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中國海外發展有限公司
CHINA OVERSEAS LAND & INVESTMENT LTD.

(incorporated in Hong Kong with limited liability)
(Stock code: 688)

**ANNOUNCEMENT OF UNAUDITED INTERIM RESULTS
FOR THE SIX MONTHS ENDED 30 JUNE 2022**

FINANCIAL HIGHLIGHTS

1. Contracted property sales of the Group Series of Companies¹ was RMB138.50 billion and the corresponding GFA sold was 6.26 million sq m.
2. The Group's revenue was RMB103.79 billion.
3. The Group's revenue from commercial properties was RMB2.65 billion.
4. Profit attributable to equity shareholders of the Company was RMB16.74 billion. Profit attributable to equity shareholders of the Company amounted to RMB14.96 billion after deducting net gains after tax arising from changes in fair value of investment properties. Together with deducting net foreign exchange gains and losses, the profit attributable to equity shareholders of the Company amounted to RMB17.35 billion.
5. Basic earnings per share was RMB1.53.
6. The Group acquired 21 land parcels in 13 cities in Mainland China, adding a total GFA of 3.58 million sq m to the land reserve. At 30 June 2022, total land reserve of the Group Series of Companies was 74.39 million sq m.
7. At 30 June 2022, the Group had total debt amounted to RMB269.82 billion; bank balances and cash amounted to RMB125.32 billion; the net gearing was at an industry-low level of 41.0%.
8. The equity attributable to the shareholders of the Company increased from RMB343.56 billion at the end of 2021 to RMB352.81 billion, an increase of 2.7%. The net assets per share was RMB32.2. The half-year return on equity was 4.8%.
9. The Board declared an interim dividend of HK40 cents per share.

¹ The Group together with its associates and joint ventures (collectively the "Group Series of Companies")

The board of directors (the “**Board**”) of China Overseas Land & Investment Limited (the “**Company**”) hereby announces the unaudited consolidated results of the Company and its subsidiaries (the “**Group**”) for the six months ended 30 June 2022. The profit attributable to equity shareholders of the Company amounted to RMB16.74 billion. Profit attributable to equity shareholders of the Company amounted to RMB14.96 billion after deducting net gains after tax arising from changes in fair value of investment properties. Together with deducting net foreign exchange gains and losses, the profit attributable to equity shareholders of the Company amounted to RMB17.35 billion. Basic earnings per share was RMB1.53. The equity attributable to the shareholders of the Company was RMB352.81 billion. Net assets per share was RMB32.2; and half-year return on equity was 4.8%. The Board declared an interim dividend of HK40 cents per share in respect of the six months ended 30 June 2022.

The unaudited consolidated results of the Group for the six months ended 30 June 2022 and the comparative figures for the corresponding period in 2021 are as follows:

CONDENSED CONSOLIDATED INCOME STATEMENT

| | Notes | Six months ended 30 June | |
|---|-------|--------------------------------|--------------------------------|
| | | 2022 RMB'000 (Unaudited) | 2021 RMB'000 (Unaudited) |
| Revenue | 3 | 103,789,157 | 107,879,151 |
| Direct operating costs | | (79,442,813) | (77,089,512) |
| | | 24,346,344 | 30,789,639 |
| Other income and gains, net | 4 | 551,806 | 2,112,378 |
| Gain arising from changes in fair value of investment properties | | 2,504,201 | 2,033,220 |
| Selling and distribution expenses | | (1,740,282) | (1,871,877) |
| Administrative expenses | | (1,530,837) | (1,666,921) |
| Operating profit | | 24,131,232 | 31,396,439 |
| Share of profits and losses of | | | |
| Associates | | 1,035,994 | 1,315,738 |
| Joint ventures | | 520,727 | 232,739 |
| Finance costs | 5 | (526,111) | (416,866) |
| Profit before tax | | 25,161,842 | 32,528,050 |
| Income tax expenses | 6 | (7,568,069) | (10,560,747) |
| Profit for the period | | 17,593,773 | 21,967,303 |
| Attributable to: | | | |
| Owners of the Company | | 16,742,941 | 20,778,666 |
| Non-controlling interests | | 850,832 | 1,188,637 |
| | | 17,593,773 | 21,967,303 |
| | | RMB | RMB |
| EARNINGS PER SHARE | 7 | | |
| Basic | | 1.53 | 1.90 |
| Diluted | | 1.52 | 1.90 |

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

| | Six months ended 30 June | |
|---|--------------------------|--------------------|
| | 2022 | 2021 |
| | <i>RMB'000</i> | <i>RMB'000</i> |
| | <i>(Unaudited)</i> | <i>(Unaudited)</i> |
| Profit for the period | 17,593,773 | 21,967,303 |
| Other comprehensive income | | |
| <i>Items that may be reclassified to profit or loss in subsequent periods</i> | | |
| Exchange differences on translation of subsidiaries of the Company | (333,044) | (223,833) |
| Exchange differences on translation of associates | (325,197) | 77,790 |
| | (658,241) | (146,043) |
| Other comprehensive income for the period | (658,241) | (146,043) |
| Total comprehensive income for the period | 16,935,532 | 21,821,260 |
| Total comprehensive income attributable to: | | |
| Owners of the Company | 16,089,480 | 20,632,623 |
| Non-controlling interests | 846,052 | 1,188,637 |
| | 16,935,532 | 21,821,260 |

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

| | <i>Notes</i> | 30 June 2022 RMB'000 (Unaudited) | 31 December 2021 RMB'000 (Audited) |
|--|--------------|---|--|
| Non-current Assets | | | |
| Property, plant and equipment | | 6,697,025 | 5,524,471 |
| Investment properties | | 176,325,712 | 166,204,097 |
| Goodwill | | 56,395 | 56,395 |
| Interests in associates | | 18,470,700 | 17,862,412 |
| Interests in joint ventures | | 22,726,769 | 22,708,422 |
| Financial asset at fair value through profit or loss | | 155,313 | 120,228 |
| Other receivables | | 323,830 | 366,255 |
| Deferred tax assets | | 7,753,922 | 8,107,614 |
| | | <u>232,509,666</u> | <u>220,949,894</u> |
| Current Assets | | | |
| Stock of properties and other inventories | | 474,773,458 | 450,620,363 |
| Land development expenditure | | 12,822,927 | 12,388,697 |
| Trade and other receivables | 9 | 7,122,217 | 8,244,489 |
| Contract assets | | 2,353,108 | 926,912 |
| Deposits and prepayments | | 12,699,294 | 11,393,943 |
| Deposits for land use rights for property development | | 1,105,116 | 1,020,286 |
| Amounts due from fellow subsidiaries | | 62,490 | 62,490 |
| Amounts due from associates | | 6,835,529 | 6,036,539 |
| Amounts due from joint ventures | | 8,605,449 | 11,428,036 |
| Amounts due from non-controlling shareholders | | 4,741,564 | 3,739,048 |
| Tax prepaid | | 14,683,111 | 12,139,810 |
| Bank balances and cash | | 125,321,143 | 130,956,191 |
| | | <u>671,125,406</u> | <u>648,956,804</u> |
| Current Liabilities | | | |
| Trade and other payables | 10 | 84,094,224 | 90,054,871 |
| Pre-sales proceeds | | 86,977,917 | 100,455,190 |
| Dividend payable | 8 | 7,078,713 | - |
| Amounts due to fellow subsidiaries and a related company | | 3,627,726 | 3,967,806 |
| Amounts due to associates | | 1,645,908 | 1,872,114 |
| Amounts due to joint ventures | | 4,733,790 | 5,962,081 |
| Amounts due to non-controlling shareholders | | 12,264,229 | 7,534,562 |
| Lease liabilities - due within one year | | 243,034 | 260,902 |
| Tax liabilities | | 33,808,633 | 39,172,639 |
| Bank and other borrowings - due within one year | | 28,844,740 | 38,220,634 |
| Guaranteed notes and corporate bonds - due within one year | | 13,276,524 | 6,399,786 |
| | | <u>276,595,438</u> | <u>293,900,585</u> |
| Net Current Assets | | <u>394,529,968</u> | <u>355,056,219</u> |
| Total Assets Less Current Liabilities | | <u>627,039,634</u> | <u>576,006,113</u> |

