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LIPPO LIMITED

力寶有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 226)

INTERIM RESULTS FOR THE SIX MONTHS ENDED 30 JUNE 2025

The Board of Directors of Lippo Limited (the “Company”) announces the unaudited consolidated interim results of the Company and its subsidiaries (collectively, the “Group”) for the six months ended 30 June 2025 together with the comparative figures for the corresponding period in 2024 as follows:

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS

For the six months ended 30 June 2025

		Unaudited Six months ended 30 June	
	Note	2025 HK\$'000	2024 HK\$'000
Revenue	3	421,209	410,008
Cost of sales		(155,625)	(143,855)
Gross profit		265,584	266,153
Administrative expenses	5	(221,779)	(222,794)
Other operating expenses	5	(78,700)	(104,795)
Net fair value loss on financial instruments at fair value through profit or loss	5	(987)	(51,822)
Other losses — net	4	(9,530)	(6,657)
Finance costs		(37,645)	(57,176)
Share of results of associates		(4,370)	20,436
Share of results of joint ventures	6	40,657	(433,063)
Loss before tax	5	(46,770)	(589,718)
Income tax	7	(3,743)	(5,129)
Loss for the period		(50,513)	(594,847)
Attributable to:			
Equity holders of the Company		(38,668)	(436,942)
Non-controlling interests		(11,845)	(157,905)
		(50,513)	(594,847)
		HK cents	HK cents
Loss per share attributable to equity holders of the Company	8		
Basic and diluted		(7.8)	(88.6)

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the six months ended 30 June 2025

	Unaudited	
	Six months ended 30 June	
	2025	2024
	HK\$'000	HK\$'000
Loss for the period	(50,513)	(594,847)
Other comprehensive income/(loss)		
Other comprehensive income/(loss) that may be reclassified to profit or loss in subsequent periods:		
Exchange differences on translation of foreign operations	50,344	(28,066)
Exchange differences reclassified to profit or loss upon liquidation of foreign operations	(89)	35
Share of other comprehensive income/(loss) of associates	64,883	(20,592)
Share of other comprehensive income/(loss) of joint ventures:		
Exchange differences on translation of foreign operations	117,321	(357,790)
Other reserve	2,267	(755)
Net other comprehensive income/(loss) that may be reclassified to profit or loss in subsequent periods, net of tax	234,726	(407,168)
Other comprehensive income/(loss) that will not be reclassified to profit or loss in subsequent periods:		
Changes in fair value of equity instruments at fair value through other comprehensive income	8,026	(1,300)
Share of changes in fair value of equity instruments at fair value through other comprehensive income of joint ventures	(2,527)	(85,776)
Net other comprehensive income/(loss) that will not be reclassified to profit or loss in subsequent periods, net of tax	5,499	(87,076)
Other comprehensive income/(loss) for the period, net of tax	240,225	(494,244)
Total comprehensive income/(loss) for the period	189,712	(1,089,091)
Attributable to:		
Equity holders of the Company	115,874	(794,999)
Non-controlling interests	73,838	(294,092)
	189,712	(1,089,091)

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2025

	Note	30 June 2025 HK\$'000 (Unaudited)	31 December 2024 HK\$'000 (Audited)
Non-current assets			
Intangible assets		21,034	21,034
Fixed assets		853,395	895,829
Investment properties		562,247	512,482
Right-of-use assets		135,610	150,164
Interests in associates		880,789	825,626
Interests in joint ventures		79,504	148,734
Financial assets at fair value through other comprehensive income		127,113	46,267
Financial assets at fair value through profit or loss		383,409	390,988
Debtors, prepayments and other assets	10	89,811	18,270
Deferred tax assets		6,492	5,893
		3,139,404	3,015,287
Current assets			
Properties held for sale		780	780
Inventories		28,199	25,001
Debtors, prepayments and other assets	10	172,141	141,863
Financial assets at fair value through profit or loss		112,551	101,927
Other financial assets		6,653	7,082
Tax recoverable		201	116
Restricted cash	12(b)	71,251	-
Cash and cash equivalents		184,929	425,320
		576,705	702,089
Assets of a subsidiary classified as held for distribution	11	-	9,545,440
		576,705	10,247,529
Current liabilities			
Bank and other borrowings	12	206,977	311,554
Lease liabilities		55,077	55,910
Creditors, accruals and other liabilities	13	158,234	511,595
Tax payable		120,997	119,207
		541,285	998,266
Liabilities directly associated with assets of a subsidiary classified as held for distribution	11	-	563,296
		541,285	1,561,562
Net current assets		35,420	8,685,967
Total assets less current liabilities		3,174,824	11,701,254

		30 June 2025 HK\$'000 (Unaudited)	31 December 2024 HK\$'000 (Audited)
	Note		
Non-current liabilities			
Bank and other borrowings	12	1,434,178	1,394,304
Lease liabilities		91,867	105,901
Creditors, accruals and other liabilities	13	9,580	10,808
Deferred tax liabilities		9,233	10,541
		<hr/>	<hr/>
		1,544,858	1,521,554
		<hr/>	<hr/>
Net assets		1,629,966	10,179,700
		<hr/>	<hr/>
Equity			
Equity attributable to equity holders of the Company			
Share capital	14	986,598	986,598
Reserves		(181,586)	5,995,361
		<hr/>	<hr/>
		805,012	6,981,959
Non-controlling interests		824,954	3,197,741
		<hr/>	<hr/>
Total equity		1,629,966	10,179,700
		<hr/>	<hr/>

Note:

1. BASIS OF PREPARATION

The interim results are unaudited, condensed and have been prepared in accordance with Hong Kong Accounting Standard (“HKAS”) 34 *Interim Financial Reporting* issued by the Hong Kong Institute of Certified Public Accountants and the applicable disclosure provisions of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. The interim results do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group’s annual financial statements for the year ended 31 December 2024. The interim results have been reviewed by the audit committee of the Company.

The financial information relating to the year ended 31 December 2024 that is included in the interim results as comparative information does not constitute the Company’s statutory annual consolidated financial statements for that year but is derived from those financial statements. Further information relating to these statutory financial statements required to be disclosed in accordance with section 436 of the Hong Kong Companies Ordinance is as follows:

The Company has delivered the financial statements for the year ended 31 December 2024 to the Registrar of Companies as required by section 662(3) of, and Part 3 of Schedule 6 to, the Hong Kong Companies Ordinance.

The Company’s auditor has reported on those financial statements. 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 Hong Kong Companies Ordinance.

The accounting policies adopted in the preparation of the interim results are consistent with those applied in the preparation of the Group’s annual financial statements for the year ended 31 December 2024, except for the adoption of the following amended HKFRS Accounting Standard for the first time for the current period’s interim results:

Amendments to HKAS 21

Lack of Exchangeability

The adoption of the above amended HKFRS Accounting Standard has had no significant financial effect on the interim results. The Group has not applied any new or amended HKFRS Accounting Standards that are not yet effective for the current financial period.

2. SEGMENT INFORMATION

For management purposes, the Group is organised into business units based on their products and services, and has reportable operating segments as follows:

- (a) the property investment segment includes investments relating to the letting and resale of properties;
- (b) the property development segment includes the development and sale of properties;
- (c) the treasury investment segment includes investments in money markets;
- (d) the securities investment segment includes investments in securities that are held for trading and for long-term strategic purposes;
- (e) the food businesses segment mainly includes food manufacturing and food retail operations in chains of cafés and bistros;
- (f) the healthcare services segment includes the provision of healthcare management services;
- (g) the property management segment includes the provision of property management services; and
- (h) the “other” segment comprises principally the provision of project management services, mineral exploration and extraction and investment in a closed-end fund.

