澳門博彩控股有限公司
SJM HOLDINGS LIMITED

於香港註冊成立的有限責任公司
incorporated in Hong Kong with limited liability

股份代號 : 880
Stock Code : 880

# 2026
# 中期報告
# INTERIM REPORT

# CORPORATE PROFILE

**SJM Holdings Limited** (the "Company") and its subsidiaries (collectively, the "Group") is a leading owner, operator and developer of casinos and integrated entertainment resorts in the Macau Special Administrative Region of the People's Republic of China ("Macao", "Macau" or "Macau SAR"). The Company's principal subsidiary, SJM Resorts, S.A. (in Portuguese) SJM Resorts, Limited (in English) ("SJM"), is one of the six concessionaires in Macau authorised by the Macau Government to operate casinos and gaming areas. SJM is also the only casino gaming concessionaire with its roots in Macau.

SJM owns and operates Grand Lisboa Palace Resort Macau, Grand Lisboa Macau hotel and casino, L'Arc Macau hotel and casino, as well as Casino Lisboa and Casino Oceanus at Jai Alai. SJM is also the majority shareholder of Ponte 16 Resorts, Macau, and manages Jai Alai Hotel. SJM's operations cater to a wide spectrum of patrons, with casino gaming and a broad range of hospitality and leisure attractions, including hotel accommodation, fine and casual dining, shopping, wellness and spa facilities, and venues for meetings, events and cultural exhibitions.

Grand Lisboa Palace Resort Macau, the Group's integrated resort in Cotai, offers luxury hotel rooms and suites in three hotel towers — Grand Lisboa Palace, THE KARL LAGERFELD and Palazzo Versace Macau, along with diverse hospitality services.

# CONTENTS

# FINANCIAL AND OPERATING HIGHLIGHTS

## FINANCIAL HIGHLIGHTS

| | For the six months ended 30 June 2026 HK$ million (unaudited) | 2025 HK$ million (unaudited) | Increase/ (Decrease) |
|---|---|---|---|
| Total Group net revenue | **11,590** | 14,639 | **(20.8%)** |
| Net gaming revenue | **10,560** | 13,628 | **(22.5%)** |
| Adjusted EBITDA* | **1,701** | 1,646 | **3.3%** |
| Loss attributable to owners of the Company | **(295)** | (182) | **61.7%** |
| Loss per share | | | |
| — basic | **HK(4.1) cents** | HK(2.6) cents | **57.7%** |
| — diluted | **HK(4.1) cents** | HK(2.6) cents | **57.7%** |

* *Adjusted EBITDA is earnings or losses after adjustment for non-controlling interests and before accounting for interest income and expense, tax, depreciation and amortisation, donations, loss on disposal/write-off of property and equipment, bank charges for bank loans, gain on modification of bank loans, gain on early repurchase of unsecured notes, gain on fair value changes of financial asset at fair value through profit or loss and pre-opening expenses.*

## OPERATING HIGHLIGHTS

- Net gaming revenue earned by SJM Resorts, S.A. ("SJM"), a subsidiary of the Company, was HK$10,560 million in the first half of 2026, as compared with HK$13,628 million in the first half of 2025.
- Adjusted EBITDA of the Group was HK$1,701 million, as compared with HK$1,646 million in the first half of 2025.
- Loss attributable to owners of the Company was HK$295 million, as compared with a loss of HK$182 million in the first half of 2025.
- SJM had a 9.8% share of Macau's gross gaming revenue, including 12.3% of mass market table gross gaming revenue and 4.2% of VIP gross gaming revenue.
- Grand Lisboa Palace Resort Macau's gross revenue was HK$3,938 million, including gross gaming revenue of HK$3,315 million and non-gaming revenue of HK$623 million, as compared with gross gaming revenue of HK$2,936 million and non-gaming revenue of HK$690 million in the first half of 2025. Grand Lisboa Palace Resort Macau's Adjusted Property EBITDA was HK$22 million, as compared with HK$82 million in the first half of 2025.
- Grand Lisboa Macau's gross revenue was HK$4,010 million, including gross gaming revenue of HK$3,838 million and non-gaming revenue of HK$172 million, as compared with gross gaming revenue of HK$3,582 million and non-gaming revenue of HK$178 million in the first half of 2025. Grand Lisboa Macau's Adjusted Property EBITDA was HK$860 million, as compared with HK$863 million in the first half of 2025.
- Grand Lisboa Palace Resort Macau's occupancy rate decreased by 5.2% from the first half of 2025 to 92.9%. Average daily room rate increased during the period by 2.0% to HK$1,245.
- Grand Lisboa Macau hotel's occupancy rate decreased by 0.6% from the first half of 2025 to 98.0%. Average daily room rate decreased during the period by 1.6% to HK$1,376.
- The Group had HK$3,486 million of cash, bank balances, short-term bank deposits and pledged bank deposits and HK$30,217 million of debt as at 30 June 2026.
- The Group's syndicated banking facilities consist of a HK$10.9 billion term loan and a HK$11.5 billion revolving credit, of which HK$2.35 billion is available as of 30 June 2026.

# BUSINESS REVIEW

## GROUP OPERATING RESULTS

The Group's results, Net Revenue, Adjusted EBITDA and Adjusted EBITDA Margin for the six months ended 30 June 2026 and for the year-earlier period are shown below:

| Group operating results | For the six months ended 30 June<br>**2026**<br>**HK$ million** | <br>2025<br>HK$ million | **Increase/ (Decrease)** |
|---|---|---|---|
| Total net revenue | **11,590** | 14,639 | **(20.8%)** |
| Net gaming revenue | **10,560** | 13,628 | **(22.5%)** |
| Loss attributable to owners of the Company | **(295)** | (182) | **61.7%** |
| Adjusted EBITDA *Note 1* | **1,701** | 1,646 | **3.3%** |
| Adjusted EBITDA Margin *Note 2* | **14.7%** | 11.2% | **3.5 ppts** |

*Notes:*

1 *Adjusted EBITDA is earnings or losses after adjustment for non-controlling interests and before accounting for interest income and expense, tax, depreciation and amortisation, donations, loss on disposal/write-off of property and equipment, bank charges for bank loans, gain on modification of bank loans, gain on early repurchase of unsecured notes, gain on fair value changes of financial asset at fair value through profit or loss and pre-opening expenses.*

2 *Adjusted EBITDA Margin is Adjusted EBITDA divided by total net revenue.*

**ppts** = *percentage points*

Total net revenue was HK$11,590 million for the six months ended 30 June 2026, a decrease of 20.8%, compared to HK$14,639 million for the six months ended 30 June 2025. The decrease was driven by gaming revenue.

The following tables summarise the results of Self-promoted Casino, Satellite Casino and hotel room activities:

| | For the six months ended 30 June<br>**2026**<br>**HK$ million** | <br>2025<br>HK$ million | **Increase/ (Decrease)** |
|---|---|---|---|
| Rolling Gross Gaming Revenue | **1,461** | 1,100 | **32.9%** |
| Non-Rolling Gross Gaming Revenue | **9,617** | 12,302 | **(21.8%)** |
| Electronic Game Gross Gaming Revenue | **1,006** | 1,419 | **(29.1%)** |
| Gross Gaming Revenue ("GGR") | **12,084** | 14,821 | **(18.5%)** |
| Less: Commissions and incentives | **(1,524)** | (1,193) | **27.8%** |
| Net Gaming Revenue | **10,560** | 13,628 | **(22.5%)** |

# BUSINESS REVIEW

## PROPERTY STATISTICS

| Grand Lisboa Palace Resort Macau Statistics | For the six months ended 30 June 2026 HK$ million | 2025 HK$ million | Variance HK$ million | %/ppts |
|---|---|---|---|---|
| Revenues: | | | | |
| Casino (GGR) | **3,315** | 2,936 | **379** | **12.9%** |
| Hotel | **370** | 372 | **(2)** | **(0.5%)** |
| Food and Beverage, Mall and Other | **253** | 318 | **(65)** | **(20.4%)** |
| Total Revenue | **3,938** | 3,626 | **312** | **8.6%** |
| **Adjusted Property EBITDA** *Note 1* | **22** | 82 | **(60)** | **(73.2%)** |
| **Gaming Statistics** | | | | |
| Rolling Chip Volume | **29,598** | 25,326 | **4,272** | **16.9%** |
| Rolling Revenue | **1,087** | 712 | **375** | **52.7%** |
| Rolling Chip Win % | **3.7%** | 2.8% | **—** | **0.9 ppts** |
| Non-Rolling Volume | **9,309** | 9,821 | **(512)** | **(5.2%)** |
| Non-Rolling Revenue | **1,844** | 1,846 | **(2)** | **(0.1%)** |
| Non-Rolling Chip Win % | **19.8%** | 18.8% | **—** | **1.0 ppts** |
| Electronic Game Handle | **12,788** | 12,808 | **(20)** | **(0.2%)** |
| Electronic Game Revenue | **383** | 378 | **5** | **1.3%** |
| Electronic Game Hold % | **3.0%** | 2.9% | **—** | **0.1 ppts** |
| **Hotel Statistics** *Note 2* | **HK$** | HK$ | **HK$** | |
| Occupancy % | **92.9%** | 98.1% | **—** | **(5.2) ppts** |
| Average Daily Rate (ADR) | **1,245** | 1,221 | **24** | **2.0%** |
| Revenue per Available Room (RevPAR) | **1,157** | 1,199 | **(42)** | **(3.5%)** |

*Notes:*

1 *Adjusted Property EBITDA is earnings or losses before accounting for interest income and expense, tax, depreciation and amortisation, donations, loss on disposal/write-off of property and equipment, bank charges for bank loans, gain on modification of bank loans, gain on early repurchase of unsecured notes, gain on fair value changes of financial asset at fair value through profit or loss, pre-opening expenses and corporate costs, and before elimination of inter-company consumption.*

2 *Grand Lisboa Palace Resort Macau included three hotel towers — Grand Lisboa Palace, THE KARL LAGERFELD and Palazzo Versace Macau.*

**ppts** = *percentage points*

# BUSINESS REVIEW

## PROPERTY STATISTICS (Continued)

| Grand Lisboa Macau Statistics | For the six months ended 30 June 2026 HK$ million | 2025 HK$ million | Variance HK$ million | Variance %/ppts |
|---|---|---|---|---|
| Revenues: | | | | |
| Casino (GGR) | **3,838** | 3,582 | **256** | **7.1%** |
| Hotel | **87** | 97 | **(10)** | **(10.3%)** |
| Food and Beverage, Mall and Other | **85** | 81 | **4** | **4.9%** |
| Total Revenue | **4,010** | 3,760 | **250** | **6.6%** |
| **Adjusted Property EBITDA** | **860** | 863 | **(3)** | **(0.3%)** |
| **Gaming Statistics** | | | | |
| Rolling Chip Volume | **13,017** | 11,021 | **1,996** | **18.1%** |
| Rolling Revenue | **373** | 343 | **30** | **8.7%** |
| Rolling Chip Win % | **2.9%** | 3.1% | **—** | **(0.2) ppts** |
| Non-Rolling Volume | **15,048** | 14,916 | **132** | **0.9%** |
| Non-Rolling Revenue | **3,103** | 2,940 | **163** | **5.5%** |
| Non-Rolling Chip Win % | **20.6%** | 19.7% | **—** | **0.9 ppts** |
| Electronic Game Handle | **10,988** | 7,772 | **3,216** | **41.4%** |
| Electronic Game Revenue | **362** | 299 | **63** | **21.1%** |
| Electronic Game Hold % | **3.3%** | 3.8% | **—** | **(0.5) ppts** |
| **Hotel Statistics** | **HK$** | HK$ | **HK$** | |
| Occupancy % | **98.0%** | 98.6% | **—** | **(0.6) ppts** |
| Average Daily Rate (ADR) | **1,376** | 1,398 | **(22)** | **(1.6%)** |
| Revenue per Available Room (RevPAR) | **1,348** | 1,378 | **(30)** | **(2.2%)** |

**ppts** = *percentage points*

# BUSINESS REVIEW

## PROPERTY STATISTICS (Continued)

| Other Properties* Statistics | For the six months ended 30 June 2026 HK$ million | 2025 HK$ million | Variance HK$ million | %/ppts |
|---|---|---|---|---|
| Revenues: | | | | |
| Casino (GGR) | **4,931** | 2,656 | **2,275** | **85.7%** |
| Hotel | **97** | 72 | **25** | **34.7%** |
| Food and Beverage, Mall and Other | **138** | 71 | **67** | **94.4%** |
| Total Revenue | **5,166** | 2,799 | **2,367** | **84.6%** |
| **Adjusted Property EBITDA** | **939** | 651 | **288** | **44.2%** |
| **Gaming Statistics** | | | | |
| Non-Rolling Volume | **31,264** | 16,164 | **15,100** | **93.4%** |
| Non-Rolling Revenue | **4,669** | 2,456 | **2,213** | **90.1%** |
| Non-Rolling Chip Win % | **14.9%** | 15.2% | **—** | **(0.3) ppts** |
| Electronic Game Handle | **8,386** | 5,794 | **2,592** | **44.7%** |
| Electronic Game Revenue | **262** | 200 | **62** | **31.0%** |
| Electronic Game Hold % | **3.1%** | 3.5% | **—** | **(0.4) ppts** |
| **Hotel Statistics** | **HK$** | HK$ | **HK$** | |
| Jai Alai Hotel: | | | | |
| Occupancy % | **99.7%** | 98.9% | **—** | **0.8 ppts** |
| Average Daily Rate (ADR) | **243** | 245 | **(2)** | **(0.8%)** |
| Revenue per Available Room (RevPAR) | **242** | 242 | **—** | **—%** |
| Sofitel Macau at Ponte 16: | | | | |
| Occupancy % | **80.0%** | 86.3% | **—** | **(6.3) ppts** |
| Average Daily Rate (ADR) | **887** | 1,031 | **(144)** | **(14.0%)** |
| Revenue per Available Room (RevPAR) | **709** | 889 | **(180)** | **(20.2%)** |
| L'Arc Hotel: | | | | |
| Occupancy % | **100.0%** | —% | **NM** | **NM** |
| Average Daily Rate (ADR) | **1,151** | — | **NM** | **NM** |
| Revenue per Available Room (RevPAR) | **1,151** | — | **NM** | **NM** |

* *Casino Lisboa, Casino Oceanus at Jai Alai (including the gaming area in the Jai Alai building), Jai Alai Hotel, Kam Pek Market, L'Arc Hotel (including Casino L'Arc Macau, which was acquired in December 2025), share of Ponte 16 and other non-gaming area.*

**NM** = *not meaningful*

**ppts** = *percentage points*

# BUSINESS REVIEW

## PROPERTY STATISTICS (Continued)

| Satellite Casino Statistics | For the six months ended 30 June 2026 HK$ million | 2025 HK$ million | Variance HK$ million | % |
|---|---|---|---|---|
| Casino Revenue (GGR) | — | 5,647 | NM | NM |
| **Adjusted Property EBITDA*** | — | 153 | NM | NM |

* *As at 30 June 2025, SJM operated nine satellite casinos. SJM had no satellite casino operations during the six months ended 30 June 2026. On 30 December 2025, Casino L'Arc Macau became one of the self-promoted casinos under SJM, while the other eight satellite casinos ceased operations during 2025.*

**NM** *= not meaningful*

# RECENT DEVELOPMENTS AND PROSPECTS

## PORTFOLIO ENHANCEMENT AND DIRECT MANAGEMENT MODEL

During the first half of 2026, the Group advanced a coordinated programme of enhancements across its gaming, hospitality and non-gaming experiences. Following the successful completion of the transition to a direct management model, management's focus has shifted towards optimising asset productivity, strengthening the premium customer proposition and further enhancing the Group's overall competitiveness and operational resilience.

## MACAU PENINSULA DEVELOPMENTS

On the Macau Peninsula, the expansion of capacity and enhancement of the product offering are intended to reinforce the competitiveness of the Group's established downtown portfolio. At Hotel Lisboa Macau, the second phase of Crystal Palace gaming area opened on 10 August 2026, further expanding gaming capacity and customer choice. The refurbishment of approximately 400 hotel rooms owned by the Company's controlling shareholder has also been completed. Subject to statutory inspection and approval, the availability of refurbished rooms to the Group under its existing hotel accommodation continuing connected transaction arrangements is expected to strengthen the accommodation offering of the Peninsula portfolio. At Grand Lisboa Macau, the refurbishment of the deluxe villas and mansion is expected to be completed ahead of the 2027 Lunar New Year. Meanwhile, the opening of Lisboa Square in April 2026 introduced five new dining concepts with a strong Asian focus, while the renovation of the Grand Ballroom has also been completed. Collectively, these initiatives are expected to enhance the overall guest experience, increase cross-property visitation and strengthen the Peninsula portfolio's ability to capture a greater share of customer spending.

