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Tongcheng Travel Holdings Limited

同程旅行控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 0780)

ANNOUNCEMENT OF THE RESULTS FOR THE YEAR ENDED DECEMBER 31, 2025

The Board of the Company is pleased to announce the audited consolidated results of the Group for the year ended December 31, 2025, together with comparative figures for the same periods of 2024.

FOR THE THREE MONTHS ENDED DECEMBER 31, 2025

- Revenue increased by 14.2% year-to-year to RMB4,840.0 million in the fourth quarter of 2025 from RMB4,237.6 million in the same period of 2024.
- Adjusted EBITDA increased by 28.6% from RMB997.7 million in the fourth quarter of 2024 to RMB1,282.9 million in the same period of 2025.
- Adjusted net profit increased by 18.1% year-to-year to RMB779.8 million in the fourth quarter of 2025 from RMB660.2 million in the same quarter of 2024.
- Average MPUs increased by 1.0% year-to-year from 41.0 million in the fourth quarter of 2024 to 41.4 million in the same quarter of 2025.

1. Key Financial Metrics for the three months ended December 31, 2025

	Unaudited Three months ended December 31,		Year-to-year change
	2025	2024	
	<i>(in RMB'000)</i>		
Revenue	4,839,984	4,237,555	14.2%
Profit before income tax	270,287	451,047	(40.1)%
Profit for the period	103,248	355,446	(71.0)%
Adjusted EBITDA for the period	1,282,894	997,667	28.6%
Adjusted net profit for the period	779,796	660,214	18.1%
Revenue growth (year-to-year)	14.2%	34.8%	

Note:

Please refer to “Other Financial Information” below for the meaning of “adjusted EBITDA for the period” and “adjusted net profit for the period”.

2. Financial Information by Segment

	Unaudited Three months ended December 31,							
	2025				2024			
	Core OTA	Tourism	Unallocated items	Total	Core OTA	Tourism	Unallocated items	Total
	<i>(in RMB'000)</i>							
Accommodation reservation	1,310,303	-	-	1,310,303	1,135,076	-	-	1,135,076
Transportation ticketing	1,835,511	-	-	1,835,511	1,723,040	-	-	1,723,040
Others	916,662	777,508	-	1,694,170	599,216	780,223	-	1,379,439
Total revenue	4,062,476	777,508	-	4,839,984	3,457,332	780,223	-	4,237,555
Cost of revenue, operating expenses and unallocated items	<u>(2,907,705)</u>	<u>(1,205,332)</u>	<u>(379,331)</u>	<u>(4,492,368)</u>	<u>(2,474,677)</u>	<u>(762,004)</u>	<u>(526,536)</u>	<u>(3,763,217)</u>
Operating profit/(loss)	<u>1,154,771</u>	<u>(427,824)</u>	<u>(379,331)</u>	<u>347,616</u>	<u>982,655</u>	<u>18,219</u>	<u>(526,536)</u>	<u>474,338</u>

Note:

Unallocated items mainly include (i) share-based compensation expenses; (ii) depreciation of property, plant and equipment and right-of-use assets from acquisition; (iii) amortization of intangible assets from acquisition; (iv) fair value changes of financial investments at fair value through profit or loss; (v) other income; (vi) other gains net, excluding impairment of goodwill; and (vii) certain corporate administrative expenses and other miscellaneous items. They are not allocated to individual segment.

3. Operating Metrics for the three months ended December 31, 2025

	Three months ended December 31,		Year-to-year change
	2025	2024	
Number of average MPUs (in million)	41.4	41.0	1.0%

FOR THE YEAR ENDED DECEMBER 31, 2025

- Revenue increased by 11.9% year-to-year to RMB19,396.0 million in 2025 from RMB17,340.7 million in 2024.
- Adjusted EBITDA increased by 26.9% year-to-year from RMB4,050.2 million in 2024 to RMB5,137.7 million in 2025.
- Adjusted net profit increased by 22.2% year-to-year from RMB2,785.4 million in 2024 to RMB3,403.3 million in 2025.
- Average MPUs increased by 5.6% year-to-year from 43.1 million in 2024 to 45.5 million in 2025.
- APUs increased by 6.0% year-to-year from 238.3 million in 2024 to 252.6 million in 2025.
- Twelve-month Accumulated Number of Travelers Served increased by 5.5% from 1,928.1 million in 2024 to 2,034.3 million in 2025.
- The Board proposed a final dividend of HKD0.25 per Share for the year ended December 31, 2025, subject to Shareholders' approval at the AGM.

4. Key Financial Metrics for the year ended December 31, 2025

	Year ended December 31,		Year-to-year change
	2025	2024	
	(in RMB'000)		
Revenue	19,395,959	17,340,686	11.9%
Profit before income tax	3,021,000	2,397,826	26.0%
Profit for the year	2,409,102	1,988,266	21.2%
Adjusted EBITDA	5,137,719	4,050,156	26.9%
Adjusted net profit for the year	3,403,303	2,785,403	22.2%
Revenue growth (year-to-year)	11.9%	45.8%	

Note:

Please refer to "Other Financial Information" below for the meaning of "adjusted EBITDA" and "adjusted net profit for the year".

5. Financial Information by Segment

	Year ended December 31,							
	2025				2024			
	Core OTA	Tourism	Unallocated items	Total	Core OTA	Tourism	Unallocated items	Total
	<i>(in RMB'000)</i>							
Accommodation reservation	5,450,784	-	-	5,450,784	4,668,179	-	-	4,668,179
Transportation ticketing	7,925,448	-	-	7,925,448	7,229,031	-	-	7,229,031
Others	3,095,245	2,924,482	-	6,019,727	2,302,235	3,141,241	-	5,443,476
Total revenue	16,471,477	2,924,482	-	19,395,959	14,199,445	3,141,241	-	17,340,686
Cost of revenue, operating expenses and unallocated items	(11,701,589)	(3,309,981)	(1,247,008)	(16,258,578)	(10,384,772)	(3,054,592)	(1,477,824)	(14,917,188)
Operating profit/(loss)	4,769,888	(385,499)	(1,247,008)	3,137,381	3,814,673	86,649	(1,477,824)	2,423,498

6. Operating Metrics for the year ended December 31, 2025

	Year ended December 31,		Year-to-year change
	2025	2024	
Number of average MPUs (in million)	45.5	43.1	5.6%
Twelve-month Accumulated Number of Travelers Served (in million)	2,034.3	1,928.1	5.5%
APUs (in million)	252.6	238.3	6.0%

BUSINESS REVIEW AND OUTLOOK

After a period of recovery and reacceleration, China's travel industry transitioned toward quality-driven development in 2025. Over the past year, consumer demand showed sustained resilience, with heightened tourist enthusiasm during holidays and resilient travel activities throughout the year. Notably, there has been a growing consumer appetite for exploring niche destinations and seeking immersive, personalized experiences, indicating that travel has evolved into an important consumption category that addresses consumers' desire for emotional fulfillment and meaningful connections.

Amid this backdrop, we capitalized on the industry tailwind to enhance our brand influence, further strengthening our market position within the mass market. Throughout the year, we deep-dived into evolving user needs, and precisely identified shifts in user preferences, which enabled us to strategically capture emerging growth opportunities. As such, our domestic OTA business further solidified its market leadership, our outbound business maintained robust growth momentum, and our hotel management business achieved rapid expansion. The successful acquisition of Wanda Hotels and Resorts during the year marked a key milestone, strengthening our brand portfolio and enhancing our overall competitiveness. These accomplishments have established a solid foundation for the Company's long-term, sustainable growth trajectory. Besides, both our user base and user value demonstrated impressive growth in 2025, with APUs reaching a record high. These outcomes were driven by our in-depth user insights, ongoing optimization of services and products, and an unwavering commitment to the mission of "make travel easier and more joyful" for users.

Results Highlights

Benefiting from effective user acquisition and interactive engagement initiatives, our user base and user value continued to expand. For the three months ended December 31, 2025, our average MPUs increased by 1.0% year-to-year to 41.4 million. On a yearly basis, our MPUs increased by 5.6% year-to-year to 45.5 million, marking a record high. For the year ended December 31, 2025, our APUs increased by 6.0% year-to-year to 252.6 million, while our twelve-month Accumulated Number of Travelers Served increased by 5.5% year-to-year to 2,034.3 million. Leveraging our advantages in user acquisition and operational efficiency, we further expanded our presence in China's mass market. As of December 31, 2025, our registered users residing in non-first tier cities in China accounted for over 87% of the total registered users. For the year ended December 31, 2025, around 70% of our new paying users on the Weixin platform were from non-first tier cities in China.

Thanks to our profound market insight and effective execution, we delivered another period of healthy growth. For the fourth quarter of 2025, our total revenue increased by 14.2% year-to-year from RMB4,237.6 million for the same period of 2024 to RMB4,840.0 million. Fueled by enhanced operational efficiency and refined marketing strategies, our adjusted net profit increased by 18.1% year-to-year from RMB660.2 million for the same period of 2024 to RMB779.8 million. For the year ended December 31, 2025, our total revenue increased by 11.9% year-to-year from RMB17,340.7 million in 2024 to RMB19,396.0 million in 2025. Our adjusted net profit for the year increased by 22.2% from RMB2,785.4 million in 2024 to RMB3,403.3 million in 2025.

Business Review

Traffic growth has been the cornerstone of our success. Over the past decade, we have cultivated a profound and enduring partnership with Tencent. Throughout 2025, the Weixin ecosystem continued to serve as the vital traffic source, where we focused on enhancing operational efficiency. At the same time, our standalone app, the key driver for acquiring new users, maintained strong growth momentum. Its DAUs grew significantly in 2025, demonstrating the effectiveness of our innovative marketing campaigns and underscoring rising brand influence across our target market. Additionally, social media has played an increasingly vital role in engaging users, particularly those younger, experience-driven travelers. Therefore, we intensified our efforts to explore social media platforms to strengthen user mindshare and broaden user reach.

We are dedicated to strengthening user loyalty and enhancing user value on our platform by delivering tangible value and exclusive benefits to users. Over the past year, we upgraded our loyalty program to offer more privileges, such as exclusive discounts, free cancellation and reciprocal memberships with several hotel groups. For high-tier members, we launched an exclusive hotline supported by a dedicated customer service team, delivering faster inquiry responses and a more seamless user experience. In the fourth quarter, we launched a skiing-themed marketing campaign and introduced a Ski Benefit Card, offering comprehensive benefits to skiing enthusiasts. This initiative not only elevated our brand presence but also reinforced our positioning as an experience-driven platform, further strengthening user retention and engagement.

Our platform serves as a one-stop shop that provides users with an extensive array of products and services to address their diverse needs throughout journeys. As of December 31, 2025, our online platforms offered over 480,000 routes operated by more than 810 airlines and agencies, approximately 4.0 million hotel selections and alternative accommodation options, around 140,000 bus routes, over 950 ferry routes, and more than 10,000 tourist attraction ticketing services.