Management monitors the results of the Group’s operating segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on reportable segment profit/(loss) and comprises segment results of the Company and its subsidiaries, the Group’s share of results of associates and joint ventures.

Segment results are measured consistently with the Group’s profit/(loss) before tax except that the Group’s share of results of associates and joint ventures, unallocated corporate expenses and certain finance costs are excluded from such measurement.

Segment assets exclude interests in associates and joint ventures, deferred tax assets, tax recoverable and other head office and corporate assets which are managed on a group basis.

Segment liabilities exclude tax payable, deferred tax liabilities and other head office and corporate liabilities which are managed on a group basis.

Inter-segment transactions are on an arm’s length basis in a manner similar to transactions with third parties.

Six months ended 30 June 2025

	Property investment HK\$'000	Property development HK\$'000	Treasury investment HK\$'000	Securities investment HK\$'000	Food businesses HK\$'000	Healthcare services HK\$'000	Property management HK\$'000	Other HK\$'000	Inter- segment elimination HK\$'000	Consolidated HK\$'000
Revenue										
External	15,528	-	2,271	4,267	392,320	-	5,952	871	-	421,209
Inter-segment	2,184	-	-	-	-	-	269	-	(2,453)	-
Total	17,712	-	2,271	4,267	392,320	-	6,221	871	(2,453)	421,209
Segment results	(4,243)	(1,702)	2,271	5,785	(2,478)	-	4,942	39	(18)	4,596
Unallocated corporate expenses										(57,000)
Finance costs										(30,653)
Share of results of associates	-	1,685	-	-	-	38	-	(6,093)	-	(4,370)
Share of results of joint ventures	41,024	-	-	-	(367)	-	-	-	-	40,657
Loss before tax										(46,770)
Other segment information:										
Capital expenditure <i>(Note)</i>	60	-	-	-	11,878	-	2	280	-	12,220
Depreciation	(7,342)	(5)	-	-	(56,188)	-	(4)	(20)	1,997	(61,562)
Interest income	6,573	-	2,271	173	895	-	-	-	-	9,912
Finance costs	(2,475)	-	-	-	(4,686)	-	-	-	169	(6,992)
Loss on disposal of fixed assets	(14)	-	-	-	(306)	-	-	-	-	(320)
Write-back of provisions/(Provisions) for impairment losses on:										
Inventories	-	-	-	-	(836)	-	-	-	-	(836)
Loans and receivables	-	-	-	57	6	-	-	-	-	63
Net fair value gain/(loss) on financial instruments at fair value through profit or loss	-	-	-	1,567	(2,554)	-	-	-	-	(987)
Fair value loss on investment properties	(8,650)	-	-	-	-	-	-	-	-	(8,650)
Unallocated:										
Capital expenditure <i>(Note)</i>										69
Depreciation										(2,184)
Finance costs										(30,653)
Realised translation gains reclassified to the statement of profit or loss relating to liquidation of foreign operations										89

Six months ended 30 June 2024

	Property investment HK\$'000	Property development HK\$'000	Treasury investment HK\$'000	Securities investment HK\$'000	Food businesses HK\$'000	Healthcare services HK\$'000	Property management HK\$'000	Other HK\$'000	Inter- segment elimination HK\$'000	Consolidated HK\$'000
Revenue										
External	42,962	-	3,544	7,583	347,617	-	6,283	2,019	-	410,008
Inter-segment	2,184	-	-	-	-	-	294	-	(2,478)	-
Total	45,146	-	3,544	7,583	347,617	-	6,577	2,019	(2,478)	410,008
Segment results	9,636	(3,414)	3,544	(45,737)	(19,589)	-	5,203	907	106	(49,344)
Unallocated corporate expenses										(89,787)
Finance costs										(37,960)
Share of results of associates	-	10,021	-	-	-	(2,718)	-	13,133	-	20,436
Share of results of joint ventures	(432,682)	9	-	-	(390)	-	-	-	-	(433,063)
Loss before tax										(589,718)
Other segment information:										
Capital expenditure (<i>Note</i>)	68	-	-	-	13,809	-	4	221	-	14,102
Depreciation	(9,328)	(27)	-	-	(57,514)	-	(4)	(157)	1,997	(65,033)
Interest income	31,471	-	3,544	748	937	-	-	1,367	-	38,067
Finance costs	(14,786)	-	-	-	(4,719)	-	-	(4)	293	(19,216)
Gain/(Loss) on disposal of:										
Fixed assets	-	-	-	-	(145)	-	-	-	-	(145)
Subsidiaries	-	-	-	-	-	-	-	957	-	957
Provisions for impairment losses on:										
Inventories	-	-	-	-	(540)	-	-	-	-	(540)
Loans and receivables	-	-	-	-	(1,103)	-	-	-	-	(1,103)
Net fair value loss on financial instruments at fair value through profit or loss	-	-	-	(51,822)	-	-	-	-	-	(51,822)
Fair value loss on investment properties	(5,000)	-	-	-	-	-	-	-	-	(5,000)
Unallocated:										
Capital expenditure (<i>Note</i>)										4,004
Depreciation										(2,847)
Finance costs										(37,960)
Loss on disposal of fixed assets										(5)
Realised translation loss reclassified to the statement of profit or loss relating to liquidation of foreign operations										(35)

Note: Capital expenditure includes additions to fixed assets and exploration and evaluation assets.

	Property investment HK\$'000	Property development HK\$'000	Treasury investment HK\$'000	Securities investment HK\$'000	Food businesses HK\$'000	Healthcare services HK\$'000	Property management HK\$'000	Other HK\$'000	Inter- segment elimination HK\$'000	Consolidated HK\$'000
At 30 June 2025 (unaudited)										
Segment assets	1,126,212	780	148,303	642,427	700,821	-	1,031	4,631	(5,486)	2,618,719
Interests in associates	-	-	-	-	-	509,172	-	371,617	-	880,789
Interests in joint ventures	-	-	-	41,736	37,768	-	-	-	-	79,504
Unallocated assets										137,097
Total assets										3,716,109
Segment liabilities	209,219	645	-	41,989	324,003	442,517	1,065	295,183	(988,312)	326,309
Unallocated liabilities										1,759,834
Total liabilities										2,086,143
At 31 December 2024 (audited)										
Segment assets	1,226,475	73,481	449,156	558,821	698,477	-	683	4,519	(7,458)	3,004,154
Interests in associates	6,452	290,632	-	-	-	470,175	-	355,451	-	1,122,710
Interests in joint ventures	8,996,813	37	-	41,279	36,970	-	-	-	-	9,075,099
Unallocated assets										60,853
Total assets										13,262,816
Segment liabilities	718,937	9,465	-	41,513	343,826	436,520	1,529	300,469	(992,483)	859,776
Unallocated liabilities										2,223,340
Total liabilities										3,083,116

3. REVENUE

An analysis of revenue is as follows:

	Six months ended 30 June	
	2025	2024
	HK\$'000	HK\$'000
Revenue from contracts with customers:		
Revenue from food manufacturing operation	202,855	166,400
Revenue from restaurant operation	187,787	179,479
Provision of management services	6,130	6,555
	396,772	352,434
Revenue from other sources:		
Property rental income from operating leases:		
Variable lease payments that do not depend on an index or a rate	-	26
Other lease payments, including fixed payments	8,955	11,465
	8,955	11,491
Interest income	9,912	38,067
Dividend income	4,094	6,835
Other	1,476	1,181
	24,437	57,574
	421,209	410,008