## GRAND LISBOA PALACE RESORT MACAU

At Grand Lisboa Palace Resort Macau, the Group remains focused on enhancing gaming mix, optimising floor utilisation and improving returns on invested capital. Following the redeployment of resources from the former satellite casinos, table capacity was increased and new gaming areas were introduced, including the Sky Phoenix West Tower VIP area. Dragon Pavilion was also reconfigured to support premium-mass operations. Further enhancement works to the main gaming floor have been rolled out progressively, with the objective of further improving productivity, increasing the property's contribution to the Group's earnings and boosting overall property yields.

## CULINARY, MICE AND BRAND RECOGNITION

The Group continues to differentiate itself through its commitment to gastronomy, luxury hospitality and service excellence, strengthening its appeal among premium customers while supporting growth in non-gaming revenue. During the six months ended 30 June 2026 (the "Reporting Period"), Grand Lisboa Palace Resort Macau launched The Garden House, a new MICE venue featuring a distinctive immersive indoor-outdoor dual-garden concept, bringing a fresh experience to Macau's MICE market.

In the MICHELIN Guide Hong Kong & Macau 2026, Palace Garden and Don Alfonso 1890 at Grand Lisboa Palace Resort Macau each attained One MICHELIN Star, bringing the Group's total to eight MICHELIN Stars. Grand Lisboa Palace Resort Macau also received a record fourteen Forbes Travel Guide Five-Star ratings, remaining the world's only integrated resort with every hotel and three spas awarded Five-Star status. It was further named the Best Integrated Resort in Asia-Pacific at the Travel + Leisure Luxury Awards Asia Pacific 2026. These international accolades reinforce the Group's market positioning and enhance its ability to attract high-value leisure, business and lifestyle travellers and drive non-gaming revenue.

# RECENT DEVELOPMENTS AND PROSPECTS

## MARKET DIVERSIFICATION AND EVENTS

Diversifying visitor source markets remains a key strategic priority. During the Reporting Period, the Group participated alongside the Macao Government Tourism Office in the "Experience Macao" roadshow in Madrid, Spain, made its debut at ILTM Asia Pacific in Singapore and supported the 55th Skål International Asia Congress in Macau. These initiatives expanded the Group's visibility in European and Southeast Asian markets and strengthened engagement with international, corporate and premium leisure travel segments, supporting Macau's efforts to diversify its visitor base.

Beyond its core gaming and hospitality offerings, the Group continued to leverage signature events and cultural programming to drive visitation and deepen customer engagement. During the Reporting Period, the Group presented internationally renowned illusionist Drummond Money-Coutts at Grand Lisboa Palace Resort Macau and Grand Lisboa Macau, hosted the "Vivienne Westwood & Jewellery Exhibition 2026 Macau", and title-sponsored the TVB TV Awards Presentation for a third consecutive year. It also title-sponsored the SJM Macao International Dragon Boat Races for a fourth consecutive year and supported the Feast of the Drunken Dragon. These initiatives further enrich Macau's tourism offering, generate incremental visitation and reinforce the Group's alignment with the Macau SAR Government's tourism and economic diversification objectives.

## OUTLOOK

Looking ahead, while continuing to execute its portfolio enhancement programme, the Group is placing equal emphasis on converting revenue growth into sustainable earnings. A comprehensive cost management and operational efficiency programme has been implemented across the Group to optimise resource allocation, improve productivity and enhance operating leverage while maintaining high service standards and guest satisfaction. Together with the ongoing enhancement of the Group's product offerings, these initiatives are expected to support operating efficiency and the Group's objective of improving profitability and creating long-term shareholder value.

# FINANCIAL REVIEW

## LIQUIDITY, FINANCIAL RESOURCES AND CAPITAL STRUCTURE

The Group had bank balances and cash amounting to HK$2,331 million (not including pledged bank deposits of HK$1,155 million) as at 30 June 2026. This represented an increase of 16.5% as compared with the position as at 31 December 2025 of HK$2,001 million.

Total outstanding balances of bank loans drawn by the Group as at 30 June 2026 amounted to HK$18,347 million (as at 31 December 2025: HK$16,222 million). Total senior notes and convertible bond issued by the Group as at 30 June 2026 amounted to HK$9,863 million (as at 31 December 2025: HK$11,023 million). Loan from ultimate holding company as at 30 June 2026 amounted to HK$2,007 million (as at 31 December 2025: HK$2,007 million). The maturity of the Group's borrowings as at 30 June 2026 is as follows:

| | | Maturity Profile | | |
|---|---|---|---|---|
| **Within 1 year** | **1 to 2 years** | **3 to 5 years** | **Over 5 years** | **Total** |
| 15.6% | 63.7% | 20.7% | 0% | 100% |

## GEARING RATIO

The Group's gearing ratio (defined as the ratio of total outstanding bank loans, convertible bond, senior notes less pledged bank deposits, short-term bank deposits, bank balances and cash to total assets (excluding pledged bank deposits, short-term bank deposits, bank balances and cash)) was 56.2% at the end of the Reporting Period (as at 31 December 2025: 54.4%).

## CONTRACTUAL CAPITAL EXPENDITURE COMMITMENTS

Contractual capital expenditure commitments by the Group amounted to HK$504 million as at 30 June 2026 (as at 31 December 2025: HK$427 million), of which HK$279 million were for tendering projects committed to the Macau Government.

## PLEDGE OF ASSETS

As at 30 June 2026, certain of the Group's property and equipment and right-of-use assets with carrying values of HK$34,037 million and HK$1,618 million, respectively (as at 31 December 2025: HK$34,303 million and HK$1,640 million, respectively), were pledged to banks for loan facilities. In addition, the Group had pledged bank deposits of HK$1,155 million as at 30 June 2026 (as at 31 December 2025: HK$1,009 million).

## CONTINGENT LIABILITY

The Group had no significant contingent liability as at 30 June 2026 and 31 December 2025.

# FINANCIAL REVIEW

## FINANCIAL RISK

The Group follows a conservative policy in financial management with minimal exposure to the risks of currency and interest rate. The Group does not currently hedge its interest rate exposure, although it may consider doing so in the future. The Group's principal operations are primarily conducted and recorded in Hong Kong dollars resulting in minimal exposure to foreign exchange fluctuations. All of the Group's bank deposits are denominated in Hong Kong dollars, United States dollars or Macau patacas. It is the Group's policy to avoid speculative trading activity.

## MATERIAL ACQUISITIONS AND DISPOSALS

The Group made no material acquisitions or material disposals of subsidiaries and associated companies during the Reporting Period.

## HUMAN RESOURCES

As at 30 June 2026, the Group had approximately 19,400 full-time employees. The Group's employee turnover rate was minimal in the first half of 2026.

Staff remuneration of the Group is determined by reference to their working performance, professional qualification, relevant working experience and market trends, and includes salary, allowances, medical insurance and provident fund.

The management of the Group regularly reviews the remuneration policy and evaluates staff performance. Staff are encouraged to attend training classes that are related to the Group's business. The Group provides training for career enhancement in the form of internal courses and workshops for staff, subsidies for education of staff at Macau Millennium College, and awards scholarships to children of staff to study at institutions of their choice.

# REPORT ON REVIEW OF CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

Deloitte. 德勤

**TO THE BOARD OF DIRECTORS OF**
**SJM HOLDINGS LIMITED**
**澳門博彩控股有限公司**
*(incorporated in Hong Kong with limited liability)*

## INTRODUCTION

We have reviewed the condensed consolidated financial statements of SJM Holdings Limited (the "Company") and its subsidiaries (collectively referred to as the "Group") set out on pages 13 to 49, which comprise the condensed consolidated statement of financial position as of 30 June 2026 and the related condensed consolidated statement of profit or loss and other comprehensive income, condensed consolidated statement of changes in equity and condensed consolidated statement of cash flows for the six-month period then ended, and notes to the condensed consolidated financial statements. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34 *Interim Financial Reporting* ("HKAS 34") as issued by the Hong Kong Institute of Certified Public Accountants (the "HKICPA"). The directors of the Company are responsible for the preparation and presentation of these condensed consolidated financial statements in accordance with HKAS 34. Our responsibility is to express a conclusion on these condensed consolidated financial statements based on our review, and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

## SCOPE OF REVIEW

We conducted our review in accordance with Hong Kong Standard on Review Engagements 2410 *Review of Interim Financial Information Performed by the Independent Auditor of the Entity* as issued by the HKICPA. A review of these condensed consolidated financial statements consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

## CONCLUSION

Based on our review, nothing has come to our attention that causes us to believe that the condensed consolidated financial statements are not prepared, in all material respects, in accordance with HKAS 34.

**Deloitte Touche Tohmatsu**
*Certified Public Accountants*
Hong Kong

25 August 2026

# CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the six months ended 30 June 2026

| | Notes | Six months ended 30 June **2026** **HK$ million** **(unaudited)** | 2025 HK$ million (unaudited) |
|---|---|---|---|
| Gaming, hotel, catering, retail, leasing and related services revenues | | **11,589.8** | 14,639.3 |
| Gaming revenue | 4 | **10,559.9** | 13,627.5 |
| Special gaming tax and special levy | | **(4,832.9)** | (5,928.1) |
| | | **5,727.0** | 7,699.4 |
| Hotel, catering, retail, leasing and related services income | | **1,029.9** | 1,011.8 |
| Cost of sales and services on hotel, catering, retail, leasing and related services | | **(431.9)** | (376.4) |
| Other income, gains and losses | | **216.9** | 136.8 |
| Impairment loss on trade and other receivables under expected credit loss ("ECL") model | 14 | **(30.0)** | — |
| Marketing and promotional expenses | | **(508.5)** | (2,634.9) |
| Operating and administrative expenses | | **(5,376.7)** | (5,098.8) |
| Finance costs | | **(917.6)** | (847.1) |
| Share of loss of an associate | | **(0.9)** | (1.9) |
| Share of profit of a joint venture | | **3.8** | 4.0 |
| Loss before taxation | 5 | **(288.0)** | (107.1) |
| Taxation | 6 | **(27.4)** | (31.0) |
| Loss for the period | | **(315.4)** | (138.1) |
| Other comprehensive expense: | | | |
| *Item that will not be reclassified to profit or loss:* | | | |
| Change in fair value of investments in equity instruments designated at fair value through other comprehensive income | | **(5.8)** | (13.2) |
| Total comprehensive expense for the period | | **(321.2)** | (151.3) |
| (Loss) profit for the period attributable to: | | | |
| — owners of the Company | | **(294.7)** | (182.2) |
| — non-controlling interests | | **(20.7)** | 44.1 |
| | | **(315.4)** | (138.1) |
| Total comprehensive (expense) income for the period attributable to: | | | |
| — owners of the Company | | **(300.5)** | (195.4) |
| — non-controlling interests | | **(20.7)** | 44.1 |
| | | **(321.2)** | (151.3) |
| Loss per share: | | | |
| — Basic | 8 | **HK(4.1) cents** | HK(2.6) cents |
| — Diluted | 8 | **HK(4.1) cents** | HK(2.6) cents |

# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 30 June 2026

| | Notes | At 30 June 2026 HK$ million (unaudited) | At 31 December 2025 HK$ million (audited) |
|---|---|---|---|
| Non-current assets | | | |
| Property and equipment | 9 | **39,614.7** | 40,021.1 |
| Right-of-use assets | 9 | **2,427.7** | 2,485.3 |
| Gaming concession right | 10 | **1,662.4** | 1,792.0 |
| Art works and diamonds | | **281.7** | 281.7 |
| Interest in an associate | | **39.2** | 40.1 |
| Interest in a joint venture | | **69.8** | 66.0 |
| Loan to a director of the Company | | **181.8** | 177.5 |
| Investments in equity instruments designated at fair value through other comprehensive income | 26 | **324.9** | 330.7 |
| Pledged bank deposit | 12 | **970.9** | 970.9 |
| Other assets | 11 | **1,179.2** | 1,275.8 |
| | | **46,752.3** | 47,441.1 |
| Current assets | | | |
| Inventories | | **147.2** | 147.0 |
| Trade and other receivables | 13 | **1,585.5** | 1,540.2 |
| Pledged bank deposits | 12 | **183.8** | 38.1 |
| Financial asset at fair value through profit or loss | 15 | **40.7** | 40.0 |
| Short-term bank deposits | | **223.1** | 225.9 |
| Bank balances and cash | | **2,108.1** | 1,775.1 |
| | | **4,288.4** | 3,766.3 |
| Current liabilities | | | |
| Trade and other payables | 16 | **4,563.2** | 5,122.0 |
| Taxation payable | | **20.6** | 48.7 |
| Bank loans — due within one year | 17 | **2,920.6** | 3,445.1 |
| Lease liabilities | | **73.7** | 80.0 |
| Unsecured notes | 18 | **—** | 5,498.2 |
| Convertible bond | 21 | **1,806.0** | — |
| | | **9,384.1** | 14,194.0 |
| Net current liabilities | | **(5,095.7)** | (10,427.7) |
| Total assets less current liabilities | | **41,656.6** | 37,013.4 |

# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 30 June 2026

| | Notes | **At 30 June 2026 HK$ million (unaudited)** | At 31 December 2025 HK$ million (audited) |
|---|---|---|---|
| Non-current liabilities | | | |
| Other payables | 16 | **1,746.4** | 1,951.9 |
| Bank loans — due after one year | 17 | **15,426.7** | 12,776.9 |
| Unsecured notes | 18 | **8,057.3** | 3,803.0 |
| Lease liabilities | | **582.5** | 601.2 |
| Amount due to non-controlling interests of a subsidiary | 19 | **341.9** | 341.9 |
| Loan from ultimate holding company | 20 | **2,006.6** | 2,006.8 |
| Deferred taxation | | **24.5** | 17.7 |
| Convertible bond | 21 | **—** | 1,722.1 |
| | | **28,185.9** | 23,221.5 |
| Net assets | | **13,470.7** | 13,791.9 |
| Capital and reserves | | | |
| Share capital | 22 | **14,415.1** | 14,415.1 |
| Reserves | | **(1,246.8)** | (946.3) |
| Equity attributable to owners of the Company | | **13,168.3** | 13,468.8 |
| Non-controlling interests | | **302.4** | 323.1 |
| Total equity | | **13,470.7** | 13,791.9 |

The condensed consolidated financial statements on pages 13 to 49 were approved and authorised for issue by the board of directors of the Company on 25 August 2026 and are signed on its behalf by:

**Ho Chiu Fung, Daisy**
*Director*

**Fok Tsun Ting, Timothy**
*Director*

# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2026

| | Share capital HK$ million | Share options reserve HK$ million | Convertible bond reserve HK$ million | Investment revaluation reserve HK$ million | Accumulated losses HK$ million | Attributable to owners of the Company HK$ million | Non-controlling interests HK$ million | Total HK$ million |
|---|---|---|---|---|---|---|---|---|
| At 1 January 2026 (audited) | **14,415.1** | **16.9** | **574.7** | **(260.5)** | **(1,277.4)** | **13,468.8** | **323.1** | **13,791.9** |
| Loss for the period | **—** | **—** | **—** | **—** | **(294.7)** | **(294.7)** | **(20.7)** | **(315.4)** |
| Other comprehensive expense for the period | **—** | **—** | **—** | **(5.8)** | **—** | **(5.8)** | **—** | **(5.8)** |
| Total comprehensive expense for the period | **—** | **—** | **—** | **(5.8)** | **(294.7)** | **(300.5)** | **(20.7)** | **(321.2)** |
| At 30 June 2026 (unaudited) | **14,415.1** | **16.9** | **574.7** | **(266.3)** | **(1,572.1)** | **13,168.3** | **302.4** | **13,470.7** |
| At 1 January 2025 (audited) | 14,415.1 | 16.9 | 574.7 | (234.2) | (848.4) | 13,924.1 | 251.9 | 14,176.0 |
| (Loss) profit for the period | — | — | — | — | (182.2) | (182.2) | 44.1 | (138.1) |
| Other comprehensive expense for the period | — | — | — | (13.2) | — | (13.2) | — | (13.2) |
| Total comprehensive (expense) income for the period | — | — | — | (13.2) | (182.2) | (195.4) | 44.1 | (151.3) |
| At 30 June 2025 (unaudited) | 14,415.1 | 16.9 | 574.7 | (247.4) | (1,030.6) | 13,728.7 | 296.0 | 14,024.7 |

# CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six months ended 30 June 2026

| | Note | Six months ended 30 June<br>**2026**<br>**HK$ million**<br>**(unaudited)** | <br>2025<br>HK$ million<br>(unaudited) |
|---|---|---|---|
| Net cash from operating activities | 23 | **1,256.6** | 1,289.9 |
| Investing activities | | | |
| Withdrawal of short-term bank deposits | | **241.9** | 215.0 |
| Interest received | | **32.3** | 33.1 |
| Refund of rental deposits | | **0.9** | — |
| Proceeds from disposal of property and equipment | | **0.2** | 0.5 |
| Advance to a joint venture | | **—** | (0.1) |
| Placement of money market fund | | **—** | (38.7) |
| Payment for rental deposits | | **(0.7)** | — |
| Placement of pledged bank deposits | | **(145.7)** | (0.1) |
| Placement of short-term bank deposits | | **(239.1)** | (222.8) |
| Deposits paid for acquisitions of property and equipment | | **(304.8)** | (447.4) |
| Acquisitions of property and equipment | | **(308.2)** | (493.4) |
| Net cash used in investing activities | | **(723.2)** | (953.9) |
| Financing activities | | | |
| Repayment of unsecured notes | | **(5,416.8)** | (59.4) |
| Repayment of bank loans | | **(2,889.4)** | (1,470.0) |
| Interest paid | | **(772.9)** | (809.2) |
| Repayment of payable for gaming concession right | | **(303.5)** | (147.0) |
| Payment of transaction costs for issuance of unsecured notes | | **(62.0)** | — |
| Repayment of lease liabilities | | **(41.3)** | (39.1) |
| Payment of bank loan arrangement fee | | **—** | (1.1) |
| Proceeds from issuance of unsecured notes | | **4,185.5** | — |
| New bank loans raised | | **5,100.0** | 2,300.0 |
| Net cash used in financing activities | | **(200.4)** | (225.8) |
| Net increase in cash and cash equivalents | | **333.0** | 110.2 |
| Cash and cash equivalents at 1 January | | **1,775.1** | 1,992.9 |
| Cash and cash equivalents at 30 June, represented by bank balances and cash | | **2,108.1** | 2,103.1 |

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2026

## 1. GENERAL INFORMATION AND BASIS OF PREPARATION

SJM Holdings Limited (the "Company") is a public limited company incorporated in Hong Kong and acts as an investment holding company. The Company's ordinary shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "Stock Exchange"). Its subsidiaries are principally engaged in the development and operations of casinos and related facilities, and hotel, catering, retail, leasing and related services in the Macau Special Administrative Region of the People's Republic of China (the "Macau SAR"). Its immediate and ultimate holding company is Sociedade de Turismo e Diversões de Macau, S.A. ("STDM"), a company established in the Macau SAR. The address of the registered office and principal place of business of the Company is disclosed in the "Corporate Information" section of this report.

The condensed consolidated financial statements for the six months ended 30 June 2026 are presented in Hong Kong dollars ("HK$"), which is also the functional currency of the Company, and have been prepared in accordance with HKAS 34 issued by the HKICPA as well as the applicable disclosure requirements of Appendix D2 to the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules") and should be read in conjunction with annual consolidated financial statements for the year ended 31 December 2025, which have been prepared in accordance with HKFRS Accounting Standards.

The financial information relating to the year ended 31 December 2025 that is included in these condensed consolidated financial statements as comparative information does not constitute the Company's statutory annual consolidated financial statements for that year but is derived from those financial statements. Further information relating to these statutory financial statements is as follows:

The Company has delivered the annual consolidated financial statements for the year ended 31 December 2025 to the Registrar of Companies as required by section 662(3) of, and Part 3 of Schedule 6 to, the Hong Kong Companies Ordinance (Cap.622) ("Hong Kong Companies Ordinance").

The Company's auditor has reported on those consolidated financial statements. The auditor's report was unqualified; did not include a reference to any matters to which the auditor drew attention by way of emphasis without qualifying its report; and did not contain a statement under sections 406(2), 407(2) or 407(3) of the Hong Kong Companies Ordinance.

### Going concern assessment

In preparing the Group's condensed consolidated financial statements, the directors of the Company have carefully considered the future liquidity of the Group in light of the fact that the Group's current liabilities exceeded its current assets by approximately HK$5,095.7 million and the Group had capital commitments of HK$503.9 million.

The directors of the Company are of the opinion that the Group will have sufficient liquidity to meet its financial obligations that will be due in the coming twelve months from 30 June 2026 by taking into considerations of the operating cash flows and the undrawn bank loans facility. Accordingly, the condensed consolidated financial statements have been prepared on a going concern basis.

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2026

## 2. ACCOUNTING POLICIES

The condensed consolidated financial statements for the six months ended 30 June 2026 have been prepared on the historical cost basis except for certain financial instruments, which are measured at fair values.

Other than changes in accounting policies resulting from application of amendments to HKFRS Accounting Standards, the accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 30 June 2026 are the same as those presented in the annual consolidated financial statements of the Company and its subsidiaries (collectively referred as the "Group") for the year ended 31 December 2025.

### Application of amendments to HKFRS Accounting Standards

In the current interim period, the Group has applied the following amendments to HKFRS Accounting Standards as issued by the HKICPA, for the first time, which are mandatorily effective for the Group's annual period beginning on 1 January 2026 for the preparation of the Group's condensed consolidated financial statements:

| | |
|---|---|
| Amendments to HKFRS 9 and HKFRS 7 | Amendments to the Classification and Measurement of Financial Instruments |
| Amendments to HKFRS 9 and HKFRS 7 | Contracts Referencing Nature-dependent Electricity |
| Amendments to HKFRS Accounting Standards | Annual Improvements to HKFRS Accounting Standards — Volume 11 |

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

## 3. OPERATING SEGMENTS

The Group is currently organised into two reportable segments — gaming operations, and hotel, catering, retail and leasing operations. Principal activities of these two reportable segments are as follows:

(i) Gaming operations — operation of casinos and related facilities

(ii) Hotel, catering, retail and leasing operations — operation of hotel, catering, retail, leasing and related services

Reportable segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (the "CODM"). CODM, who is responsible for allocating resources and assessing performance of the reportable segments, has been identified as a group of senior management that makes strategic decisions.

The CODM regularly analyses gaming operations in terms of rolling revenue, non-rolling revenue and electronic gaming revenue and the relevant revenues and operating results are reviewed as a whole for resources allocation and performance assessment. For hotel, catering, retail and leasing operations, the CODM regularly reviews the performance on the basis of the individual hotel. For segment reporting under HKFRS 8 *Operating Segments*, financial information of the Group's hotels with similar economic characteristics has been aggregated into a single reportable segment named "hotel, catering, retail and leasing operations".

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2026

## 3. OPERATING SEGMENTS (Continued)

Segment information about these businesses is presented below:

### (a) An analysis of the Group's revenue and results by reportable segments is as follows:

| | Segment revenue | | Segment results | |
|---|---|---|---|---|
| | Six months ended 30 June | | | |
| | **2026 HK$ million (unaudited)** | 2025 HK$ million (unaudited) | **2026 HK$ million (unaudited)** | 2025 HK$ million (unaudited) |
| Gaming operations: | | | | |
| recognised at a point in time | **10,559.9** | 13,627.5 | **137.6** | 120.7 |
| Hotel, catering, retail and leasing operations: | | | | |
| — External sales: | | | | |
| Catering and retail operations: | | | | |
| recognised at a point in time | **424.3** | 385.3 | | |
| Hotel operations: | | | | |
| recognised over time | **520.7** | 519.2 | | |
| Leasing operations: | | | | |
| revenue from operating leases | **84.9** | 107.3 | | |
| | **1,029.9** | 1,011.8 | | |
| — Inter-segment sales: | | | | |
| Catering and retail operations: | | | | |
| recognised at a point in time | **129.7** | 126.6 | | |
| Hotel operations: | | | | |
| recognised over time | **94.6** | 68.4 | | |
| | **224.3** | 195.0 | | |
| | **1,254.2** | 1,206.8 | **(366.2)** | (169.3) |
| Eliminations | **(224.3)** | (195.0) | | |
| | **1,029.9** | 1,011.8 | | |
| Total: | | | | |
| Revenue from contracts with customers: | | | | |
| recognised at a point in time | **10,984.2** | 14,012.8 | | |
| recognised over time | **520.7** | 519.2 | | |
| | **11,504.9** | 14,532.0 | | |
| Revenue from operating leases: | | | | |
| lease payments | **84.9** | 107.3 | | |
| | **11,589.8** | 14,639.3 | | |
| **Reconciliation from segment results to loss before taxation:** | | | **(228.6)** | (48.6) |
| Unallocated corporate income | | | **4.8** | 8.4 |
| Unallocated corporate expenses | | | **(67.1)** | (69.0) |
| Share of loss of an associate | | | **(0.9)** | (1.9) |
| Share of profit of a joint venture | | | **3.8** | 4.0 |
| Loss before taxation | | | **(288.0)** | (107.1) |

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2026

## 3. OPERATING SEGMENTS (Continued)

Segment information about these businesses is presented below: (Continued)

### (a) An analysis of the Group's revenue and results by reportable segments is as follows: (Continued)

The accounting policies of the reportable segments are the same as the Group's accounting policies. Segment results represent the loss before taxation from each segment without allocation of corporate income and expenses and share of loss of an associate and share of profit of a joint venture. This is the measure reported to the CODM for the purposes of resources allocation and performance assessment.

Inter-segment sales are charged at a price mutually agreed by both parties.

| | Six months ended 30 June | |
|---|---|---|
| | **2026** | 2025 |
| | **HK$ million** | HK$ million |
| | **(unaudited)** | (unaudited) |
| Revenue excluding inter-segment sales: | | |
| — Gross gaming revenue (note 4) | **12,084.1** | 14,820.6 |
| — Hotel, catering, retail, leasing and related services income | **1,029.9** | 1,011.8 |
| | **13,114.0** | 15,832.4 |

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2026

## 3. OPERATING SEGMENTS (Continued)

Segment information about these businesses is presented below: (Continued)

### (b) An analysis of the Group's assets and liabilities by reportable segments is as follows:

| | At 30 June 2026 HK$ million (unaudited) | At 31 December 2025 HK$ million (audited) |
|---|---|---|
| **ASSETS** | | |
| Segment assets: | | |
| — gaming operations | **36,782.4** | 37,129.9 |
| — hotel, catering, retail and leasing operations | **12,354.4** | 12,265.1 |
| | **49,136.8** | 49,395.0 |
| Interest in an associate | **39.2** | 40.1 |
| Interest in a joint venture | **69.8** | 66.0 |
| Unallocated bank deposits, bank balances and cash | **224.0** | 111.1 |
| Other unallocated assets | **1,570.9** | 1,595.2 |
| Group's total | **51,040.7** | 51,207.4 |
| **LIABILITIES** | | |
| Bank loans: | | |
| — gaming operations | **17,992.5** | 15,857.3 |
| — hotel, catering, retail and leasing operations | **354.8** | 364.7 |
| | **18,347.3** | 16,222.0 |
| Unsecured notes: | | |
| — gaming operations | **8,057.3** | 9,301.2 |
| Convertible bond: | | |
| — gaming operations | **1,317.0** | 1,255.9 |
| — hotel, catering, retail and leasing operations | **489.0** | 466.2 |
| | **1,806.0** | 1,722.1 |
| Other segment liabilities: | | |
| — gaming operations | **8,082.9** | 8,836.7 |
| — hotel, catering, retail and leasing operations | **624.6** | 677.9 |
| | **8,707.5** | 9,514.6 |
| Total segment liabilities | **36,918.1** | 36,759.9 |
| Unallocated liabilities | **651.9** | 655.6 |
| Group's total | **37,570.0** | 37,415.5 |

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2026

## 3. OPERATING SEGMENTS (Continued)

Segment information about these businesses is presented below: (Continued)

### (b) An analysis of the Group's assets and liabilities by reportable segments is as follows: (Continued)

For the purposes of monitoring segment performances and allocating resources between segments:

(i) other unallocated assets include mainly certain property and equipment, certain right-of-use assets, certain deposits made on acquisitions of property and equipment, art works and diamonds, loan to a director of the Company, amounts due from an associate/a joint venture/ an investee company, investments in equity instruments designated at fair value through other comprehensive income ("FVTOCI") and financial asset at fair value through profit or loss ("FVTPL").

(ii) unallocated liabilities include mainly certain construction payables, certain lease liabilities and amounts due to non-controlling interests of a subsidiary.

(iii) all assets are allocated to reportable segments, other than interest in an associate/a joint venture, unallocated bank deposits, bank balances and cash and those mentioned in above (i).

(iv) all liabilities are allocated to reportable segments, other than liabilities not attributable to respective segments as mentioned in above (ii).

## 4. GAMING REVENUE

| | Six months ended 30 June | |
|---|---|---|
| | **2026** | 2025 |
| | **HK$ million** | HK$ million |
| | **(unaudited)** | (unaudited) |
| Gaming revenue comprises of: | | |
| Rolling gross gaming revenue | **1,460.8** | 1,099.4 |
| Non-rolling gross gaming revenue | **9,616.9** | 12,302.0 |
| Electronic game gross gaming revenue | **1,006.4** | 1,419.2 |
| Gross gaming revenue | **12,084.1** | 14,820.6 |
| Less: commissions and incentives | **(1,524.2)** | (1,193.1) |
| | **10,559.9** | 13,627.5 |

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2026

## 5. LOSS BEFORE TAXATION

| | Six months ended 30 June | |
|---|---|---|
| | **2026** | 2025 |
| | **HK$ million** | HK$ million |
| | **(unaudited)** | (unaudited) |
| ***Loss before taxation has been arrived at after charging:*** | | |
| Directors' remuneration | **26.5** | 23.7 |
| Retirement benefits scheme contributions for other staff | **112.5** | 111.1 |
| Less: Forfeited contributions | **(6.9)** | (4.5) |
| | **105.6** | 106.6 |
| Other staff costs | **3,293.9** | 3,190.9 |
| Total employee benefit expenses | **3,426.0** | 3,321.2 |
| Amortisation of gaming concession right (included in operating and administrative expenses) | **127.6** | 127.0 |
| Depreciation of property and equipment | **954.7** | 787.1 |
| Less: Capitalised in construction in progress | **—** | (0.2) |
| | **954.7** | 786.9 |
| Depreciation of right-of-use assets | **70.8** | 70.3 |
| Loss on disposal/write-off of property and equipment | **3.9** | 1.5 |
| ***and after crediting:*** | | |
| Bank interest income | **32.7** | 32.1 |
| Dredging services income | **71.2** | 81.8 |
| Gain on fair value changes of financial asset at FVTPL | **0.7** | 0.4 |
| Gain on early repurchase of unsecured note | **0.1** | 2.4 |

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2026

## 6. TAXATION

| | Six months ended 30 June | |
|---|---|---|
| | **2026** | 2025 |
| | **HK$ million** | HK$ million |
| | **(unaudited)** | (unaudited) |
| Current tax — Macau SAR Complementary Tax ("CT") | **20.6** | 25.2 |
| Deferred taxation | **6.8** | 5.8 |
| | **27.4** | 31.0 |

No provision for CT on gaming related income has been made for SJM Resorts, S.A. ("SJM"). SJM has applied for obtaining approval from the Financial Services Bureau of the Macau SAR Government for the exemption of CT from 1 January 2023 to 31 December 2032. Pursuant to the approval notice issued by the Macau SAR Government dated 29 January 2024, SJM has been exempted from CT for income generated from gaming operations for the period from 1 January 2023 to 31 December 2027.

In addition, for approval for the dividend tax which the shareholders are obligated to pay to the Macau SAR Government for dividend distribution (the "Special Complementary Tax") from the Financial Services Bureau of the Macau SAR Government, SJM is in the process of obtaining the extension of approval from the Financial Services Bureau of the Macau SAR Government for the period starting from 1 January 2026.

Regarding the other Macau SAR subsidiaries, CT is calculated at the CT rate of 12% on the estimated assessable profit for both periods.

No provision for taxation in other jurisdictions (including Hong Kong) is made as the Group's operations outside Macau SAR have no assessable taxable profits arising from the respective jurisdictions.

## 7. DIVIDENDS

The board of directors of the Company has resolved not to declare the payment of an interim dividend for the six months ended 30 June 2026 (six months ended 30 June 2025: nil).