With respect to business performance, our accommodation business experienced robust growth. For the fourth quarter of 2025, our revenue from the accommodation business increased by 15.4% year-to-year from RMB1,135.1 million to RMB1,310.3 million. This momentum continued throughout the year, culminating in record-breaking room nights sold for the year ended December 31, 2025. Full-year revenue saw a year-to-year growth by 16.8% from RMB4,668.2 million to RMB5,450.8 million. In 2025, we proactively identified emerging accommodation scenarios, including stays associated to concerts, sports events, exam seasons, and skiing experiences. Early in the year, we observed a noticeable shift in users' preferences toward high-quality hotels. In response, we strategically realigned our operational resources to better capture these growth opportunities and meet evolving market demand. Changing consumer preferences, together with our proactive operational adjustments, drove a meaningful increase in the proportion of high-quality hotel room nights sold on our platform throughout the year. As for the international accommodation business, we continued deepening collaboration with global third-party partners, further enriching our product and service offerings. The enhanced product capabilities, combined with precise marketing campaigns, propelled strong growth in our international hotel room nights sold during the year.

Our transportation business demonstrated resilience and maintained solid growth. For the fourth quarter of 2025, our revenue from transportation ticketing services increased by 6.5% year-to-year from RMB1,723.0 million to RMB1,835.5 million. For the year ended December 31, 2025, our revenue from transportation ticketing services increased by 9.6% year-to-year from RMB7,229.0 million to RMB7,925.4 million. Over the past year, we placed a strong emphasis on improving both user experience and engagement. We proactively expanded travel supplies and diversified our product offerings to provide a wider range of mobility options, ensuring seamless journeys for users. Meanwhile, we continuously iterated our algorithm-driven Huixing system, optimizing its capabilities to deliver feasible and accessible travel solutions, further enhancing the overall travel experience. As for the international air ticketing business, it achieved balanced growth in volume and revenue through the implementation of disciplined subsidy policies and enriched value-added offerings, contributing to the growth of the transportation business in 2025.

Our other businesses once again demonstrated remarkable results. Thanks to the outstanding performance of our hotel management businesses and the consolidation of Wanda Hotels and Resorts, revenue from other businesses reached RMB916.7 million for the three months ended December 31, 2025, representing an increase of 53.0% year-to-year. For the year ended December 31, 2025, revenue from other businesses increased by 34.4% year-to-year and reached RMB3,095.2 million. We recognize significant growth potential within China's hotel industry and have positioned the hotel management business as a key growth driver for the Company. In mid-October 2025, we successfully completed the acquisition of Wanda Hotels and Resorts, which owns a renowned portfolio of upper-upscale and luxury hotel brands with a strong market presence in China. In addition to its expertise in hotel management, the company is the only hotel management firm in China with proven capabilities in ski resorts operation. This strategic integration has further diversified our brand portfolio, strengthened our market presence, and accelerated the sustainable growth of our hotel management business. In terms of the Elong Hotel Technology Platform, we focused on expanding our geographic footprint, while prioritizing sustainable quality growth throughout the year, thereby positioning the business for long-term success. As of the end of December, the total number of hotels in operation exceeded 3,000, with more than 1,800 hotels in the pipeline.

In the fourth quarter of 2025, our revenue from tourism business achieved RMB777.5 million, remaining largely flat year-over-year. For the year ended December 31, 2025, revenue from tourism business decreased by 6.9% year-to-year to RMB2,924.5 million. This decline was partly attributable to our strategic scaling back of pre-purchased business to mitigate operational risks. In addition, dampened travel demand to Southeast Asia and Japan also exerted a negative impact on the tourism business.

2025 marked revolutionary breakthroughs in AI technology. As an innovation-driven enterprise, we firmly believe in the transformative power of AI and proactively embrace technological advancement to drive our growth and success. To strategically capture new growth opportunities, we forged collaboration with Yuanbao App in December, allowing users to directly access our Weixin Mini Program for booking services when searching for travel itineraries on its platform. Meanwhile, we strengthened the integration of AI across the travel service chain to better identify user needs and deliver superior experiences. By integrating our AI-powered travel planner DeepTrip into air ticketing services, we aim to address users' pre-booking inquiries while helping them identify competitive ticket prices. In customer service, we have consistently advanced the integration of AI throughout the entire customer service process, with AI currently covering the majority of user inquiry scenarios. Additionally, we have made continuous advancements in AI capabilities to enhance its precision in identifying user requests and delivering timely and human-like responses. All these have not only reduced the workload of customer service staff but also significantly enhanced operational efficiency.

As a socially responsible enterprise, we remain committed to enhancing our ESG performance. In 2025, our efforts yielded significant results, garnering multiple international recognitions for our ESG achievements. Our MSCI ESG rating was elevated to the highest level of AAA, placing us among the top 5% of global companies in our industry. Our CSA score also improved for the third consecutive year, and we were awarded Industry Mover by S&P Global. In addition, we maintained our position in S&P Global’s Sustainability Yearbook (China) for the third consecutive year. All these achievements have not only demonstrated our leadership in ESG performance among global peers, but also reflected our resilience and excellence in corporate sustainability in the face of market uncertainties, evolving policy landscape and dynamic social development. Going forward, we will continue to pursue global best practices in ESG, striving to create greater value for society and our stakeholders.

Business Outlook and Strategies

China’s travel industry sustained healthy growth in 2025, with rising consumer demand for personalized and experiential travel. This positive momentum continued into the 2026 Chinese New Year period, further demonstrating the resilience and vitality of China’s travel market.

We remain fully confident in the continued growth trajectory of China’s travel industry, as structural shifts in consumer demand toward emotional fulfillment continue to reshape travel as a key form of consumption. Immersive and unique attractions, as well as cultural and sports events, gained increasing popularity in 2025. Simultaneously, consistent policy support from the Chinese government reinforced industry growth. The pilot implementation of autumn and winter vacations in certain regions, along with the longest Spring Festival holiday on record, served as a strong validation of this supportive policy direction. Meanwhile, streamlined visa policies, expanded visa-free access, and sustained recovery of international flight capacity further strengthened our confidence in the long-term development potential of China’s outbound travel market.

Moving forward, we will remain steadfast in our user-centric commitment, sparing no effort to fulfill our mission of “make travel easier and more joyful”. We will continue focusing on our OTA business by expanding product offerings, optimizing service experiences, enriching membership privileges and deepening user engagement, with an aim to strengthening user loyalty and mindshare in target market. With respect to our hotel management business, we are well-positioned to accelerate its expansion in 2026, supported by our enhanced hotel brand portfolio, a well-established ecosystem and our strong internet-driven operational capabilities. Concurrently, we will prudently explore investment opportunities that are consistent with our long-term strategy to support sustainable growth. Last but not least, we will remain committed to aligning with global ESG best practices by emphasizing corporate governance, environmental protection, and social responsibility across our operations, with the objective of creating enduring value for all stakeholders.

MANAGEMENT DISCUSSION AND ANALYSIS

Year ended December 31, 2025 compared to Year ended December 31, 2024

	<u>Year ended December 31,</u>	
	2025	2024
	<i>RMB'000</i>	<i>RMB'000</i>
Revenue	19,395,959	17,340,686
Cost of revenue	(6,538,207)	(6,227,199)
Gross profit	12,857,752	11,113,487
Service development expenses	(2,039,051)	(2,000,894)
Selling and marketing expenses	(6,281,306)	(5,620,710)
Administrative expenses	(1,265,916)	(1,206,179)
Net (provision)/reversal of impairment loss on financial assets	(17,101)	17,791
Fair value changes on investments measured at fair value through profit or loss	152,163	27,001
Other income	104,625	104,257
Other losses – net	(373,785)	(11,255)
Operating profit	3,137,381	2,423,498
Finance income	171,728	194,624
Finance costs	(344,021)	(230,895)
Share of results of associates	55,912	10,599
Profit before income tax	3,021,000	2,397,826
Income tax expense	(611,898)	(409,560)
Profit for the year	2,409,102	1,988,266
Profit attributable to:		
Equity holders of the Company	2,371,234	1,974,356
Non-controlling interests	37,868	13,910
	2,409,102	1,988,266
Earnings per share (expressed in RMB per share):		
– Basic	1.03	0.87
– Diluted	1.01	0.86
Adjusted net profit for the year ^(a)	3,403,303	2,785,403

Note:

- (a) Please see “Other Financial Information – Non-IFRS Financial Measures” below for more information about “adjusted net profit for the year”.

Revenue

Our revenue was generated from (i) the core OTA business, which mainly encompasses online accommodation reservations and transportation ticketing services; and (ii) the tourism business, which mainly includes offline travel agency operations. These two segments collectively represent the core sources of our financial performance.

	Year ended December 31,		Year-to-year change
	2025 <i>RMB'000</i>	2024 <i>RMB'000</i>	
Core OTA			
Accommodation reservation services	5,450,784	4,668,179	16.8%
Transportation ticketing services	7,925,448	7,229,031	9.6%
Others	3,095,245	2,302,235	34.4%
	16,471,477	14,199,445	16.0%
Tourism	2,924,482	3,141,241	(6.9)%
Total revenue	19,395,959	17,340,686	11.9%

Revenue increased by 11.9% from RMB17,340.7 million for the year ended December 31, 2024 to RMB19,396.0 million for the year ended December 31, 2025.

Core OTA

The core OTA revenue was generated primarily from accommodation reservation services and transportation ticketing services, and increased by 16.0% from RMB14,199.4 million for the year ended December 31, 2024 to RMB16,471.5 million for the year ended December 31, 2025.

Revenue from accommodation reservation services increased by 16.8% from RMB4,668.2 million for the year ended December 31, 2024 to RMB5,450.8 million for the year ended December 31, 2025. The increase was mainly due to the increased demand of accommodation reservation services.

Revenue from transportation ticketing services increased by 9.6% from RMB7,229.0 million for year ended December 31, 2024 to RMB7,925.4 million for year ended December 31, 2025. The increase was mainly due to the increase in demand in transportation ticketing services and ongoing enrichment of value-added products and services.

Revenue from others increased by 34.4% from RMB2,302.2 million for the year ended December 31, 2024 to RMB3,095.2 million for year ended December 31, 2025, which was mainly due to the increase in revenue from (i) hotel management services; (ii) value-added products and services; and (iii) advertising services.

Tourism

Revenue from tourism decreased by 6.9% from RMB3,141.2 million for the year ended December 31, 2024 to RMB2,924.5 million for the year ended December 31, 2025. The decrease was partly attributable to our strategic scaling back of pre-purchased business to mitigate operational risks. In addition, weaker travel demand to Southeast Asia and Japan also exerted a negative impact on the tourism business.