Disaggregated revenue information for revenue from contracts with customers

Segments	Food businesses HK\$'000	Property management HK\$'000	Other HK\$'000	Total HK\$'000
Six months ended 30 June 2025				
Types of goods or services:				
Revenue from food manufacturing operation	202,855	-	-	202,855
Revenue from restaurant operation	187,787	-	-	187,787
Provision of management services	-	5,952	178	6,130
Total revenue from contracts with customers	<u>390,642</u>	<u>5,952</u>	<u>178</u>	<u>396,772</u>
Geographical markets:				
Hong Kong	125,083	4,964	144	130,191
Mainland China	-	988	-	988
Republic of Singapore	222,922	-	34	222,956
Malaysia	42,637	-	-	42,637
Total revenue from contracts with customers	<u>390,642</u>	<u>5,952</u>	<u>178</u>	<u>396,772</u>
Timing of revenue recognition:				
Goods transferred at a point in time	390,642	-	-	390,642
Services transferred over time	-	5,952	178	6,130
Total revenue from contracts with customers	<u>390,642</u>	<u>5,952</u>	<u>178</u>	<u>396,772</u>
Six months ended 30 June 2024				
Types of goods or services:				
Revenue from food manufacturing operation	166,400	-	-	166,400
Revenue from restaurant operation	179,479	-	-	179,479
Provision of management services	-	6,283	272	6,555
Total revenue from contracts with customers	<u>345,879</u>	<u>6,283</u>	<u>272</u>	<u>352,434</u>
Geographical markets:				
Hong Kong	114,488	5,283	63	119,834
Mainland China	-	1,000	-	1,000
Republic of Singapore	220,942	-	209	221,151
Malaysia	10,449	-	-	10,449
Total revenue from contracts with customers	<u>345,879</u>	<u>6,283</u>	<u>272</u>	<u>352,434</u>
Timing of revenue recognition:				
Goods transferred at a point in time	345,879	-	-	345,879
Services transferred over time	-	6,283	272	6,555
Total revenue from contracts with customers	<u>345,879</u>	<u>6,283</u>	<u>272</u>	<u>352,434</u>

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

Segments	Food businesses HK\$'000	Property management HK\$'000	Other HK\$'000	Total HK\$'000
Six months ended 30 June 2025				
Revenue from contracts with customers				
External customers	390,642	5,952	178	396,772
Inter-segment	-	269	-	269
	<hr/>	<hr/>	<hr/>	<hr/>
Total revenue from contracts with customers	390,642	6,221	178	397,041
Revenue from other sources — external	1,678	-	693	2,371
	<hr/>	<hr/>	<hr/>	<hr/>
Total segment revenue	<u>392,320</u>	<u>6,221</u>	<u>871</u>	<u>399,412</u>
 Six months ended 30 June 2024				
Revenue from contracts with customers				
External customers	345,879	6,283	272	352,434
Inter-segment	-	294	-	294
	<hr/>	<hr/>	<hr/>	<hr/>
Total revenue from contracts with customers	345,879	6,577	272	352,728
Revenue from other sources — external	1,738	-	1,747	3,485
	<hr/>	<hr/>	<hr/>	<hr/>
Total segment revenue	<u>347,617</u>	<u>6,577</u>	<u>2,019</u>	<u>356,213</u>

4. OTHER LOSSES — NET

	Six months ended 30 June	
	2025	2024
	HK\$'000	HK\$'000
Gain/(Loss) on disposal of:		
Fixed assets	(320)	(150)
Subsidiaries	-	957
Fair value loss on investment properties	(8,650)	(5,000)
Write-back of provisions/(Provisions) for impairment losses on:		
Inventories	(836)	(540)
Loans and receivables	63	(1,103)
Foreign exchange gains/(losses) — net	124	(786)
Realised translation gains/(losses) reclassified to the statement of profit or loss relating to liquidation of foreign operations	89	(35)
	<hr/>	<hr/>
	<u>(9,530)</u>	<u>(6,657)</u>

5. LOSS BEFORE TAX

Loss before tax is arrived at after crediting/(charging):

	Six months ended 30 June	
	2025	2024
	HK\$'000	HK\$'000
Net fair value gain/(loss) on financial instruments at fair value through profit or loss:		
Financial assets at fair value through profit or loss mandatorily classified as such, including those held for trading:		
Equity securities	10,591	(24,879)
Debt securities	(100)	(2,246)
Investment funds	(10,973)	(19,567)
Derivative financial instruments	(505)	(5,130)
	<u>(987)</u>	<u>(51,822)</u>
Interest income:		
Loans and advances	7,509	33,790
Financial assets at fair value through profit or loss	-	470
Other	2,403	3,807
Staff costs (<i>Note (a)</i>)	(167,960)	(163,518)
Depreciation of fixed assets (<i>Note (b)</i>)	(29,959)	(34,693)
Depreciation of right-of-use assets (<i>Note (c)</i>)	(33,787)	(33,187)
Selling and distribution expenses (<i>Note (d)</i>)	(29,554)	(22,163)
Legal and professional fees (<i>Note (d)</i>)	(5,824)	(34,153)
Consultancy and service fees (<i>Note (d)</i>)	(5,739)	(8,171)
Utilities charges (<i>Note (d)</i>)	(6,884)	(7,096)
Cost of inventories sold (<i>Note (a) and Note (b)</i>)	<u>(154,549)</u>	<u>(141,521)</u>

Note:

- (a) Total staff costs of HK\$14,268,000 (2024 — HK\$11,790,000) and HK\$153,692,000 (2024 — HK\$151,728,000) are included in “Cost of inventories sold” and “Administrative expenses” in the condensed consolidated statement of profit or loss, respectively.
- (b) Depreciation of fixed assets of HK\$8,411,000 (2024 — HK\$9,561,000) and HK\$21,548,000 (2024 — HK\$25,132,000) are included in “Cost of inventories sold” and “Administrative expenses” in the condensed consolidated statement of profit or loss, respectively.
- (c) The amounts are included in “Administrative expenses” in the condensed consolidated statement of profit or loss.
- (d) The amounts are included in “Other operating expenses” in the condensed consolidated statement of profit or loss.

6. SHARE OF RESULTS OF JOINT VENTURES

Share of results of joint ventures for the six months ended 30 June 2025 mainly included share of profit of Lippo ASM Asia Property Limited (“LAAPL”) of HK\$41,432,000 (2024 — loss of HK\$430,239,000). LAAPL ceased to be a joint venture of the Company in January 2025 following the completion of the HKC Share Distribution as disclosed in Note 11 to the interim results.

7. INCOME TAX

	Six months ended 30 June	
	2025	2024
	HK\$'000	HK\$'000
Hong Kong:		
Charge for the period	410	2,832
Overprovision in prior periods	(2)	-
Deferred	(10)	10
	<u>398</u>	<u>2,842</u>
Mainland China and overseas:		
Charge for the period	5,132	2,740
Overprovision in prior periods	(17)	-
Deferred	(1,770)	(453)
	<u>3,345</u>	<u>2,287</u>
Total charge for the period	<u>3,743</u>	<u>5,129</u>

Hong Kong profits tax has been provided at the rate of 8.25% or 16.5% (2024 — 8.25% or 16.5%), as appropriate. For the companies operating in mainland China, the Republic of Singapore and Malaysia, corporate taxes have been calculated on the estimated assessable profits for the period at the rates of 25%, 17% and 24% (2024 — 25%, 17% and 24%), respectively. Taxes on profits assessable elsewhere have been calculated at the rates of tax prevailing in the jurisdictions in which the Group operates.