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2026

## 8. LOSS PER SHARE

The calculation of the basic and diluted loss per share attributable to the owners of the Company is based on the following data:

| | Six months ended 30 June | |
|---|---|---|
| | **2026** | 2025 |
| | **HK$ million** | HK$ million |
| | **(unaudited)** | (unaudited) |
| ***Loss*** | | |
| Loss for the purposes of basic and diluted loss per share (loss for the period attributable to owners of the Company) | **(294.7)** | (182.2) |

| | Six months ended 30 June | |
|---|---|---|
| | **2026** | 2025 |
| | **(unaudited)** | (unaudited) |
| ***Number of shares*** | | |
| Weighted average number of ordinary shares for the purpose of basic and diluted loss per share *(Note)* | **7,101,805,366** | 7,101,805,366 |

| | Six months ended 30 June | |
|---|---|---|
| | **2026** | 2025 |
| | **(unaudited)** | (unaudited) |
| ***Loss per share*** | | |
| — Basic | **HK(4.1) cents** | HK(2.6) cents |
| — Diluted | **HK(4.1) cents** | HK(2.6) cents |

*Note: For the six months ended 30 June 2025 and 2026, the diluted loss per share does not assume the exercise of the Company's share options and the conversion of the convertible bond issued by a wholly-owned subsidiary of the Company for the Company's shares because the assumed exercise would result in a decrease in loss per share.*

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2026

## 9. PROPERTY AND EQUIPMENT AND RIGHT-OF-USE ASSETS

| | At 30 June 2026 HK$ million (unaudited) | At 31 December 2025 HK$ million (audited) |
|---|---|---|
| **Property and equipment** | | |
| *Carrying values* | | |
| Leasehold land and buildings | **25,233.6** | 25,631.6 |
| Chips | **178.0** | 136.8 |
| Furniture, fixtures and equipment | **12,716.6** | 12,949.6 |
| Gaming equipment | **207.4** | 233.7 |
| Leasehold improvements | **1,133.4** | 917.5 |
| Motor vehicles | **19.6** | 21.6 |
| Vessels | **126.1** | 130.3 |
| Total | **39,614.7** | 40,021.1 |
| **Right-of-use assets** | | |
| *Carrying values* | | |
| Leasehold lands | **2,308.0** | 2,341.2 |
| Leasehold land and buildings | **119.7** | 144.1 |
| Total | **2,427.7** | 2,485.3 |

At 30 June 2026, the carrying values of the property and equipment of HK$31,305.8 million (31 December 2025: HK$31,765.0 million) represented the property and equipment of the project of Grand Lisboa Palace Resort Macau ("GLP Project").

At 30 June 2026, the carrying values of the right-of-use assets of HK$1,714.1 million (31 December 2025: HK$1,737.3 million) represented the right-of-use assets related to GLP Project.

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2026

## 10. GAMING CONCESSION RIGHT

As at 1 January 2023, an intangible asset of gaming concession right of Macau pataca(s) ("MOP") 2,635.9 million (approximately HK$2,559.1 million), representing the right to operate games of fortune and chance or other games in Macau SAR and the unconditional obligation to make payments under the gaming concession contract for the operation of casino games of fortune and other games of chance in casinos dated 16 December 2022 between the Macau SAR Government and SJM for the new concession period which commences from 1 January 2023 to 31 December 2032 (the "New Gaming Concession Contract"), was initially recognised, which was estimated as the net present value of the future payments for an annual utilisation fee (the "Utilisation Fee") and an annual gaming premium (the "Annual Premium"), with a corresponding amount recognised as financial liabilities set out in note 16.

The gaming concession right will be amortised on a straight-line basis over the 10-year term of the New Gaming Concession Contract. The future payments of Utilisation Fee will be adjusted according to inflation adjustment and the future payments of the variable premium associated with the gaming concession right will be determined using the actual number of gaming tables at the rate per gaming table and the actual number of gaming machines. Any changes in the estimated future payments (including inflation adjustment, changes in variable premium depending on the actual number of VIP table, mass market table and gaming machines) will be recognised as an adjustment to the carrying amount of the gaming concession right and corresponding financial liability. During the six months ended 30 June 2026, a negative adjustment to the carrying amount of the gaming concession right of HK$2.0 million (six months ended 30 June 2025: a negative adjustment of HK$64.1 million) had been recognised.

## 11. OTHER ASSETS

| | At 30 June 2026 HK$ million (unaudited) | At 31 December 2025 HK$ million (audited) |
|---|---|---|
| Deposits made on acquisitions of property and equipment and right-of-use assets | **1,032.3** | 1,122.2 |
| Rental deposits | **4.8** | 11.5 |
| Amount due from an associate | **88.4** | 88.4 |
| Amount due from a joint venture | **14.7** | 14.7 |
| Amount due from an investee company | **39.0** | 39.0 |
| | **1,179.2** | 1,275.8 |

The amounts due from an associate/a joint venture/an investee company are unsecured, interest-free and repayable on demand. At 30 June 2026 and 2025, the management of the Group expects that these amounts will not be realised within 12 months from the end of the reporting period, hence, these amounts are classified as non-current assets.

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2026

## 12. PLEDGED BANK DEPOSITS

| | **At 30 June 2026 HK$ million (unaudited)** | At 31 December 2025 HK$ million (audited) |
|---|---|---|
| Non-current portion | | |
| Bank deposit pledged: | | |
| — to secure a bank facility *Note 1* | **970.9** | 970.9 |
| Current portion | | |
| Bank deposits pledged: | | |
| — to secure bank facilities *Note 2* | **182.3** | 36.6 |
| — in favour of the Macau SAR court against any future legal proceedings of labour disputes | **1.1** | 1.1 |
| — others | **0.4** | 0.4 |
| | **183.8** | 38.1 |

*Notes:*

1 *The amount represents a deposit pledged to secure the bank facility granted to SJM. The bank facility represents a guarantee amounting to HK$970.9 million which is in favour of the Macau SAR Government against the legal and contractual financial obligations of SJM under the New Gaming Concession Contract.*

2 *The amount included a deposit of HK$145.7 million pledged to secure the bank loans for Ponte 16 ("P16 Bank Loans") and extend the maturity date (details are set out in note 17).*

At 30 June 2026, the pledged bank deposits carry fixed interest rates ranging from 1.80% to 2.68% (31 December 2025: ranging from 1.50% to 2.90%) per annum.

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2026

## 13. TRADE AND OTHER RECEIVABLES

| | **At 30 June 2026 HK$ million (unaudited)** | At 31 December 2025 HK$ million (audited) |
|---|---|---|
| Advances to gaming patrons | **591.3** | 341.4 |
| Less: Allowance for credit losses | **(30.0)** | — |
| | **561.3** | 341.4 |
| Lease receivables | **173.9** | 193.3 |
| Other receivables from service providers, net | **189.7** | 391.7 |
| Prepayments | **324.2** | 303.4 |
| Other sundry receivables | **336.4** | 310.4 |
| | **1,585.5** | 1,540.2 |

Advances to gaming patrons mainly include pre-approved interest-free revolving credit lines and short-term temporary interest-free advances. All advances to gaming patrons are unsecured, repayable on demand at discretion of the Group and generally require cheques and guarantees. As at 30 June 2026, the Group's advances to gaming patrons with aggregate carrying amount of HK$340.6 million (31 December 2025: HK$156.3 million) were past due as at the reporting date. Out of the past due balances, HK$180.3 million (31 December 2025: HK$81.8 million) has been past due 90 days or more and is not considered as in default as there has not been a significant change in credit quality and the amounts are still considered recoverable.

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2026

## 13. TRADE AND OTHER RECEIVABLES (Continued)

The following is the aged analysis of advances to gaming patrons net of allowance for credit losses at the end of the reporting period based on the date of credit granted:

| | **At 30 June 2026 HK$ million (unaudited)** | At 31 December 2025 HK$ million (audited) |
|---|---|---|
| ***Age*** | | |
| 0 to 30 days | **169.5** | 158.3 |
| 31 to 60 days | **130.3** | 33.1 |
| 61 to 90 days | **37.0** | 27.9 |
| Over 90 days | **224.5** | 122.1 |
| | **561.3** | 341.4 |

The lease receivables arose partly from rent-free periods provided to the tenants.

As at 30 June 2026, other receivables from service providers represent certain costs to be reimbursed from service providers. With the consent of service providers, the Group can offset the outstanding balances against commission and service fee payables to, or deposits from, the relevant service providers. In the event that a service provider fails to repay, the Group has the right, pursuant to the relevant service provider agreement, to offset or withhold the payables to that service provider, realise cheques, and execute any related guarantees, if any.

Other sundry receivables mainly include deposits paid for rentals and operating supplies, interest receivables and credit card receivables.

Prepayments and other sundry receivables of the Group which included certain balances between the Group and related companies are detailed as follows:

| | **At 30 June 2026 HK$ million (unaudited)** | At 31 December 2025 HK$ million (audited) |
|---|---|---|
| STDM and its associates (as defined under Chapter 14A of the Listing Rules), excluding the Group | **122.2** | 134.3 |
| An associate and a joint venture of the Group | **3.0** | 3.0 |
| Entities in which STDM, certain directors of the Company and of its subsidiaries and/or their close family members have control/significant influence/beneficial interests | **118.9** | 62.9 |
| | **244.1** | 200.2 |

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2026

## 14. IMPAIRMENT ASSESSMENT ON FINANCIAL ASSETS SUBJECT TO EXPECTED CREDIT LOSS ("ECL") MODEL

As part of the Group's credit risk management, the Group consistently applies internal credit ratings for gaming patrons. The Group assesses the ECL for advances to gaming patrons and lease receivables individually or based on provision matrix.

During the six months ended 30 June 2026, impairment loss of HK$30.0 million (six months ended 30 June 2025: nil) has been provided.

During the six months ended 30 June 2026 and 2025, no addition or reversal of impairment allowance for lease receivables was provided.

## 15. FINANCIAL ASSET AT FAIR VALUE THROUGH PROFIT OR LOSS

| | **Financial asset at FVTPL**<br>HK$ million |
|---|---|
| At 1 January 2025 (audited) | — |
| Purchase of money market fund | 38.7 |
| Fair value change of money market fund | 1.3 |
| At 31 December 2025 (audited) | **40.0** |
| Fair value change of money market fund | **0.7** |
| At 30 June 2026 (unaudited) | **40.7** |

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2026

## 16. TRADE AND OTHER PAYABLES

| | **At 30 June 2026 HK$ million (unaudited)** | At 31 December 2025 HK$ million (audited) |
|---|---|---|
| Trade payables | **110.0** | 207.4 |
| Special gaming tax payable | **792.7** | 873.3 |
| Chips in circulation | **354.4** | 310.3 |
| Chips in custody and deposits received from gaming patrons and gaming promoters | **543.9** | 573.9 |
| Payable for acquisitions of property and equipment | **366.4** | 448.9 |
| Construction payables | **78.4** | 78.5 |
| Accrued staff costs | **952.4** | 1,183.3 |
| Accrued operating expenses | **77.3** | 73.7 |
| Payable for gaming concession right | **2,113.1** | 2,366.1 |
| Withholding tax payable | **28.8** | 23.2 |
| Other sundry payables and accruals | **892.2** | 935.3 |
| | **6,309.6** | 7,073.9 |
| Less: Non-current portion of other payables and payable for gaming concession right *(Note)* | **(1,746.4)** | (1,951.9) |
| | **4,563.2** | 5,122.0 |

*Note: As at 30 June 2026, non-current portion of other payables comprises deposits received for rentals of HK$60.0 million (31 December 2025: HK$24.7 million) and payable for gaming concession right of HK$1,686.4 million (31 December 2025: HK$1,927.2 million). The amounts are classified as non-current portion of other payables based on the contractual or scheduled repayment terms.*

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2026

## 16. TRADE AND OTHER PAYABLES (Continued)

The following is the aged analysis of trade payables at the end of the reporting period based on the invoice date:

| | **At 30 June 2026 HK$ million (unaudited)** | At 31 December 2025 HK$ million (audited) |
|---|---|---|
| ***Age*** | | |
| 0 to 30 days | **75.0** | 179.8 |
| 31 to 60 days | **33.6** | 25.5 |
| 61 to 90 days | **0.8** | 1.4 |
| Over 90 days | **0.6** | 0.7 |
| | **110.0** | 207.4 |

The average credit period on trade payables is 90 days. No interest is charged on trade payables. The Group has financial risk management policies in place to ensure that all payables are settled within the credit time frame.

Trade and other payables of the Group included certain balances between the Group and related companies are detailed as follows:

| | **At 30 June 2026 HK$ million (unaudited)** | At 31 December 2025 HK$ million (audited) |
|---|---|---|
| STDM and its associates (as defined under Chapter 14A of the Listing Rules), excluding the Group | **100.7** | 117.0 |
| An associate and a joint venture of the Group | **12.9** | 10.5 |
| Entities in which STDM, certain directors of the Company and of its subsidiaries and/or their close family members have control/significant influence/beneficial interests | **66.8** | 111.2 |
| | **180.4** | 238.7 |

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2026

## 17. BANK LOANS

| | **At 30 June 2026 HK$ million (unaudited)** | At 31 December 2025 HK$ million (audited) |
|---|---|---|
| The syndicated secured bank loans are repayable: | | |
| Within one year | **2,920.6** | 3,445.1 |
| Within a period of more than one year but not exceeding two years | **15,426.7** | 1,297.3 |
| Within a period of more than two years but not exceeding five years | **—** | 11,479.6 |
| | **18,347.3** | 16,222.0 |
| Less: Amounts due within one year shown under current liabilities | **(2,920.6)** | (3,445.1) |
| Amounts shown under non-current liabilities | **15,426.7** | 12,776.9 |

Variable-rate bank loans comprise:

| | **Carrying amounts** | |
|---|---|---|
| | **At 30 June 2026 HK$ million (unaudited)** | At 31 December 2025 HK$ million (audited) |
| Secured bank loans for Grand Lisboa Palace Resort Macau (“GLP Bank Loans”) | **17,992.5** | 15,857.3 |
| P16 Bank Loans | **354.8** | 364.7 |
| | **18,347.3** | 16,222.0 |

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2026

## 17. BANK LOANS (Continued)

### GLP Bank Loans

The Group is not subject to the financial covenant tests on consolidated interest coverage ratio and consolidated leverage ratio during the six months ended 30 June 2026.

The effective interest rate of the secured bank loan carries interest at 5.67% (31 December 2025: 4.85%) per annum. The purpose of the secured syndicated loan facilities is for financing the GLP Project.

At 30 June 2026, the GLP Bank Loans are secured by certain non-gaming property and equipment and right-of-use assets of the Group with carrying values of HK$35,339.6 million (31 December 2025: HK$33,935.2 million) and HK$1,613.6 million (31 December 2025: HK$1,574.0 million), respectively.

In addition, the other key terms and securities for such bank loans pledged are set out as follows:

(i) an assignment of all receivables of SJM and its certain subsidiaries, if default;

(ii) floating charges over all assets (except immovable property and gaming equipment), legal charges over certain bank accounts and charges of all intellectual properties and rights of SJM and its certain subsidiaries;

(iii) assignments of all the rights and benefits of the SJM and certain subsidiaries under all insurance policies relating to certain properties held by the Group, if default;

(iv) share pledges over the shares of the Company and certain subsidiaries; and

(v) a legal promissory note (i.e. notarised livranca) for HK$24,668 million issued by SJM and endorsed by the Company and certain subsidiaries of SJM.

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2026

## 17. BANK LOANS (Continued)

### P16 Bank Loans

During the six months ended 30 June 2026, the Group recorded a gain of HK$0.4 million (six months ended 30 June 2025: a loss of HK$0.4 million) on modification of the P16 Bank Loans facilities because of the modified repayment schedule of the P16 Bank Loans facilities. The Group has agreed with the bank to extend the maturity of P16 Bank Loans from June 2026 to September 2026 by depositing pledged bank deposit of HK$145.7 million.

At 30 June 2026, the effective interest rate of the secured bank loans is 5.44% (31 December 2025: 5.56%) per annum. The main purpose of the facilities in the supplementary agreement is to finance the payment of the land premium and the related cost for any land concession modification in respect of the phase 3 development project at Ponte 16.

At 30 June 2026, the P16 Bank Loans are secured by certain property and equipment and right-of-use assets of the Group with carrying values of HK$360.3 million (31 December 2025: HK$367.3 million) and HK$64.6 million (31 December 2025: HK$65.8 million), respectively. In addition, the other key terms and securities for such bank loans pledged are set out as follows:

(i) financial guarantees with promissory notes given by certain subsidiaries and the non-controlling shareholders amounting to approximately HK$1,000 million (31 December 2025: HK$1,000 million) and HK$490 million (31 December 2025: HK$490 million), respectively;

(ii) an assignment of all receivables and income from gaming and hotel operation of Pier 16 – Property Development Limited ("Pier 16 – Property") and its subsidiaries, if default;

(iii) floating charges over all assets (except immovable property) and legal charges over certain bank accounts of certain subsidiaries;

(iv) assignments of all the rights and benefits of insurance policies relating to certain properties held by the Group, if default; and

(v) share pledges over the shares of certain subsidiaries.