Cost of revenue, operating expenses and unallocated items

The following table sets forth a breakdown of our cost of revenue, operating expenses and unallocated items for the years ended December 31, 2025 and 2024:

	Year ended December 31,			
	2025		2024	
	RMB'000		RMB'000	
Cost of revenue	6,538,207	40.2%	6,227,199	41.7%
Service development expenses	2,039,051	12.5%	2,000,894	13.4%
Selling and marketing expenses	6,281,306	38.6%	5,620,710	37.7%
Administrative expenses	1,265,916	7.8%	1,206,179	8.1%
Net provision/(reversal) of impairment				
loss on financial assets	17,101	0.1%	(17,791)	(0.1)%
Fair value changes on investments measured				
at fair value through profit or loss	(152,163)	(0.9)%	(27,001)	(0.2)%
Other income	(104,625)	(0.6)%	(104,257)	(0.7)%
Other losses – net	373,785	2.3%	11,255	0.1%
Total cost of revenue, operating expenses and unallocated items	16,258,578	100.0%	14,917,188	100.0%

Cost of revenue

Cost of revenue increased by 5.0% from RMB6,227.2 million for the year ended December 31, 2024 to RMB6,538.2 million for the year ended December 31, 2025. The increase was mainly due to (i) the increase in procurement cost; (ii) the increase in depreciation expense; (iii) the increase in employee benefit expense; and (iv) partially offset by the decrease in cost of travel products of tourism services, in which the Group acts as a principal. Excluding share-based compensation charges, cost of revenue accounted for 33.7% revenue for the year ended December 31, 2025, which decreased from 35.8% for the same period of 2024.

Service development expenses

Service development expenses increased by 1.9% from RMB2,000.9 million for the year ended December 31, 2024 to RMB2,039.1 million for the year ended December 31, 2025. This was mainly due to the increase in employee benefit expense. Excluding share-based compensation charges, service development expenses accounted for 10.3% of revenue for the year ended December 31, 2025 compared with 11.0% for the same period of 2024.

Selling and marketing expenses

Selling and marketing expenses increased by 11.8% from RMB5,620.7 million for the year ended December 31, 2024 to RMB6,281.3 million for the year ended December 31, 2025. This was mainly due to the increases in (i) advertising and promotion expenses; (ii) commission expense; (iii) amortization expense of intangible assets; and (iv) employee benefit expense. Excluding share-based compensation charges, selling and marketing expenses accounted for 32.3% of revenue for both of the years ended December 31, 2025 and 2024.

Administrative expenses

Administrative expenses increased by 5.0% from RMB1,206.2 million for the year ended December 31, 2024 to RMB1,265.9 million for the year ended December 31, 2025. The increase was mainly due to the increases in (i) employee benefit expense; (ii) amortization expense of intangible assets; and (iii) partially offset by the decrease in professional fees. Excluding share-based compensation charges, administrative expenses accounted for 5.6% and 5.4% of revenue for the year ended December 31, 2025 and 2024, respectively.

Net provision/(reversal) of impairment loss on financial assets

We recorded net provision of RMB17.1 million for the year ended December 31, 2025 and net reversal of impairment loss of RMB17.8 million for the year ended December 31, 2024, which was mainly due to higher expected credit losses on increased trade and other receivables balances concurrent with revenue increase.

Fair value changes on investments measured at fair value through profit or loss

We recorded fair value gains on investments measured at fair value through profit or loss of RMB152.2 million and RMB27.0 million for the year ended December 31, 2025 and 2024, respectively. This was mainly due to the increases in the fair value gains on investments in certain public and private companies and wealth management products.

Other income

Other income remained flattened at RMB104.3 million for the year ended December 31, 2024 and RMB104.6 million for the year ended December 31, 2025.

Other losses – net

We recorded other losses – net of RMB373.8 million for the year ended December 31, 2025 and RMB11.3 million for the year ended December 31, 2024, respectively. The increased losses were mainly due to (i) the recognition of impairment of goodwill of RMB453.4 million arising from tourism business for the year ended December 31, 2025; and (ii) partially offset by the decrease in net foreign exchange losses.

Income tax expense

We recorded an income tax expense of RMB611.9 million and RMB409.6 million for the year ended December 31, 2025 and 2024, respectively. This is mainly due to the increased taxable income for the year ended December 31, 2025.

Profit attributable to equity holders of the Company

As a result of the foregoing, profit attributable to equity holders of the Company increased to RMB2,371.2 million for the year ended December 31, 2025 from RMB1,974.4 million for the year ended December 31, 2024.

MANAGEMENT DISCUSSION AND ANALYSIS

Fourth Quarter of 2025 compared to Fourth Quarter of 2024

	Unaudited Three months ended December 31,	
	2025 <i>RMB'000</i>	2024 <i>RMB'000</i>
Revenue	4,839,984	4,237,555
Cost of revenue	(1,652,826)	(1,547,872)
Gross profit	3,187,158	2,689,683
Service development expenses	(524,863)	(514,766)
Selling and marketing expenses	(1,574,110)	(1,283,228)
Administrative expenses	(389,291)	(340,938)
Net reversal of impairment loss on financial assets	592	1,711
Fair value changes on investments measured at fair value through profit or loss	34,143	(73,612)
Other income	56,753	25,013
Other losses – net	(442,766)	(29,525)
Operating profit	347,616	474,338
Finance income	34,071	44,953
Finance costs	(116,091)	(76,358)
Share of results of associates	4,691	8,114
Profit before income tax	270,287	451,047
Income tax expense	(167,039)	(95,601)
Profit for the period	103,248	355,446
Profit attributable to:		
Equity holders of the Company	84,547	350,850
Non-controlling interests	18,701	4,596
	103,248	355,446
Earnings per share (expressed in RMB per share):		
– Basic	0.04	0.17
– Diluted	0.04	0.16
Adjusted net profit for the period ^(a)	779,796	660,214

Note:

- (a) Please see “Other Financial Information – Non-IFRS Financial Measures” below for more information about “adjusted net profit for the period”.

Revenue

Our revenue was generated from (i) the core OTA business, which mainly encompasses online accommodation reservations and transportation ticketing services; and (ii) the tourism business, which mainly includes offline travel agency operations. These two segments collectively represent the core sources of our financial performance.

	Unaudited Three months ended December 31,		Year-to-year change
	2025 RMB'000	2024 RMB'000	
Core OTA			
Accommodation reservation services	1,310,303	1,135,076	15.4%
Transportation ticketing services	1,835,511	1,723,040	6.5%
Others	916,662	599,216	53.0%
	4,062,476	3,457,332	17.5%
Tourism	777,508	780,223	(0.3)%
Total revenue	4,839,984	4,237,555	14.2%

Revenue increased by 14.2% from RMB4,237.6 million for the three months ended December 31, 2024 to RMB4,840.0 million for the three months ended December 31, 2025.

Core OTA

The core OTA revenue was generated primarily from accommodation reservation services and transportation ticketing services, and increased by 17.5% from RMB3,457.3 million for the three months ended December 31, 2024 to RMB4,062.5 million for the three months ended December 31, 2025.

Revenue from accommodation reservation services increased by 15.4% from RMB1,135.1 million for the three months ended December 31, 2024 to RMB1,310.3 million for the three months ended December 31, 2025. The increase was mainly due to the increased demand of accommodation reservation services.

Revenue from transportation ticketing services increased by 6.5% from RMB1,723.0 million for three months ended December 31, 2024 to RMB1,835.5 million for three months ended December 31, 2025. The increase was mainly due to the increase in demand in transportation ticketing services and ongoing enrichment of value-added products and services.

Revenue from others increased by 53.0% from RMB599.2 million for the three months ended December 31, 2024 to RMB916.7 million for three months ended December 31, 2025, which was mainly due to the increases in revenue from (i) hotel management services; (ii) value-added products and services; and (iii) advertising services.

Tourism

Revenue from tourism slightly decreased by 0.3% from RMB780.2 million for the three months ended December 31, 2024 to RMB777.5 million for the three months ended December 31, 2025. This was mainly due to weaker travel demand to Southeast Asia and Japan, which exerted a negative impact on the tourism business.

Cost of revenue, operating expenses and unallocated items

The following table sets forth a breakdown of our cost of revenue, operating expenses and unallocated items in for the three months ended December 31, 2025 and 2024:

	Unaudited Three months ended December 31,			
	2025		2024	
	RMB'000		RMB'000	
Cost of revenue	1,652,826	36.8%	1,547,872	41.1%
Service development expenses	524,863	11.7%	514,766	13.7%
Selling and marketing expenses	1,574,110	35.0%	1,283,228	34.1%
Administrative expenses	389,291	8.7%	340,938	9.1%
Net reversal for impairment loss on financial assets	(592)	(0.0)%	(1,711)	(0.0)%
Fair value changes on investments measured at fair value through profit or loss	(34,143)	(0.8)%	73,612	2.0%
Other income	(56,753)	(1.3)%	(25,013)	(0.7)%
Other losses – net	442,766	9.9%	29,525	0.7%
Total cost of revenue, operating expenses and unallocated items	<u>4,492,368</u>	<u>100.0%</u>	<u>3,763,217</u>	<u>100.0%</u>

Cost of revenue

Cost of revenue increased by 6.8% from RMB1,547.9 million for the three months ended December 31, 2024 to RMB1,652.8 million for the three months ended December 31, 2025. The increase was mainly due to (i) the increase in employee benefit expense driven by the increased number of our services and TSP services employees; (ii) the increase in cost of ancillary value-added user services; (iii) the increase in depreciation cost; and (iv) partially offset by the decrease in cost of travel products of tourism services, in which the Group acts as a principal. Excluding share-based compensation charges, cost of revenue accounted for 34.1% of revenue for the three months ended December 31, 2025, which decreased from 36.5% for the same period of 2024.

Service development expenses

Service development expenses increased by 2.0% from RMB514.8 million for the three months ended December 31, 2024 to RMB524.9 million for the three months ended December 31, 2025. The increase was mainly due to (i) the increase in employee benefit expense; and (ii) partially offset by the decrease in professional fees. Excluding share-based compensation charges, service development expenses accounted for 10.7% of revenue for the three months ended December 31, 2025 compared with 12.0% for the same period of 2024.

Selling and marketing expenses

Selling and marketing expenses increased by 22.7% from RMB1,283.2 million for the three months ended December 31, 2024 to RMB1,574.1 million for the three months ended December 31, 2025. This was mainly due to (i) the increase in advertising and promotion expenses; (ii) the increase in employee benefit expense; (iii) the increase in commission expense; and (iv) the increase in professional fees. Excluding share-based compensation charges, selling and marketing expenses accounted for 32.4% of revenue for the three months ended December 31, 2025 compared with 30.2% for the same period of 2024.