| | <i>Note</i> | 30 June 2022 RMB'000 (Unaudited) | 31 December 2021 <i>RMB'000</i> <i>(Audited)</i> |
|--|-------------|---|--|
| Capital and Reserves | | | |
| Share capital | <i>11</i> | 74,035,443 | 74,033,624 |
| Reserves | | 278,772,348 | 269,526,551 |
| Equity attributable to owners of the Company | | 352,807,791 | 343,560,175 |
| Non-controlling interests | | 18,113,521 | 13,546,179 |
| Total Equity | | 370,921,312 | 357,106,354 |
| Non-current Liabilities | | | |
| Lease liabilities - due after one year | | 1,090,255 | 371,424 |
| Bank and other borrowings - due after one year | | 143,359,792 | 124,091,050 |
| Guaranteed notes and corporate bonds - due after one year | | 84,338,358 | 73,210,824 |
| Deferred tax liabilities | | 27,329,917 | 21,226,461 |
| | | 256,118,322 | 218,899,759 |
| Total of Equity and Non-Current Liabilities | | 627,039,634 | 576,006,113 |

Notes:

1. Basis of preparation

The condensed consolidated financial statements have been prepared in accordance with the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and Hong Kong Accounting Standard (“HKAS”) 34, *Interim Financial Reporting*, issued by the Hong Kong Institute of Certified Public Accountants (the “HKICPA”).

The condensed consolidated financial statements have been prepared on the historical cost basis except for investment properties and financial asset at fair value through profit or loss, which are measured at fair values.

The financial information relating to the year ended 31 December 2021 included in this preliminary announcement of interim results for the six months ended 30 June 2022 as comparative does not constitute the Company’s statutory annual consolidated financial statements for that year but is derived from those financial statements. Further information relating to these statutory financial statements required to be disclosed in accordance with Section 436 of the Hong Kong Companies Ordinance (Cap. 622) is as follows:

The Company has delivered the financial statements for the year ended 31 December 2021 to the Registrar of Companies as required by Section 662(3) of, and Part 3 of Schedule 6 to, the Hong Kong Companies Ordinance. The Company’s auditor has reported on the financial statements of the Group for that year. The auditor’s report was unqualified; did not include a reference to any matters to which the auditor drew attention by way of emphasis without qualifying its report; and did not contain a statement under Sections 406(2), 407(2) or (3) of the Hong Kong Companies Ordinance.

2. Application of Revised Hong Kong Financial Reporting Standards (“HKFRSs”)

The accounting policies applied are consistent with those of the Group’s annual financial statements for the year ended 31 December 2021 as described in those annual financial statements, except for the adoption of amendments effective for the financial year ending 31 December 2022.

In the current interim period, the Group has applied, for the first time, the following amendments issued by the HKICPA which are relevant to the Group:

| | |
|---|--|
| Amendments to HKFRS 3 | <i>Reference to the Conceptual Framework</i> |
| Amendments to HKAS 16 | <i>Property, Plant and Equipment: Proceeds before Intended Use</i> |
| Amendments to HKFRS 16 | <i>Covid-19-Related Rent Concessions beyond 30 June 2021</i> |
| Amendments to HKAS 37 | <i>Onerous Contracts - Cost of Fulfilling a Contract</i> |
| Annual Improvements to HKFRSs 2018-2020 | <i>Amendments to HKFRS 1, HKFRS 9, Illustrative Examples accompanying HKFRS 16 and HKAS 41</i> |

The application of the above amendments has had no material impact on the Group’s results and financial position.

The Group has not early adopted the following new standard and amendments to existing standards that have been issued but are not yet effective:

| | |
|---|--|
| Amendments to HKFRS 10 and HKAS 28 (2011) | <i>Sale or Contribution of Assets between an Investor and its Associate or Joint Venture²</i> |
| HKFRS 17 | <i>Insurance Contracts^{1,4}</i> |
| Amendments to HKFRS 17 | <i>Insurance Contracts^{1,4}</i> |
| Amendments to HKFRS 17 | <i>Initial Application of HKFRS 17 and HKFRS 9 - Comparative Information¹</i> |
| Amendments to HKAS 1 | <i>Classification of Liabilities as Current or Non-current^{1,3}</i> |
| Amendments to HKAS 1 and HKFRS Practice Statement 2 | <i>Disclosure of Accounting Policies¹</i> |
| Amendments to HKAS 8 | <i>Definition of Accounting Estimates¹</i> |
| Amendments to HKAS 12 | <i>Deferred Tax Related to Assets and Liabilities arising from a Single Transaction¹</i> |

¹ *Effective for annual periods beginning on or after 1 January 2023*

² *No mandatory effective date yet determined but available for early adoption*

³ *As a consequence of the amendments to HKAS 1, Hong Kong Interpretation 5, Presentation of Financial Statements - Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause, was revised in October 2020 to align the corresponding wording with no change in conclusion*

⁴ *As a consequence of the amendments to HKFRS 17 issued in October 2020, the effective date of HKFRS 17 was deferred to 1 January 2023, and HKFRS 4 was amended to extend the temporary exemption that permits insurers to apply HKAS39 rather than HKFRS 9 for annual periods beginning before 1 January 2023*

The Group has already commenced an assessment of the impact of the above new standard and amendments. So far it has assessed that the adoption of them is unlikely to have a significant impact on the condensed consolidated financial statements.