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2026

## 18. UNSECURED NOTES

| | At 30 June 2026 HK$ million (unaudited) | At 31 December 2025 HK$ million (audited) |
|---|---|---|
| United States Dollar ("US$") 500,000,000 unsecured notes carry fixed coupon rate of 4.50% per annum, payable semi-annually with maturity in 2026 at carrying amounts | — | 3,949.6 |
| US$500,000,000 unsecured notes carry fixed coupon rate of 4.85% per annum, payable semi-annually with maturity in 2028 at carrying amounts | **3,804.7** | 3,803.0 |
| HK$1,250,000,000 unsecured notes carry fixed coupon rate of 3.90% per annum, payable semi-annually with maturity in 2026 at carrying amounts | — | 1,255.9 |
| MOP300,000,000 unsecured notes carry fixed coupon rate of 3.90% per annum, payable semi-annually with maturity in 2026 at carrying amounts | — | 292.7 |
| US$540,000,000 unsecured notes carry fixed coupon rate of 6.50% per annum, payable semi-annually with maturity in 2031 at carrying amounts *(Note)* | **4,252.6** | — |
| | **8,057.3** | 9,301.2 |
| Less: Amounts due within one year shown under current liabilities | — | (5,498.2) |
| Amounts shown under non-current liabilities | **8,057.3** | 3,803.0 |

*Note: In January 2026, SJM International Limited, a subsidiary of the Company, issued unsecured notes of US$540,000,000. The unsecured notes (Debt Stock Code: 40045) are listed on the Stock Exchange and carry fixed coupon rate of 6.50% per annum, payable semi-annually in arrears. The unsecured notes carry effective interest rate of 6.75% per annum. The principal amount of the unsecured notes is repayable in 2031.*

The proceeds from the issuance of unsecured notes were used for refinancing the syndicated secured bank loans and the balance for general corporate purposes of the Group.

The unsecured notes contain special put options, which will be exercisable only after 20 days of triggering events relating to the loss of gaming concession in Macau SAR and such event has a material adverse effect on the financial condition, business, properties, or results of operations of the Group, which the Group would be required to make an offer to purchase all outstanding unsecured notes at a purchase price equal to 100% of the principal amount thereof plus accrued and unpaid interest within 50 days after the date of the offer.

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2026

## 19. AMOUNT DUE TO NON-CONTROLLING INTERESTS OF A SUBSIDIARY

At the end of the reporting period, the amount is unsecured and interest-free. The Group agreed with the non-controlling shareholders of that subsidiary that the Group will only repay the amount based on the sufficiency of its surplus funds. The surplus funds represent the cash available in the relevant subsidiary of the Group after estimated payments of all operating expenses and payables including but not limited to bank loans and third party loans which are due for repayments together with the accrued interests. Therefore, the Group revises its estimates on the timing and amounts of repayments to the non-controlling shareholders of that subsidiary and adjusted the carrying amounts in accordance with the revised estimated cash flows on regular basis.

At 30 June 2026, the principal amount due to the non-controlling interests of a subsidiary was HK$341.9 million (31 December 2025: HK$341.9 million).

At 30 June 2026 and 31 December 2025, the total carrying amount was classified as non-current liabilities.

## 20. LOAN FROM ULTIMATE HOLDING COMPANY

The principal amount of HK$2,000 million was non-trade in nature, unsecured, carried at a fixed interest rate of 4% per annum. The interest of 4% will be paid semi-annually up until the settlement date. During the six months ended 30 June 2026, the finance cost related to the loan from ultimate holding company was HK$39.7 million (six months ended 30 June 2025: HK$39.7 million). The loan amount would be repayable in full on 1 December 2028. At 30 June 2026 and 31 December 2025, the loan amount was classified as non-current liabilities.

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2026

## 21. CONVERTIBLE BOND

Champion Power Global Limited, a subsidiary of the Company, issued HK$1,906 million, 2% convertible bond at a par value of HK$100,000 each to STDM on 22 June 2022. The convertible bond is denominated in Hong Kong dollars. The convertible bond entitles STDM to convert them into ordinary shares of the Company at any time between the date of issue of the convertible bond and the date falling seven days prior to their settlement date on 22 June 2027 at a conversion price of HK$4.07 per conversion share, being adjusted to HK$3.78 as a result of the Rights Issue completed on 21 September 2022. If the convertible bond has not been converted or redeemed, they will be redeemed on 22 June 2027 at par with accrued and unpaid interest. Interest of 2% will be paid annually up until the settlement date.

At initial recognition, the equity component of the convertible bond was separated from the liability component. The equity element is presented in equity heading "convertible bond reserve". The effective interest rate of the liability component is 9.54%.

The movement of the liability and equity component of the convertible bond since the issuance of the convertible bond are set out below:

| | Liability Component HK$ million | Equity Component HK$ million |
|---|---|---|
| At 1 January 2025 (audited) | 1,602.3 | 574.7 |
| Interest expenses | 157.9 | — |
| Interest repayment | (38.1) | — |
| At 31 December 2025 (audited) | **1,722.1** | **574.7** |
| Interest expenses | **83.9** | **—** |
| At 30 June 2026 (unaudited) | **1,806.0** | **574.7** |

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2026

## 22. SHARE CAPITAL

| | Issued and fully paid | |
|---|---|---|
| | Number of shares | Amount |
| | | HK$ million |
| ***Ordinary shares with no par value*** | | |
| At 1 January 2025 (audited), 30 June 2025 (unaudited), 31 December 2025 (audited) and 30 June 2026 (unaudited) | **7,101,805,366** | **14,415.1** |

## 23. NOTE TO CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

| | Six months ended 30 June | |
|---|---|---|
| | **2026** | 2025 |
| | **HK$ million** | HK$ million |
| | **(unaudited)** | (unaudited) |
| Operating cash flows before movements in working capital | **1,682.7** | 1,689.2 |
| Decrease in trade and other payables | **(308.8)** | (133.6) |
| Other changes in working capital | **(68.6)** | (216.7) |
| Cash from operations | **1,305.3** | 1,338.9 |
| Income tax paid | **(48.7)** | (49.0) |
| Net cash from operating activities | **1,256.6** | 1,289.9 |

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2026

## 24. SHARE OPTION SCHEME

The share option scheme adopted by the Company on 13 May 2009 (the "Scheme") has lapsed automatically on 13 May 2019 upon the expiry of 10-year period. Following the expiry of the Scheme, no further share options can be granted thereunder but outstanding share options granted under the Scheme shall continue to be valid and exercisable.

A summary of the movements of the outstanding options during the six months ended 30 June 2026 under the Scheme is as follows:

| Type of participants | Date of grant | Vesting period | Exercise period | Exercise price per share HK$ | Number of share options Outstanding at 1.1.2026 and 30.6.2026 |
|---|---|---|---|---|---|
| Directors | 22.6.2017 | 22.6.2017 to 21.12.2018 | 22.12.2018 to 21.12.2026 | 7.785 | **535,000** |
| | 22.6.2017 | 22.6.2017 to 21.12.2019 | 22.12.2019 to 21.12.2026 | 7.785 | **1,070,000** |
| | 21.6.2018 | 21.6.2018 to 20.12.2018 | 21.12.2018 to 20.12.2027 | 9.588 | **1,070,000** |
| | 21.6.2018 | 21.6.2018 to 20.12.2019 | 21.12.2019 to 20.12.2027 | 9.588 | **1,070,000** |
| | 21.6.2018 | 21.6.2018 to 20.12.2020 | 21.12.2020 to 20.12.2027 | 9.588 | **1,070,000** |
| | | | | | **4,815,000** |
| Weighted average exercise price per share | | | | | **HK$8.99** |

At the end of the reporting period, 4,815,000 (31 December 2025: 4,815,000) share options are exercisable.

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2026

## 25. CAPITAL COMMITMENTS

| | **At 30 June 2026 HK$ million (unaudited)** | At 31 December 2025 HK$ million (audited) |
|---|---|---|
| Contracted for but not provided in the condensed consolidated financial statements | **503.9** | 427.2 |

## 26. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS

The Group's investments in equity instruments designated at FVTOCI and financial asset at FVTPL are measured at fair value at the end of each reporting period. The following table gives information about how the fair values of these financial assets are determined (in particular, the valuation technique(s) and inputs used), as well as the level of the fair value hierarchy into which the fair value measurements are categorised (Levels 1 to 3) based on the degree to which the inputs to the fair value measurements are observable.

- Level 1 fair value measurements are quoted prices (unadjusted) in active market for identical assets or liabilities;

- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and

- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2026

## 26. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS (Continued)

| Financial assets | Fair value At 30 June 2026 HK$ million | At 31 December 2025 HK$ million | Fair value hierarchy | Valuation technique(s) and key input(s) |
|---|---|---|---|---|
| **Financial asset at FVTPL** | | | | |
| Money market fund | **40.7** | 40.0 | Level 2 | Quoted prices in an inactive market |
| **Investments in equity instruments designated at FVTOCI** | | | | |
| Listed equity securities | **10.7** | 16.5 | Level 1 | Quoted bid prices in an active market |
| Unlisted equity securities | **314.2** | 314.2 | Level 2 | Market approach: Net asset value with main multiple being Price-to-Book multiples of comparable companies |

There were no transfers between Levels 1 and 2 during current period.

In estimating the fair value of unlisted equity securities, the Group uses market-observable data to the extent it is available. Where Level 1 inputs are not available, the Group engages qualified third party valuers to perform the valuation. The management of the Group works closely with the qualified third party valuer to establish the appropriate valuation techniques and inputs to the model. The management of the Group reports the findings to the board of directors of the Company to explain the cause of fluctuations in the fair value of the unlisted equity securities.

Information about the valuation techniques and inputs used in determining the fair value of unlisted equity securities are disclosed above.

The estimated fair value of the unsecured notes issued by two wholly-owned subsidiaries of the Company as at 30 June 2026 listed on the Stock Exchange was HK$7,585.8 million with its corresponding carrying amount of HK$8,057.3 million. The estimated fair value of unsecured notes listed on the Stock Exchange were derived from the quoted prices that were observable from market information which is classified as Level 2 in the fair value hierarchy.

Except for unsecured notes, the management considers that the carrying amounts of financial assets and financial liabilities recorded at amortised cost in the condensed consolidated financial statements approximate their fair values.

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2026

## 27. TRANSACTIONS WITH RELATED PARTIES AND/OR CONNECTED PARTIES

(a) Other than the transactions and balances with related parties disclosed in respective notes in the condensed consolidated financial statements, during the period, the Group had the following significant transactions with related parties and/or connected parties (as defined under Chapter 14A of the Listing Rules):

| Relationship | Nature of transactions | Six months ended 30 June<br>**2026**<br>**HK$ million**<br>**(unaudited)** | <br>2025<br>HK$ million<br>(unaudited) |
|---|---|---|---|
| STDM and its associates (as defined under Chapter 14A of the Listing Rules), excluding the Group ("STDM Group") | ***Non-exempt continuing connected transactions under Chapter 14A of the Listing Rules*** | | |
| | Laundry services (note 27(e)) | **—** | 12.5 |
| | Entertainment (note 27(e)) | **—** | 1.6 |
| | Hotel accommodation (note 27(e)) | **33.2** | 28.3 |
| | Hotel management and operation (note 27(e)) | **—** | 1.9 |
| | Maintenance services (note 27(e)) | **—** | 5.7 |
| | Promotional and advertising services (note 27(e)) | **9.0** | 10.1 |
| | Rental income (note 27(c)) | **14.6** | 23.8 |
| | Property rentals (note 27(d)) | **—** | 0.1 |
| | Transportation (note 27(e)) | **—** | 0.7 |
| | ***Exempt continuing connected transactions under Chapter 14A of the Listing Rules*** | | |
| | Loan interest (note 20) | **39.7** | 39.7 |
| | Others (note 27(f)) | **33.5** | 3.7 |
| | ***Non-exempt connected transactions under Chapter 14A of the Listing Rules*** | | |
| | Acquisition of a property (note 27(l)) | **—** | 149.4 |
| Certain directors of the Company and of its subsidiaries and their associates (as defined under Chapter 14A of the Listing Rules) | ***Non-exempt continuing connected transactions under Chapter 14A of the Listing Rules*** | | |
| | Service fees paid to service providers in relation to the promotion of casinos (notes 27(k) and (m)) | **—** | 531.6 |
| | Laundry services (note 27(g)) | **6.4** | — |
| | ***Exempt continuing connected transactions under Chapter 14A of the Listing Rules*** | | |
| | Others (note 27(f)) | **32.8** | 16.9 |
| Entities other than above in which STDM, certain directors of the Company and of its subsidiaries and/or their close family members have control/significant influence/beneficial interests | Insurance expenses | **68.7** | 63.3 |
| | Others | **2.5** | 1.0 |
| A joint venture | Property rentals (note 27(j)) | **7.2** | 7.2 |

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2026

## 27. TRANSACTIONS WITH RELATED PARTIES AND/OR CONNECTED PARTIES (Continued)

(b) In 2002, SJM was granted the gaming concession contract to operate casinos in Macau SAR, which expired on 31 December 2022. For this purpose, SJM has been borrowing casino chips from STDM for the purpose of its business operation since SJM, as a concessionaire from 2002, did not have sufficient casino chips to meet its business needs. According to the said gaming concession contract, SJM is permitted to use STDM's casino chips, both in treasury and those put in circulation by STDM prior to 1 April 2002 and should honour such casino chips. In order to regulate the borrowing and use of STDM chips, the Group entered into an agreement with STDM dated 18 June 2008 (the "Chips Agreement") regarding the honouring and borrowing of STDM chips. Under the Chips Agreement, the Group has agreed to honour the STDM chips in circulation upon their redemption by patrons or clients. In addition, STDM has agreed to reimburse the STDM chips presented by the Group to STDM, by paying to the Group in cheque the aggregate face value of chips so presented within the same quarter when such presentation takes place. During the six months ended 30 June 2026, the net amount received or receivable on reimbursement of STDM chips in circulation amounted to HK$0.1 million (six months ended 30 June 2025: HK$0.1 million).

(c) SJM entered into an agreement dated 21 January 2020 ("NYH Agreement") with NYH Gestão de Vendas a Retalho Limitada ("NYH"), an indirect wholly-owned subsidiary of STDM, for which SJM grant the rights to use the shop to NYH for the purpose of operating a department store at the premises located in Grand Lisboa Palace Resort Macau. The term of the lease is 12 years and 6 months commencing on 27 July 2021. The amounts of transactions during the period were disclosed in note 27(a) above. On 5 March 2026, SJM and NYH mutually agreed and entered into a termination agreement, pursuant to which, among other things, the NYH Agreement will be terminated with effect from 1 January 2027.

(d) The Company entered into an agreement dated 18 June 2008 with STDM for the leasing of properties by STDM or the members of the STDM Group to the Group (the "PLMA with STDM"). The term of each implementing lease will be for a term commencing on a date specified in the relevant implementing lease and ending on a date not later than 31 March 2020. The PLMA with STDM was renewed on 23 December 2019 for a term of period from 1 April 2020 to 31 December 2022 with similar terms as the previous agreement. The PLMA with STDM was further renewed on 2 March 2023 for a term of period from 1 January 2023 to 31 December 2025 with similar terms as the previous agreement. The amounts of transactions during the period were disclosed in note 27(a) above.

The amount disclosed in note 27(a) represents the property rentals with related parties and/or connected parties for the addition of right-of-use assets and expenses relating to the relevant short-term leases.

During the six months ended 30 June 2025, the lease transaction with related parties represent incurred expenses relating to the relevant short-term leases of HK$0.1 million (six months ended 30 June 2026: nil) and interest expenses of HK$0.1 million (six months ended 30 June 2026: nil) on the relevant lease liabilities with carrying amount of HK$3.1 million as at 30 June 2025 (30 June 2026: nil).

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2026

## 27. TRANSACTIONS WITH RELATED PARTIES AND/OR CONNECTED PARTIES (Continued)

(e) The Company entered into an agreement dated 18 June 2008 with STDM for the provision of products and services by STDM and its associates (the "Products and Services Master Agreement"). The types of products and services include hotel accommodation, hotel management and operation, entertainment and staff messing, dredging services, transportation, promotional and advertising services, travel agency services and maintenance services. On 19 June 2011, the Company entered into a renewed products and services master agreement with STDM (the "Renewed Master Agreement") for the provision of products and services as described in the Products and Services Master Agreement. The Renewed Master Agreement expired on 31 December 2013, and was renewed on 6 January 2014, 26 January 2017 and 23 December 2019, each for a term of three years starting from 1 January 2014, 1 January 2017 and 1 January 2020, respectively, with similar terms for the provision of products and services for five categories: hotel accommodation, entertainment, transportation, hotel management and operation and maintenance services. The transaction amounts for the laundry services, hotel management and operation and maintenance services were de minimis as described in note 27(f). The Renewed Master Agreement was further renewed on 2 March 2023 for a term of period from 1 January 2023 to 31 December 2025 with similar terms as the previous agreement with addition of laundry services and promotional and advertising services. The Renewed Master Agreement was further renewed on 5 March 2026 for a term of period from 1 January 2026 to 31 December 2026 with similar terms as the previous agreement except re-classification of the entertainment services by the food and beverage products and services.