8. LOSS PER SHARE ATTRIBUTABLE TO EQUITY HOLDERS OF THE COMPANY

(a) Basic loss per share

Basic loss per share is calculated based on (i) the consolidated loss for the period attributable to equity holders of the Company; and (ii) the weighted average number of approximately 493,154,000 ordinary shares (2024 — approximately 493,154,000 ordinary shares) outstanding during the period.

(b) Diluted loss per share

The Group had no potentially dilutive ordinary shares in issue during the six months ended 30 June 2025 and 2024.

9. INTERIM DIVIDEND

The Directors have resolved not to declare the payment of any interim dividend for the six months ended 30 June 2025 (2024 — Nil).

10. DEBTORS, PREPAYMENTS AND OTHER ASSETS

Included in the balances are trade debtors with an ageing analysis, based on the invoice date and net of loss allowance, as follows:

	30 June	31 December
	2025	2024
	HK\$'000	HK\$'000
Outstanding balances with ages:		
Within 30 days	37,960	35,339
Between 31 and 60 days	29,501	22,548
Between 61 and 90 days	16,679	13,749
Over 90 days	1,653	1,115
	<u>85,793</u>	<u>72,751</u>

11. HKC SHARE DISTRIBUTION/ASSETS OF A SUBSIDIARY CLASSIFIED AS HELD FOR DISTRIBUTION/LIABILITIES DIRECTLY ASSOCIATED WITH ASSETS OF A SUBSIDIARY CLASSIFIED AS HELD FOR DISTRIBUTION

On 27 December 2024, the Board of Directors of the Company (the “Board”) declared a special interim distribution in the form of distribution in specie of 1,193,432,757 shares (the “HKC Shares”) in Hongkong Chinese Limited (“HKC”, together with its subsidiaries, the “HKC Group”), a then subsidiary of the Company, to the shareholders of the Company (the “Shareholders”) in proportion to their respective shareholdings in the Company on the basis of 2,420 HKC Shares for every 1,000 shares in the Company held by each qualifying shareholder of the Company (the “HKC Share Distribution”). As at 31 December 2024, assets and liabilities of the HKC Group were reclassified to “assets of a subsidiary classified as held for distribution” and “liabilities directly associated with assets of a subsidiary classified as held for distribution”, respectively.

The HKC Share Distribution was completed in January 2025. Following the completion of the HKC Share Distribution, the Group is now interested in approximately 14.23% of the total number of issued HKC Shares and the investment in HKC is accounted for as financial assets at fair value through other comprehensive income in the consolidated financial statements of the Group. The Group ceased to control the HKC Group and the results of the HKC Group were consolidated in the consolidated financial statements of the Group up to the completion date of the HKC Share Distribution.

Details of effect of the completion of the HKC Share Distribution are as follows:

	2025 HK\$'000
Net assets derecognised:	
Fixed assets	9,450
Investment properties	125,921
Interests in associates	301,605
Interests in joint ventures	9,090,646
Financial assets at fair value through other comprehensive income	48
Financial assets at fair value through profit or loss	2,759
Properties held for sale	63,425
Properties under development	21,260
Debtors, prepayments and other assets	2,335
Tax recoverable	698
Cash and cash equivalents	105,138
Bank loans	(512,133)
Other payable, accruals and other liabilities	(19,335)
Tax payable	(31,025)
Deferred tax liabilities	(10,978)
Non-controlling interests	(2,446,850)
	<hr/> 6,702,964
Derecognition of special interim distribution payable for the HKC Share Distribution	(304,325)
Recognition of the HKC Shares retained by the Group (<i>Note</i>)	(72,492)
Transaction costs of the HKC Share Distribution	3,109
	<hr/> 6,329,256 <hr/>
Decrease in equity attributable to equity holders of the Company	

Note: The value of the HKC Shares is with reference to the quoted market price of the HKC Shares on the completion date of the HKC Share Distribution.

Details of assets and liabilities of the HKC Group classified as held for distribution as at 31 December 2024 are as follows:

	31 December 2024 HK\$'000
Assets	
Fixed assets	9,468
Investment properties	125,350
Interests in associates	297,084
Interests in joint ventures	8,926,365
Financial assets at fair value through other comprehensive income	54
Financial assets at fair value through profit or loss	2,758
Properties held for sale	63,084
Properties under development	20,922
Debtors, prepayments and other assets	2,330
Tax recoverable	695
Cash and cash equivalents	97,330
	<hr/>
Assets of a subsidiary classified as held for distribution	9,545,440
	<hr/>
Liabilities	
Bank loans	501,467
Other payable, accruals and other liabilities	19,321
Tax payable	31,558
Deferred tax liabilities	10,950
	<hr/>
Liabilities directly associated with assets of a subsidiary classified as held for distribution	563,296
	<hr/>
Net assets directly associated with a subsidiary classified as held for distribution	8,982,144
	<hr/>

12. BANK AND OTHER BORROWINGS

	30 June 2025 HK\$'000	31 December 2024 HK\$'000
Current portion:		
Bank loans — secured (<i>Note (a)</i>)	206,977	311,554
Non-current portion:		
Bank loans — secured (<i>Note (a)</i>)	571,122	604,304
Bank loan — unsecured (<i>Note (b)</i>)	73,056	-
Other loans — unsecured (<i>Note (c)</i>)	790,000	790,000
	1,434,178	1,394,304
	1,641,155	1,705,858
Bank and other borrowings by currency:		
Hong Kong dollar	1,594,047	1,665,191
Malaysian ringgit	47,108	40,667
	1,641,155	1,705,858
Bank loans repayable:		
Within one year or on demand	206,977	311,554
In the second year	211,310	173,004
In the third to fifth years, inclusive	432,868	431,300
	851,155	915,858
Other borrowings repayable:		
In the second year	120,000	120,000
In the third to fifth years, inclusive	670,000	670,000
	790,000	790,000

The Group's bank loans bear interest at rates ranging from 0.8% to 6.4% per annum (31 December 2024 — 5.0% to 7.3% per annum).

Note:

- (a) At the end of the reporting period, the bank loans were secured by:
- (i) investment properties and land and buildings of the Group with carrying amounts of HK\$318,814,000 (31 December 2024 — HK\$275,067,000) and HK\$656,213,000 (31 December 2024 — HK\$701,246,000), respectively;
 - (ii) financial assets at fair value through profit or loss with a carrying amount of HK\$76,326,000 (31 December 2024 — HK\$63,254,000) and shares in a listed associate of the Group with market value of HK\$139,954,000 (31 December 2024 — HK\$112,500,000); and
 - (iii) fixed and floating charges over the assets of certain subsidiaries of the Group.

As at 31 December 2024, the bank loans were also secured by shares in certain listed subsidiaries of the Group with market value of HK\$419,194,000.

- (b) The amount represented an unsecured bank loan of the Company in connection with the Proposal as disclosed in Note 15(b) to the interim results. After completion of the Proposal, each of Lippo Capital Limited (“Lippo Capital”, a holding company of the Company), the Company and Skyscraper Realty Limited (a wholly-owned subsidiary of the Company) shall provide a charge over shares in Lippo China Resources Limited (“LCR”, a subsidiary of the Company) held by them to secure the bank loan.