3. Revenue and results

The Group managed its business units based on their products and services, based on which information is prepared and reported to the Group's management for the purposes of resources allocation and performance assessment. The Group's operating and reportable segments under HKFRS 8 and the types of revenue are as follows:

| | | |
|----------------------|---|---|
| Property development | - | property development and sales |
| Property investment | - | property rentals |
| Other operations | - | hotel operations, provision of construction and building design consultancy services and others |

Segment revenue and results

The following is an analysis of the Group's revenue and results (including share of results of associates and joint ventures) by reportable segments:

Six months ended 30 June 2022 - unaudited

| | Property development <i>RMB'000</i> | Property investment <i>RMB'000</i> | Other operations <i>RMB'000</i> | Segment total <i>RMB'000</i> |
|--|---|--|---------------------------------------|------------------------------------|
| Revenue from contracts with customers | | | | |
| - Recognised at a point in time | 90,252,936 | - | - | 90,252,936 |
| - Recognised over time | 10,596,136 | - | 500,401 | 11,096,537 |
| | <u>100,849,072</u> | <u>-</u> | <u>500,401</u> | <u>101,349,473</u> |
| Revenue from other sources | | | | |
| - Rental income | - | 2,439,684 | - | 2,439,684 |
| Segment revenue - External | <u>100,849,072</u> | <u>2,439,684</u> | <u>500,401</u> | <u>103,789,157</u> |
| Segment profit (including share of profits and losses of associates and joint ventures) | <u>23,251,353</u> | <u>4,027,962</u> | <u>45,333</u> | <u>27,324,648</u> |

Six months ended 30 June 2021 - unaudited

| | Property development <i>RMB'000</i> | Property investment <i>RMB'000</i> | Other operations <i>RMB'000</i> | Segment total <i>RMB'000</i> |
|--|---|--|---------------------------------------|------------------------------------|
| Revenue from contracts with customers | | | | |
| - Recognised at a point in time | 93,409,330 | - | - | 93,409,330 |
| - Recognised over time | 11,601,814 | - | 598,550 | 12,200,364 |
| | <u>105,011,144</u> | <u>-</u> | <u>598,550</u> | <u>105,609,694</u> |
| Revenue from other sources | | | | |
| - Rental income | - | 2,269,457 | - | 2,269,457 |
| Segment revenue - External | <u>105,011,144</u> | <u>2,269,457</u> | <u>598,550</u> | <u>107,879,151</u> |
| Segment profit (including share of profits and losses of associates and joint ventures) | <u>27,909,239</u> | <u>3,426,032</u> | <u>39,093</u> | <u>31,374,364</u> |

Reconciliation of reportable segment profits to the consolidated profit before tax

Segment profits include profits from subsidiaries and share of profits and losses of associates and joint ventures. These represent the profit earned by each segment without allocation of interest income on bank deposits, corporate expenses, finance costs and net foreign exchange (losses) /gains recognised in the condensed consolidated income statement.

| | Six months ended 30 June | |
|---|---------------------------------|--------------------|
| | 2022 | 2021 |
| | RMB'000 | RMB'000 |
| | (Unaudited) | (Unaudited) |
| Reportable segment profits | 27,324,648 | 31,374,364 |
| Unallocated items: | | |
| Interest income on bank deposits | 868,306 | 742,496 |
| Corporate expenses | (113,819) | (210,003) |
| Finance costs | (526,111) | (416,866) |
| Net foreign exchange (losses)/gains recognised in the condensed consolidated income statement | (2,391,182) | 1,038,059 |
| Consolidated profit before tax | 25,161,842 | 32,528,050 |

4. Other income and gains, net

| | Six months ended 30 June | |
|--|---------------------------------|--------------------|
| | 2022 | 2021 |
| | RMB'000 | RMB'000 |
| | (Unaudited) | (Unaudited) |
| Other income and gains, net include: | | |
| Interest income on bank deposits | 868,306 | 742,496 |
| Interest income on amounts due from fellow subsidiaries, associates, joint ventures and non-controlling shareholders | 220,585 | 107,035 |
| Other interest income | 83,185 | 50,379 |
| Total interest income | 1,172,076 | 899,910 |
| Net foreign exchange (losses)/gains | (2,928,710) | 1,038,059 |
| Add: Exchange losses arising from foreign currency debt capitalised | 537,528 | - |
| Net foreign exchange (losses)/gains recognised in the condensed consolidated income statement | (2,391,182) | 1,038,059 |
| Re-measurement gain on pre-existing interest in an associate upon acquisition | 1,251,160 | - |
| Provisional gain on bargain purchase of subsidiaries | 1,236,618 | - |

5. Finance costs

| | Six months ended 30 June | |
|---|--------------------------|----------------|
| | 2022 | 2021 |
| | RMB'000 | RMB'000 |
| | (Unaudited) | (Unaudited) |
| Interest on bank and other borrowings, guaranteed notes and corporate bonds | 4,471,065 | 3,788,691 |
| Interest on amounts due to fellow subsidiaries and a related company, associates, joint ventures and non-controlling shareholders | 268,531 | 158,287 |
| Interest on lease liabilities and other finance costs | 102,380 | 85,260 |
| Total finance costs | 4,841,976 | 4,032,238 |
| Less: Amount capitalised | (4,315,865) | (3,615,372) |
| | <u>526,111</u> | <u>416,866</u> |

6. Income tax expenses

| | Six months ended 30 June | |
|-----------------------------------|--------------------------|-------------------|
| | 2022 | 2021 |
| | RMB'000 | RMB'000 |
| | (Unaudited) | (Unaudited) |
| Current tax: | | |
| PRC Corporate Income Tax ("CIT") | 4,650,231 | 6,338,073 |
| PRC Land Appreciation Tax ("LAT") | 1,293,342 | 3,080,759 |
| PRC withholding income tax | 14,839 | 153,642 |
| Hong Kong profits tax | 21,230 | 185,392 |
| Macau income tax | 1,798 | 13,392 |
| Others | 10,151 | 8,092 |
| | <u>5,991,591</u> | <u>9,779,350</u> |
| Deferred tax: | | |
| Current period | 1,576,478 | 781,397 |
| Total | <u>7,568,069</u> | <u>10,560,747</u> |

Under the Law of the People's Republic of China ("PRC") on CIT (the "CIT Law") and Implementation Regulation of the CIT Law, the tax rate of PRC subsidiaries is 25% (2021: 25%).

The provision for LAT is estimated according to the requirements set forth in the relevant PRC tax laws and regulations. LAT has been provided at ranges of progressive rates of the appreciation value, with certain allowable deductions.

Hong Kong profits tax is calculated at 16.5% (2021: 16.5%) of the estimated assessable profit for the period.

Macau income tax is calculated at the prevailing tax rate of 12% (2021: 12%) in Macau.