(f) These are individually de minimis transactions as defined under Rule 14A.76 of the Listing Rules, which are continuing connected transactions on normal commercial terms, exempt from reporting, annual review, announcement and independent shareholders' approval requirements as defined under Rule 14A.76(1) of the Listing Rules.

(g) SJM entered into an agreement dated 5 March 2026 with Clean Living (Macau) Limited, which is a wholly-owned subsidiary of Shun Tak Holdings Limited for the provision of laundry services for Grand Lisboa Macau Hotel, Jai Alai Hotel and Casino Oceanus for a term of one year from 1 January 2026.

(h) As disclosed in note 17, in addition to the securities provided by the Group to the relevant banks, the non-controlling interests of a subsidiary also provided securities to secure the syndicate secured bank loans of the Group. At the end of the reporting period, the key terms and securities pledged are set out as follows:

- financial guarantee with promissory note of HK$490 million (31 December 2025: HK$490 million); and

- share pledges over all shares in Pier 16 – Property and its subsidiaries.

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2026

## 27. TRANSACTIONS WITH RELATED PARTIES AND/OR CONNECTED PARTIES (Continued)

(i) In November 2007, the then immediate holding company, STDM – Investments Limited ("STDM-I"), provided a surety (the "STDM-I Surety") in favour of the Company for the due and punctual payment of obligations the Company may incur in relation to:

- penalties incurred by the Company for any non-criminal violations of relevant laws or regulations pertaining to anti-money laundering, where such violations occurred prior to the listing of the ordinary shares of the Company on the Stock Exchange; and

- losses or contingency provisions incurred by the Company in connection with any judgement of any lawsuit, as set out in the paragraph headed "Litigation" in Appendix VII to the Company's prospectus dated 26 June 2008, to which the Company is a party and which is pending at the time of listing of the ordinary shares of the Company on the Stock Exchange.

STDM has informed the Company in August 2011 that the board of directors of STDM was satisfied that upon liquidation of STDM-I, which occurred during the year ended 31 December 2011, the Company (as beneficiary of the STDM-I Surety) would remain entitled to claim directly against STDM under the same terms and conditions as originally established in the STDM-I Surety.

(j) The amount disclosed in note 27(a) represents the property rentals with related parties and/or connected parties for the expenses relating to the relevant short-term leases.

(k) SJM entered into an agreement with L'Arc Entertainment Group Company Limited ("L'Arc Entertainment") dated 21 September 2009 and supplemented by addendums dated 27 January 2010, 22 October 2010, 4 February 2016, 4 January 2017, 18 December 2017, 6 May 2020 and 17 June 2022 regarding the provision of the services and licensing for occupation and use of the designated area in the L'Arc Hotel to SJM for the operation of a casino until 31 December 2022 (the "L'Arc Services Agreement"). From the effective date of the completion of the acquisition of the shares of L'Arc Entertainment by an executive director of the Company on 17 May 2021, L'Arc Entertainment has become a company indirectly wholly controlled by the executive director and a connected person of the Company under the Listing Rules by virtue of it being an associate of the executive director. In this regard, the continuing transactions for the service fees in relation to the promotion of a casino paid to/reimbursed from L'Arc Entertainment under the L'Arc Services Agreement have become continuing connected transactions of the Company under Chapter 14A of the Listing Rules and related party transactions since 17 May 2021. The agreement with L'Arc Entertainment was further renewed on 30 December 2022, regarding the services and licensing for occupation and use of designated area in L'Arc Hotel to SJM for the operation of a casino until 31 December 2025, and amended by the first addendum dated 3 April 2023, and had been terminated in its entirety on 30 December 2025.

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2026

## 27. TRANSACTIONS WITH RELATED PARTIES AND/OR CONNECTED PARTIES (Continued)

(l) As detailed in the Company's announcement dated 21 May 2024, the Group entered into a promissory agreement to acquire Kam Pek Market (formerly known as "Kam Pek Community Centre") ("Kam Pek") with STDM at a cash consideration of HK$166 million. During the six months ended 30 June 2024, the Group had paid the deposit for acquisition of Kam Pek amounting to HK$16.6 million in cash. During the year ended 31 December 2025, the Group settled the remaining consideration and the acquisition was completed. The seller in the acquisition is a connected person of the Company, and hence the acquisition constituted a connected transaction pursuant to Chapter 14A of the Listing Rules.

(m) SJM entered into an agreement with Tin Hou Limited ("Tin Hou") dated 30 December 2022 regarding the provision of the services and licensing for occupation and use of the designated area in the Gaming Area in Grand Emperor Hotel to SJM for the operation of a casino until 31 December 2025 (the "Tin Hou Services Agreement"). As detailed in the Company's announcement dated 4 March 2025, based on the annual results of the Company for the year ended 31 December 2024, certain subsidiaries of the Company are no longer classified as insignificant subsidiaries under Rule 14A.09 of the Listing Rules. As Tin Hou is a company indirectly controlled over 50% by a private discretionary trust which is set up by a family member of a director of those subsidiaries of the Company, pursuant to Rule 14A.12(2)(b) of the Listing Rules, Tin Hou has become a connected person of the Company at the subsidiary level under the Listing Rules. As such, arrangements under the Tin Hou Services Agreement which was entered into in 2022 and amended in 2023 between SJM and Tin Hou have become continuing connected transactions for the Company. The said agreement had been terminated on 31 October 2025.

# DISCLOSURE OF INTERESTS

## DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 30 June 2026, interests and short positions of each director of the Company (the "Director(s)") and the chief executives of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571) ("SFO")), as recorded in the register required to be kept under section 352 of the SFO or as otherwise notified to the Company and The Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers contained in Appendix C3 of the Listing Rules (the "Model Code"), are as follows:

### Interests in shares (the "Shares"), underlying Shares and debentures of the Company

*SJM Holdings Limited*

| Name of Directors | Capacity | Long/short position | Number of Shares held | Number of underlying Shares held | Approximate percentage of issued Shares *(Note 3)* |
|---|---|---|---|---|---|
| Ho Chiu Fung, Daisy | Beneficial owner | Long position | 35,488,120 | — | 0.50% |
| | Beneficial owner | Long position | — | 1,605,000 *(Note 1)* | 0.02% |
| | | | 35,488,120 | 1,605,000 | 0.52% |
| Fok Tsun Ting, Timothy | Beneficial owner | Long position | 3,750,000 | — | 0.05% |
| Leong On Kei, Angela | Beneficial owner | Long position | 574,269,099 *(Note 2)* | — | 8.09% |
| Chan Un Chan | Beneficial owner | Long position | 2,542,500 | — | 0.04% |
| | Beneficial owner | Long position | — | 3,210,000 *(Note 1)* | 0.04% |
| | | | 2,542,500 | 3,210,000 | 0.08% |
| Shum Hong Kuen, David | Beneficial owner | Long position | 7,500,000 | — | 0.11% |

*Notes:*

1. *These represent the interests in underlying Shares in respect of share options (the "Options") granted by the Company, the details of which are stated in the section "Share Option Scheme" below.*

2. *Pursuant to the Charge Over Shares dated 16 December 2025 signed by Deputada Leong On Kei, Angela as chargor and SJM Resorts, S.A. ("SJM") as chargee, Deputada Leong On Kei, Angela has charged 156,232,258 Shares beneficially owned by her in favour of SJM as security for a loan in the principal amount of HK$177,525,000, based on the loan-to-value ratio of 50%. Further details were set out in the announcements of the Company dated 20 November 2025, 15 December 2025 and 26 December 2025, and the circular of the Company dated 28 November 2025.*

3. *The percentage has been calculated based on 7,101,805,366 Shares in issue as at 30 June 2026.*

# DISCLOSURE OF INTERESTS

## DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES (Continued)

### Interests in shares, underlying shares and debentures of associated corporations

*Sociedade de Turismo e Diversões de Macau, S.A. (in Portuguese)*
*Macau Tourism and Amusement Company Limited (in English)*

| Name of Directors | Capacity | Long/short position | Number of shares held Ordinary shares | Privileged shares | Total | Approximate percentage of issued share capital |
|---|---|---|---|---|---|---|
| Leong On Kei, Angela | Beneficial owner | Long position | 637 | 5,215 | 5,852 | 6.86% |
| Chan Un Chan | Beneficial owner | Long position | 5,204 | 8,271 | 13,475 | 15.806% |
| Shum Hong Kuen, David | Beneficial owner | Long position | 1,004 | — | 1,004 | 1.18% |

*SJM Resorts, S.A. (in Portuguese)*
*SJM Resorts, Limited (in English)*

| Name of Director | Capacity | Long/short position | Number of shares held (Type B shares) | Approximate percentage of issued share capital |
|---|---|---|---|---|
| Ho Chiu Fung, Daisy | Beneficial owner | Long position | 7,500,000 | 15.00% |

# DISCLOSURE OF INTERESTS

## DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES (Continued)

### Interests in shares, underlying shares and debentures of associated corporations (Continued)

*Champion Path Holdings Limited ("Champion Path")*

| Name of Directors | Debentures | Capacity | Amount of debentures held | Approximate percentage to the total amount of debentures in issue |
|---|---|---|---|---|
| Ho Chiu Fung, Daisy | 2028 US$ Senior Notes *(Note 1)* | Beneficial owner | US$5,000,000 | 1.0% |
| Leong On Kei, Angela | 2028 US$ Senior Notes *(Note 1)* | Beneficial owner | US$5,000,000 | 1.0% |
| | | Founder of a discretionary trust *(Note 2)* | US$21,000,000 | 4.2% |
| | | | US$26,000,000 | 5.2% |
| Chan Un Chan | 2028 US$ Senior Notes *(Note 1)* | Beneficial owner | US$12,500,000 | 2.5% |

*Notes:*

1. *These debentures (US$500,000,000 4.85% Senior Notes Due 2028) issued by Champion Path ("2028 US$ Senior Notes") are listed on the Stock Exchange and are freely transferable but not convertible into shares of Champion Path or any other corporation. The minimum denomination of the 2028 US$ Senior Notes is US$200,000 of principal amount and integral multiples of US$1,000 in excess thereof. The 2028 US$ Senior Notes are senior unsecured obligations in registered form.*

2. *These 2028 US$ Senior Notes are beneficially owned by Dr. Stanley Ho Foundation, a founder of which is Deputada Leong On Kei, Angela.*

# DISCLOSURE OF INTERESTS

## DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES (Continued)

### Interests in shares, underlying shares and debentures of associated corporations (Continued)

*SJM International Limited ("SJM International")*

| Name of Director | Debentures | Capacity | Amount of debentures held | Approximate percentage to the total amount of debentures in issue |
|---|---|---|---|---|
| Ho Chiu Fung, Daisy | 2031 US$ Senior Notes *(Note)* | Beneficial owner | US$3,000,000 | 0.6% |

*Note:*

*These debentures (US$540,000,000 6.50% Senior Notes Due 2031) issued by SJM International ("2031 US$ Senior Notes") are listed on the Stock Exchange and are freely transferable but not convertible into shares of SJM International or any other corporation. The minimum denomination of the 2031 US$ Senior Notes is US$200,000 of principal amount and integral multiples of US$1,000 in excess thereof. The 2031 US$ Senior Notes are senior unsecured obligations in registered form.*

## DIRECTORS' RIGHT TO ACQUIRE SHARES OR DEBENTURES

Save as disclosed above, so far as was known to any Director, as of 30 June 2026, none of the Directors or the chief executives of the Company had, pursuant to Divisions 7 and 8 of Part XV of the SFO, nor were they taken or deemed to have under such provisions of the SFO, any interest or short position in any shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which were required to be notified to the Company and the Stock Exchange, or any interest which were required, pursuant to section 352 of the SFO, to be entered into the register referred to therein, or any interests which were required, pursuant to the Model Code, to be notified to the Company and the Stock Exchange.

# DISCLOSURE OF INTERESTS

## INTERESTS AND SHORT POSITIONS OF SUBSTANTIAL SHAREHOLDERS IN SHARES AND UNDERLYING SHARES

As at 30 June 2026, details of interests and short positions of substantial shareholders of the Company (the "Shareholders") and other persons (who are required to disclose their interests pursuant to Part XV of the SFO) in the Shares and underlying Shares as recorded in the register required to be kept under section 336 of the SFO are as follows:

| Name of substantial Shareholders | Capacity | Long/short position | Number of Shares held | Number of underlying Shares held | Approximate percentage of issued Shares *(Note 4)* |
|---|---|---|---|---|---|
| Sociedade de Turismo e Diversões de Macau, S.A. ("STDM") | Beneficial owner, interest of its controlled corporation *(Note 1)* and person having a security interest in Shares *(Note 3)* | Long position | 4,048,843,113 | 504,232,804 *(Note 2)* | 64.11% |
| Leong On Kei, Angela | Beneficial owner | Long position | 574,269,099 *(Note 3)* | — | 8.09% |

*Notes:*

1. *68,841,250 Shares are directly held by Konrad Investments Limited, an indirect wholly-owned subsidiary of STDM through Bounty Rich Holdings Limited.*

2. *These represent the interests in underlying Shares in respect of a convertible bond in the principal amount of HK$1,906 million at 2% coupon rate with five-year maturity issued by Champion Power Global Limited ("Champion Power"), a wholly-owned subsidiary of the Company. The details of which are stated in the section "Convertible Bond issued under Specific Mandate" below.*

3. *These represent SJM's (an indirect subsidiary of STDM through the Company) direct security interest in 156,232,258 Shares beneficially held by Deputada Leong On Kei, Angela and charged by Deputada Leong On Kei, Angela in favour of SJM as security for a loan in the principal amount of HK$177,525,000 based on the loan-to-value ratio of 50% under Charge Over Shares dated 16 December 2025 signed by Deputada Leong On Kei, Angela as chargor and SJM as chargee. Further details were set out in the announcements of the Company dated 20 November 2025, 15 December 2025 and 26 December 2025, and the circular of the Company dated 28 November 2025.*

4. *The percentage has been calculated based on 7,101,805,366 Shares in issue as at 30 June 2026.*

Save as disclosed above, as at 30 June 2026, the Company had not been notified by any persons (other than a Director or the chief executives of the Company) of any interest or short position in Shares and underlying Shares which were required to be recorded in the register kept under section 336 of the SFO.

# SHARE OPTION SCHEME

At the annual general meeting of the Company held on 13 May 2009, the Shareholders approved the adoption of the share option scheme of the Company (the "Scheme") under which the Directors may grant Options to any participants of the Scheme to subscribe for Shares, subject to the terms and conditions as stipulated therein. The Scheme lapsed on 13 May 2019 and no further Options can be granted thereunder. However, the outstanding Options granted under the Scheme shall continue to be valid and exercisable up to the end of the relevant exercise periods.