As at 30 June 2025, the restricted cash balance of HK\$71,251,000 (31 December 2024 — Nil) represents the portion of bank loan proceeds which can only be utilised for financing part of the cash consideration payable if the Shareholders elect to receive their entitlements under the Distribution in cash form and payment of the related costs of the Distribution in connection with the Proposal. Further details of the Distribution are disclosed in Note 15(b) to the interim results.

- (c) At the end of the reporting period, all other loans were unsecured and comprised:
- (i) a loan of HK\$70,000,000 (31 December 2024 — HK\$70,000,000) advanced from Lippo Capital, which bears interest at a rate of 4% per annum (31 December 2024 — 4% per annum);
 - (ii) loans of HK\$600,000,000 (31 December 2024 — HK\$600,000,000) from a joint venture of HKC, which bear interest at a rate of 2.25% per annum (31 December 2024 — 2.25% per annum); and
 - (iii) a loan of HK\$120,000,000 (31 December 2024 — HK\$120,000,000) from a controlling shareholder of the Company, which bears interest at a rate of 3% per annum (31 December 2024 — 3% per annum).
- (d) As at 31 December 2024, bank loans of HK\$501,467,000 were classified as liabilities directly associated with assets of a subsidiary classified as held for distribution. These bank loans were denominated in Hong Kong dollars, bore interest at floating rate and repayable in the second year after the end of the reporting period.

13. CREDITORS, ACCRUALS AND OTHER LIABILITIES

Included in the balances are trade creditors with an ageing analysis, based on the invoice date, as follows:

	30 June 2025 HK\$'000	31 December 2024 HK\$'000
Outstanding balances with ages:		
Within 30 days	26,539	27,003
Between 31 and 60 days	8,112	13,186
Between 61 and 90 days	444	3,794
Over 90 days	648	483
	35,743	44,466

As at 31 December 2024, the carrying amount of creditors, accruals and other liabilities included the special interim distribution payable for the HKC Share Distribution of HK\$340,128,000. Such payable was settled by way of distribution of the HKC Shares upon completion of the HKC Share Distribution in January 2025. Details of the HKC Share Distribution are disclosed in Note 11 to the interim results.

14. SHARE CAPITAL

	30 June 2025 HK\$'000	31 December 2024 HK\$'000
Issued and fully paid:		
493,154,032 (31 December 2024 — 493,154,032) ordinary shares	986,598	986,598

In accordance with section 135 of the Hong Kong Companies Ordinance, the ordinary shares of the Company have no par value.

In May 2025, the Company announced a proposed capital reduction by reducing the credit standing to the share capital account of the Company to HK\$50,000,000.00 (the “Capital Reduction”). The Capital Reduction became effective on 29 July 2025. The credit arising from the Capital Reduction was transferred to a capital reduction reserve account of the Company and then be used by the Company to partially set-off against the accumulated losses standing in the Company’s financial statements.

15. EVENTS AFTER THE REPORTING PERIOD

- (a) As disclosed in Note 14 to the interim results, the Capital Reduction of the Company became effective on 29 July 2025.
- (b) It was announced on 28 May 2025 that on 16 May 2025, LL Capital Holdings Limited (the “Offeror”) had requested the Board to put forward to the Shareholders a proposal (the “Proposal”) which comprises (i) the privatisation of the Company by way of a scheme of arrangement (the “Scheme”) under Section 673 of the Companies Ordinance in consideration of a Scheme Consideration of HK\$0.14 per Scheme Share, which will be payable by the Offeror to the Scheme Shareholders in cash; and (ii) conditional upon the satisfaction of the Distribution Conditions, a special distribution by the Company by way of a distribution in specie of up to 303,289,730 LCR Shares, representing approximately 33.01% of the total issued LCR Shares, to the Shareholders (the “Distribution”) who will be able to receive their entitlements under the Distribution either in scrip form or in cash form. As at the date of this announcement, the Proposal, which comprises of the Scheme and the Distribution, remains subject to the fulfilment or waiver, as applicable, of the Scheme Conditions (other than Scheme Conditions (a), (b), (e) and (f) which have been satisfied and Scheme Condition (j) which has been waived by the Offeror) and Distribution Conditions (other than Distribution Conditions (a) and (b) which have been satisfied), respectively, as set out in the sections headed “3. Conditions to the Proposal” in “Part VIII – Explanatory Memorandum” of the composite scheme document dated 23 July 2025 (the “Scheme Document”). Subject to such Scheme Conditions and Distribution Conditions being fulfilled or waived (as applicable), the Scheme is expected to become effective on 23 September 2025 and the listing of the Shares on the Hong Kong Stock Exchange is expected to be withdrawn after 4:00 p.m. on 25 September 2025. Further details of the Proposal are set out in the Scheme Document. Unless otherwise defined herein, capitalised terms used in this Note shall have the same meanings given to them in the Scheme Document.

BUSINESS REVIEW

Overview

The global economy in the first half of 2025 presented a mixed picture. Some economies showed a solid growth but some economies faced tariffs and policy uncertainties. The Hong Kong economy continued to expand solidly in the second quarter of 2025. However, the property market remained weak especially for the commercial sector. Food retail business remains difficult and challenging in Hong Kong. The economy in Singapore, where the major operations of some of the Group's subsidiaries are located, grew by 4.4% in the second quarter of 2025, extending the 4.1% growth in the first quarter of 2025 despite persistent global trade headwinds and US tariff uncertainty.

Results for the Period

Following the completion of the distribution in specie of 1,193,432,757 shares (the "HKC Shares") in Hongkong Chinese Limited ("HKC", together with its subsidiaries, the "HKC Group") to the shareholders of the Company (the "Shareholders") in proportion to their respective shareholdings in the Company on the basis of 2,420 HKC Shares for every 1,000 shares in the Company held by each qualifying shareholder of the Company (the "HKC Share Distribution") in January 2025, the Company's interest in HKC decreased from 73.95% to 14.23%. HKC ceased to be a subsidiary of the Company and the results of the HKC Group were consolidated in the consolidated financial statements of the Group up to the completion date of the HKC Share Distribution. Against this backdrop, the Company (together with its subsidiaries, collectively, the "Group") recorded a consolidated loss attributable to shareholders of HK\$39 million for the six months ended 30 June 2025 (the "Period"), as compared to a consolidated loss of HK\$437 million for the six months ended 30 June 2024 ("2024"). The change was mainly attributable to the deconsolidation of the HKC Group in January 2025 and decrease in net fair value loss on financial instruments at fair value through profit or loss of the Group for the Period.

Revenue for the Period increased to HK\$421 million (2024 — HK\$410 million), of which 55% (2024 — 61%) and 32% (2024 — 31%) were generated from Singapore and Hong Kong, respectively. Food businesses remain the principal sources of revenue of the Group and registered 13% increase in revenue, contributing to 93% (2024 — 85%) of total revenue for the Period.

The Group's other operating expenses mainly included selling and distribution expenses and utilities charges for food businesses, legal and professional fees, and consultancy and service fees. Other operating expenses decreased to HK\$79 million for the Period (2024 — HK\$105 million), which was largely attributable to the decrease in legal and professional fees for the Period.