7. Earnings per share

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

| | Six months ended 30 June | |
|--|---------------------------------|--------------------|
| | 2022 | 2021 |
| | RMB'000 | RMB'000 |
| | (Unaudited) | (Unaudited) |
| <u>Earnings</u> | | |
| Earnings for the purpose of calculation of basic and diluted earnings per share | | |
| Profit for the period attributable to owners of the Company | <u>16,742,941</u> | <u>20,778,666</u> |
| <u>Basic earnings per share</u> | | |
| | 2022 | 2021 |
| | '000 | '000 |
| | (Unaudited) | (Unaudited) |
| <u>Number of shares</u> | | |
| Weighted average number of ordinary shares for the purpose of calculation of basic earnings per share | <u>10,944,844</u> | <u>10,945,221</u> |
| <u>Diluted earnings per share</u> | | |
| | 2022 | 2021 |
| | '000 | '000 |
| | (Unaudited) | (Unaudited) |
| <u>Number of shares</u> | | |
| Weighted average number of ordinary shares for the purpose of calculation of basic earnings per share | 10,944,844 | 10,945,221 |
| Effect of dilution of share options under the Company's share option scheme - weighted average number of ordinary shares | <u>56,695</u> | <u>3,125</u> |
| Weighted average number of ordinary shares for the purpose of calculation of diluted earnings per share | <u>11,001,539</u> | <u>10,948,346</u> |

8. Dividends

| | Six months ended 30 June | |
|---|---------------------------------|--------------------|
| | 2022 | 2021 |
| | RMB'000 | RMB'000 |
| | (Unaudited) | (Unaudited) |
| <u>Dividends recognised as distribution during the period</u> | | |
| Final dividend of HK76 cents per share in respect of the financial year ended 31 December 2021 (2021: final dividend of HK73 cents per share in respect of the financial year ended 31 December 2020) | <u>7,018,822</u> | <u>6,664,221</u> |

The interim dividend of HK40 cents per share in respect of six months ended 30 June 2022, amounting to approximately RMB3,800,064,000 was declared by the Board. The amount of interim dividend declared, which was calculated based on the number of ordinary shares in issue at the date of approval of the condensed consolidated financial statements, has not been recognised as a dividend payable in the condensed consolidated financial statements.

9. Trade and other receivables

Proceeds receivable in respect of property development are settled in accordance with the terms stipulated in the sale and purchase agreements.

Except for the proceeds from property development and rental income from lease of properties which are receivable in accordance with the terms of the relevant agreements, the Group generally allows a credit period of not exceeding 60 days to its customers.

At the end of the reporting period, the ageing analysis of trade receivables, based on the date the trade receivables recognised, is as follows:

| | 30 June 2022 RMB'000 (Unaudited) | 31 December 2021 RMB'000 (Audited) |
|-------------------------------------|---|---|
| Trade receivables, aged | | |
| 0 - 30 days | 3,779,494 | 5,059,654 |
| 31 - 90 days | 425,764 | 326,623 |
| Over 90 days | 614,244 | 901,780 |
| | <u>4,819,502</u> | <u>6,288,057</u> |
| Other receivables – current portion | 2,302,715 | 1,956,432 |
| | <u><u>7,122,217</u></u> | <u><u>8,244,489</u></u> |

In determining the recoverability of trade receivables, management has closely monitored the credit qualities and the collectability of these receivables and considers that the expected credit risks of them are minimal in view of the track record of repayment from them, the history of cooperation with them and forward-looking information. The concentration of credit risk is limited due to the customer base being large and unrelated. The provision for trade and other receivables was insignificant at the end of the reporting period (31 December 2021: insignificant).

10. Trade and other payables

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

| | 30 June 2022 RMB'000 (Unaudited) | 31 December 2021 RMB'000 (Audited) |
|----------------------|---|---|
| Trade payables, aged | | |
| 0 - 30 days | 18,621,138 | 22,694,559 |
| 31 - 90 days | 5,559,983 | 9,285,168 |
| Over 90 days | 44,118,636 | 40,959,622 |
| | <u>68,299,757</u> | <u>72,939,349</u> |
| Other payables | 10,317,559 | 11,486,856 |
| Retentions payable | 5,476,908 | 5,628,666 |
| | <u><u>84,094,224</u></u> | <u><u>90,054,871</u></u> |

Other payables mainly include rental and other deposits, other taxes payables and accrued charges.

11. Share capital

| | Number of shares '000 | <i>HK\$'000</i> | <i>RMB'000</i> |
|---|-----------------------------|--------------------------|--------------------------|
| <u>Issued and fully paid</u> | | | |
| At 1 January 2021 | 10,953,185 | 90,420,438 | 74,033,624 |
| Shares repurchased (Note (i)) | <u>(8,370)</u> | <u>-</u> | <u>-</u> |
| At 30 June 2021 | <u>10,944,815</u> | <u>90,420,438</u> | <u>74,033,624</u> |
| At 1 January 2022 | 10,944,815 | 90,420,438 | 74,033,624 |
| Exercise of share option under share option schemes (Note (ii)) | <u>69</u> | <u>2,203</u> | <u>1,819</u> |
| At 30 June 2022 | <u>10,944,884</u> | <u>90,422,641</u> | <u>74,035,443</u> |

Notes:

- (i) During the six months ended 30 June 2021, the Company repurchased a total of 8,370,000 of its shares on The Stock Exchange of Hong Kong Limited at an aggregate consideration of RMB109,331,000 (inclusive of transaction costs) which was paid fully out of the Company's retained profits in accordance with Section 257 of the Hong Kong Companies Ordinance. All repurchased shares were cancelled during the six months ended 30 June 2021. The total amount paid for the repurchase of the shares has charged to retained profits of the Company during the six months ended 30 June 2021.
- (ii) During the six months ended 30 June 2022, the subscription rights attaching to 68,500 share options were exercised at the subscription price of HK\$25.85 per share, resulting in the issue of 68,500 shares for a total cash consideration, before expenses, of HK\$1,770,000 (equivalent to RMB1,461,000). An amount of HK\$433,000 (equivalent to RMB358,000) was transferred from the share option reserve to share capital upon the exercise of share options under share option scheme.

CHAIRMAN'S STATEMENT

In the first half of 2022, the global economy has been impacted by factors including COVID-19, the raising of the US dollar interest rate, and soaring global energy and food prices caused by the Russo-Ukrainian War. Mainland China's economy is thus facing the triple pressure of reduced demand, tightening supply and weakening expectations. With the weakening of growth expectations for the domestic economy and personal income, coupled with further debt defaults by property enterprises, from July 2021 to June 2022, domestic housing property sales declined on a month-on-month basis for 12 consecutive months, experiencing the longest cycle of decline since the reform of the housing system in 1998.

In such a difficult market, the Group looked shrewdly at the market and operated prudently and steadily. In the first half of 2022, the Group Series of Companies achieved contracted property sales of RMB138.50 billion, a decrease of 33.2% as compared to the corresponding period last year, and the sales ranking rose to the fourth in the industry. During the same period, sales of the top 10 property enterprises in Mainland China decreased by 45.5% as compared to the corresponding period last year. Facing these adverse conditions, the Group focused on its standing investment model for major cities and mainstream areas, expanded its comparative advantages, and steadily grew its market share.

The Group's performance has been under pressure in the market downturn. However, with its consistent approach of focusing on high-quality development and its fine-honed management advantages, the Group's profitability remains at an industry-leading level and continues to create high-value returns for shareholders. The unaudited revenue of the Group for the six month end 30 June 2022 was RMB103.79 billion; profit attributable to equity shareholders of the Company was RMB16.74 billion; after deducting net gains after tax arising from changes in fair value of investment properties and net foreign exchange gains and losses, profit attributable to equity shareholders of the Company was RMB17.35 billion. Basic earnings per share was RMB1.53; equity attributable to the shareholders of the Company was RMB352.81 billion; net assets per share was RMB32.2. The Board declared an interim dividend of HK40 cents per share in respect of the six months ended 30 June 2022.