## MOVEMENT OF OPTIONS GRANTED

Details of the movement in Options granted under the Scheme during the six months ended 30 June 2026 were as follows:

| | | | | Number of Options | | | | | |
|---|---|---|---|---|---|---|---|---|---|
| Name of Directors | Date of grant | Exercise period | Exercise price per Share HK$ | Outstanding as at 1 January 2026 | Granted during the period | Exercised during the period | Cancelled during the period | Lapsed during the period | Balance as at 30 June 2026 |
| Ho Chiu Fung, Daisy | 22 June 2017 *(Note 1)* | 22 December 2018 to 21 December 2026 | $7.79 *(Note 1)* | 535,000 | — | — | — | — | 535,000 |
| | 22 June 2017 *(Note 1)* | 22 December 2019 to 21 December 2026 | $7.79 *(Note 1)* | 1,070,000 | — | — | — | — | 1,070,000 |
| Chan Un Chan | 21 June 2018 *(Note 2)* | 21 December 2018 to 20 December 2027 | $9.59 *(Note 2)* | 1,070,000 | — | — | — | — | 1,070,000 |
| | 21 June 2018 *(Note 2)* | 21 December 2019 to 20 December 2027 | $9.59 *(Note 2)* | 1,070,000 | — | — | — | — | 1,070,000 |
| | 21 June 2018 *(Note 2)* | 21 December 2020 to 20 December 2027 | $9.59 *(Note 2)* | 1,070,000 | — | — | — | — | 1,070,000 |
| Total: | | | | 4,815,000 | — | — | — | — | 4,815,000 |

*Notes:*

1. *The vesting period for 3,000,000 Options granted on 22 June 2017 is approximately 33.34% vesting on six months from the date of grant, then approximately 33.33% vesting on one year and six months from the date of grant, and the remaining 33.33% vesting on two years and six months from the date of grant. The closing price of the Shares immediately before the date of grant was HK$8.45. The estimated fair value of each Option granted on that date based on an independent valuation is as follows:*

| *3,000,000 Options granted on 22 June 2017* | *Exercise period* | *Option unit value* |
|---|---|---|
| *1,000,000* | *22 December 2017 to 21 December 2026* | *HK$3.1571* |
| *1,000,000* | *22 December 2018 to 21 December 2026* | *HK$3.1584* |
| *1,000,000* | *22 December 2019 to 21 December 2026* | *HK$3.1552* |

*As a result of the Rights Issue completed on 21 September 2022, the exercise price of the outstanding Options granted on 22 June 2017 has been adjusted from HK$8.33 per Share to HK$7.79 per Share (rounding off HK$7.785 to 2 decimal places pursuant to the certification by Deloitte Touche Tohmatsu (the "Auditor")) and the number of Shares to be issued upon exercise of the outstanding Options granted on 22 June 2017 under the Scheme has been adjusted from 1,500,000 to 1,605,000 (i.e. increase of 105,000) with effect from 22 September 2022.*

# SHARE OPTION SCHEME

## MOVEMENT OF OPTIONS GRANTED (Continued)

*Notes: (Continued)*

2. *The vesting period for 3,000,000 Options granted on 21 June 2018 is approximately 33.34% vesting on six months from the date of grant, then approximately 33.33% vesting on one year and six months from the date of grant, and the remaining 33.33% vesting on two years and six months from the date of grant. The closing price of the Shares immediately before the date of grant was HK$10.32. The estimated fair value of each Option granted on that date based on an independent valuation is as follows:*

| 3,000,000 Options granted on 21 June 2018 | Exercise period | Option unit value |
|---|---|---|
| 1,000,000 | 21 December 2018 to 20 December 2027 | HK$4.0413 |
| 1,000,000 | 21 December 2019 to 20 December 2027 | HK$4.0443 |
| 1,000,000 | 21 December 2020 to 20 December 2027 | HK$4.0523 |

*As a result of the Rights Issue completed on 21 September 2022, the exercise price of the outstanding Options granted on 21 June 2018 has been adjusted from HK$10.26 per Share to HK$9.59 per Share (rounding off HK$9.588 to 2 decimal places pursuant to the Auditor's certification) and the number of Shares to be issued upon exercise of the outstanding Options granted on 21 June 2018 under the Scheme has been adjusted from 3,000,000 to 3,210,000 (i.e. increase of 210,000) with effect from 22 September 2022.*

3. *The weighted average closing price of the Shares immediately before the dates on which the Options were exercised is not applicable since no Options were exercised during the Reporting Period.*

# DISCLOSURE PURSUANT TO RULES 13.18 AND 13.21 OF THE LISTING RULES

## US$500,000,000 4.50% SENIOR NOTES DUE 2026 ("2026 US$ SENIOR NOTES"), US$500,000,000 4.85% SENIOR NOTES DUE 2028 ("2028 US$ SENIOR NOTES"), HK$1,250,000,000 3.90% SENIOR NOTES DUE 2026 ("2026 HK$ SENIOR NOTES"), MOP300,000,000 3.90% SENIOR NOTES DUE 2026 ("2026 MOP SENIOR NOTES") AND US$540,000,000 6.50% SENIOR NOTES DUE 2031 ("2031 US$ SENIOR NOTES")

In January 2021, Champion Path, a wholly-owned subsidiary of the Company, issued 2026 US$ Senior Notes and 2028 US$ Senior Notes. In May 2021, Champion Moments Limited ("Champion Moments"), another wholly-owned subsidiary of the Company, issued 2026 HK$ Senior Notes and 2026 MOP Senior Notes. In January 2026, SJM International, a wholly-owned subsidiary of the Company, issued 2031 US$ Senior Notes.

The indentures in relation to the 2026 US$ Senior Notes, 2028 US$ Senior Notes, 2026 HK$ Senior Notes, 2026 MOP Senior Notes and 2031 US$ Senior Notes each contain a change of control provision.

### Senior Notes issued by Champion Path and Champion Moments

The change of control provision contained in the indentures in relation to the 2026 US$ Senior Notes, 2028 US$ Senior Notes, 2026 HK$ Senior Notes and 2026 MOP Senior Notes (collectively, the "Senior Notes") would, if triggered, give rise to a right in favor of the holders of the Senior Notes to require the Company, Champion Path and Champion Moments to repurchase the Senior Notes at 101% of the principal amount thereof, plus accrued and unpaid interest, if any, up to but excluding the date of repurchase. The circumstances that will constitute a change of control include:

- the merger, amalgamation or consolidation of the Company with or into another person (other than STDM) or the merger or amalgamation of another person (other than STDM) with or into the Company, or the sale of all or substantially all the assets of the Company to another person (other than STDM);

- STDM is the "beneficial owners" (as such term is used in Rule 13d-3 of the United States Securities Exchange Act of 1934, as amended) of less than 51% of the total voting power of the voting stock of the Company;

- the adoption of a plan relating to the liquidation or dissolution of the Company; or

- the first day on which the Company ceases to own, directly or indirectly, 100% of the voting stock of Champion Path/Champion Moments or SJM.

# DISCLOSURE PURSUANT TO RULES 13.18 AND 13.21 OF THE LISTING RULES

## US$500,000,000 4.50% SENIOR NOTES DUE 2026 ("2026 US$ SENIOR NOTES"), US$500,000,000 4.85% SENIOR NOTES DUE 2028 ("2028 US$ SENIOR NOTES"), HK$1,250,000,000 3.90% SENIOR NOTES DUE 2026 ("2026 HK$ SENIOR NOTES"), MOP300,000,000 3.90% SENIOR NOTES DUE 2026 ("2026 MOP SENIOR NOTES") AND US$540,000,000 6.50% SENIOR NOTES DUE 2031 ("2031 US$ SENIOR NOTES") (Continued)

### 2031 US$ Senior Notes issued by SJM International

The change of control provision contained in the indenture in relation to the 2031 US$ Senior Notes issued by SJM International would, upon certain change of control triggering event, give rise to a right in favour of the holders of the 2031 US$ Senior Notes to require the Company and SJM International to repurchase the 2031 US$ Senior Notes. Not later than 20 days following a change of control triggering event, the Company and SJM International will make an offer to purchase all outstanding 2031 US$ Senior Notes at a purchase price equal to 101% of the principal amount thereof plus accrued and unpaid interest, if any, to (but not including) the payment date for such offer to purchase. A change of control triggering event means the occurrence of both a change of control and, provided that the 2031 US$ Senior Notes are rated by at least one rating agency, a rating decline. The circumstances that will constitute a change of control include:

- the merger, amalgamation or consolidation of the Company with or into another person (other than STDM) or the merger or amalgamation of another person (other than STDM) with or into the Company, or the sale of all or substantially all the assets of the Company to another person (other than STDM);

- STDM is the "beneficial owner" (as such term is used in Rule 13d-3 of the United States Securities Exchange Act of 1934, as amended) of less than 51% of the total voting power of the voting stock of the Company;

- the adoption of a plan relating to the liquidation or dissolution of the Company; or

- the first day on which the Company ceases to own, directly or indirectly, 100% of the voting stock of SJM International or SJM. For the avoidance of doubt, reference to 100% of the voting stock should be construed as being subject to a 15% social and voting interest and MOP1.00 economic interest held by the managing director of SJM.

During the six months ended 30 June 2026, 2026 US$ Senior Notes were matured on 27 January 2026, and 2026 HK$ Senior Notes and 2026 MOP Senior Notes were matured on 12 May 2026.

# CONVERTIBLE BOND ISSUED UNDER SPECIFIC MANDATE

On 22 June 2022, Champion Power issued a convertible bond (the "Convertible Bond") in the principal amount of HK$1,906 million at 2% coupon rate at a par value of HK$100,000 each with five-year maturity to STDM for acquisition of a portion of the property Casino Oceanus ("Oceanus Building") by Harbour Tide Limited ("Harbour Tide"), a subsidiary of the Company, from Jai-Alai Shopping Centre Company Limited ("JASC"), an indirect wholly-owned subsidiary of STDM, and the disposal by JASC of the remaining portion of Oceanus Building and the transactions contemplated thereunder in accordance with the transfer agreement dated 26 May 2022 entered into among Harbour Tide, the Company, Champion Power, JASC and STDM.

The Convertible Bond is denominated in Hong Kong dollar, unsecured and is guaranteed by the Company. It entitles STDM to convert into ordinary Shares at any time between the issue date of the Convertible Bond and the date falling seven days prior to the fifth anniversary of the issue date (the "Maturity Date") at initial conversion price of HK$4.07 per conversion Share (subject to adjustment). Unless previously redeemed, converted or purchased and cancelled, Champion Power will redeem the Convertible Bond at 100% of its principal amount together with any accrued but unpaid interest on the Maturity Date. Interest accruing at the rate of 2% per annum on the Convertible Bond will be paid annually until the Maturity Date. The Convertible Bond is not listed on the Stock Exchange or any other stock exchange. It is not transferable without the prior consent of Champion Power save for any transfer by a bondholder to its wholly-owned subsidiaries or any holding company that owns 100% of the share capital of that bondholder.

The conversion Shares to be issued upon exercise of the conversion rights attaching to the Convertible Bond will be fully paid and rank pari passu in all respects with the Shares then in issue on the date on which the name of the exercising bondholder is registered as holder of the relevant conversion Shares in the register of members of the Company.

As a result of the Rights Issue completed on 21 September 2022, the conversion price has been adjusted from HK$4.07 per conversion Share to HK$3.78 per conversion Share and the number of conversion Shares to be converted has been adjusted from 468,304,668 to 504,232,804 (i.e. increase of 35,928,136) with effect from 22 September 2022. Assuming full exercise of the conversion rights attaching to the Convertible Bond at the adjusted conversion price of HK$3.78 per conversion Share by STDM, the Convertible Bond will be converted into 504,232,804 conversion Shares, representing approximately 7.10% of the issued Shares of 7,101,805,366 Shares as at 30 June 2026; and approximately 6.63% of the issued Shares of 7,606,038,170 Shares as enlarged by the issuance of such conversion Shares on the basis that there is no other change in the issued Shares. In such event, the number of Shares being held by the substantial Shareholders will be changed as follows: (i) the number of Shares being held by STDM will increase from approximately 54.81% to approximately 57.81% of the total issued Shares; whilst (ii) the number of Shares being held by Deputada Leong On Kei, Angela will decrease from approximately 8.09% to approximately 7.55% of the total issued Shares.

For the six months ended 30 June 2026, the Company recorded loss per Share and therefore the assumed exercise of the Convertible Bond would result in a decrease in loss per Share. Based on the bank balances and cash at 30 June 2026, the Company has the ability to meet its redemption obligations under the Convertible Bond.

## CONVERTIBLE BOND ISSUED UNDER SPECIFIC MANDATE

It would be equally advantageous for STDM as the bondholder to convert or redeem the Convertible Bond based on the implied internal rate of return of the outstanding Convertible Bond, when the Company's share price approximates to the adjusted conversion price of HK$3.78 per conversion Share.

Further details of the Convertible Bond are set out in the announcements of the Company dated 26 May 2022 and 21 September 2022, and the circular of the Company dated 6 June 2022.

During the six months ended 30 June 2026, there were no conversion, redemption or cancellation of the Convertible Bond by the Company or Champion Power.

# DIRECTORS' BIOGRAPHICAL DETAILS UPDATE

The Directors' biographical details update since 1 January 2026, which is required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules, is set out below:

| Name of Directors | Biographical details update since 1 January 2026 (except disclosed in 2025 Annual Report) |
|---|---|
| Ho Chiu Fung, Daisy | • Increased director's special fee from the Group by HK$1,278,656.18 for 2025<br>• Appointed as a member of the Tourism Development Committee by the Macau SAR Government on 12 March 2026 |
| Fok Tsun Ting, Timothy | • Increased director's special fee from the Group by HK$25,662.47 for 2025 |
| Leong On Kei, Angela | • Increased director's special fee from the Group by HK$18,605.73 for 2025 |
| Chan Un Chan | • Increased director's special fee from the Group by HK$16,973.91 for 2025 |
| Shum Hong Kuen, David | • Increased director's special fee from the Group by HK$426,819.48 for 2025 |
| Tsang On Yip, Patrick | • Increased special fee as supervisory committee member from SJM by HK$1,282.63 for 2025<br>• Ceased to act as the chairman of Giordano International Limited on 27 April 2026<br>• i-CABLE Communications Limited, in which Mr. Tsang acts as vice-chairman and executive director, changed its name to CTF Media & Entertainment Limited on 17 August 2026 |
| Ho Hau Chong, Norman | • Increased Director's special fee from the Company by HK$153,819 for 2025<br>• Appointed as supervisory committee chairman of SJM and certain of its subsidiaries on 30 March 2026 with monthly base fee from SJM of HK$70,041 |
| Wong Yu Pok, Marina | • Increased Director's special fee from the Company by HK$133,834 for 2025<br>• Retired as independent non-executive director of Luk Fook Holdings (International) Limited with effect from 20 August 2026 |
| Yeung Ping Leung, Howard | • Increased Director's special fee from the Company by HK$126,500 for 2025 |

Save for the information disclosed above, there is no other information required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules.

# OTHER REGULATORY COMPLIANCE INFORMATION

## INTERIM DIVIDEND

Pursuant to the Company's dividend policy, the board of directors of the Company has resolved not to declare any interim dividend for the six months ended 30 June 2026 (six months ended 30 June 2025: nil).

## PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES

As at 1 January 2026, the aggregate principal amount of US$500 million of 2026 US$ Senior Notes issued by Champion Path remained outstanding. On 5 January 2026, Champion Path offered to purchase (the "Offer") for cash any and all outstanding 2026 US$ Senior Notes validly tendered at a purchase price of US$1,000 per US$1,000 principal amount of the 2026 US$ Senior Notes pursuant to the terms and conditions set out in the Offer to Purchase. On 19 January 2026, Champion Path accepted and repurchased US$170,115,000 in aggregate principal amount of the 2026 US$ Senior Notes validly tendered pursuant to the Offer and the repurchased 2026 US$ Senior Notes were subsequently cancelled. Further details of the Offer were set out in the announcements of the Company dated 5, 13 and 19 January 2026. The remaining outstanding US$329,885,000 in aggregate principal amount of 2026 US$ Senior Notes matured on 27 January 2026.

Save as disclosed above, neither the Company, nor any of its subsidiaries purchased, sold or redeemed any of its listed securities during the six months ended 30 June 2026.

## CORPORATE GOVERNANCE CODE

The Directors recognise the importance of good corporate governance in the management of the Group. During the period from 1 January 2026 to 30 June 2026, the Company has complied with all the code provisions of the Corporate Governance Code as set out in Part 2 of Appendix C1 of the Listing Rules.

## MODEL CODE OF CONDUCT FOR SECURITIES TRANSACTIONS

The Company has adopted the Model Code as set out in Appendix C3 of the Listing Rules as its own code of conduct regarding securities transactions by the Directors. Having made specific enquiry, the Company confirms that all Directors have complied with the required standards as stated in the Model Code during the six months ended 30 June 2026.

# OTHER REGULATORY COMPLIANCE INFORMATION

## REVIEW OF INTERIM REPORT AND UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

The interim report of the Company for the six months ended 30 June 2026 has been reviewed by the Audit Committee of the Company. The Group's unaudited condensed consolidated financial statements for the six months ended 30 June 2026 have been reviewed by the Audit Committee of the Company and by the Company's auditor in accordance with Hong Kong Standard on Review Engagements 2410 *Review of Interim Financial Information Performed by the Independent Auditor of the Entity* as issued by the HKICPA.