Food businesses

The Group's food businesses segment recorded a revenue of HK\$392 million for the Period (2024 — HK\$348 million), mainly from food manufacturing and food retail operations in chains of cafés and bistros which revenue increased by 22% and 5%, respectively. The Group is currently operating restaurants under the brands, namely “Chatterbox Café”, “Délifrance”, “alfafa” and “Lippo Chiuchow Restaurant”. The performance of the Group's food manufacturing business in Singapore and Malaysia continued to improve during the Period mainly due to enhanced operational cost management and higher sale revenue arising from the expansion in the Malaysian market. However, the operating environment of the food businesses of the Group remained challenging, especially in Hong Kong. The drop in consumer spending and significant rise in the number of locals making short-stay trips to the Greater Bay Area or overseas, particularly, during weekends and holidays affected the performance of the Group's food businesses in Hong Kong. As a result, the segment incurred a loss of HK\$2 million for the Period (2024 — HK\$20 million). The Group will be cautious in expanding its outlets and continues to innovate and reinvests its offerings to meet customer preferences.

Property investment

The Group's property investment portfolio mainly comprises commercial properties in Hong Kong and mainland China and provides recurrent rental income to the Group. The total segment revenue from the property investment business for the Period decreased to HK\$18 million (2024 — HK\$45 million), which was mainly due to the absence of contribution from the HKC Group which was deconsolidated in January 2025 after the completion of the HKC Share Distribution. The Group recorded a fair value loss on investment properties of HK\$9 million (2024 — HK\$5 million) for the Period, which was mainly due to the drop in market value of the properties in Hong Kong. Segment loss before accounting for share of results of joint ventures amounted to HK\$4 million for the Period (2024 — profit of HK\$10 million).

The Group recorded a share of profit of joint ventures of HK\$41 million for the Period (2024 — loss of HK\$433 million). The profit for the Period was mainly attributable to the share of profit of HK\$41 million from Lippo ASM Asia Property Limited (“LAAPL”). After the completion of the HKC Share Distribution in January 2025, LAAPL ceased to be the joint venture of the Company.

Treasury and securities investments

The Group managed its investment portfolio in accordance with its investment committee's terms of reference and looked for opportunities to enhance yields. The Group invested in a diversified portfolio mainly including listed and unlisted equity securities, debt securities and investment funds. Total revenue of treasury and securities investments businesses amounted to HK\$7 million for the Period (2024 — HK\$11 million). The Group recorded a net fair value gain of HK\$2 million in the statement of profit or loss from its securities investments for the Period as compared with a loss of HK\$52 million in 2024 under this segment. As a result, the treasury and securities investments businesses recorded a profit of HK\$8 million in the statement of profit or loss for the Period (2024 — loss of HK\$42 million).

The Group cautiously manages the mix of its investment portfolio. As at 30 June 2025, the treasury and securities investment portfolio of HK\$791 million (31 December 2024 — HK\$1,008 million) comprised mainly cash and bank balances of HK\$156 million (31 December 2024 — HK\$450 million), financial assets at fair value through profit or loss (“FVPL”) of HK\$496 million (31 December 2024 — HK\$496 million) and financial assets at fair value through other comprehensive income (“FVOCI”) of HK\$127 million (31 December 2024 — HK\$46 million).

Further details of securities investments under different categories are as follows:

Financial assets at fair value through profit or loss

As at 30 June 2025, the Group’s total financial assets at FVPL amounted to HK\$496 million (31 December 2024 — HK\$496 million). The total carrying amount comprised equity securities of HK\$113 million (31 December 2024 — HK\$102 million), debt securities of HK\$17 million (31 December 2024 — HK\$20 million) and investment funds of HK\$366 million (31 December 2024 — HK\$374 million).

Details of the major financial assets at FVPL were as follows:

	As at 30 June 2025			As at 31 December 2024	For the six months ended 30 June 2025
	Fair value	Approximate percentage of financial assets at FVPL	Approximate percentage to the total assets	Fair value	Net fair value gain/(loss)
	HK\$’000			HK\$’000	HK\$’000
GSH Corporation Limited (“GSH”)	76,326	15.4%	2.1%	63,254	13,072
Amasia CIV T, L.P. (“Amasia CIV”)	56,419	11.4%	1.5%	55,814	582
Quantedge Global Fund (“Quantedge”)	40,681	8.2%	1.1%	44,551	147
Others (<i>Note</i>)	322,534	65.0%	8.6%	332,054	(14,283)
Total	495,960	100.0%	13.3%	495,673	(482)

Note : Others comprised of various securities, none of which accounted for more than 6% of financial assets at FVPL as at 30 June 2025.

GSH

As at 30 June 2025, the fair value of the Group’s equity securities in GSH amounted to HK\$76 million, representing approximately 15.4% and 2.1% of the Group’s total financial assets at FVPL and total assets, respectively. An unrealised fair value gain of HK\$13 million was recognised by the Group for the Period. GSH, having its shares listed on the Mainboard of the Singapore Exchange Securities Trading Limited (the “SGX-ST”), is a property developer in Asia with properties under development in Malaysia and mainland China. It also owns and operates the Sutera Harbour Resort in Kota Kinabalu, comprising two five-star hotels, a 104-berth marina and a 27-hole championship golf course, the idyllic Sutera@Mantanani Resort in Sabah and a 200-room hotel in Chongqing, mainland China. GSH’s hospitality business is expected to be positively impacted by the robust tourist arrivals in Malaysia in the near term due to the visa-free entry policy for Chinese nationals and tourism campaign. GSH’s property business in Malaysia continues benefiting from sustained foreign buyer interest, particularly from mainland China. However, the real estate market in mainland China remains challenging.

Amasia CIV

Amasia CIV is a single portfolio fund which invested in Dialpad, Inc. (“Dialpad”). Its namesake product, Dialpad is an AI-powered communications intelligence platform, featuring unified business communications and contact center solutions. The company offers an all-in-one customer communication platform with AI that takes notes and delivers insights. It also offers cloud-based support and contact center platform with AI-powered real-time agent assistance and a knowledge retrieval system. Dialpad continues to expand its AI capabilities, with upcoming features aimed at improving insight surfacing, automating workflows and supporting additional languages to drive adoption. The Group invested US\$2 million into Amasia CIV in 2015 for long-term capital gain. As at 30 June 2025, the fair value of the Group’s investment in Amasia CIV was maintained at HK\$56 million, representing approximately 11.4% and 1.5% of the Group’s total financial assets at FVPL and total assets, respectively.

Quantedge

Quantedge is an unlisted investment fund which aims to achieve absolute long-term capital growth by investing in multiple asset classes across the globe. In line with the objective of the Group to manage its investment portfolio by adopting a proactive but prudent approach, partial redemption of investment in Quantedge has been made since 2022 to realise the cumulated fair value gain and to re-allocate the proceeds for general working capital. During the Period, the Group partially redeemed HK\$4 million of the investment. Coupled with the unrealised fair value gain for the remaining investment of HK\$0.1 million recorded for the Period, the fair value of the Group’s investment in Quantedge was HK\$41 million as at 30 June 2025, representing approximately 8.2% and 1.1% of the Group’s total financial assets at FVPL and total assets, respectively.

Financial assets at fair value through other comprehensive income

In addition to the above investments under financial assets at FVPL, the Group also invested in equity securities which are held for long-term strategic purposes and recorded them under financial assets at FVOCI. Following the completion of the HKC Share Distribution in January 2025, the Group retained approximately 14.23% interest in HKC and the investment is treated as financial assets at fair value through other comprehensive income. As a result, the carrying amount of financial assets at fair value through other comprehensive income as at 30 June 2025 increased to HK\$127 million (31 December 2024 — HK\$46 million).

