

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



途屹控股

TU YI HOLDING COMPANY LIMITED

途屹控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1701)

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

The board (the “**Board**”) of directors (the “**Directors**”) of Tu Yi Holding Company Limited (the “**Company**”) would like to announce the unaudited condensed consolidated interim results of the Company and its subsidiaries (the “**Group**”) for the six months ended 30 June 2025 (the “**Period Under Review**”).

FINANCIAL HIGHLIGHTS

	For the six month ended 30 June		
	2025	2024	Period-on-
	RMB'000	RMB'000	period
			change (%)
Revenue	159,797	90,585	76.4
Gross profit	48,183	26,483	81.9
Net profit attributable to equity shareholders of the Company	19,934	4,596	334
Earnings per share – Basic (<i>RMB cent</i>)	1.99	0.46	333
Earnings per share – Diluted (<i>RMB cent</i>)	N/A	N/A	N/A
	As at	As at 31	Period-on-
	30 June	December	period
	2025	2024	change (%)
Current ratio (%)	166.9	145.7	21.2
			percentage points
Gearing ratio (%)	24.7	25.1	(0.4)
			percentage points

MANAGEMENT DISCUSSION AND ANALYSIS

The Group is a well-established comprehensive travel products and service provider in both the People's Republic of China (the “**PRC**”) and Japan, focusing on the design, development and sale of Japan outbound travel package tours and day tours and outbound free independent traveller products (the “**FIT Products**”); the provision of visa application processing services and other ancillary travel-related products and services; operation of an online store retailer for Japanese-lifestyle-oriented products and its e-commerce business platform – the online cross-border duty-free shop business under its brand “**Direct Courier from Shop Manager**” (“**店長直郵**”) (the “**Duty-free Shop Business**”); and the operation of self-owned Shuzenji Onsen Hotel Takitei (the “**Shizuoka Hotel**”) and Hotel Comfact (the “**Tokyo Hotel**”) in Japan (collectively, the “**Hotels Operation**”). During the Period Under Review, the Group continued to leverage on its well-established product capacities and networks in Japan, the strong demand in inbound travel to Japan and growing overseas demand for curated Japan itineraries, and achieved increases for overall revenue and net profit attributable to equity shareholders of the Company by 76.4% and 334% respectively when comparing to the corresponding period of 2024. The sales of day tours business segment has been the Group's strategic focus and it contributed more than 70% of the Group's revenue since 2024 and during the Period Under Review, the Group has implemented various measures to increase the gross profit margin sales of day tours and increase the operation capacity of sales of day tours in terms of increasing capacity buffer and the variety of product spectrum. The gross profit margin of sales of day tours increased by approximately 6.4%, from approximately 20.8% in the first half of 2024 to approximately 27.2% in the first half of 2025, which increased the overall gross profit margin by approximately 1%. Despite these positive developments, the Board does not recommend the payment of an interim dividend for the six months ended 30 June 2025 in order to retain sufficient liquidity for future growth and expansion.

BUSINESS REVIEW AND PROSPECTS

During the Period Under Review, for the purpose of increasing buffer capacity and broadening the range of day-tour products, the Group procured 36 high-specification tour buses, which materially expanded transport capacity, improved service quality and punctuality, reduced per-passenger transport costs, and decreased reliance on outsourced services and thereby strengthened the Group's competitiveness in the sales of day tours business segment. Furthermore, for the purpose of diversifying its business spectrum to capture the growth of sales of day tours business segment, the Group entered into food and beverage business by launching a self-operated restaurant near Mt. Fuji, Tokyo, Japan to enrich end-to-end customer experience. The Group's restaurant in the Mount Fuji area, which commenced operations in the first half of 2025, serves traditional Japanese cuisine to both tour guests and the general public. These strategic initiatives laid a solid foundation for the sales of day tours segment's growth, driving approximately 70% Period-on-Period revenue growth during the Period under Review. Looking ahead to the second half of 2025, the Group has set forth several strategic goals:–

- **Quality-led, differentiated, end-to-end integration.** The Group will deepen our access to high-quality tourism resources in Japan and continue to launch more distinctive, value-added products to lift customer satisfaction and repeat purchase rates.