Administrative expenses

Administrative expenses increased by 14.2% from RMB340.9 million for the three months ended December 31, 2024 to RMB389.3 million for the three months ended December 31, 2025. This was mainly due to (i) the increase in employee benefit expense; and (ii) the increase in amortization expense of intangible assets. Excluding share-based compensation charges, administrative expenses accounted for 7.4% of revenue for the three months ended December 31, 2025, compared with 6.6% for the three months ended December 31, 2024.

Net reversal of impairment loss on financial assets

We recorded net reversal of impairment loss of RMB0.6 million and RMB1.7 million for the three months ended December 31, 2025 and 2024, respectively. This was mainly due to less expected credit losses on trade and other receivables.

Fair value changes on investments measured at fair value through profit or loss

We recorded fair value gain on investments measured at fair value through profit or loss of RMB34.1 million for the three months ended December 31, 2025 and fair value loss of RMB73.6 million for the three months ended December 31, 2024. This was mainly due to the increase in the fair value gains on investments in certain public and private companies and wealth management products.

Other income

Other income increased by 126.9% from RMB25.0 million for the three months ended December 31, 2024 to RMB56.8 million for the three months ended December 31, 2025. This was mainly due to more government subsidies were received.

Other losses – net

We recorded other losses – net of RMB442.8 million for the three months ended December 31, 2025 and RMB29.5 million for the three months ended December 31, 2024, respectively. The increased losses were mainly due to (i) the recognition of impairment of goodwill of RMB453.4 million arising from tourism business for the three months ended December 31, 2025; and (ii) partially offset by the decrease in net foreign exchange losses.

Income tax expense

We recorded an income tax expense of RMB167.0 million and RMB95.6 million for the three months ended December 31, 2025 and 2024, respectively. This is mainly due to the increased taxable income for the three months ended December 31, 2025.

Profit attributable to equity holders of the Company

As a result of the foregoing, profit attributable to equity holders of the Company decreased to RMB84.5 million for the three months ended December 31, 2025 from RMB350.9 million for the three months ended December 31, 2024.

OTHER FINANCIAL INFORMATION

Non-IFRS Financial Measures

To supplement our consolidated results, which are presented in accordance with IFRS, we also use certain non-IFRS measures, namely adjusted EBITDA for the period/year and adjusted net profit for the period/year, as additional financial metrics. These non-IFRS financial measures are not required by or presented in accordance with IFRS.

Adjusted EBITDA for the period/year is defined as operating profit adjusted for (i) share-based compensation; (ii) amortization of intangible assets; (iii) depreciation of property, plant and equipment and right-of-use assets; (iv) foreign exchange losses; (v) net gains/(losses) on investees; (vi) impairment of goodwill; and (vii) others, including acquisition-related cost and fair value change on derivatives. Adjusted net profit for the period/year is defined as profit for the period/year adjusted for (i) share-based compensation; (ii) the amortization of intangible assets from acquisition; (iii) foreign exchange losses; (iv) net gains/(losses) on investees; (v) impairment of goodwill; and (vi) others, including acquisition-related cost and fair value change on derivatives and the depreciation of acquired property, plant and equipment and right-of-use assets in relation to business combination.

The above items are excluded from our adjusted EBITDA for the period/year and adjusted net profit for the period/year measures because these items are either non-cash in nature, or are not driven by core operations which render comparisons with prior period/year and competitors less meaningful. We believe the adjusted EBITDA for the period/year and adjusted net profit for the period/year are useful measures for the analysts and investors as basis for evaluation of our future on-going operating performance as these measures allow more meaningful comparison of our performance and projected cash earnings with our historical results from prior periods and to the results of our competitors. Moreover, management uses these measures internally to evaluate the performance of our business as a whole. However, our presentation of such non-IFRS measures may not be comparable to similarly titled measures presented by other companies. The use of these non-IFRS measures has limitations as an analytical tool, and you should not consider it in isolation from, or as substitute for analysis of, our results of operations or financial condition as reported under IFRS.

a. Reconciliation of adjusted EBITDA for the period/year from operating profit for the period/year

The following table reconciles adjusted EBITDA for the period/year from operating profit for the period/year, its most directly comparable financial measure calculated and presented in accordance with IFRS presented:

	Three months ended		Year ended	
	December 31,		December 31,	
	2025	2024	2025	2024
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Operating profit for the period/year	347,616	474,338	3,137,381	2,423,498
Add/(less):				
Share-based compensation, gross ^(a)	42,770	73,624	247,521	408,329
Amortization of intangible assets	214,510	194,174	799,098	726,786
Depreciation of property, plant and equipment and right-of-use assets	138,986	96,320	500,106	355,820
Foreign exchange losses ^(b)	26,738	86,147	10,107	96,128
Net (gains)/losses on investees ^(c)	(4,147)	41,996	(59,669)	915
Impairment of goodwill	453,437	–	453,437	–
Others	62,984	31,068	49,738	38,680
Adjusted EBITDA for the period/year	<u>1,282,894</u>	<u>997,667</u>	<u>5,137,719</u>	<u>4,050,156</u>

Notes:

- (a) Represents expense related to equity-settled share-based payment transactions. This is a non-cash item and the value is determined by valuation techniques involving a few parameters out of the management's control such as macro economy index and retention rate of grantees.
- (b) Represents foreign exchange losses which is a non-cash item, the result of macro-economic factors and can vary significantly from one period to the next.
- (c) Includes dividend income, fair value changes on equity investments, and gains/(losses) on disposal of investees or subsidiaries.

b. Reconciliation of adjusted net profit for the period/year from profit for the period/year

The following table reconciles our adjusted net profit for the period/year from profit for the period/year, its most directly comparable financial measure calculated and presented in accordance with IFRS, for the periods presented:

	Three months ended		Year ended	
	December 31,		December 31,	
	2025	2024	2025	2024
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
Profit for the period/year	103,248	355,446	2,409,102	1,988,266
Add/(less):				
Share-based compensation, net ^(a)	48,484	76,139	241,001	375,282
Amortization of intangible assets from acquisition ^(b)	84,502	64,514	279,803	263,900
Foreign exchange losses ^(c)	26,738	86,147	10,107	96,128
Net losses/(gains) on investees ^(d)	(4,147)	41,996	(59,669)	915
Impairment of goodwill	453,437	–	453,437	–
Others	67,534	35,972	69,522	60,912
Adjusted net profit for the period/year	779,796	660,214	3,403,303	2,785,403
Adjusted Earnings per share (expressed in RMB per share):				
– Basic	0.33	0.28	1.45	1.20
– Diluted	0.32	0.27	1.43	1.19

Notes:

- (a) Represents expense related to equity-settled share-based payment transactions, net of the tax effect of temporary difference arises between the share-based compensation recognized in profit or loss and the tax deduction to be obtained in the future.
- (b) Represents amortization of intangible assets in relation to business combinations.
- (c) Represents foreign exchange losses, which is a non-cash item, the result of macro-economic factors and can vary from one period to the next.
- (d) Includes dividend income, fair value changes on equity investments, and gains/(losses) on disposal of investees or subsidiaries.

Share-based compensation included in cost of revenue and expense items as follows:

	Three months ended		Year ended	
	December 31,		December 31,	
	2025	2024	2025	2024
	RMB'000	RMB'000	RMB'000	RMB'000
Cost of revenue	1,225	1,130	6,853	12,752
Service development expenses	7,922	8,333	45,899	87,388
Selling and marketing expenses	3,938	4,680	23,227	44,559
Administrative expenses	29,685	59,481	171,542	263,630
Total share-based compensation, gross	42,770	73,624	247,521	408,329
Tax effect of temporary difference	5,714	2,515	(6,520)	(33,047)
Total share-based compensation, net	48,484	76,139	241,001	375,282

Liquidity and Financial Resources

We fund our liquidity needs mainly from (i) the proceeds received from bank borrowings; and (ii) net cash generated from our business operations.

We had cash and cash equivalents of RMB6,505.9 million and RMB8,020.0 million as of December 31, 2025 and 2024, respectively.

The following table sets forth our cash flows for the years indicated:

	Year ended December 31,	
	2025	2024
	RMB'000	RMB'000
Net cash generated from operating activities	4,310,911	2,969,875
Net cash used in investing activities	(4,698,105)	(834,256)
Net cash (used in)/generated from financing activities	(1,085,317)	678,795
Net (decrease)/increase in cash and cash equivalents	(1,472,511)	2,814,414
Cash and cash equivalents at beginning of the year	8,019,963	5,192,398
Effect of exchange rate changes on cash and cash equivalents	(41,545)	13,151
Cash and cash equivalents at end of the year	6,505,907	8,019,963

Net cash generated from operating activities

For the year ended December 31, 2025, net cash generated from operating activities was RMB4,310.9 million, which was primarily attributable to the profit before income tax of RMB3,021.0 million, as adjusted by (i) amortization of intangible assets of RMB799.1 million, depreciation of property, plant and equipment and right-of-use assets of RMB500.1 million, share-based compensation of RMB247.5 million, net other losses of RMB370.2 million, finance costs of RMB344.0 million, finance income of RMB171.7 million, fair value gains on investments measured at fair value through profit or loss of RMB152.2 million; and (ii) changes in working capital, which primarily consisted of an increase in trade receivable of RMB345.5 million, an increase in trade payables of RMB108.7 million, a decrease in prepayment and other receivables of RMB200.8 million, and a decrease in contract liabilities, other payable and accruals of RMB43.2 million. We also paid income tax of RMB628.9 million and received interest income of RMB148.5 million.

Net cash used in investing activities

For the year ended December 31, 2025, net cash used in investing activities was RMB4,698.1 million, which was primarily attributable to (i) payment for equity investment of RMB2,543.4 million; (ii) net cash paid for time deposits and wealth management products of RMB1,805.4 million; (iii) payment for purchase of property, plant and equipment of RMB529.7 million; (iv) payment for purchase of intangible assets of RMB34.5 million; (v) payment of loans to related parties of RMB185.2 million; and (vi) partially offset by net proceeds received from disposal of long-term equity investments of RMB341.0 million.

Net cash used in financing activities

For the year ended December 31, 2025, net cash used in financing activities was RMB1,085.3 million, which was primarily due to (i) payment for settlement of long-term payable in respect of intangible assets of RMB593.1 million; (ii) payment of final dividend of RMB379.1 million; and (iii) payment for lease liabilities of RMB401.7 million; and (iv) partially offset by proceed from exercise of share options of RMB281.8 million.

Gearing Ratio

As of December 31, 2025, our gearing ratio, calculated as total borrowings and lease liabilities divided by total equity attributable to equity holders of the Company was approximately 24.9%.

Pledge of assets

In January 2024, the Group entered into a loan agreement with the lending bank to borrow RMB410.0 million to provide financing for an acquisition completed in 2023. The loan was secured by pledging 100% of the equity interests of the target company.

In January 2025, the Group entered into a loan agreement with the lending bank to borrow RMB1,400.0 million for building construction. The loan was secured by pledging a plot of land.