By order of the Board of Directors
**SJM Holdings Limited**

**Ho Chiu Fung, Daisy**
*Chairman and Executive Director*

Hong Kong, 25 August 2026

# CORPORATE INFORMATION

## CHAIRMAN EMERITUS

The late Dr. Ho Hung Sun, Stanley

## BOARD OF DIRECTORS

### Chairman and Executive Director

Ms. Ho Chiu Fung, Daisy

### Co-Chairmen and Executive Directors

Dr. Fok Tsun Ting, Timothy
Deputada Leong On Kei, Angela

### Executive Directors

Dr. Chan Un Chan
Mr. Shum Hong Kuen, David

### Non-executive Director

Mr. Tsang On Yip, Patrick

### Independent Non-executive Directors

Mr. Ho Hau Chong, Norman
Ms. Wong Yu Pok, Marina
Mr. Yeung Ping Leung, Howard

## AUDIT COMMITTEE

Mr. Ho Hau Chong, Norman *(Committee Chairman)*
Ms. Wong Yu Pok, Marina
Mr. Yeung Ping Leung, Howard

## NOMINATION COMMITTEE

Ms. Ho Chiu Fung, Daisy *(Committee Chairman)*
Dr. Fok Tsun Ting, Timothy
Mr. Ho Hau Chong, Norman
Ms. Wong Yu Pok, Marina
Mr. Yeung Ping Leung, Howard

## REMUNERATION COMMITTEE

Ms. Wong Yu Pok, Marina *(Committee Chairman)*
Ms. Ho Chiu Fung, Daisy
Deputada Leong On Kei, Angela
Mr. Ho Hau Chong, Norman
Mr. Yeung Ping Leung, Howard

## COMPANY SECRETARY

Ms. Kwok Shuk Chong

## AUDITOR

Deloitte Touche Tohmatsu
*Certified Public Accountants*
*Registered Public Interest Entity Auditor*

## PRINCIPAL BANKERS

Industrial and Commercial Bank of China (Macau) Limited
Bank of China Limited
BNP Paribas
Industrial and Commercial Bank of China (Asia) Limited
Chong Hing Bank Limited

## REGISTERED OFFICE AND PRINCIPAL PLACE OF BUSINESS

18th Floor, China Merchants Tower, Shun Tak Centre,
Nos. 168 – 200 Connaught Road Central, Hong Kong
Tel: (852) 3960 8000 Fax: (852) 3960 8111
Website: https://www.sjmholdings.com
Email (Investor Relations): ir@sjmholdings.com

## SHARE REGISTRAR

Computershare Hong Kong Investor Services Limited
Shops 1712 –1716, 17th Floor, Hopewell Centre,
183 Queen's Road East, Wanchai, Hong Kong
General enquiry:
Tel: (852) 2862 8555 Fax: (852) 2865 0990
Webpage: https://www.computershare.com/hk/en/online_feedback
Change of means of receipt of Corporate Communication:
Email: sjm.ecom@computershare.com.hk Tel: (852) 2862 8688

## LISTING INFORMATION

| | |
|---|---|
| Share listing: | Hong Kong Stock Exchange (Main Board) |
| Listing date: | 16 July 2008 |
| Stock short name: | SJM Holdings |
| Stock code: | 880 (Hong Kong Stock Exchange) |
| | 0880.HK (Reuters) |
| | 880:HK (Bloomberg) |
| Board lot: | 1,000 shares |

Designated Securities Eligible for Short Selling
Eligible Stock for both "buy" and "sell" of Southbound Trading of Shanghai-Hong Kong Stock Connect and Shenzhen-Hong Kong Stock Connect
Constituent of the following indexes:
- Hang Seng Composite Index
- Hang Seng Composite Industry Index – Consumer Discretionary
- Hang Seng Composite MidCap/LargeCap & MidCap/MidCap & SmallCap Index(es)
- Hang Seng Large-Mid Cap (Investable)/Equal Weighted Factor Mix (QVLM)/Risk Parity Factor Mix (QVLM) Index(es)
- Hang Seng Large-Mid Cap Dividend Yield/Low Size/Low Volatility/Momentum/Quality/Value Comprehensive Index(es)
- Hang Seng SCHK HK Companies/Consumption Select/Consumer Discretionary/Culture & Entertainment/Consumption (Investable)/Consumer Discretionary (Investable)/Tourism Index(es)
- Hang Seng Stock Connect Greater Bay Area Composite/Consumer Services/Quality Life Index(es)
- Hang Seng Stock Connect Hong Kong/MidCap & SmallCap Index(es)

# DEFINITIONS

In this report, unless the context states otherwise, the following expressions shall have the following meanings:

| | | |
|---|---|---|
| "2026 HK$ Senior Notes" | : | HK$1,250,000,000 3.90% Senior Notes Due 2026 issued by Champion Moments on 12 May 2021 which were listed on MOX (Bond Code: MOXIB2102) and delisted upon maturity |
| "2026 MOP Senior Notes" | : | MOP300,000,000 3.90% Senior Notes Due 2026 issued by Champion Moments on 12 May 2021 which were listed on MOX (Bond Code: MOXIB2101) and delisted upon maturity |
| "2026 US$ Senior Notes" | : | US$500,000,000 4.50% Senior Notes Due 2026 issued by Champion Path on 27 January 2021 which were listed on the Stock Exchange (Debt Stock Code: 40559) and delisted upon maturity |
| "2028 US$ Senior Notes" | : | US$500,000,000 4.85% Senior Notes Due 2028 issued by Champion Path on 27 January 2021 which are listed on the Stock Exchange (Debt Stock Code: 40560) |
| "2031 US$ Senior Notes" | : | US$540,000,000 6.50% Senior Notes Due 2031 issued by SJM International on 15 January 2026 which are listed on the Stock Exchange (Debt Stock Code: 40045) |
| "Adjusted EBITDA" | : | earnings or losses after adjustment for non-controlling interests and before accounting for interest income and expense, tax, depreciation and amortisation, donations, loss on disposal/write-off of property and equipment, bank charges for bank loans, gain on modification of bank loans, gain on early repurchase of unsecured notes, gain on fair value changes of financial asset at fair value through profit or loss and pre-opening expenses |
| "Adjusted EBITDA Margin" | : | Adjusted EBITDA divided by total net revenue |
| "Adjusted Property EBITDA" | : | earnings or losses before accounting for interest income and expense, tax, depreciation and amortisation, donations, loss on disposal/write-off of property and equipment, bank charges for bank loans, gain on modification of bank loans, gain on early repurchase of unsecured notes, gain on fair value changes of financial asset at fair value through profit or loss, pre-opening expenses and corporate costs, and before elimination of inter-company consumption |
| "ADR" | : | average daily rate |
| "Annual Premium" | : | annual gaming premium payable by SJM to the Macau Government pursuant to the terms of the New Gaming Concession Contract, consisting of a fixed and a variable portion |
| "Auditor" | : | Deloitte Touche Tohmatsu, the auditor of the Company |
| "Champion Moments" | : | Champion Moments Limited, a wholly-owned subsidiary of the Company, incorporated in the British Virgin Islands with limited liability |
| "Champion Path" | : | Champion Path Holdings Limited, a wholly-owned subsidiary of the Company, incorporated in the British Virgin Islands with limited liability |

# DEFINITIONS

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|---|---|---|
| "Champion Power" | : | Champion Power Global Limited, a wholly-owned subsidiary of the Company, incorporated in the British Virgin Islands with limited liability |
| "Chips Agreement" | : | the agreement dated 18 June 2008 entered into between STDM and SJM to regulate the honouring, borrowing and use of the casino chips of STDM for the purposes of SJM's gaming operations |
| "CODM" | : | the chief operating decision maker, who is responsible for allocating resources and assessing performance of the reportable segments, and has been identified as a group of senior management that makes strategic decisions |
| "Company" | : | SJM Holdings Limited, a company incorporated in Hong Kong with limited liability, the Shares of which are listed on the HKSE Main Board |
| "connected person(s)" | : | has the meaning ascribed to it under the Listing Rules |
| "Convertible Bond" | : | the convertible bond issued by Champion Power to STDM on 22 June 2022 in the principal amount of HK$1,906 million at 2% coupon rate with five-year maturity |
| "CT" | : | Complementary Tax of the Macau SAR for taxable profits |
| "Director(s)" | : | director(s) of the Company |
| "ECL" | : | expected credit loss |
| "FVTOCI" | : | fair value through other comprehensive income |
| "FVTPL" | : | fair value through profit or loss |
| "GGR" | : | gross gaming revenue |
| "GLP Bank Loans" | : | secured bank loans for Grand Lisboa Palace Resort Macau |
| "GLP Project" | : | the project of Grand Lisboa Palace Resort Macau |
| "Group" | : | the Company and its subsidiaries |
| "Harbour Tide" | : | Harbour Tide Limited, a subsidiary of the Company, incorporated in the British Virgin Islands with limited liability |
| "HKAS 34" | : | Hong Kong Accounting Standard 34 *Interim Financial Reporting* |
| "HKFRS(s)" | : | Hong Kong Financial Reporting Standard(s) |
| "HKICPA" | : | Hong Kong Institute of Certified Public Accountants |
| "HKSE Main Board" | : | Main Board of the Stock Exchange |
| "Hong Kong" | : | the Hong Kong Special Administrative Region of the People's Republic of China |
| "Hong Kong Companies Ordinance" | : | Companies Ordinance, Chapter 622 of the Laws of Hong Kong |
| "JASC" | : | Centro Comercial Jai-Alai, Limitada (in Portuguese) Jai-Alai Shopping Centre Company Limited (in English), a company incorporated under the laws of Macau and an indirect wholly-owned subsidiary of STDM |

# DEFINITIONS

| | | |
|---|---|---|
| "Kam Pek" | : | Kam Pek Market (formerly known as "Kam Pek Community Centre") |
| "L'Arc Entertainment" | : | L'Arc Entertainment Group Company Limited, a company indirectly wholly owned by Deputada Leong On Kei, Angela |
| "L'Arc Services Agreement" | : | the agreement entered into between SJM and L'Arc Entertainment dated 21 September 2009 and supplemented by addendums dated 27 January 2010, 22 October 2010, 4 February 2016, 4 January 2017, 18 December 2017, 6 May 2020 and 17 June 2022 regarding the provision of the services and licensing for occupation and use of the designated area in the L'Arc Hotel to SJM for the operation of a casino until 31 December 2022, and renewed on 30 December 2022 for a three-year term from 1 January 2023 to 31 December 2025 and amended by the first addendum dated 3 April 2023, and had been terminated in its entirety on 30 December 2025 |
| "Listing Rules" | : | the Rules Governing the Listing of Securities on the Stock Exchange |
| "Macao", "Macau" or "Macau SAR" | : | the Macau Special Administrative Region of the People's Republic of China |
| "mass market table" | : | gaming table that is not reserved exclusively for particular games or players |
| "Maturity Date" | : | maturity date of the Convertible Bond, being the date of the fifth anniversary of the issue date of the Convertible Bond |
| "MICE" | : | Meetings, Incentives, Conferences and Exhibitions |
| "Model Code" | : | Model Code for Securities Transactions by Directors of Listed Issuers contained in Appendix C3 of the Listing Rules |
| "MOX" | : | Chongwa (Macao) Financial Asset Exchange Co., Ltd. |
| "New Gaming Concession Contract" | : | the gaming concession contract for the operation of casino games of fortune and other games of chance in casinos dated 16 December 2022 entered into between the Macau Government and SJM for the new concession period which commences from 1 January 2023 to 31 December 2032 |
| "NYH" | : | NYH Gestão de Vendas a Retalho Limitada, an indirect wholly-owned subsidiary of STDM |
| "NYH Agreement" | : | the agreement dated 21 January 2020 entered into between SJM (as the owner) and NYH (as the retailer) in relation to grant of rights to use a shop on the second floor of the shopping mall in Grand Lisboa Palace Resort Macau for operating a department store, and will be terminated with effect from 1 January 2027 |
| "Oceanus Building" | : | the building in which Casino Oceanus resides |
| "Offer" | : | offer to purchase for cash by Champion Path of any and all outstanding 2026 US$ Senior Notes (subject to the offer restrictions referred to in "Offer and Distribution Restrictions"), on the terms and subject to the conditions set out in the Offer to Purchase |

# DEFINITIONS

| | | |
|---|---|---|
| "Offer to Purchase" | : | Offer to Purchase dated 5 January 2026 issued to the holders of the 2026 US$ Senior Notes who are non-U.S. persons located outside the United States of America (as those terms are defined in Regulation S under the United States Securities Act of 1933, as amended) by Champion Path in connection with the Offer |
| "Options" | : | share options which the Directors may grant to any participants of the Scheme |
| "P16 Bank Loans" | : | secured bank loans for Ponte 16 |
| "Pier 16 – Property" | : | Ponte 16 – Desenvolvimento Predial, S.A. (in Portuguese) Pier 16 – Property Development Limited (in English), a 51% subsidiary of the Company incorporated in Macau with limited liability |
| "PLMA with STDM" | : | the premises leasing master agreement entered into between the Company and STDM dated 18 June 2008 and renewed on 23 December 2019 and 2 March 2023 for the leasing of properties by STDM or the members of the STDM Group to the Group for a term of three years from 1 January 2023 |
| "Products and Services Master Agreement" | : | the agreement entered into between the Company and STDM on 18 June 2008 for the provision of products and services by STDM and/or its associates (as defined in the Listing Rules) to the Group |
| "Renewed Master Agreement" | : | the products and services master agreement dated 19 June 2011 entered into between the Company and STDM in relation to the renewal of the Products and Services Master Agreement which was further renewed on 6 January 2014, 26 January 2017, 23 December 2019, 2 March 2023 and 5 March 2026 |
| "Reporting Period" | : | the period for the six months ended 30 June 2026 |
| "RevPAR" | : | revenue per available room |
| "Rights Issue" | : | the issue by way of rights of the rights Shares to the qualifying Shareholders on the basis of one rights Share for every four existing Shares held on 29 August 2022 (the record date) at the subscription price HK$2.08 per rights Share |
| "Scheme" | : | share option scheme of the Company adopted on 13 May 2009 which lapsed on 13 May 2019 |
| "Senior Notes" | : | 2026 US$ Senior Notes, 2028 US$ Senior Notes, 2026 HK$ Senior Notes and 2026 MOP Senior Notes |
| "SFO" | : | Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong |
| "Share(s)" | : | ordinary share(s) in the share capital of the Company |
| "Shareholder(s)" | : | holder(s) of the Share(s) |

# DEFINITIONS

| | | |
|---|---|---|
| "SJM" | : | SJM Resorts, S.A. (in Portuguese) SJM Resorts, Limited (in English) (name changed from Sociedade de Jogos de Macau, S.A. since 9 June 2021), a limited liability company by shares ("sociedade anónima") incorporated under the laws of Macau and a subsidiary of the Company |
| "SJM International" | : | SJM International Limited, a wholly-owned subsidiary of the Company, incorporated in the British Virgin Islands with limited liability |
| "Special Complementary Tax" | : | the dividend tax which SJM's shareholders are obligated to pay to the Finance Services Bureau of Macau SAR Government for dividend distributed from SJM |
| "STDM" | : | Sociedade de Turismo e Diversões de Macau, S.A. (in Portuguese) Macau Tourism and Amusement Company Limited (in English), a joint stock company "*sociedade anónima*" incorporated under the laws of Macau, and the controlling Shareholder |
| "STDM Group" | : | STDM and its associates (as defined in the Listing Rules), excluding the Group |
| "STDM-I" | : | Investimentos – STDM, Limitada (in Portuguese) STDM – Investments Limited (in English), a subsidiary of STDM and the former immediate holding company of the Company liquidated on 15 August 2011 |
| "STDM-I Surety" | : | a surety provided by STDM-I in favour of the Company for the due and punctual payment of certain obligations of the Company may incur |
| "Stock Exchange" | : | The Stock Exchange of Hong Kong Limited |
| "Tin Hou" | : | Tin Hou Limited, a company incorporated in Macau and an indirect wholly-owned subsidiary of Emperor Entertainment Hotel Limited, an exempted company incorporated in Bermuda with limited liability with its shares listed on the HKSE Main Board (Stock Code: 296), which is indirectly controlled over 50% by a private discretionary trust set up by a family member of a director of certain subsidiaries of the Company |
| "Tin Hou Services Agreement" | : | the agreement entered into between SJM and Tin Hou dated 30 December 2022 (as amended by the first addendum dated 26 April 2023), regarding provision of the selling, promotion, publicity, customer development and introduction, coordination of activities as well as other mutually agreed services and use of space to SJM in the gaming area of Grand Emperor Hotel, and terminated on 31 October 2025 |
| "Utilisation Fee" | : | the annual utilisation fee payable by SJM to the Macau Government for use of the casino premises during the term of the New Gaming Concession Contract |
| "VIP table" | : | gaming table located in special gaming halls reserved exclusively to particular games or players |

# DEFINITIONS

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|---|---|---|
| "HK$" | : | Hong Kong dollar(s), the lawful currency of Hong Kong |
| "MOP" | : | Macau pataca(s), the lawful currency of Macau |
| "NM" | : | not meaningful |
| "US$" | : | United States dollar(s), the lawful currency of the United States of America |
| "%" | : | per cent. |
| "ppts" | : | percentage points |

澳博控股
SJM HOLDINGS