- **Digital and intelligent operations.** The Group will enhance the online booking experience, strengthen customer data analytics and precision marketing, and apply smart scheduling and capacity planning to improve operating efficiency and market responsiveness.
- **Strengthening core assets.** The Group will steadily expand self-owned transportation, hotel and food and beverage business assets to build a stable, efficient reception capacity, reduce reliance on external resources, and enhance the resilience of gross margins.
- **Global partnerships and channels.** The Group will deepen collaboration with overseas strategic partners, broaden our international sales network, and further raise brand awareness and influence in global markets.

Backed by an integrated value chain, a solid financial foundation, agile market strategies and a strengthening brand, the Group is well positioned to capture industry growth opportunities in the second half of 2025, deliver higher-quality development, and generate sustained, attractive returns for shareholders and investors.

FINANCIAL REVIEW

Revenue and gross profit margin

The breakdown of revenue, average revenue per traveller (“ART”) and gross profit margin by business segment during the periods under review is set forth below:

	For the six months ended 30 June 2025				For the six months ended 30 June 2024			
	Revenue RMB'000 (Unaudited)	ART RMB (Unaudited)	% of revenue (Unaudited)	Gross profit margin (Unaudited)	Revenue RMB'000 (Unaudited)	ART RMB (Unaudited)	% of revenue (Unaudited)	Gross profit margin (Unaudited)
Sales of package tours	13,783	12,691	8.6%	8.8%	12,007	11,923	13.2%	14.8%
Sales of day tours	128,232	279	80.2%	27.2%	66,128	348	73.0%	20.8%
Margin income from sales of FIT products (net basis)	1,447	119	1.0%	100%	1,320	500	1.5%	100%
Margin income from the provision of visa application processing services (net basis)	1,193	32	0.7%	100%	1,220	37	1.3%	100%
Hotels Operation – Japan	13,280	365	8.3%	62.1%	8,670	256	9.6%	91.7%
Duty-free Shop business – Japan and the PRC	1,862	477	1.2%	61.1%	1,240	287	1.4%	41.2%
	<u>159,797</u>		<u>100%</u>	<u>30.2%</u>	<u>90,585</u>		<u>100%</u>	<u>29.2%</u>

Sales of package tours, sales of day tours and margin income from sales of FIT Products and provision of visa application processing services (net basis)

The Group is a well-established and active outbound travel products and service provider in the PRC, focusing on the design, development and sale of Japan outbound travel package tours and day tours and outbound FIT Products, the provision of visa application processing services and other ancillary travel-related products. The Group's package tours generally comprises flights, hotel accommodations, meals, transportation and sight-seeing activities as a bundled package and are accompanied by tour escorts from departure till return to the PRC, and they range from standardised package tours to tailor-made and customised tours for customers with specific requirements. The Group's day tour products generally consist of day tours ranging from one day to six days, which mainly target travellers who are neither package tours nor FIT Product customers and have purchased air tickets/hotel accommodations separately, but wish to participate in local day tours. The FIT Products mainly comprise air tickets, hotel accommodations and flight-plus-hotel bundled packages.

Revenue from sales of day tours and sales of package tours increased by approximately 94% and approximately 16% respectively when comparing to the corresponding period of 2024, which was primarily due to the fact that the Group extended its business to overseas markets through cooperating with various overseas travel partners and landing on various travel channels.

Hotels Operation – Japan

The Group operates its self-owned Shizuoka Hotel and Tokyo Hotel. The revenue of the Hotels Operation increased by approximately 53% when comparing to the corresponding period of 2024, which was primarily due to the fact that the Group initiated more cross-selling promotion for its Hotel Operation segment along with the growth of the sale of day tours segment.

Duty-free Shop Business – Japan and the PRC

The Group operates its Duty-free Shop Business in the premises of the Tokyo Hotel, together with its online Duty-free Shop Business under the name “Direct Courier from Shop Manager” (“店長直郵”). During the Period Under Review, the revenue of the Duty-free Shop Business increased by approximately 50% when comparing to the corresponding period of 2024, which was primarily due to the fact that the Group initiated more cross-selling promotion for its Duty-free Shop Business segment along with the growth of the sale of day tours segment.