In September 2025, the Group entered into a loan agreement with the lending bank to borrow HKD2,697.0 million for the purpose of financing an acquisition completed in 2025. The loan is secured by pledging 100% of the equity interests in the target company.

In December 2025, the Group drew down RMB200.0 million from a investment fund. The loan was secured by pledging of 100% equity interest in a subsidiary held by the Group, as well as a plot of land and the construction in progress thereon.

Capital Expenditure

	Year ended December 31,	
	2025 <i>RMB'000</i>	2024 <i>RMB'000</i>
Purchase of property, plant and equipment, and right-of-use assets	529,650	403,157
Purchase of intangible assets	627,610	591,082
Placement of long-term investments ^(a)	2,543,432	1,078,270
Total capital expenditure	3,700,692	2,072,509

Note:

- (a) Placement of long-term investments represents investments accounted for using the equity method, investments measured at fair value through profit or loss and business combination.

Our capital expenditures primarily include purchase of property and equipment, intangible assets, investments accounted for using the equity method, investments measured at fair value through profit or loss and business combination. We fund our capital expenditure requirements mainly from cash generated from our operations as well as bank borrowings.

Long-term Investments

	As at December 31,	
	2025 <i>RMB'000</i>	2024 <i>RMB'000</i>
Investments accounted for using the equity method	1,774,124	1,682,145
Investments measured at fair value through profit or loss	656,377	957,238
Investments measured at amortized cost	925,814	1,329,289
Total long-term investments	3,356,315	3,968,672

Our long-term investments as of December 31, 2025 was RMB3,356.3 million, as compared to RMB3,968.7 million as of December 31, 2024. The increase in our investments accounted for using the equity method was caused by further increased investments in certain private companies and an investment fund that we have significant influences. The decrease in our long-term investments measured at fair value through profit or loss was caused by the disposal of certain investment funds that we have no significant influence. Investments measured at amortized cost represents investments in term deposits with terms from 2 years to 3 years which bear interests at fixed interest rates ranging from 1.75% to 3.35% per annum, denominated in RMB. As of December 31, 2025 and 2024, total long-term investments as a percentage to the Group's total assets is 8.0% and 10.5%, respectively. We made long-term investments in accordance with our general strategy of investing or acquiring businesses that supplement and benefit our business. As of December 31, 2025, none of these individual investments is regarded as material. We plan to fund our long-term investments using cash flows generated from our operations.

Short-term Investments

	As at December 31,	
	2025	2024
	<i>RMB'000</i>	<i>RMB'000</i>
Short-term investments measured at amortized cost	1,903,938	160,639
Short-term investments measured at fair value through profit or loss	3,444,988	2,733,033
Total short-term investments	<u>5,348,926</u>	<u>2,893,672</u>

Short-term investments measured at amortized cost in 2025 were time deposits within one year with fixed interest rates, denominated in RMB, HKD or USD. The investments were held for collection of contractual cash flow and the contractual cash flows of these investments qualify for solely payments of principal and interest, hence they were measured at amortized cost. Short-term investment measured at fair value through profit or loss primarily include wealth management products, denominated in RMB, HKD or USD, with expected rates of return ranging from 1.33% to 8.00% per annum for the year ended December 31, 2025. The returns on all of these wealth management products are not guaranteed, hence their contractual cash flows do not qualify for solely payments of principal and interest. Therefore, they are measured at fair value through profit or loss. As of December 31, 2025 and 2024, total short-term investments as a percentage to the Group's total assets is 12.8% and 7.7%, respectively. There is no individual investment having a percentage of over 5% to the Group's total assets. In view of an upside of earning with a more attractive return than current saving or fixed deposit are under the low interest rate trend, as well as the risk nature and the relatively short-term of maturity or flexible redemption terms of those financial products, the Group selected products with strong liquidity, safety feature and reasonable returns issued by reputable banks and licensed financial institutions.

Material Acquisition and Disposal

On October 16, 2025, eLong, Inc. (a direct wholly-owned subsidiary of the Company) completed the acquisition of 100% equity interest in Wanda Hotels and Resorts from Wanda Hotel Development Company Limited, for an initial consideration of approximately RMB2,646.9 million (subject to adjustments). Wanda Hotels and Resorts owns multiple upper-upscale and luxury hotel brands with a strong market presence in China. We believe such acquisition will further diversify our brand portfolio and bring profound industry expertise, enabling us to accelerate the expansion of our hotel management business and strengthen our market presence in the industry. The Company accounted for such acquisition as a business combination and started to consolidate the financial statements of Wanda Hotels and Resorts from October 17, 2025.

Save as disclosed above, there were no material acquisitions and disposals of subsidiaries, associates and joint ventures during the year ended December 31, 2025.

Foreign Exchange Risk

Foreign exchange risk arises when future commercial transactions or recognized assets and liabilities are denominated in a currency that is not our functional currency. We manage our foreign exchange risk by performing regular reviews of our net foreign exchange exposures.

Our subsidiaries and Consolidated Affiliated Entities in the PRC operate mainly in the PRC with most of the transactions settled in RMB. There are certain financial assets or liabilities of our Group are denominated in the currencies other than the respective functional currencies of our Group's subsidiaries and Consolidated Affiliated Entities operating in the PRC.

Employee

As of December 31, 2025, we had a total of 11,249 full-time employees. As of the same date, approximately 27.79% and 8.63% of our full-time employees were based in Suzhou and Beijing, respectively, while remaining 63.58% of them were based in the rest of the PRC and overseas.

We primarily recruit our employees through on-campus job fairs, recruitment agencies and online channels, including our corporate websites and social networking platforms. We have adopted robust internal training policies, pursuant to which management, technology and other training is regularly provided to our employees by in-house trainers or third-party consultants. We have also adopted 2018 Share Incentive Plan, 2019 RSU Plan, 2019 Share Option Plan, 2022 RSU Plan, 2022 Share Option Plan and 2024 Share Scheme.

As required by PRC laws, we participate in various statutory employee benefit plans, including social insurance funds, namely a pension contribution plan, a medical insurance plan, an unemployment insurance plan, a work-related injury insurance plan, a maternity insurance plan, and a housing provident fund. We are required under PRC laws to contribute to employee benefit plans at specified percentages of salaries, bonuses and certain allowances of our employees up to a maximum amount specified by the local governments from time to time.

We believe that we maintain good working relationship with our employees and we did not experience any significant labor disputes or any material difficulty in recruiting employees for our operations in the year ended December 31, 2025.

CONSOLIDATED INCOME STATEMENT

For the year ended December 31, 2025

	Notes	Year ended December 31,	
		2025 RMB'000	2024 RMB'000
Revenue	2	19,395,959	17,340,686
Cost of revenue	3	(6,538,207)	(6,227,199)
Gross profit		12,857,752	11,113,487
Service development expenses	3	(2,039,051)	(2,000,894)
Selling and marketing expenses	3	(6,281,306)	(5,620,710)
Administrative expenses	3	(1,265,916)	(1,206,179)
Net (provision)/reversal of impairment loss on financial assets		(17,101)	17,791
Fair value changes on investments measured at fair value through profit or loss	9(e)	152,163	27,001
Other income		104,625	104,257
Other losses – net	4	(373,785)	(11,255)
Operating profit		3,137,381	2,423,498
Finance income		171,728	194,624
Finance costs		(344,021)	(230,895)
Share of results of associates		55,912	10,599
Profit before income tax		3,021,000	2,397,826
Income tax expense	5	(611,898)	(409,560)
Profit for the year		2,409,102	1,988,266
Profit attributable to:			
– Equity holders of the Company		2,371,234	1,974,356
– Non-controlling interests		37,868	13,910
		2,409,102	1,988,266
Earnings per share (expressed in RMB per share):			
– Basic	6	1.03	0.87
– Diluted	6	1.01	0.86

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the year ended December 31, 2025

	Year ended December 31,	
	2025 <i>RMB'000</i>	2024 <i>RMB'000</i>
Profit for the year	2,409,102	1,988,266
Other comprehensive income		
<i>Items that will not be reclassified to profit or loss</i>		
– Currency translation differences	4,914	13,698
<i>Items that may be subsequently reclassified to profit or loss</i>		
– Currency translation differences	2,843	3,061
Other comprehensive income for the year	7,757	16,759
Total comprehensive income for the year	2,416,859	2,005,025
Total comprehensive income for the year attributable to:		
– Equity holders of the Company	2,378,991	1,991,115
– Non-controlling interests	37,868	13,910
	2,416,859	2,005,025

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at December 31, 2025

	Notes	As at December 31,	
		2025 RMB'000	2024 RMB'000
ASSETS			
Non-current assets			
Property, plant and equipment		3,380,486	3,146,926
Right-of-use assets		1,451,415	909,400
Investments accounted for using the equity method	8	1,774,124	1,682,145
Investments measured at fair value through profit or loss	9	656,377	957,238
Investments measured at amortized cost	9	925,814	1,329,289
Intangible assets		12,856,502	10,814,078
Deferred income tax assets		275,907	213,444
Prepayment and other receivables	10	350,971	475,761
Other non-current assets		9,553	8,354
		21,681,149	19,536,635
Current assets			
Trade receivables	11	2,262,971	1,727,587
Prepayment and other receivables	10	5,692,347	5,450,137
Inventories		11,628	6,647
Derivative financial instruments	12	–	6,194
Short-term investments measured at amortized cost	9	1,903,938	160,639
Short-term investments measured at fair value through profit or loss	9	3,444,988	2,733,033
Restricted cash		442,389	136,361
Cash and cash equivalents		6,505,907	8,019,963
		20,264,168	18,240,561
Total assets		41,945,317	37,777,196
EQUITY			
Capital and reserves attributable to equity holders of the Company			
Share capital		8,105	8,022
Share premium		21,404,986	20,761,663
Treasury shares		(74)	(123)
Other reserves		(2,596,436)	(2,519,667)
Retained earnings		3,738,434	1,751,576
		22,555,015	20,001,471
Non-controlling interests		1,018,186	960,836
Total equity		23,573,201	20,962,307

CONSOLIDATED STATEMENT OF FINANCIAL POSITION (CONTINUED)

As at December 31, 2025

		As at December 31,	
	<i>Notes</i>	2025 <i>RMB'000</i>	2024 <i>RMB'000</i>
LIABILITIES			
Non-current liabilities			
Borrowings	<i>13</i>	828,307	2,794,457
Financial liabilities measured at fair value through profit or loss		200,000	–
Lease liabilities		1,007,145	680,485
Other payables		372,391	948,433
Contract liabilities		172,470	27,766
Deferred income tax liabilities		1,055,256	766,613
		<u>3,635,569</u>	<u>5,217,754</u>
Current liabilities			
Borrowings	<i>13</i>	3,271,533	1,359,289
Trade payables	<i>14</i>	4,521,654	4,467,130
Other payables and accruals		6,026,916	5,154,002
Lease liabilities		300,141	174,191
Contract liabilities		404,951	274,307
Current income tax liabilities		211,352	168,216
		<u>14,736,547</u>	<u>11,597,135</u>
Total liabilities		<u><u>18,372,116</u></u>	<u><u>16,814,889</u></u>
Total equity and liabilities		<u><u>41,945,317</u></u>	<u><u>37,777,196</u></u>

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the year ended December 31, 2025

	Year ended December 31,	
	2025	2024
	<i>RMB'000</i>	<i>RMB'000</i>
Net cash generated from operating activities	4,310,911	2,969,875
Net cash used in investing activities	(4,698,105)	(834,256)
Net cash (used in)/generated from financing activities	(1,085,317)	678,795
Net (decrease)/increase in cash and cash equivalents	(1,472,511)	2,814,414
Cash and cash equivalents at beginning of the year	8,019,963	5,192,398
Effect of exchange rate changes on cash and cash equivalents	(41,545)	13,151
Cash and cash equivalents at end of the year	<u>6,505,907</u>	<u>8,019,963</u>

NOTES

1. Basis of preparation

Tongcheng Travel Holdings Limited (the “Company”) is an exempted company with limited liability incorporated under the laws of the Cayman Islands on January 14, 2016.