The Group maintains a policy of pursuing high-quality development founded on financial stability. At 30 June 2022, the Group's liability-to-asset ratio was 59.0% and net gearing was 41.0%. The Group continues to hold its position as a "green category" enterprise. Weighted average borrowing costs were 3.44% during the period, among the lowest in the industry.

The Group maintained its relative financial strength and secured more of the best investment opportunities, and maintained its industry-leading sustainability. In the first half of 2022, the Group Series of Companies further focused on higher-tier cities, adhered to the development strategy of "major cities, mainstream areas and mainstream products", and added 27 land parcels with total land premium of RMB53.11 billion and corresponding newly added total saleable resources of RMB108.19 billion. The Group continued to strengthen promotion of the "blue ocean strategy", introduced new investment models, and acquired two high-quality projects in Qingdao West Coast New Area.

Seizing the opportunity of realignment in the industry, the Group is actively seeking acquisition opportunities. In the first half of 2022, the Group focused on selecting the highest-quality assets in higher-tier cities and acquired equity interests in several projects in Guangzhou, Shanghai and Chengdu, with a total investment of RMB10.66 billion. In the second half of 2022, the Group will continue to search out further acquisition opportunities.

The Group put increasing numbers of commercial projects into operation, and rental income achieved growth against market headwinds. In the first half of 2022, seven commercial projects held by the Group in operation were newly added, including: Beijing Jin'an Uni ELITE; Guangzhou Asian Games City Plaza; and Unilive Apartment (Chengdu Tianfu International). The GFA of commercial projects held by the Group in operation increased by 380,000 sq m. During the period, the Group's revenue from commercial properties was RMB2.65 billion, an increase of 6.2% as compared to the corresponding period last year. Ten commercial projects held by the Group Series of Companies are scheduled to go into operation in the second half of 2022 with an estimated additional GFA of 710,000 sq m.

The sales of the Group Series of Companies in Hong Kong hit a record level. In the first half of 2022, the sales of the Group Series of Companies amounted to HK\$13.0 billion in the Hong Kong market. This year marks the 25th anniversary of Hong Kong's reunification with Mainland China. The Group is confident of a brighter future for Hong Kong and will continue to increase its investment in Hong Kong.

Although the domestic real estate market remained depressed in the first half of 2022, the policy level has continued to provide favourable news since the beginning of the year, and the real estate financing environment has improved significantly, with cities insisting on "houses are for habitation, not speculation" and optimising the real estate regulation policies to promote the healthy development and a virtuous cycle of the real estate market. In the second half of 2022, the Group is cautiously optimistic that the real estate market will bottom out and rebound, and will do its utmost to seize the opportunities of improved market and create better-operating results.

Industry competition is a long-distance race without end. A large number of enterprises have dropped out of the race, and those that are still moving forward are divided into several echelons. A number of enterprises are merely holding on, while others are leading in the first echelon. The Group is in the first echelon, strong financial position, and with 43 years of long-distance competition experience. Our goal is to achieve success.

This year marks the 30th anniversary of the listing of the Group. With the strategy of stable operation and long-term development, the Group has held steady through multiple economic and real estate cycles, maintaining its leading position in the industry. I take this opportunity to extend my heartfelt gratitude to our customers, shareholders and the societies in which we operate, both domestic and overseas, for their continuous support! I also affirm my deep respect for colleagues who have devoted their best years and efforts to the Group in the past decades, developing China Overseas Land and Investment from small to large and from weak to strong.

Finally, I would like to sincerely thank my fellow directors and all employees for their dedication and determination to grow our business in adversity and to pursue excellence at all times. I would also like to express my earnest gratitude to our shareholders and partners for their support and trust.

China Overseas Land & Investment Limited

Yan Jianguo

Chairman and Executive Director

MANAGEMENT DISCUSSION & ANALYSIS

Overall Performance

During the period, the revenue of the Group was RMB103.79 billion. The operating profit was RMB24.13 billion. The gross profit margin was 23.5% and the net profit margin attributable to shareholders was 16.1%. The ratio of selling, distribution and administrative expenses to revenue was 3.2%. Profit attributable to equity shareholders of the Company amounted to RMB16.74 billion. Profit attributable to equity shareholders of the Company amounted to RMB14.96 billion after deducting net gains after tax arising from changes in fair value of investment properties. Together with deducting net foreign exchange gains and losses, the profit attributable to equity shareholders of the Company amounted to RMB17.35 billion. The half-year return on equity was 4.8%. Basic earnings per share was RMB1.53.

During the period, the Group recorded a net foreign exchange losses of RMB2.39 billion (Corresponding period in 2021: net foreign exchange gains of RMB1.04 billion) due to fluctuation in market exchange rates.

Property Development

In the first half of 2022, the contracted property sales of the Group Series of Companies was RMB138.50 billion and the corresponding GFA sold was 6.26 million sq m.

In the first half of 2022, the Group Series of Companies' contracted property sales and the corresponding GFA sold by region are as follows:

| | Contracted property sales (RMB billion) | Proportion | GFA sold ('000 sq m) | Proportion |
|---|--|-------------------|-----------------------------|-------------------|
| Southern Region | 24.21 | 17.5% | 856 | 13.7% |
| Eastern Region | 21.07 | 15.2% | 849 | 13.6% |
| Central and Western Region | 9.81 | 7.1% | 754 | 12.0% |
| Northern Region | 38.00 | 27.4% | 1,167 | 18.6% |
| Hong Kong, Macau and Overseas Region | 11.04 | 8.0% | 63 | 1.0% |
| Sub-total for the Company and its subsidiaries | 104.13 | 75.2% | 3,689 | 58.9% |
| Joint ventures and associates of the Company | 13.55 | 9.8% | 583 | 9.3% |
| China Overseas Grand Oceans Group Limited ("COGO") | 20.82 | 15.0% | 1,992 | 31.8% |
| Total | 138.50 | 100% | 6,264 | 100% |

During the period, the Group's revenue from property development was RMB100.85 billion. The Group has always adhered to the core policy of cash flow management and the strengthening of sales proceeds collection, with sales proceeds collection in Beijing, Shenzhen, Guangzhou, Xiamen, Nanjing, Hangzhou, Jinan and Tianjin all exceeding RMB3.0 billion.

During the period, the net profit contribution from associates and joint ventures amounted to RMB1.56 billion. The major associate, COGO, recorded contracted property sales of RMB20.82 billion, revenue of RMB29.80 billion, and profit attributable to equity shareholders of RMB2.45 billion.

During the period, the Group Series of Companies (excluding COGO) completed a total project area of 7.53 million sq m in 29 cities in Mainland China.