Administrative expenses

The Group's administrative expenses increased by approximately 40% for the Period Under Review as compared to that of the corresponding period in 2024. This increase was consistent with the resumption and expansion in the Group's business scale, primarily attributable to the reasons mentioned in the business review above.

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the six months ended 30 June 2025

		Six months ended 30 June	
	Notes	2025	2024
		RMB'000	RMB'000
		(Unaudited)	(Unaudited)
Revenue	3	159,797	90,585
Cost of sales and services rendered		<u>(111,614)</u>	<u>(64,102)</u>
Gross profit		48,183	26,483
Other income	4	3,046	1,823
Other gains/(losses), net	4	168	(891)
Selling and distribution expenses		(9,303)	(6,914)
Administrative expenses		(21,642)	(15,454)
Reversal of expected credit loss ("ECL")			
on trade receivables		13	—
Share of results of an associate		(23)	—
Finance costs	5	<u>(544)</u>	<u>(546)</u>
Profit before tax	6	19,898	4,501
Income tax credit	7	<u>58</u>	<u>80</u>
Profit for the period		<u>19,956</u>	<u>4,581</u>
Other comprehensive income/(loss), net of tax:			
<i>Item that may be reclassified to profit or loss in subsequent periods:</i>			
Exchange differences on translation of foreign operations		6,776	(6,669)
<i>Item that will not be reclassified to profit or loss in subsequent periods:</i>			
Fair value changes of financial assets at fair value through other comprehensive income		<u>1</u>	<u>(4)</u>
Other comprehensive income/(loss) for the period		<u>6,777</u>	<u>(6,673)</u>
Total comprehensive income/(loss) for the period		<u><u>26,733</u></u>	<u><u>(2,092)</u></u>

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME (CONTINUED)

For the six months ended 30 June 2025

		Six months ended 30 June	
	Note	2025	2024
		RMB'000	RMB'000
		(Unaudited)	(Unaudited)
Profit for the period attributable to:			
Equity shareholders of the Company		19,934	4,596
Non-controlling interests		22	(15)
		<u>19,956</u>	<u>4,581</u>
Total comprehensive income/(loss) for the period attributable to:			
Equity shareholders of the Company		26,711	(2,064)
Non-controlling interests		22	(28)
		<u>26,733</u>	<u>(2,092)</u>
Earnings per share	8		
Basic (RMB cent)		1.99	0.46
Diluted (RMB cent)		N/A	N/A

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 30 June 2025

	Notes	30 June 2025 RMB'000 (Unaudited)	31 December 2024 RMB'000 (Audited)
Non-current assets			
Property, plant and equipment		102,258	87,258
Investment properties		13,753	13,753
Right-of-use assets		283	572
Freehold land		38,756	36,319
Investment in an associate		467	490
Other intangible assets		257	257
Financial assets at fair value through other comprehensive income		2	1
Deferred tax assets		8,047	7,854
		<u>163,823</u>	<u>146,504</u>
Current assets			
Inventories		1,060	846
Trade receivables	10	19,206	24,753
Prepayments, deposits and other receivables		43,968	24,413
Financial assets at fair value through profit or loss		2,502	–
Pledged short-term bank deposits		1,500	1,500
Cash and cash equivalents		31,753	40,065
		<u>99,989</u>	<u>91,577</u>
Current liabilities			
Trade payables	11	17,530	22,167
Contract liabilities, other payables and accruals		22,213	18,554
Interest-bearing bank borrowings	12	19,990	21,119
Lease liabilities		157	453
Tax payable		16	559
		<u>59,906</u>	<u>62,852</u>
Net current assets		<u>40,083</u>	<u>28,725</u>
Total assets less current liabilities		<u>203,906</u>	<u>175,229</u>

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION (CONTINUED)

At 30 June 2025

	<i>Note</i>	30 June 2025 <i>RMB'000</i> (Unaudited)	31 December 2024 <i>RMB'000</i> (Audited)
Non-current liabilities			
Interest-bearing bank borrowings	12	28,115	26,209
Lease liabilities		—	19
Deferred tax liabilities		6,479	6,422
		<u>34,594</u>	<u>32,650</u>
NET ASSETS		<u>169,312</u>	<u>142,579</u>
Capital and reserves			
Share capital		8,797	8,797
Reserves		158,218	131,507
		<u>167,015</u>	<u>140,304</u>
Equity attributable to equity shareholders of the Company		167,015	140,304
Non-controlling interests		2,297	2,275
		<u>169,312</u>	<u>142,579</u>
TOTAL EQUITY		<u>169,312</u>	<u>142,579</u>