The Company’s shares have been listed on the Main Board of The Stock Exchange of Hong Kong Limited since November 26, 2018.

The Company is an investment holding company. The Company and its subsidiaries (together, the “Group”) are principally engaged in the provision of travel related services, including accommodation reservation services, transportation ticketing services, provision of other travel-related products and services, hotel management services and tourism services, mainly comprising online and offline travel agency related services in the PRC.

The consolidated financial statements of the Group have been prepared in accordance with IFRS Accounting Standards as issued by International Accounting Standard Board (“IASB”) and the disclosure requirements of the Hong Kong Companies Ordinance Cap. 622.

IFRS Accounting Standards comprise the following authoritative literature:

- International Financial Reporting Standards (“IFRS”)
- IAS Standards (“IAS”); and
- Interpretations developed by the IFRS Interpretations Committee (“IFRIC interpretations”) or its predecessor body, the Standing Interpretations Committee (“SIC interpretations”).

The consolidated financial statements have been prepared under the historical cost convention, as modified by the revaluation of financial assets and liabilities (including derivative instruments) which are carried at fair value.

(a) New and amended standards adopted by the Group

The Group has applied the following amendments to accounting standards for the first time for the financial year beginning on January 1, 2025:

- Amendments to IAS 21 – Lack of Exchangeability

The amendments listed above did not have any material impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

(b) New and amended standards not yet early adopted

The following new or amended accounting standards and annual improvements have been published which are not mandatory for December 31, 2025 reporting periods and have not been early adopted by the Group:

		<i>Effective date</i>
Amendments to IFRS 9 and IFRS 7	<i>Amendments to the Classification and Measurement of Financial Instruments</i>	January 1, 2026
Amendments to IFRS 9 and IFRS 7	<i>Amendments to the Contracts Referencing Nature-dependent Electricity</i>	January 1, 2026
Annual improvements	<i>Annual improvements to IFRS Accounting Standards – Volume 11</i>	January 1, 2026
IFRS 18	<i>Presentation and Disclosure in Financial Statements</i>	January 1, 2027
IFRS 19 and Amendment to IFRS 19	<i>Subsidiaries without Public Accountability: Disclosures</i>	January 1, 2027
Amendment to IAS 21	<i>Translation to a Hyperinflationary Presentation Currency</i>	January 1, 2027
Amendments to IAS 28 and IFRS 10	<i>Sale or Contribution of Assets between an Investor and its Associate or Joint Venture</i>	To be determined

These new or amended accounting standards and annual improvements are not expected to have a material impact on the Group in the current or future reporting periods and on foreseeable future transactions, except that the adoption of IFRS 18 upon its effective date is expected to have certain pervasive impact on the presentation and disclosures of the Group's consolidated financial statements as described below.

IFRS 18 will replace IAS 1 'Presentation of Financial Statements', introducing new requirements that will help to achieve comparability of the financial performance of similar entities and provide more relevant information and transparency to users. Even though IFRS 18 will not impact the recognition or measurement of items in the financial statements, its impacts on presentation and disclosure are expected to be pervasive, in particular those related to the statement of financial performance and providing management-defined performance measures within the financial statements.

Management is in the process of assessing the detailed implications of applying the new standard on the Group's consolidated financial statements. Save as the high-level preliminary assessment as disclosed in the Group's annual consolidated financial statements for the year ended December 31, 2024, the following potential impacts have been identified by management based on the on-going assessment performed during the current reporting period:

- It is expected that the consolidated statement of cash flows will be impacted, because interest received will be presented as investing cash flows instead of the current presentation as operating cash flows.
- The Group currently presents an operating profit subtotal in the consolidated income statement. The Group is performing a detailed assessment to determine the appropriate classification of items to ensure that the operating profit subtotal will comply with the requirements of IFRS 18. The Group expects significant changes in this regard, especially as a result of reclassifying certain foreign exchange gains and losses and the change in fair value of financial assets at fair value through profit or loss within a new 'investing' category. The investment income from investments measure at amortized cost and net (loss)/gain on disposal of investments accounted for using the equity method in other gain/(losses)-net will reclass to investment activity. Furthermore, the new aggregation and disaggregation requirements will lead into changes to present the most useful structured summary.
- The Group is performing an assessment of the measures that are currently being reported outside the consolidated financial statements and whether or not these meet the definition of a management-defined performance measure.

The Group will apply IFRS 18 from its mandatory effective date of January 1, 2027. At each subsequent reporting period, the Group will provide an update on the progress towards transition to IFRS 18.

2. Revenue and segment information

The Group has identified two reportable segments, namely (i) core OTA segment, which comprising the core online travel agency and related businesses; and (ii) tourism segment, which comprising the offline travel agency and tourism related businesses. The chief operating decision-makers has been identified as the Chief Executive Officer, Vice Presidents and the Directors of the Company, (the “CODMs”) review and evaluate the business performance of these two businesses separately for allocating resources and making strategic decisions.

The CODMs assess the performance of the operating segments mainly based on revenues and operating profit/loss of each operating segment. Thus, segment results would present revenue, cost of revenue and operating expenses, and operating profit/loss for each segment, which is in line with CODMs’ performance review. There were no material inter-segment sales during the years ended December 31, 2025 and 2024. Certain unallocated items (primarily with respect to the share-based compensation expenses, amortization of those intangible assets as identified from business combinations, certain corporate administrative expenses, and other miscellaneous items) are not allocated to each segment as they are not directly relevant to the operating results used in the performance measurement and resource allocation by the CODMs.

Both the core OTA and tourism segments operate businesses primarily in the PRC and substantially all of their revenue are generated from customers in the PRC. As at December 31, 2025 and 2024, substantially all of the non-current assets of the Group were located in the PRC. Therefore, no geographical segments are presented.

No analysis of segment assets or segment liabilities is presented as they are not used by the CODMs when making decisions about allocating resources and assessing performance of the Group.

The segment information of the reportable segments for the relevant period are as follows:

	Year ended December 31,							
	2025				2024			
	Core OTA	Tourism	Unallocated items	Total	Core OTA	Tourism	Unallocated items	Total
	<i>(in RMB'000)</i>							
Accommodation reservation	5,450,784	-	-	5,450,784	4,668,179	-	-	4,668,179
Transportation ticketing	7,925,448	-	-	7,925,448	7,229,031	-	-	7,229,031
Others	3,095,245	2,924,482	-	6,019,727	2,302,235	3,141,241	-	5,443,476
Total revenue	16,471,477	2,924,482	-	19,395,959	14,199,445	3,141,241	-	17,340,686
Cost of revenue, operating expenses and unallocated items	(11,701,589)	(3,309,981)	(1,247,008)	(16,258,578)	(10,384,772)	(3,054,592)	(1,477,824)	(14,917,188)
Operating profit/(loss)	4,769,888	(385,499)	(1,247,008)	3,137,381	3,814,673	86,649	(1,477,824)	2,423,498

Revenue by service type for the years ended December 31, 2025 and 2024 are as follows:

	Year ended December 31,	
	2025 RMB'000	2024 RMB'000
Accommodation reservation services	5,450,784	4,668,179
Transportation ticketing services	7,925,448	7,229,031
Others	6,019,727	5,443,476
Total revenue	19,395,959	17,340,686

3. Expenses by nature

	Year ended December 31,	
	2025 RMB'000	2024 RMB'000
Employee benefit expense	4,368,845	4,117,614
Advertising and promotion expenses	4,008,666	3,524,351
Cost of travel products	2,747,774	3,013,492
Order payment and settlement costs	1,337,692	1,399,631
Depreciation and amortization expense	1,299,204	1,082,606
Procurement costs	873,745	544,902
Commission expenses	611,985	524,595
Bandwidth and servers custody fee	191,174	164,229
Professional service fees and subcontractor charges	168,388	197,311
Short-term rental and utility fees	141,278	121,461
Travelling and entertainment expenses	138,523	139,523
Tax and surcharges	102,774	84,973
Telephone and communication	21,375	15,777
Audit fees	7,683	6,792
Others	105,374	117,725
	16,124,480	15,054,982

4. Other losses – net

	Year ended December 31,	
	2025 RMB'000	2024 RMB'000
Investment income from investments measured at amortized cost	74,354	55,155
Foreign exchange losses, net	(10,107)	(96,128)
Donation	(3,348)	(10,798)
Net (loss)/gain on disposal of investments accounted for using the equity method	(7,113)	111
Net gain on disposal of property, plant and equipment and termination of leases	27,612	139
Net gain on derivative financial instruments	9,533	12,260
Impairment of goodwill	(453,437)	–
Others	(11,279)	28,006
	(373,785)	(11,255)

5. Income tax expense

The income tax expense of the Group for the years ended December 31, 2025 and 2024 is analyzed as follows:

	Year ended December 31,	
	2025 RMB'000	2024 RMB'000
Current income tax	663,453	456,301
Deferred income tax	(51,555)	(46,741)
	611,898	409,560

(a) Cayman Islands income tax

Under the current laws of the Cayman Islands, the Company is not subject to tax on the Company's income or capital gains. In addition, no Cayman Islands withholding tax is imposed upon any payments of dividends.

(b) Hong Kong income tax

Entities incorporated in Hong Kong are subject to Hong Kong profits tax at a rate of 8.25% on assessable profits up to HKD2 million and 16.5% on any part of assessable profits over HKD2 million for the years ended December 31, 2025 and 2024.

(c) PRC corporate income tax ("CIT")

CIT provision was made on the estimated assessable profits of entities within the Group incorporated in the PRC for the years ended December 31, 2025 and 2024, calculated in accordance with the relevant regulations of the PRC after considering the available tax benefits from refunds and allowances. The general PRC CIT rate is 25% during the years ended December 31, 2025 and 2024.