The table below shows the area of projects completed by region in the first half of 2022:

| City | Total Area ('000 sq m) |
|-----------------------------------|------------------------|
| Southern Region | |
| Foshan | 455 |
| Guangzhou | 398 |
| Changsha | 391 |
| Xiamen | 190 |
| Dongguan | 120 |
| Shenzhen | 110 |
| Zhuhai | 104 |
| Nanchang | 21 |
| Sub-total | 1,789 |
| Eastern Region | |
| Jinan | 950 |
| Ningbo | 395 |
| Suzhou | 324 |
| Nanjing | 317 |
| Qingdao | 219 |
| Yantai | 200 |
| Shanghai | 162 |
| Sub-total | 2,567 |
| Central and Western Region | |
| Taiyuan | 385 |
| Zhengzhou | 287 |
| Guiyang | 227 |
| Xi'an | 224 |
| Chongqing | 118 |
| Xinjiang | 105 |
| Chengdu | 56 |
| Sub-total | 1,402 |

| City | Total Area ('000 sq m) |
|------------------------|------------------------|
| Northern Region | |
| Beijing | 734 |
| Shijiazhuang | 406 |
| Tianjin | 285 |
| Changchun | 129 |
| Shenyang | 124 |
| Harbin | 57 |
| Dalian | 34 |
| Sub-total | 1,769 |
| Total | 7,527 |

During the period, the Group acquired 21 land parcels in 13 cities in Mainland China, adding a total GFA of 3.58 million sq m to the land reserve (attributable interest of 3.46 million sq m). The total land premium was RMB48.01 billion (attributable interest of RMB45.67 billion).

The table below shows the details of land parcels added in the first half of 2022:

| City | Name of Development Project | Attributable Interest | Land Area ('000 sq m) | Total GFA ('000 sq m) |
|--------------|---|-----------------------|-----------------------|-----------------------|
| Beijing | Changping District Project | 100% | 60 | 216 |
| Beijing | Daxing District Project | 100% | 23 | 85 |
| Shanghai | Yangpu District Project | 80% | 34 | 170 |
| Xiamen | Jimei District Project | 100% | 9 | 39 |
| Chongqing | Yubei District Project | 100% | 59 | 162 |
| Chengdu | Tianfu New Area Project #1 | 100% | 38 | 110 |
| Chengdu | Hi-tech Industrial Development Zone Project | 100% | 94 | 338 |
| Chengdu | Tianfu New Area Project #2 | 100% | 21 | 60 |
| Changsha | Tianxin District Project | 100% | 131 | 339 |
| Ningbo | Haishu District Project | 100% | 30 | 90 |
| Nanjing | Jiangning District Project | 100% | 68 | 127 |
| Guangzhou | Baiyun District Project | 100% | 25 | 116 |
| Nanchang | Hi-tech Industrial Development Zone Project | 100% | 66 | 194 |
| Beijing | Shijingshan District Project | 99% | 29 | 116 |
| Xi'an | High-Tech Industrial Development Zone Project | 100% | 51 | 207 |
| Beijing | Shunyi District Project | 100% | 158 | 311 |
| Dalian | High-Tech Industrial Development Zone Project | 100% | 21 | 73 |
| Qingdao | Huangdao District Project #1 | 100% | 35 | 144 |
| Qingdao | Huangdao District Project #2 | 100% | 53 | 222 |
| Ningbo | Jiangbei District Project | 100% | 80 | 291 |
| Chengdu | Tianfu New Area Project #3 | 50% | 47 | 170 |
| Total | | | 1,132 | 3,580 |

At 30 June 2022, the Group Series of Companies (excluding COGO) had a total land reserve of 47.05 million sq m (attributable interest of 40.95 million sq m).

During the period, the major associate, COGO, increased its land reserve by 1.01 million sq m. At 30 June 2022, COGO's total land reserve was 27.34 million sq m (attributable interest of 23.54 million sq m).

The total land reserve of the Group Series of Companies reached 74.39 million sq m.

Property Investment

The Group will consistently develop its commercial properties and build an integrated urban ecosystem with a diversified portfolio of commercial assets to ensure future revenue growth.

In the first half of the year, the continued prevalence of COVID-19 created a challenging business environment. The Group is committed to improving asset value through active asset management, strengthening the growth resilience of its diversified asset portfolio, and realising steady growth in its sustainable revenue, to provide long-term economic value for shareholders. During the period, rental income from the Group's investment properties amounted to RMB2.44 billion, an increase of 7.5% as compared to the corresponding period last year, maintaining the trend of performance growth, of which rental income from office buildings amounted to RMB1.75 billion, an increase of 0.7% as compared to the corresponding period last year; while rental income from shopping malls amounted to RMB640 million, an increase of 23.3% as compared to the corresponding period last year.

The gain arising from changes in fair value of investment properties amounted to RMB2.50 billion, an increase of 23.2% as compared to the corresponding period last year. The net gains after tax attributable to equity shareholders of the Company amounted to RMB1.78 billion, an increase of 14.9% as compared to the corresponding period last year.

During the period, seven commercial properties held by the Group in operation were newly added, with an additional GFA of 380,000 sq m, achieving rapid growth in the commercial properties portfolio. The newly added commercial properties in operation in the first half of 2022 are listed below:

| Name of property | Type | City | Total GFA ('000 sq m) |
|--|----------------------------|-----------|-----------------------|
| Asian Games City Plaza | Shopping Mall | Guangzhou | 49 |
| Jin'an Uni ELITE | Shopping Mall | Beijing | 31 |
| China Overseas Fortune Center Tower B | Office Building | Beijing | 71 |
| Renaissance Zhuhai Hotel | Hotel | Zhuhai | 82 |
| The COLI Hotel | Hotel | Fuzhou | 60 |
| Ascott Hotel | Hotel | Chengdu | 44 |
| Unilive Apartment (Tianfu International) | Long-term Leased Apartment | Chengdu | 47 |
| Total | | | 384 |

Other Operations

During the period, the Group's revenue from other operations amounted to RMB500 million, of which income from hotels and other commercial properties was RMB210 million.

Liquidity, Financial Resources and Debt Structure

The Group continues to adhere to the principle of prudent financial fund management, adhere to cash flow management as the core policy, adhere to the “centralised management; unified arrangement” of funds; firmly believes that sales proceeds are the solidest and most reliable source of working capital; and continues to be focused on signing contracts, facilitating cash collection, accelerating fund returns, reducing costs and controlling expenses, and strengthening resource protection. According to the “three red lines” real estate financial supervision policy in Mainland China, the Group did not breach any of the red lines and remained a “green category” enterprise.

The overall financial position of the Group was satisfactory. At 30 June 2022, the net current assets were RMB394.53 billion, the current ratio was 2.4 times and the weighted average borrowing cost was 3.44%, among the lowest in the industry.

The Group continued to leverage the advantages of onshore and offshore dual financing platforms, flexibly use multiple tools, and optimally apply various financing combinations. During the period, the Group signed two new five-year, fixed-interest offshore loans, with a total value of RMB4.0 billion, and issued a total of RMB18.0 billion of onshore bonds, including the successful issuance of an 18-year bond of totalling RMB5.0 billion commercial mortgage-backed securities products, being the largest-ever domestic green carbon neutrality bond in Mainland China at the time of issuance, with the lowest issuance interest rate of comparable products; RMB6.0 billion of corporate bonds; and RMB7.0 billion of medium-term notes. The Group also seized opportunities in the market and signed a number of new bilateral loan agreements onshore and offshore, enhanced its debt portfolio, implemented the flexible financing principle and replenished its operating capital.