NOTES

For the six months ended 30 June 2025

1 CORPORATE INFORMATION

Tu Yi Holding Company Limited (the “**Company**”) is a limited liability company incorporated in the Cayman Islands on 27 February 2018. The registered address of the Company is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands. The principal place of business in Hong Kong is located at 27/F, 157 Johnston Road, Wan Chai, Hong Kong. The principal place of business in Mainland China is located at Room 813, 8/F, Block 4, Hai Chuang Technology Centre, No. 1288 Wenyi West Road, Cangqian Sub-district, Yuhang District, Hangzhou City, Zhejiang Province, the People’s Republic of China (the “**PRC**”). The shares of the Company are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) since 28 June 2019.

The Company is an investment holding company. During the six months ended 30 June 2025, the Company’s subsidiaries (together with the Company collectively referred to as the “**Group**”) were principally involved in (i) sales of outbound travel package tours and day tours; (ii) sales of free independent traveller (“**FIT**”) products; (iii) provision of visa application processing services; (iv) hotels operation; and (v) duty-free shop business.

In the opinion of the directors of the Company, as at 30 June 2025, Mr. Yu Dingxin, Mr. Pan Wei and Mr. Xu Jiong (collectively referred to as the “**Controlling Shareholders**”) are collectively considered to be the ultimate controlling shareholders of the Company pursuant to the concert party agreement dated 13 April 2018 signed between the Controlling Shareholders. York Yu Co., Ltd and David Xu Co., Ltd (incorporated in the British Virgin Islands (the “**BVI**”) and directly and wholly owned by Mr. Yu Dingxin), King Pan Co., Ltd (incorporated in the BVI and directly and wholly owned by Mr. Pan Wei) and Jeffery Xu Co., Ltd (incorporated in the BVI and directly and wholly owned by Mr. Xu Jiong) are collectively considered to be the ultimate and immediate holding companies of the Company.

2 BASIS OF PREPARATION

The Group’s unaudited condensed consolidated interim financial information for the six months ended 30 June 2025 has been prepared in accordance with Hong Kong Accounting Standard (“**HKAS**”) 34 *Interim Financial Reporting* issued by the Hong Kong Institute of Certified Public Accountants (the “**HKICPA**”) and the applicable disclosure requirements of the Rules Governing the Listing of Securities on the Stock Exchange.

The Group’s unaudited condensed consolidated interim financial information does not include all the information and disclosures required in the annual consolidated financial statements, and should be read in conjunction with the Group’s consolidated financial statements for the year ended 31 December 2024. The accounting policies adopted in the preparation of these unaudited condensed consolidated interim financial information are consistent with those followed in the preparation of the Group’s consolidated financial statements for the year ended 31 December 2024 except for the amendments to HKFRS Accounting Standards and Interpretation issued by the HKICPA that adopted for the first time for current period.

2 BASIS OF PREPARATION (CONTINUED)

In the current interim period, the Group has applied the following amendments to HKFRS Accounting Standards issued by the HKICPA for the first time, which are mandatorily effective for the Group's financial year beginning on or after 1 January 2025:

Amendments to HKAS 21

Lack of Exchangeability

The application of the amendments to HKFRS Accounting Standards had no material impact on the Group's consolidated financial performance and positions for the current and prior periods and/or on the disclosure set out in these unaudited condensed consolidated interim financial information.

These unaudited condensed consolidated interim financial information is presented in Renminbi ("RMB") because the Group's principal operations are carried out in the PRC and all values are rounded to the nearest thousand except when otherwise indicated. The Group's unaudited condensed consolidated interim financial information has been reviewed by the audit committee of the Company.

