RESOURCES

As at 30 June 2025, we had a total of 1,839 employees (as at 30 June 2024: 1,491). The increase of employee was mainly due to the growth of business scale. We provide wages, employee-related insurance and employee benefits to our employees. Remuneration packages for our employees mainly consist of base salary, welfare and bonus. For the six months ended 30 June 2025, the total employee benefits expenses (including Directors' remuneration) were approximately RMB244.0 million (for the six months ended 30 June 2024: approximately RMB215.1 million).

We set performance targets for our employees based on their position and department, and regularly review their performance. The results of these reviews are used in their salary determinations, bonus awards and promotion appraisals. As required by PRC laws and regulations, our employees participate in several government-run benefit programs, including but not limited to retirement benefit programs, housing provident fund, medical insurance and other employee social insurance programs. The Company has adopted certain share-based payment schemes for the purpose of, among others, providing incentive and rewards to eligible persons with outstanding performance and contributions to the Group.

We provide ongoing training for our employees. Our doctors and other medical professionals regularly receive technical training in their relevant fields. Our administrative and management staff also receive systematic training on management skills and business operations.

EVENTS AFTER THE REPORTING PERIOD

The Group had no significant events after 30 June 2025 and up to the date of this announcement.

COMPLIANCE WITH THE CODE ON CORPORATE GOVERNANCE PRACTICES

The Company has adopted the code provisions as set out in the Corporate Governance Code (the "CG Code") contained in Appendix C1 to the Listing Rules. Except for as disclosed below, the Board considers that, during the Reporting Period, the Company has complied with the applicable code provisions set out in the CG Code. The Company will continue to review and enhance its corporate governance practices to ensure compliance with the CG Code.

Provision C.2.1 of the CG Code stipulates that the roles of chairman and chief executive officer should be separate and should not be performed by the same individual. Mr. SHAN Guoxin has resigned as the chief executive officer of the Company ("Chief Executive Officer") and Mr. ZHAO John Huan has resigned as the chairman of the Board with effect from 23 June 2020. On the same date, Mr. CHEN Shuai ("Mr. CHEN") has been appointed as the chairman of the Board and the acting Chief Executive Officer. Mr. CHEN will only serve as the acting Chief Executive Officer until the Board appoints a new Chief Executive Officer. The Board is in the course of identifying suitable candidate to fill the position of Chief Executive Officer in order to comply with provision C.2.1 of the CG Code again, and believes that the appointment of Mr. CHEN as the acting Chief Executive Officer will ensure the normal operation of the Company in the meantime and is in the interests of the Company and its shareholders as a whole.

AUDIT COMMITTEE

The unaudited results and the interim financial information of the Group for the Reporting Period have been reviewed by the Audit Committee. The Audit Committee consists of three independent non-executive Directors, namely Mr. ZHOU Xiangliang (Chairman), Mr. SHI Luwen and Mr. DANG Jinxue. The Audit Committee is of the opinion that such financial information complies with applicable accounting standards, the Listing Rules and all other applicable legal requirements.

PURCHASE, SALE AND REDEMPTION OF THE COMPANY'S LISTED SECURITIES

Save as disclosed in this announcement, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities during the Reporting Period.

PUBLICATION OF INTERIM RESULTS AND INTERIM REPORT

This announcement is published on the websites of the Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Company (www.hcclhealthcare.com). The interim report of the Company for the Reporting Period will be dispatched to the shareholders of the Company and made available for viewing on the above websites in due course.

By order of the Board **Hospital Corporation of China Limited Chen Shuai**

Chairman and Acting Chief Executive Officer

Hong Kong, 27 August 2025

As at the date of this announcement, the Directors of the Company are Mr. CHEN Shuai, Mr. PU Chengchuan and Ms. PAN Jianli being the executive Directors; Ms. LIU Lu and Ms. WANG Nan being the non-executive Directors; Mr. DANG Jinxue, Mr. SHI Luwen and Mr. ZHOU Xiangliang being the independent non-executive Directors.

* For identification purpose only

Certain figures set out in this announcement have been subject to rounding adjustments. Accordingly, figures shown as the currency conversion or percentage equivalents may not be an arithmetic sum of such figures. Any discrepancies in any table between totals and sums of amounts listed therein are due to rounding.