Six of the Company's directly held subsidiaries incorporated in the PRC (2024: four companies) are qualified as High and New Technology Enterprises ("HNTE"), and accordingly, they are subject to a reduced preferential CIT rate of 15% for the years ended December 31, 2025 and 2024 according to the applicable CIT law. The HNTE's qualification of these six companies will be subject to renewal during 2026 to 2028.

Certain of the subsidiaries enjoy the preferential CIT tax rate of 20% as a small and low-profit enterprises.

Other subsidiaries of the Company incorporated in the PRC are subject to the general PRC CIT rate of 25% during the years ended December 31, 2025 and 2024.

(d) PRC Withholding Tax ("WHT")

According to the applicable PRC tax regulations, dividends distributed by a company established in the PRC to a foreign investor with respect to profits derived after January 1, 2008 are generally subject to a 10% WHT. If a foreign investor incorporated in Hong Kong meets the conditions and requirements under the double taxation treaty arrangement entered into between the PRC and Hong Kong, the relevant withholding tax rate will be reduced from 10% to 5%.

As of December 31, 2025 and 2024, the Group does not have any plan to require its PRC subsidiaries to distribute their retained earnings and intends to retain them to operate and expand its business in the PRC. Accordingly, no deferred income tax liability on the undistributed retained earnings of these PRC subsidiaries was provided as at December 31, 2025 and 2024.

(e) Organization for Economic Co-operation and Development ("OECD") Pillar Two model rules

The Group is within the scope of the OECD Pillar Two model rules. As of December 31, 2025, Pillar Two legislation was enacted in several of tax jurisdictions (e.g. effective from January 1, 2025 for Hong Kong) in which the Group entities are incorporated or operated. The Group applies the IAS 12 exception to recognizing and disclosing information about deferred income tax assets and liabilities related to Pillar Two income taxes.

Under the Pillar Two legislation, the Group is liable to pay a top-up tax for the difference between its Global Anti-Base Erosion (GloBE) effective tax rate in each jurisdiction and the 15% minimum rate. Management has assessed and concluded that there is no material impact on the consolidated financial statements for the year ended December 31, 2025 in connection with the Pillar Two legislation.

6. Earnings per share

(a) Basic

Basic earnings per share for the years ended December 31, 2025 and 2024 are calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of ordinary shares in issue during the respective years.

	Year ended December 31,	
	2025	2024
Profit attributable to equity holders of the Company (RMB'000)	2,371,234	1,974,356
Weighted average numbers of ordinary shares in issue (thousand shares)	2,308,010	2,269,241
Basic earnings per share (expressed in RMB)	<u>1.03</u>	<u>0.87</u>

(b) Diluted

Diluted earnings per share is calculated by adjusting the weighted average number of ordinary shares outstanding (excluding the treasury shares) to assume conversion of all dilutive potential ordinary shares.

As at December 31, 2025, 119,747,133 share options and 20,797,468 restricted share units (“RSUs”) were outstanding in total. For the year ended December 31, 2025, the share options and RSUs granted by the Company have potential dilutive effect on the earnings per share. Diluted earnings per share is calculated by adjusting the weighted average number of ordinary shares outstanding (excluding the treasury shares) by the assumption of the conversion of all dilutive potential ordinary shares arising from share options and RSUs granted by the Company (collectively forming the denominator for computing the diluted earnings per share). No adjustment is made to earnings (numerator).

The diluted earnings per share for the years ended December 31, 2025 and 2024 are calculated a below:

	Year ended December 31,	
	2025	2024
Profit attributable to equity holders of the Company (RMB'000)	2,371,234	1,974,356
Weighted average number of ordinary shares in issue (thousand shares)	2,308,010	2,269,241
Adjustments for RSUs granted to employees (thousand shares)	21,288	21,782
Adjustments for share options granted to employees (thousand shares)	9,490	—
Weighted average number of ordinary shares for calculation of diluted earnings per share (thousand shares)	<u>2,338,788</u>	<u>2,291,023</u>
Diluted earnings per share (RMB)	<u>1.01</u>	<u>0.86</u>

7. Dividend

Final dividend of HKD0.18 per share for the year ended December 31, 2024 was proposed by the Board on March 20, 2025 and approved by Shareholders on June 26, 2025. The final dividend of HKD416.3 million (approximately RMB379.1 million) was paid on July 15, 2025.

8. Investments accounted for using the equity method

	Year ended December 31,	
	2025 RMB'000	2024 RMB'000
At beginning of the year	1,682,145	1,429,800
Additions (a)	114,912	176,482
Business combination	641	–
Disposal	(22,744)	(3,080)
Transfer from investments measured at fair value through profit or loss	–	108,448
Shares of net profit	55,912	10,599
Dividend declared	(59,674)	(46,168)
Others	2,932	6,064
	<u>1,774,124</u>	<u>1,682,145</u>

Notes:

- (a) During the years ended December 31, 2025 and 2024, the Group obtained equity interests in certain unlisted companies/investment fund through direct investments. The aggregate amount of these investments amounted to approximately RMB114.9 million and RMB176.5 million, respectively. These companies/investment funds are principally engaged in travel industry investments, hotel management, software development, other travel-related business. The Group does not have control over these companies/investment funds and only has significant influence on them through its representative in the board of directors of these investee companies/investment funds.
- (b) The Group's investments in associates accounted for using equity method are not considered as material on individual basis. None of them individually exceeds 5% of the Group's total assets as at December 31, 2025 and 2024.

9. Investments

	As at December 31,	
	2025 RMB'000	2024 RMB'000
Current assets		
Short-term investments measured at		
– Amortized cost (a)	1,903,938	160,639
– Fair value through profit or loss (b)	3,444,988	2,733,033
	<u>5,348,926</u>	<u>2,893,672</u>
Non-current assets		
Long-term investments measured at		
– Amortized cost (c)	925,814	1,329,289
– Fair value through profit or loss (d)	656,377	957,238
	<u>1,582,191</u>	<u>2,286,527</u>

(a) Short-term investments measured at amortized cost

Short-term investments measured at amortized cost are time deposits within one year but exceed a period of three months with fixed interest rates, denominated in RMB, HKD or USD. The investments are held for collection of contractual cash flow and the contractual cash flows of these investments qualify for solely payments of principal and interest, hence they are measured at amortized costs. None of these investments are past due.

(b) Short-term investments measured at fair value through profit or loss

Short-term investments measured at fair value through profit or loss include wealth management products, denominated in RMB, HKD or USD, with expected rates of return ranging from 1.33% to 8% (2024: 1.59% to 3.84%) per annum for the year ended December 31, 2025. The returns on all these wealth management products are not guaranteed, hence their contractual cash flows do not qualify for solely payments of principal and interest. Therefore, they are measured at fair value through profit or loss. None of these investments are past due. The fair values are based on quoted prices (unadjusted) in active markets (level 1 of the fair value hierarchy) or the cash flow discounted using the expected return or expected recoverable cash flows based on management judgment (level 3 of the fair value hierarchy).

(c) Long-term investments measured at amortized cost

Long-term investments measured at amortized cost are time deposits with terms from 2 years to 3 years which bear interests at fixed interest rates ranging from 1.75% to 3.35% (2024: 2.70% to 3.55%) per annum, and are all denominated in RMB. The investments are held for collection of contractual cash flow and the contractual cash flows of these investments qualify for solely payments of principal and interest, hence they are measured at amortized costs. None of these investments are past due.

(d) Long-term investments measured at fair value through profit or loss

As of December 31, 2025, and 2024, long-term investments measured at fair value through profit or loss represented equity interests held by the Group in several private and listed companies and funds.

The equity interests held by the Group in the private and listed companies are (i) less than 20% of each entity and the Group does not have control nor significant influence over each of these entities, or (ii) not considered to be substantively the same as ordinary share due to the investment having a substantive liquidation preference or redemption rights. Therefore, these investments are classified as long-term investments measured at fair value through profit or loss. The fair values of the long-term investments are measured using a valuation technique with unobservable inputs and hence classified as level 3 of the fair value hierarchy for equity interests in private companies. For equity interests in listed companies, they are measured based on the quoted market prices in active markets and hence classified as level 1 of the fair value hierarchy.

The Group's investments as mentioned above are not considered as material on individual basis as none of them individually exceeds 5% of the Group's total assets as at December 31, 2025 and 2024.

(e) Amounts recognized in profit or loss

	Year ended December 31,	
	2025	2024
	<i>RMB'000</i>	<i>RMB'000</i>
Fair value changes in long-term investments measured at fair value through profit or loss	56,982	(7,509)
Fair value changes in short-term investments measured at fair value through profit or loss	95,181	34,510
	152,163	27,001

10. Prepayment and other receivables

	As at December 31,	
	2025	2024
	<i>RMB'000</i>	<i>RMB'000</i>
Non-current		
Prepayment to suppliers	81,215	69,844
Prepayment for property, plant and equipment	21,490	68,444
Prepayment to related parties	210	1,128
Prepayment for equity investment	14,935	1,619
	<hr/>	<hr/>
Total non-financial assets	117,850	141,035
	<hr/>	<hr/>
Deposits	7,781	7,532
Receivable from related parties	107,518	222,294
Others	117,822	104,900
	<hr/>	<hr/>
Total financial assets	233,121	334,726
	<hr/>	<hr/>
Non-current, total	350,971	475,761
	<hr/> <hr/>	<hr/> <hr/>
Current		
Prepayment to accommodation suppliers	116,798	262,841
Prepaid taxation	238,928	191,618
Prepayment to tickets suppliers	936,613	976,484
Prepayment for advertising	75,014	81,945
Prepayment for office rental	2,151	2,115
Prepayment to related parties	82,203	81,661
Others	265,881	244,309
	<hr/>	<hr/>
Total non-financial assets	1,717,588	1,840,973
	<hr/>	<hr/>
Designated deposit account with restrictive use	2,382,870	2,453,229
Deposits	418,395	397,495
Receivable from related parties	861,790	604,489
Others	422,890	261,353
	<hr/>	<hr/>
	4,085,945	3,716,566
Less: provision for impairment	(111,186)	(107,402)
	<hr/>	<hr/>
Total financial assets	3,974,759	3,609,164
	<hr/>	<hr/>
Current, total	5,692,347	5,450,137
	<hr/> <hr/>	<hr/> <hr/>

11. Trade receivables

The Group normally allows a credit period of 30 days to its customers. An aging analysis of trade receivables based on invoice date is as follows:

	As at December 31,	
	2025 RMB'000	2024 RMB'000
Up to 6 months	2,184,070	1,702,620
Over 6 months	156,255	117,550
	<u>2,340,325</u>	<u>1,820,170</u>
Less: allowance for impairment of trade receivables	<u>(77,354)</u>	<u>(92,583)</u>
	<u><u>2,262,971</u></u>	<u><u>1,727,587</u></u>