3 REVENUE AND SEGMENT INFORMATION

For management purpose, the Group's businesses include (i) sales of package tours and day tours; (ii) hotels operation; (iii) sales of FIT products; (iv) provision of visa application processing services; and (v) duty-free shop business. Revenue recognised during the six months ended 30 June 2025 is as follows:

	Six months ended 30 June	
	2025	2024
	<i>RMB'000</i>	<i>RMB'000</i>
	(Unaudited)	(Unaudited)
Revenue from contracts with customers within the scope of HKFRS 15		
Sales of package tours and day tours	142,015	78,135
Hotels operation income	13,280	8,670
Margin income from sales of FIT products	1,447	1,320
Margin income from the provision of visa application processing services	1,193	1,220
Income from duty-free shop business	1,862	1,240
	<u>159,797</u>	<u>90,585</u>

3 REVENUE AND SEGMENT INFORMATION (CONTINUED)

Disaggregation of revenue from contracts with customers within the scope of HKFRS 15

The Group derives revenue from the transfer of goods and services over time and at a point in time in the following major products and services lines:

	Six months ended 30 June	
	2025	2024
	RMB'000	RMB'000
	(Unaudited)	(Unaudited)
Timing of revenue recognition:		
Over time:		
– Sales of package tours and day tours	142,015	78,135
– Hotels operation income	13,280	8,670
	155,295	86,805
At a point in time:		
– Margin income from sales of FIT products	1,447	1,320
– Margin income from the provision of visa application processing services	1,193	1,220
– Income from duty-free shop business	1,862	1,240
	4,502	3,780
Total	159,797	90,585

At 30 June 2025 and 31 December 2024, the remaining performance obligations (unsatisfied or partially unsatisfied) were expected to be recognised within one year. As permitted under HKFRS 15, the transaction prices allocated to these unsatisfied contracts are not disclosed.

Segment Information

The Group's chief operating decision makers (the "CODM") have been identified as the executive directors of the Company. The information reported to the CODM, for the purpose of resource allocation and assessment of performance, does not contain discrete operating segment financial information and the CODM reviewed the financial results of the Group as a whole. Accordingly, no segment information is presented.

3 REVENUE AND SEGMENT INFORMATION (CONTINUED)

Geographical information

(a) Revenue from external customers

	Six months ended 30 June	
	2025	2024
	RMB'000	RMB'000
	(Unaudited)	(Unaudited)
The PRC*	144,655	80,680
Japan [#]	15,142	9,905
Total	159,797	90,585

* From sales of package tours and day tours, sales of FIT products and provision of visa application processing services.

[#] From hotels operation and duty-free shop business.

(b) Information about major customers

Revenue from customers of the corresponding period individually contributing over 10% (six months ended 30 June 2024: 10%) of the Group's total revenue are as follows:

	Six months ended 30 June	
	2025	2024
	RMB'000	RMB'000
	(Unaudited)	(Unaudited)
Customer A (note)	N/A	25,846

Note: Revenue are derived from sales of package tours and day tours. The corresponding revenue did not contribute over 10% of the total revenue of the Group during the six months ended 30 June 2025.

(c) Non-current assets

	30 June	31 December
	2025	2024
	RMB'000	RMB'000
	(Unaudited)	(Audited)
The PRC	30,097	30,488
Japan	125,677	108,161
Total	155,774	138,649

The non-current assets disclosed above are based on the locations of assets and exclude financial assets at fair value through other comprehensive income and deferred tax assets.

4 OTHER INCOME AND OTHER GAINS/(LOSSES), NET

	Six months ended 30 June	
	2025	2024
	<i>RMB'000</i>	<i>RMB'000</i>
	(Unaudited)	(Unaudited)
Other income		
Bank interest income	69	72
Government grants	42	72
Rental income from investment properties under operating leases, net of direct outgoings of RMB48,000 (six months ended 30 June 2024: RMB46,000)	956	919
Interest income from loans to third parties	516	696
Rental income from motor vehicles	1,281	–
Others	182	64
	<u>3,046</u>	<u>1,823</u>
Other gains/(losses), net		
Foreign exchange gains, net	22	44
Changes in fair value of financial assets at fair value through profit or loss	146	(935)
	<u>168</u>	<u>(891)</u>

5 FINANCE COSTS

	Six months ended 30 June	
	2025	2024
	<i>RMB'000</i>	<i>RMB'000</i>
	(Unaudited)	(Unaudited)
Interest on bank borrowings	544	539
Interest on lease liabilities	–	7
	<u>544</u>	<u>546</u>