As at 30 June 2025, the fair value of the Group’s investment in HKC amounted to HK\$77 million, representing approximately 60.4% and 2.1% of the Group’s total financial assets at FVOCI and total assets, respectively. The Group recorded an unrealised fair value gain of HK\$4 million through other comprehensive income for the Period.

Other than HKC, GenieBiome Holdings Limited (“GB”) and H2G Green Limited (“H2G”) are the other two major investments of the Group.

GB is one of the major investments in this category. As at 30 June 2025, the fair value of the Group's investment in GB amounted to HK\$24 million, representing approximately 19.1% and 0.7% of the Group's total financial assets at FVOCI and total assets, respectively. In 2021, the Group made an investment in GB, a biotech company established by a team of internationally renowned university professors of medicine and clinician-scientists in Hong Kong. GB has pioneered the use of microbiome with evidence-based science to tackle a myriad of diseases, revolutionising the prevention, diagnosis and treatment of disease. Its portfolio includes next-generation microbiome precision formula tailored for the Asian population. GB has a pipeline of new products to be launched in market as well as continuing its research and development on microbiome. The performance of GB is satisfactory and dividend income was received during the Period. The Group recorded an unrealised fair value gain of HK\$0.3 million through other comprehensive income for the Period.

H2G is a company listed on the Catalist, the sponsor-supervised listing platform of the SGX-ST. H2G specialises in the last mile distribution of liquefied natural gas via tanks and cylinders, which allows the commercial and industrial end-users to access cleaner and lower-cost energy source (especially compared with diesel). It also engages in the development of processing plants in Singapore for the conversion of non-food cellulosic biomass waste into hydrogen and other useful products (for example, activated carbon/biochar, wood vinegar and renewable fuel). As at 30 June 2025, the fair value of the Group's investment in H2G amounted to HK\$13 million, representing approximately 10.4% and 0.4% of the Group's total financial assets at FVOCI and total assets, respectively. The Group recorded an unrealised fair value gain of HK\$3 million through other comprehensive income for the Period. Separately, the Group also invested approximately HK\$2 million in the listed warrants issued by H2G in 2024. As at 30 June 2025, the fair value of such listed warrants amounted to HK\$7 million and recorded a fair value gain of HK\$2 million through statement of profit and loss account for the Period.

Healthcare services

The Group holds a 40.8% interest in Healthway Medical Corporation Limited ("Healthway", together with its subsidiaries, collectively, the "Healthway Group"), an associate of the Company. Healthway has a wide network of over 130 clinics, primarily in Singapore, offering comprehensive services including general practitioner and family medicine clinics, health screening, adult specialists, baby and child specialists, dental services, day surgery centre and allied healthcare services.

The Healthway Group posted sustained revenue growth for the Period, driven mainly by the general practice and specialist segments, as well as revenue contribution from its day surgery centre. The Group recognised a share of profit of HK\$0.1 million (2024 — loss of HK\$3 million) from the Healthway Group for the Period. As at 30 June 2025, the Group's interest in Healthway amounted to HK\$509 million (31 December 2024 — HK\$470 million).

Other business

TIH Limited (“TIH”, together with its subsidiaries, collectively, the “TIH Group”), a 39.9% owned associate of the Company and listed on the Mainboard of the SGX-ST. The TIH Group currently has two business segments, that is, investment business and fund management. Its income is largely derived from the realisation and/or revaluation of its investments and fee income. Private equity activity started on a strong note in 2025, driven by efforts to deploy accumulated dry power and capitalise on deal momentum carried from the previous year. However, this momentum in deal activity was tempered by macroeconomic headwinds, including tariff volatility, prolonged regulatory and clearance processes, and broader geopolitical tensions. These conditions have led to stretched holding periods and heightened focus on liquidity management across the industry. Southeast Asia continues to hold long-term appeal, supported by growing private consumption, favourable demographics, and sectoral tailwinds in healthcare and digital infrastructure. TIH will continue to explore strategies involving special situations and the acquisition of non-core assets to unlock value. The Group registered a share of loss of HK\$4 million from its investment in TIH for the Period (2024 — profit of HK\$13 million). As at 30 June 2025, the Group’s interests in TIH amounted to HK\$326 million (31 December 2024 — HK\$310 million).

Capital Reduction

In order to allow the Company to have greater flexibility to undertake corporate exercises and/or declare distributions or dividends, in May 2025, it was proposed to implement the capital reduction by reducing the credit standing to the share capital account of the Company from HK\$984,440,426.08 to HK\$50,000,000.00 (the “Capital Reduction”). The Capital Reduction became effective on 29 July 2025. The credit in the amount of HK\$934,440,426.08 arising from the Capital Reduction was transferred to a capital reduction reserve account of the Company and then be used by the Company to partially set-off against the accumulated losses standing in the Company’s financial statements.

The Proposal

It was announced on 28 May 2025 that on 16 May 2025, LL Capital Holdings Limited (the “Offeror”) had requested the Board of Directors of the Company to put forward to the Shareholders a proposal (the “Proposal”) which comprises (i) the privatisation of the Company by way of a scheme of arrangement (the “Scheme”) under Section 673 of the Companies Ordinance in consideration of a Scheme Consideration of HK\$0.14 per Scheme Share, which will be payable by the Offeror to the Scheme Shareholders in cash; and (ii) conditional upon the satisfaction of the Distribution Conditions, a special distribution by the Company by way of a distribution in specie of up to 303,289,730 shares in Lippo China Resources Limited (“LCR”, a subsidiary of the Company), representing approximately 33.01% of the total issued LCR Shares, to the Shareholders (the “Distribution”) who will be able to receive their entitlements under the Distribution either in scrip form or in cash form. As at the date of this announcement, the Proposal, which comprises of the Scheme and the Distribution, remains subject to the fulfilment or waiver, as applicable, of the Scheme Conditions (other than Scheme Conditions (a), (b), (e) and (f) which have been satisfied and Scheme Condition (j) which has been waived by the Offeror) and Distribution Conditions (other than Distribution Conditions (a) and (b) which have been satisfied), respectively, as set out in the sections headed “3. Conditions to the Proposal” in “Part VIII – Explanatory Memorandum” of the composite scheme document dated 23 July 2025 (the “Scheme Document”). Subject to such Scheme Conditions and Distribution Conditions being fulfilled or waived (as applicable), the Scheme is expected to become effective on 23 September 2025 and the listing of the Shares on the Hong Kong Stock Exchange is expected to be withdrawn after 4:00 p.m. on 25 September 2025. Further details of the Proposal are set out in the Scheme Document. Unless otherwise defined herein, capitalised terms used in this section shall have the same meanings given to them in the Scheme Document.

Financial Position

As at 30 June 2025, total assets of the Group amounted to HK\$3.7 billion (31 December 2024 — HK\$3.7 billion, when total assets of the HKC Group with an amount of HK\$9.5 billion is excluded). Total liabilities as at 30 June 2025 decreased to HK\$2.1 billion (31 December 2024 — HK\$2.5 billion, when total liabilities of the HKC Group with an amount of HK\$0.6 billion is excluded). Such decrease in total liabilities was mainly due to the non-cash settlement of the special interim distribution payable upon completion of the HKC Share Distribution in January 2025.