During the period, the Group raised funds from onshore and offshore debt financing amounted to RMB52.92 billion. Total repayment of matured debt amounted to RMB32.62 billion. Sales proceeds collection was RMB85.04 billion and other operating cash collection was RMB5.39 billion. Total operating cash collection amounted to RMB90.43 billion. Total capital expenditure payments for the Group were RMB89.91 billion (of which RMB47.07 billion for land costs and RMB42.84 billion for construction expenditure). At the end of June 2022, unpaid land premium of the Group was RMB29.54 billion while bank and other borrowings, and guaranteed notes and corporate bonds due to mature in the second half of the year amounted to RMB20.14 billion.

At 30 June 2022, the Group had bank and other borrowings amounted to RMB172.21 billion while guaranteed notes and corporate bonds amounted to RMB97.61 billion. Total debt amounted to RMB269.82 billion, of which RMB42.12 billion will be matured within a year, accounting for 15.6% of total debt. Among the total debt, 61.9% was denominated in Renminbi, 21.7% was denominated in Hong Kong dollars, 15.8% was denominated in US dollars and 0.6% was denominated in Pounds Sterling. The fixed-rate debt accounted for 47.3% of total interest-bearing debt while the remaining were floating-rate debt.

At 30 June 2022, the Group’s available funds amounted to RMB182.69 billion comprising bank balances and cash of RMB125.32 billion and unused banking facilities of RMB57.37 billion. Among the bank balances and cash, 92.5% was denominated in Renminbi, 6.3% was denominated in Hong Kong dollars, 0.8% was denominated in US dollars, 0.3% was denominated in Pounds Sterling and a small amount was denominated in other currencies, while the above bank balances and cash also included the regulated pre-sales proceeds of properties of RMB23.82 billion.

In the first half of 2022, Mainland China adhered to an independent monetary policy and cut interest rates twice in succession to grow and develop the real economy. Inflation in the United States has remained high. The Federal Reserve has raised interest rates three times since March, and is expected to further raise interest rates in the second half of the year. At the same time, the US dollar exchange rate continued to climb, to its highest level in nearly two decades, while the RMB depreciated in the second quarter, and is expected to undergo the pressure of further depreciation through the year. The Group's exchange rate management is mainly natural hedging, and it has not participated in any speculative trading of derivative financial instruments thus far but will carefully consider whether to conduct currency and interest rate swaps at an appropriate time to hedge against corresponding risks. The Board of Directors believes that the Group's interest-rate and exchange-rate risks are relatively controllable.

Sustainable Development

Since the Group established being “a Company of Four Excellences (四好公司)” as its sustainable development strategic framework in 2019, it is steadily marching towards new milestones in sustainable development. The Group regularly reviews and evaluates its own sustainability performance and national policy, industry trends and the latest expectations of the capital market, so as to fulfill our commitment to building a healthy and sustainable community for future generations. In the first half of 2022, the Group achieved great results in the fields of corporate governance, environmental protection, and responding to capital market for strengthening external disclosures and others.

The Group has published the 2021 Environmental, Social and Governance Report, and announced that “climate change risk” and “ESG risk” were included into its risk database and they were incorporated into its corporate risk management framework, which has become one of the major strategic, planning and positioning risks of the Company. During the period, the Group gradually refined the climate-related disclosures of the Proposals on Task Force on Climate-related Financial Disclosures (TCFD), carried out scenario analysis on climate change regarding physical and transition risks, understood the impacts of climate change on the Group's business based on exposure and sensitivity in different scenarios, and identified high-risk areas, thereby formulating appropriate plans for climate change.

As a leading enterprise in the comprehensive real estate industry, we have been actively responding to Mainland China's “14th Five-Year Plan” and “3060” goals of achieving carbon peak and carbon neutrality, we have formulated COLI Dual Carbon Plans (《中海發展雙碳規劃》) while extending in both directions to fully integrate the concept of green and low-carbon development into its overall development strategy. By identifying suitable low-carbon technology initiatives specific to investment, development and operation stages, we fully integrated the green and low-carbon concept into the Group's overall development strategy, so as to refine, substantiate and accomplish the targets of achieving carbon peak and carbon neutrality, sticking to the strategic goal of “To be an Exceptional Global Property Development Corporation”. On the financing side, the Group successfully issued 18-year (3+3+3+3+3 years) green commercial mortgage-backed securities (CMBS) products of RMB5.0 billion in April 2022, with a coupon rate of 3.35%, which was the largest-ever domestic green carbon neutrality bond in Mainland China at the time of issuance.

During the period, the Group added 9 projects that passed the National Green Building Certification with a total GFA of 1.18 million sq m, bringing the cumulative number to 513 projects with a total GFA of 93.03 million sq m, of which Beijing China Overseas Fortune Center has obtained WELL V2 CORE platinum certification, and the main tower of Tianjin City Plaza Phase IV has obtained LEED

gold pre-certification. In addition, the Group participated in the preparation of the national standard “Zero Carbon Building Technology Standards”, and led the demonstration and empowered the industry through the construction of the first domestic near-zero-carbon 5A-level headquarters building in Houhai, Shenzhen, supporting the national “dual carbon” strategy with actions.

The Group insists on putting people first and regards human resources as its most valuable resource. The Group determined the remuneration package and discretionary bonus of the employees according to their performance, experience and the market wage rate. The Group also provides other employee benefits include provident fund scheme, medical protection, insurance and housing allowance. Guided by the annual key tasks, the Group optimised the three-tier KPI structure to cover all employees, and launched a management, administration, professionals, and sales (MAPS) structure that distinguishes position, job and level to broaden the career development paths of employees. The Group also provided training for employees to facilitate growth and development, and launched share options incentive scheme for senior management and core technical personnel. The share options scheme was open to the directors of the Company, senior management, and management and core technical personnel of the Group who directly contributed to the business performances and development of the Group.

In the first half of 2022, the Group launched four series of training programmes, namely, “Leading Lectures”, “Golden Lectures”, “Team Workshop” and “Book Sharing Sessions”. These four programmes effectively energised employees, broadened their management and business horizons, and facilitated their growth and development.

During the period, the Group continued to facilitate rural revitalisation in three counties in Gansu Province, with a focus on Zhuoni County, assisting in the selection of native agricultural product and creating a new brand focusing on highland barley by cooperating with the local government. The Group participated in the whole process of brand creation including trademark registration, package design and production, brand creation, production and processing, quality control, online and offline promotion of the product.

INTERIM DIVIDEND AND CLOSURE OF REGISTER OF MEMBERS

The Board declared the payment of an interim dividend of HK40 cents per share (2021: HK45 cents per share) for the six months ended 30 June 2022. The interim dividend will be payable in cash.