6 PROFIT BEFORE TAX

The Group's profit before tax is arrived at after charging:

	Six months ended 30 June	
	2025	2024
	<i>RMB'000</i>	<i>RMB'000</i>
	(Unaudited)	(Unaudited)
Cost of services rendered	110,890	63,373
Cost of inventories sold	724	729
Depreciation of property, plant and equipment	4,687	1,927
Depreciation of right-of-use assets	289	386
Amortisation of other intangible assets	19	33
	110,890	63,373
Employee benefit expense (excluding directors' remuneration):		
Wages and salaries	9,837	9,288
Payments to defined contribution plans	838	919
Staff welfare expenses	621	71
	11,296	10,278

7 INCOME TAX CREDIT

The income tax credit of the Group is analysed as follows:

	Six months ended 30 June	
	2025	2024
	<i>RMB'000</i>	<i>RMB'000</i>
	(Unaudited)	(Unaudited)
Deferred tax	(58)	(80)

8 EARNINGS PER SHARE

(a) Basic earnings per share

The calculation of the basic earnings per share is based on the profit for the period attributable to equity shareholders of the Company of approximately RMB19,957,000 (six months ended 30 June 2024: RMB4,596,000), and the weighted average number of 1,000,000,000 ordinary shares (six months ended 30 June 2024: 1,000,000,000) in issue during the six months ended 30 June 2025.

(b) Diluted earnings per share

No diluted earnings per share has been presented as there were no potential dilutive shares outstanding for the six months ended 30 June 2025 and 2024.

9 DIVIDENDS

The Board did not recommend any payment of the dividend for the six months ended 30 June 2025, nor has any dividend been proposed since the end of the reporting period (six months ended 30 June 2024: Nil).

10 TRADE RECEIVABLES

	30 June 2025 RMB'000 (Unaudited)	31 December 2024 RMB'000 (Audited)
Trade receivables	19,356	24,916
Less: Loss allowance for ECLs	(150)	(163)
	19,206	24,753

An ageing analysis of the trade receivables as at the end of the reporting period, based on the transaction date and net of loss allowance, is as follows:

	30 June 2025 RMB'000 (Unaudited)	31 December 2024 RMB'000 (Audited)
1 to 30 days	18,405	24,203
31 to 90 days	443	184
91 to 180 days	336	212
181 to 360 days	22	154
	19,206	24,753

11 TRADE PAYABLES

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

	30 June 2025 RMB'000 (Unaudited)	31 December 2024 RMB'000 (Audited)
1 to 30 days	16,307	21,451
31 to 90 days	594	466
91 to 180 days	174	45
181 to 360 days	252	160
Over 360 days	203	45
	17,530	22,167

12 INTEREST-BEARING BANK BORROWINGS

		30 June 2025 <i>RMB'000</i> (Unaudited)	31 December 2024 <i>RMB'000</i> (Audited)
Current	Effective interest rate (%) per annum		
RMB8,000,000 (31 December 2024: RMB8,000,000) secured bank loan	3.2-3.8	8,000	8,000
Japanese Yen (“JPY”) 162,812,000 (31 December 2024: JPY204,812,000) secured bank loan*	1.88	10,157	11,411
JPY51,624,000 (31 December 2024: JPY51,624,000) current portion of long-term secured bank loan*	1.88	1,833	1,708
		<u>19,990</u>	<u>21,119</u>
Non-current	Effective interest rate (%) per annum	30 June 2025 <i>RMB'000</i> (Unaudited)	31 December 2024 <i>RMB'000</i> (Audited)
JPY585,121,000 (31 December 2024: JPY585,121,000) secured bank loan	1.88	<u>28,115</u>	<u>26,209</u>
Analysed into:			
Bank borrowings repayable			
– Within one year or on demand		19,989	21,119
– Within a period of more than one year but not exceeding two years		2,631	2,453
– Within a period of more than two years but not exceeding five years		7,651	7,132
– More than five years		<u>17,834</u>	<u>16,624</u>
		<u>48,105</u>	<u>47,328</u>

12 INTEREST-BEARING BANK BORROWINGS (CONTINUED)

- * The current portion of bank loans of approximately RMB11,990,000 (31 December 2024: RMB13,119,000), which was supposed to be fully repaid during the year, was granted extension of repayment as disclosed above that is subject to the mutual agreement between the Group and the Japanese bank.