As at 30 June 2025, bank and other borrowings of the Group amounted to HK\$1,641 million (31 December 2024 — HK\$1,706 million, which excluded those liabilities directly associated with the assets held for the HKC Share Distribution). The balance as at 30 June 2025 included secured bank loans of HK\$778 million (31 December 2024 — HK\$916 million), an unsecured bank loan of HK\$73 million (31 December 2024 — Nil) and unsecured other borrowings of HK\$790 million (31 December 2024 — HK\$790 million). The bank and other borrowings were denominated in Hong Kong dollars and Malaysian ringgits. The bank loans were secured by certain investment properties, land and buildings, listed shares held by the Group and fixed and floating charges over the assets of certain subsidiaries of the Group. The unsecured bank loan is made in connection with the Proposal and a portion of the loan proceeds can only be utilised for financing part of the cash consideration payable if the Shareholders elect to receive their entitlements under the Distribution in cash form and payment of the related costs of the Distribution in connection with the Proposal. After completion of the Proposal, Lippo Capital Limited (a holding company of the Company) and the Group shall provide a charge over shares in LCR held by them to secure the bank loan.

As at 30 June 2025, approximately 52% (31 December 2024 — 54%) of the bank and other borrowings carried interest at floating rates with the remaining carried interest at fixed rate. Where appropriate, the Group would use interest rate swaps to modify the interest rate characteristics of its borrowings to limit interest rate exposure. As at 30 June 2025, approximately 13% (31 December 2024 — 18%) of the bank and other borrowings were repayable within one year or on demand. The gearing ratio (measured as bank and other borrowings as stated in the consolidated statement of financial position, net of non-controlling interests, to equity attributable to equity holders of the Company) as at 30 June 2025 was 177.1% (31 December 2024 — 21.3%).

Upon completion of the HKC Share Distribution in January 2025, the Group recorded a decrease in equity attributable to equity holders of the Company directly of HK\$6.3 billion for the Period. Taking into account the loss for the Period and the foreign exchange translation gain recorded directly in reserve due to the appreciation of Singapore dollars for the Period, the consolidated net asset value attributable to equity holders of the Company decreased to HK\$805 million as at 30 June 2025 (31 December 2024 — HK\$6,982 million), which was equivalent to HK\$1.6 per share as at 30 June 2025 (31 December 2024 — HK\$14.2 per share).

The Group monitors the relative foreign exchange position of its assets and liabilities to minimise foreign currency risk. When appropriate, hedging instruments including forward contracts, swaps and currency loans would be used to manage the foreign exchange exposure.

The Group had bankers' guarantees issued in lieu of rental and utility deposits for the premises used for operation of food businesses. As at 30 June 2025, the Group had secured bankers' guarantees of HK\$1 million (31 December 2024 — HK\$1 million) and unsecured bankers' guarantees of HK\$4 million (31 December 2024 — HK\$4 million). The secured bankers' guarantees were secured by certain assets of the Group. Aside from the abovementioned, the Group had neither material contingent liabilities outstanding nor charges on the Group's assets at the end of the Period (31 December 2024 — Nil).

Total capital commitment of the Group as at 30 June 2025 amounted to HK\$82 million (31 December 2024 — HK\$84 million), which are mainly related to the committed investments in certain unlisted investment funds for long-term strategic purpose. The investments or capital assets will be financed by the Group's internal resources and external bank financing, as appropriate.

Staff and Remuneration

The Group had 851 full-time employees as at 30 June 2025 (30 June 2024 — 856 full-time employees). Staff costs (including directors' emoluments) charged to the statement of profit or loss for the Period amounted to HK\$168 million (2024 — HK\$164 million). The Group ensures that its employees are offered competitive remuneration packages. The Group also provides benefits such as medical insurance and retirement funds to employees to sustain competitiveness of the Group.

PROSPECTS

Global growth is projected at 3.0% in 2025. The forecast is slightly higher than the earlier forecast. It is mainly due to lower average US tariff rates than announced in April 2025 and an improvement in financial conditions due to a weaker US dollar and fiscal expansion in some major economies. The Hong Kong Government's proactive efforts in promoting tourism and mega events may benefit the economy and food retail businesses in Hong Kong. The authorities in mainland China have called for supply-related measures to address overcapacity in certain industries which is positive for sentiment. The economic growth in mainland China is expected to be moderate for the second half of 2025. The Ministry of Trade and Industry in Singapore recently upgraded its GDP growth forecast for 2025 from "0.0 to 2.0%" to "1.5% to 2.5%" which largely reflected the better-than-expected performance of the Singapore economy in the first half of 2025. However, the economic outlook for the rest of 2025 remains clouded by uncertainty, with risks tilted to the downside as there is a possibility in a rebound in tariff rates which could lead to a weaker growth. Elevated geopolitical tensions may disrupt global trade and supply chains and push up commodities prices, potentially driving inflation higher and dampening economic activities. Amid the challenging operating environment, the Group and its associates will continue to manage their businesses and monitor their assets and investments cautiously and exercise prudent capital management.

INTERIM DIVIDEND

The Directors have resolved not to declare the payment of any interim dividend for the six months ended 30 June 2025 (2024 — Nil).

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

During the six months ended 30 June 2025, there was no purchase, sale or redemption of the Company's listed securities by the Company or any of its subsidiaries.

AUDIT COMMITTEE

The Company has established an audit committee (the “Committee”). The existing members of the Committee comprise two independent non-executive Directors, namely Mr. Victor Ha Kuk Yung (Chairman) and Mr. King Fai Tsui and one non-executive Director, Mr. Leon Nim Leung Chan. The Committee has reviewed with the management of the Company the accounting principles and practices adopted by the Group and financial reporting matters including the review of the unaudited consolidated interim financial statements of the Group for the six months ended 30 June 2025.

CORPORATE GOVERNANCE

The Company is committed to ensuring high standards of corporate governance practices. The Board of Directors of the Company (the “Board”) believes that good corporate governance practices are increasingly important for maintaining and promoting investor confidence. Corporate governance requirements keep changing, therefore the Board reviews its corporate governance practices from time to time to ensure they meet public and shareholder expectations, comply with legal and professional standards and reflect the latest local and international developments. The Board will continue to commit itself to achieving a high quality of corporate governance so as to safeguard the interests of shareholders and enhance shareholder value.

To the best knowledge and belief of the Directors, the Directors consider that, save as disclosed below, the Company has complied with the code provisions of the Corporate Governance Code (the “CG Code”) as set out in Appendix C1 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited for the six months ended 30 June 2025. Under the code provision F.2.2 (which has been re-numbered as code provision F.1.3 since 1 July 2025) of the CG Code, the chairman of the board should attend the annual general meeting. The Chairman of the Board was unable to attend the annual general meeting of the Company held on 23 June 2025 (the “AGM”) as he was travelling overseas and not contactable at that time. The Deputy Chairman of the Board chaired the AGM for the effective communication between the Company and the shareholders.

By Order of the Board
Lippo Limited
Davy Kwok Fai Lee
Chief Executive Officer

Hong Kong, 28 August 2025

As at the date of this announcement, the Board of Directors of the Company comprises nine directors, of which Dr. Stephen Riady (Chairman), Mr. John Luen Wai Lee (Deputy Chairman), Mr. Davy Kwok Fai Lee (Chief Executive Officer) and Mr. Brian Riady as executive Directors, Mr. Jark Pui Lee and Mr. Leon Nim Leung Chan as non-executive Directors and Mr. King Fai Tsui, Mr. Victor Ha Kuk Yung and Ms. Min Yen Goh as independent non-executive Directors.