12. Derivative financial instrument

The Group has the following derivative financial instrument which is accounted for as financial assets at fair value through profit or loss:

	As at December 31,	
	2025 RMB'000	2024 RMB'000
Current assets		
Derivative financial instruments	<u>–</u>	<u>6,194</u>

Amount recognized in profit or loss

The following amounts were recognized in profit or loss as other losses – net in relation to derivative financial instruments:

	Year ended December 31,	
	2025 RMB'000	2024 RMB'000
Net realized gains on foreign exchange forward contracts	9,533	30,920
Unrealized losses on derivative financial instruments	<u>–</u>	<u>(18,660)</u>
	<u><u>9,533</u></u>	<u><u>12,260</u></u>

13. Borrowings

	As at December 31,	
	2025 <i>RMB'000</i>	2024 <i>RMB'000</i>
Included in non-current liabilities:		
Long-term unsecured bank borrowings	390,958	2,429,577
Long-term secured bank borrowings (a)	437,349	364,880
	828,307	2,794,457
Included in current liabilities:		
Current portion of long-term unsecured bank borrowing	16,703	147,120
Current portion of long-term secured bank borrowings (a)	67,016	43,028
Short-term secured bank borrowings (b)	2,437,096	59,237
Short-term unsecured bank borrowings	750,718	1,109,904
	3,271,533	1,359,289
	4,099,840	4,153,746

Notes:

- (a) As at December 31, 2025, the Group's long-term secured bank borrowings was RMB504.4 million in aggregate. These long-term bank borrowings are secured by pledging certain assets of the group. Please refer to "Pledge of assets".
- (b) In October 2025, the Company has drawn down a short-term bank borrowing of HKD2,616.0 million (translated at the exchange rate at date of receipt of the borrowing, equivalent to approximately RMB2,386.4 million), for the purpose of financing an acquisition. The bank borrowing is secured by pledging 100% equity interest in the target company and denominated in HKD.

14. Trade payables

An aging analysis of trade payables based on invoice date is as follows:

	As at December 31,	
	2025 <i>RMB'000</i>	2024 <i>RMB'000</i>
Up to 6 months	4,286,993	4,228,780
Over 6 months	234,661	238,350
	4,521,654	4,467,130

CORPORATE GOVERNANCE AND OTHER INFORMATION

Purchase, Sale or Redemption of Listed Securities

Neither the Company nor any of its subsidiaries purchased, redeemed or sold any of the Company's listed securities (including sale of treasury shares (as defined under the Listing Rules)) during the year ended December 31, 2025.

As at December 31, 2025, there were no treasury shares (as defined in the Listing Rules) held by the Company.

Model Code for Securities Transactions

The Company has adopted the Model Code. Specific enquiries have been made to all the Directors and the Directors have confirmed that they have complied with the Model Code for the year ended December 31, 2025.

The Company's employees, who are likely to be in possession of inside information of the Company, have also been subject to the Model Code for securities transactions. No incident of non-compliance of the Model Code by the employees was noted by the Company for the year ended December 31, 2025.

Compliance with the Corporate Governance Code

The Company has adopted and applied the principles and code provisions as set out in the Corporate Governance Code. During the year ended December 31, 2025, the Company has complied with the code provisions in the Corporate Governance Code.

Audit Committee

The Audit Committee has three members comprising two independent non-executive Directors, being Mr. Yang Chia Hung (chairman of the Audit Committee) and Ms. Han Yuling, and one non-executive Director, being Mr. Xie Qing Hua, with terms of reference in compliance with the Listing Rules.

The Audit Committee has considered and reviewed the accounting principles and practices adopted by the Company and the Group, and has discussed matters in relation to internal control and financial reporting with the management, including the review of the consolidated financial results of the Group for the year ended December 31, 2025. The Audit Committee considers that the annual financial results for the year ended December 31, 2025 are in compliance with the relevant accounting standards, rules and regulations, and appropriate disclosures have been duly made.

Scope of Work of PricewaterhouseCoopers

The figures in respect of the Group's consolidated income statement, consolidated statement of comprehensive income, consolidated statement of financial position, condensed consolidated statement of cash flows and the related notes thereto for the year ended December 31, 2025 as set forth in this announcement have been agreed by the Company's auditor, PricewaterhouseCoopers, to the amounts set forth in the Group's audited consolidated financial statements for the year. The work performed by PricewaterhouseCoopers in this respect did not constitute an assurance engagement and consequently no opinion or assurance conclusion has been expressed by PricewaterhouseCoopers on this announcement.

Event After December 31, 2025

There are no material events affecting the Group which have occurred since December 31, 2025 (being the end of the financial year for the Company) to the date of this announcement.

FINAL DIVIDEND

The Board resolved to propose to the Shareholders at the AGM to be held on June 16, 2026 (Tuesday) for the distribution of a final dividend of HKD0.25 per Share for the year ended December 31, 2025. The final dividend is expected to be paid on or about July 15, 2026 (Wednesday) to the Shareholders whose names are listed on the register of members of the Company on July 7, 2026. On the basis of the total number of the issued Shares of 2,354,212,062 as of March 24, 2026 (Tuesday), it is estimated that the aggregate amount of final dividend would be approximately HKD588,553,016. The actual total amount of final dividends to be paid will be subject to the total number of issued Shares as at the record date for determining the entitlement of Shareholders to the final dividend. The proposal for the distribution of the final dividend above is subject to the consideration and approval of the Shareholders at the AGM. There is no arrangement that a Shareholder has waived or agreed to waive any dividend.

CLOSURE OF REGISTER OF MEMBERS AND RECORD DATE

The register of members of the Company will be closed from June 11, 2026 (Thursday) to June 16, 2026 (Tuesday), both days inclusive, in order to determine the eligibility of the Shareholders to attend and vote at the AGM. The Shareholders whose names appear on the register of members of the Company at the close of business on June 10, 2026 (Wednesday) will be eligible to attend and vote at the AGM. In order to be eligible to attend and vote at the AGM, all transfers accompanied by the relevant share certificates and transfer forms must be lodged with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong before 4:30 p.m. on June 10, 2026 (Wednesday).

The record date for qualifying to receive the proposed final dividend is July 7, 2026 (Tuesday). In order to determine the right of the Shareholders entitled to receive the proposed final dividend, which is subject to the approval by the Shareholders in the forthcoming AGM, the register of members of the Company will also be closed from July 3, 2026 (Friday) to July 7, 2026 (Tuesday), both days inclusive. All transfer accompanied by the relevant share certificates and transfer forms must be lodged with the Company's Hong Kong share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong before 4:30 p.m. on July 2, 2026 (Thursday).

PUBLICATION OF ANNUAL RESULTS ANNOUNCEMENT AND ANNUAL REPORT

This announcement is published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.tongchengir.com).

The Company's annual report for the year ended December 31, 2025 containing all the information required by the Listing Rules will be dispatched to the Shareholders and/or made electronically available on the respective websites of the Stock Exchange and the Company in due course.

DEFINITION

In this announcement, unless the context otherwise required, the following expressions shall have the following meaning:

“2018 Share Incentive Plan”	the share incentive plan adopted and approved by the Company on March 9, 2018
“2019 RSU Plan”	the 2019 restricted share unit plan adopted and approved by the Company on July 2, 2019
“2019 Share Option Plan”	the 2019 share option plan approved by an ordinary resolution passed by shareholders of the Company at the extraordinary general meeting of the Company on August 2, 2019
“2022 RSU Plan”	the 2022 restricted share unit plan adopted and approved by the Company on March 22, 2022
“2022 Share Option Plan”	the 2022 share option plan approved by an ordinary resolution passed by shareholders of the Company at the annual general meeting of the Company on May 31, 2022
“2024 Share Scheme”	the 2024 share scheme approved and adopted by the Company at the annual general meeting held on June 26, 2024
“Accumulated Number of Travelers Served”	total number of users who used our products and services in the twelve-month period ended December 31, 2025
“AGM”	the 2025 annual general meeting of the Company to be held on June 16, 2026 or any adjournment thereof
“AI”	artificial intelligence
“APUs”	annual paying users
“Audit Committee”	the audit committee of the Board
“Board”	the board of Directors of the Company
“China” or “PRC”	People’s Republic of China
“Company”	Tongcheng Travel Holdings Limited (同程旅行控股有限公司), an exempted company with limited liability incorporated under the laws of the Cayman Islands on January 14, 2016
“Consolidated Affiliated Entities”	the entities we control through certain contractual arrangements
“Corporate Governance Code”	the Corporate Governance Code set out in Appendix C1 to the Listing Rules

“DAU”	daily active user
“Director(s)”	the director(s) of the Company
“ESG”	environmental, social, and governance
“Group”, “we”, “us”, or “our”	the Company, its subsidiaries and Consolidated Affiliated Entities from time to time
“HKD”	Hong Kong Dollar, the lawful currency in circulation of the Hong Kong Special Administrative Region of China
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“IFRS”	IFRS Accounting Standards (comprising International Financial Reporting Standards and International Accounting Standards, as well as their amendments and interpretations) as issued from time to time by the International Accounting Standards Board
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, supplemented or otherwise modified from time to time
“Model Code”	the Model Code for Securities Transactions by Directors of Listed Issuers set out in Appendix C3 to the Listing Rules
“MPUs”	monthly paying users who make purchases on our platforms at least once during a calendar month
“OTA”	online travel agency
“RMB”	Renminbi, the lawful currency of China
“Share(s)”	ordinary share(s) in the share capital of the Company, currently of nominal value USD0.0005 each
“Shareholder(s)”	holder(s) of the Share(s)
“Tencent”	Tencent Holdings Limited, a company redomiciled to the Cayman Islands on February 27, 2004 as an exempted company under the laws of the Cayman Islands, whose shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (stock code: 700)
“TSP(s)”	travel service provider(s)
“USD”	United States dollars, the lawful currency of the United States of America

“Wanda Hotels and Resorts” Wanda Hotel Management (Hong Kong) Co., Limited (萬達酒店管理(香港)有限公司), a company incorporated in Hong Kong with limited liability

APPRECIATION

The Board would like to express its sincere gratitude to the Shareholders, management team, employees, business partners and customers of the Company for their support and contribution to the Group.

By Order of the Board
Tongcheng Travel Holdings Limited
Ma Heping
Executive Director and Chief Executive Officer

Hong Kong, March 24, 2026

As at the date of this announcement, the Board comprises the following:

Executive Directors

Wu Zhixiang (*Co-Chairman*)
Ma Heping (*Chief Executive Officer*)

Non-executive Directors

Liang Jianzhang
Jiang Hao (*Co-Chairman*)
Xie Qing Hua
Brent Richard Irvin

Independent Non-executive Directors

Yang Chia Hung
Dai Xiaojing
Han Yuling