Note: The Group's bank borrowings are secured by:

- (i) mortgages over the Group's buildings situated in Japan, which had an aggregate net carrying amount of RMB10,286,000 (31 December 2024: RMB9,908,000); and mortgages over the Group's leasehold land and buildings situated in Mainland China;
- (ii) mortgages over the Group's investment properties situated in Mainland China, which had an aggregate net carrying amount of RMB7,324,000 (31 December 2024: RMB7,324,000); and
- (iii) mortgages over the Group's freehold land situated in Japan, which had an aggregate carrying amount of RMB38,756,000 (31 December 2024: RMB36,319,000).

13 RELATED PARTY TRANSACTIONS

Other than as disclosed elsewhere in these unaudited condensed consolidated interim financial information, the Group entered into the following transactions with related parties during the six months ended 30 June 2025 and 2024.

Compensation of key management personnel of the Group

Compensation of key management personnel of the Group, being the executive directors of the Company and other key management of the Group, is presented as follows:

	Six months ended 30 June	
	2025	2024
	<i>RMB'000</i>	<i>RMB'000</i>
	(Unaudited)	(Unaudited)
Salaries, allowances and benefits in kind	1,596	1,172
Pension scheme contributions	61	91
	1,657	1,263

OTHER INFORMATION

EVENTS AFTER THE REPORTING PERIOD

There was no material events affecting the Group occurred subsequent to 30 June 2025 and up to the date of this announcement.

CONTINGENT LIABILITIES

As at 30 June 2025 and 31 December 2024, the Group did not have any significant contingent liabilities.

EMPLOYEES AND REMUNERATION POLICY

As at 30 June 2025, the Group employed a total of 164 full time employees. The Group's employee benefits included salary and discretionary bonuses based on the Group's results and individual performance, medical and retirement benefits schemes. The remuneration committee of the Company (the "**Remuneration Committee**") reviews such packages annually, or when the occasion requires. The executive Directors, who are also employees of the Company, receive remuneration in the form of salaries, bonuses and other allowances.

LIQUIDITY AND FINANCIAL RESOURCES

The Group's gearing, expressed as a percentage of net debt dividend by total capital plus net debt remained at a similar level during the Period Under Review (30 June 2025: 24.7%; 31 December 2024: 25.1%). The Group adopts conservative treasury policies in cash and financial management. The Group's cash is generally placed as current deposits which are mostly denominated in RMB and Hong Kong dollars. The Group's liquidity and financing requirements are reviewed regularly.

Please refer to notes 14 and 16 to the condensed consolidated interim financial information for details of cash and cash equivalents and interest-bearing bank borrowings.

The trade receivables turnover days maintained in a similar level during the Period Under Review (30 June 2025: 50 days; 31 December 2024: 42 days).

The trade payables turnover days maintained in a similar level during the Period Under Review (30 June 2025: 65 days; 31 December 2024: 50 days).

INTERIM DIVIDEND

The Board resolved not to recommend the payment of any interim dividend for the six months ended 30 June 2025 (2024: nil).

PLEDGE OF ASSETS FOR TOURISM OPERATION

As at 30 June 2025, the Group's pledged short-term bank deposits of approximately RMB1.5 million (31 December 2024: RMB1.5 million) were pledged to banks as a guarantee deposit for the Group's tourism operation as required by the PRC government.

SIGNIFICANT INVESTMENT HELD, ACQUISITION AND DISPOSAL

As at 30 June 2025, there were no significant investments held by the Group or future plans for material investments or capital assets.

The Company did not have any material acquisitions or disposals of subsidiaries, associates and joint ventures for the six months ended 30 June 2025.

CORPORATE GOVERNANCE

The Company is committed to maintaining and promoting stringent corporate governance. The principle of the Company's corporate governance is to promote effective internal control measures and to enhance the transparency and accountability of the Board to all Shareholders. During the Period Under Review, except for code provision C.2.1 of the Corporate Governance Code, the Company has complied with all the applicable code provisions as set out in the Corporate Governance Code (the “**Corporate Governance Code**”) in Appendix C1 to the the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”).