Relevant Dates for Interim Dividend Payment

| | |
|---|--------------------------------|
| Ex-dividend date | 16 September 2022 |
| Latest time to lodge transfer documents for registration with the Company's registrar and transfer office | 4:30 p.m. on 19 September 2022 |
| Closure of Register of Members | 20 September 2022 |
| Record date | 20 September 2022 |
| Despatch of dividend warrants | 5 October 2022 |

In order to qualify for the interim dividend, all properly completed transfer forms accompanied by the relevant share certificates must be lodged for registration with the Company's registrar and transfer office, Tricor Standard Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, no later than the aforementioned latest time.

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

Save as disclosed below, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Group's listed securities during the six months ended 30 June 2022 and up to the date of this announcement.

Issue of Listed Securities

China Overseas Development Group Co., Ltd.* (“**China Overseas Development**”), a wholly-owned subsidiary of the Company, issued the following securities during the period and up to the date of this announcement. The net proceeds, after deducting the expenses in connection with the relevant issuance, are used to repay the existing indebtedness of the Group and finance general working capital.

| Securities | Issue Date | Due Date | Issue Scale (RMB'000) | Coupon Rate | Name of stock exchange/ market on which the securities are listed/issued |
|-------------------------------|------------------|------------------|--------------------------|----------------|---|
| 2022 medium term notes | | | | | National interbank bond market |
| (i) First tranche (Type I) | 14 January 2022 | 14 January 2025 | 1,800,000 | 2.88% | |
| (ii) First tranche (Type II) | 14 January 2022 | 14 January 2027 | 1,200,000 | 3.25% | |
| (iii) Second tranche (Green) | 23 February 2022 | 23 February 2027 | 1,000,000 | 3.22% | |
| (iv) Third tranche (Type I) | 27 May 2022 | 27 May 2025 | 2,000,000 | 2.63% | |
| (v) Third tranche (Type II) | 27 May 2022 | 27 May 2027 | 1,000,000 | 3.10% | |
| (vi) Forth tranche | 25 July 2022 | 25 July 2027 | 2,000,000 | 3.26% | |
| 2022 corporate bonds | | | | | Shenzhen Stock Exchange |
| (i) First tranche (Type I) | 7 April 2022 | 7 April 2025 | 2,000,000 | 3.05% | |
| (ii) First tranche (Type II) | 7 April 2022 | 7 April 2027 | 1,000,000 | 3.50% | |
| (iii) Second tranche (Type I) | 10 May 2022 | 10 May 2025 | 1,500,000 | 2.75% | |
| (iv) Second tranche (Type II) | 10 May 2022 | 10 May 2027 | 1,500,000 | 3.48% | |

Beijing China Overseas Plaza Commercial Development Ltd.* (“**Beijing China Overseas Plaza**”), a wholly-owned subsidiary of the Company, issued the following securities during the period and up to the date of this announcement. The net proceeds, after deducting the expenses in connection with the relevant issuance, are used to repay the indebtedness of the Group and finance general working capital. The commercial mortgage-backed securities are listed on the Shenzhen Stock Exchange.

| Securities | Issue Date | Due Date | Issue Scale |
|---|---------------|---------------|---|
| Green commercial mortgage-backed securities (carbon neutrality) | 29 March 2022 | 29 March 2040 | Preferred class securities of RMB5,000 million 3.35 per cent. and equity class securities of RMB1 million (Beijing China Overseas Plaza subscribed for all equity class securities) |

Redemption of Listed Securities

The following securities were redeemed by the wholly-owned subsidiaries of the Company during the period and up to the date of this announcement:

| Name of Subsidiary | Securities | Issue Date | Redemption Date | Redemption Value (RMB'000) | Remaining value (RMB'000) |
|------------------------------|--|--|---|--|---|
| China Overseas Development | RMB2,000 million 3.47 per cent. corporate bonds which were listed on the Shenzhen Stock Exchange | 24 January 2019 | 24 January 2022 | 2,000,000 | Nil |
| Beijing China Overseas Plaza | Commercial mortgage-backed securities listed on the Shenzhen Stock Exchange: | (i) 28 April 2020 (ii) 17 August 2020 (iii) 23 March 2021 (iv) 23 June 2021 (v) 10 November 2021 (vi) 29 March 2022 | (i)-(iv) Principal amount with interest payable will be repaid in instalments in May and November each year (v)-(vi) Principal amount with interest payable will be repaid in instalments in February and August each year | (i) 2,960 (ii) 900 (iii) 300 (iv) 21,000 (v) 6,840 (vi) 5,000 | (i) 3,689,160 (ii) 2,997,400 (iii) 1,000,100 (iv) 2,061,100 (v) 1,894,160 (vi) 4,996,000 |
| | (i) RMB3,701 million 2.50 per cent. | | | | |
| | (ii) RMB3,001 million 3.90 per cent. | | | | |
| | (iii) RMB1,001 million 3.85 per cent. | | | | |
| | (iv) RMB2,101 million 3.60 per cent. | | | | |
| | (v) RMB1,901 million 3.50 per cent. | | | | |
| | (vi) RMB5,001 million 3.35 per cent. | | | | |

For details of the aforementioned securities, please refer to relevant announcements of the Company.

* English translation for identification purpose only

CORPORATE GOVERNANCE

The Company has complied throughout the six months ended 30 June 2022 with all the code provisions of the Corporate Governance Code (“**CG Code**”) from time to time as set out in Appendix 14 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Listing Rules**”) and with some of the recommended best practices contained therein.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted a set of code of conduct on governing securities transactions by directors (the “**Code of Conduct**”) on terms no less exacting than those set out in the Model Code for Securities Transactions by Directors of Listed Issuers contained in Appendix 10 to the Listing Rules. Having made specific inquiries to all Directors, they confirmed that they have complied with the Code of Conduct throughout the six months ended 30 June 2022.

REVIEW OF INTERIM REPORT BY AUDIT AND RISK MANAGEMENT COMMITTEE

The Audit and Risk Management Committee of the Company has reviewed the unaudited interim results of the Company for the six months ended 30 June 2022, and discussed with the Company’s management regarding risk management, internal control and other important matters.

By Order of the Board
China Overseas Land & Investment Limited
Yan Jianguo
Chairman and Executive Director

Hong Kong, 24 August 2022

As at the date of this announcement, Mr. Yan Jianguo (Chairman), Mr. Luo Liang (Vice Chairman), Mr. Zhang Zhichao (Chief Executive Officer) and Mr. Guo Guanghui are the Executive Directors of the Company; Mr. Zhuang Yong (Vice Chairman) and Mr. Zhao Wenhui are the Non-executive Directors of the Company; and Dr. Fan Hsu Lai Tai, Rita, Mr. Li Man Bun, Brian David and Professor Chan Ka Keung, Cejaj are the Independent Non-executive Directors of the Company.

This interim results announcement is published on the website of the Company (<http://www.coli.com.hk>) and the website of The Stock Exchange of Hong Kong Limited (<http://www.hkexnews.hk>). The 2022 Interim Report will also be available at the aforementioned websites and will be despatched to shareholders of the Company thereafter in due course.