Pursuant to code provision C.2.1 of the Corporate Governance Code, companies listed on the Stock Exchange are expected to comply with, but may choose to deviate from the requirement that the responsibilities between the chairman and the chief executive officer should be segregated and should not be performed by the same individual. We do not have a separate chairman and chief executive officer and Mr. Yu Dingxin currently performs these two roles concurrently. The Board believes that vesting the roles of both the chairman and chief executive officer in the same person has the benefit of ensuring consistent leadership within the Group for more effective and efficient overall strategic planning for the Group. The Board considers that the balance of power and authority within the Group will not be impaired by the present arrangement and the current structure will enable the Company to make and implement decisions more promptly and effectively. The Board will from time to time review and consider splitting the roles of chairman of the Board and the chief executive officer of the Company to ensure appropriate and timely arrangements are in place to meet changing circumstances.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the “**Model Code**”) as set out in Appendix C3 to the Listing Rules as its own code for securities transactions by Directors and senior management. Having made specific enquiries with all the Directors, all the Directors confirmed that they have complied with the Model Code throughout the six months ended 30 June 2025.

AUDIT COMMITTEE

As at the date of this announcement, the audit committee of the Company (the “**Audit Committee**”) has three members, namely Mr. Ying Luming, Mr. Zhao Jianbo and Ms. Zhou Li, all of whom are independent non-executive Directors. The chairman of the Audit Committee is Mr. Ying Luming. The primary responsibilities of the Audit Committee include, among others, reviewing and supervising the financial reporting process and internal control system of the Group, nominating and monitoring external auditors and providing advice and comments to the Board.

The Audit Committee has reviewed the interim results of the Group for the six months ended 30 June 2025, including the accounting principles and practices adopted by the Group, and the Group’s internal control functions.

REMUNERATION COMMITTEE

As at the date of this announcement, the Remuneration Committee has three members, namely Mr. Yu Dingxin, Mr. Zhao Jianbo and Ms. Zhou Li, of whom Mr. Zhao Jianbo and Ms. Zhou Li are independent non-executive Directors and Mr. Yu Dingxin is the chairman of the Board and an executive Director. The chairman of the Remuneration Committee is Ms. Zhou Li. The primary responsibilities of the Remuneration Committee include, among others, evaluating the performance and making recommendation on the remuneration package of the Directors and senior management, and evaluating and making recommendation on the share award plan of the Company.

NOMINATION COMMITTEE

As at the date of this announcement, the nomination committee of the Company (the “**Nomination Committee**”) consists of three members, namely Mr. Yu Dingxin and Mr. Zhao Jianbo and Ms. Zhou Li, of whom Mr. Zhao Jianbo and Ms. Zhou Li are independent non-executive Directors and Mr. Yu Dingxin is the chairman of the Board and an executive Director. The chairman of the Nomination Committee is Mr. Yu Dingxin. The primary responsibilities of the Nomination Committee include, among others, considering and recommending to the Board suitably qualified persons to become the member of the Board and reviewing the structure, size and composition of the Board on a regular basis and as required.

PURCHASE, SALES OR REDEMPTION OF LISTED SECURITIES

During the Period Under Review, neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company’s listed securities.

PUBLICATION OF INTERIM RESULTS AND INTERIM REPORT ON THE WEBSITES OF THE STOCK EXCHANGE AND THE COMPANY

This interim results announcement is published on the website of the Stock Exchange (www.hkexnews.hk) and the website of the Company (www.tuyigroup.com). The Company's interim report for the six months ended 30 June 2025 will be dispatched to the shareholders of the Company and published on the websites of the Stock Exchange and the Company in due course.

By order of the Board
Tu Yi Holding Company Limited
Yu Dingxin
Chairman and executive Director

The People's Republic of China, 29 August 2025

As at the date of this announcement, the Board comprises four executive Directors: Mr. Yu Dingxin, Mr. Pan Wei, Mr. Xu Jiong and Mr. An Jiajin and three independent non-executive Directors: Mr. Zhao Jianbo, Ms. Zhou Li, and Mr. Ying Luming.