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BEIJING PROPERTIES (HOLDINGS) LIMITED

北京建設（控股）有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 925)

INTERIM RESULTS ANNOUNCEMENT FOR THE SIX MONTHS ENDED 30 JUNE 2022

The board of directors (the “Board”) of Beijing Properties (Holdings) Limited (the “Company”) would like to announce the unaudited interim results of the Company and its subsidiaries (collectively the “Group”) for the six months ended 30 June 2022, together with comparative figures for the corresponding period in 2021 as follows:

INTERIM CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS

For the six months ended 30 June 2022

		For the six months ended 30 June	
		2022	2021
		(Unaudited)	(Unaudited)
	<i>Notes</i>	HK\$'000	HK\$'000
REVENUE	4	413,043	301,274
Cost of sales and services		(174,056)	(87,795)
Gross profit		238,987	213,479
Change in fair value of investment properties, net		362,812	32,120
Other income and gains, net	4	189,152	21,220
Selling and distribution expenses		(3,014)	(1,194)
Administrative expenses		(103,307)	(95,531)
Other expenses, net		(5,559)	(1,881)
Finance costs	5	(293,278)	(291,238)
Share of profits and losses of:			
Joint ventures		(4,339)	85,558
Associates		(2,666)	(5,028)

		For the six months ended 30 June	
		2022	2021
		(Unaudited)	(Unaudited)
		HK\$'000	HK\$'000
	<i>Notes</i>		
PROFIT/(LOSS) BEFORE TAX	6	378,788	(42,495)
Income tax	7	(212,352)	(36,742)
PROFIT/(LOSS) FOR THE PERIOD		166,436	(79,237)
Attributable to:			
Shareholders of the Company		20,232	(102,007)
Non-controlling interests		146,204	22,770
		166,436	(79,237)
EARNINGS/(LOSS) PER SHARE			
ATTRIBUTABLE TO SHAREHOLDERS			
OF THE COMPANY			
Basic and diluted	9	HK0.29 cents	HK(1.46) cents

INTERIM CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the six months ended 30 June 2022

	For the six months ended 30 June	
	2022	2021
	(Unaudited)	(Unaudited)
	HK\$'000	HK\$'000
PROFIT/(LOSS) FOR THE PERIOD	166,436	(79,237)
OTHER COMPREHENSIVE INCOME/(LOSS)		
Other comprehensive income/(loss) that may be reclassified to profit or loss in subsequent periods:		
– Exchange differences on translation of foreign operations	(381,983)	98,046
– Share of other comprehensive income/(loss) of:		
Joint ventures	(63,298)	25,808
Associates	(10,182)	(961)
Net other comprehensive income/(loss) that may be reclassified to profit or loss in subsequent periods	(455,463)	122,893
Other comprehensive loss that will not be reclassified to profit or loss in subsequent periods:		
– Changes in fair value of equity investments at fair value through other comprehensive income, net of income tax of nil	(5,894)	(5,463)
– Share of other comprehensive loss of associates	(801)	(3,924)
Net other comprehensive loss that will not be reclassified to profit or loss in subsequent periods	(6,695)	(9,387)
OTHER COMPREHENSIVE INCOME/(LOSS) FOR THE PERIOD, NET OF INCOME TAX OF NIL	(462,158)	113,506
TOTAL COMPREHENSIVE INCOME/(LOSS) FOR THE PERIOD	(295,722)	34,269
Attributable to:		
Shareholders of the Company	(401,695)	2,292
Non-controlling interests	105,973	31,977
	(295,722)	34,269

INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

30 June 2022

		30 June 2022 (Unaudited) HK\$'000	31 December 2021 (Audited) HK\$'000
	Notes		
NON-CURRENT ASSETS			
Property, plant and equipment		515,605	548,951
Investment properties	10	4,828,955	8,465,009
Right-of-use assets		71,410	75,293
Goodwill		40,801	172,401
Interests in joint ventures		219,093	236,283
Interests in associates		649,715	676,785
Equity investments at fair value through other comprehensive income		177,969	20,881
Prepayments, other receivables and other assets		9,895	10,358
Land held for development or sale		4,158,196	4,159,955
Pledged and restricted bank deposits		283	987
Total non-current assets		10,671,922	14,366,903
CURRENT ASSETS			
Properties under development		43,246	1,811,752
Properties held for sale		1,948,627	99,083
Inventories		190,216	68,498
Trade receivables	11	113,745	90,522
Prepayments, other receivables and other assets		298,059	240,818
Due from joint ventures		5,720	57,841
Due from related companies		112	–
Pledged and restricted bank deposits		3,691	99,973
Cash and cash equivalents		772,230	1,087,321
Assets of disposal groups classified as held for sale		3,375,646	3,555,808
		6,067,569	4,099,819
Total current assets		9,443,215	7,655,627

		30 June 2022 (Unaudited) HK\$'000	31 December 2021 (Audited) HK\$'000
	<i>Notes</i>		
CURRENT LIABILITIES			
Trade payables	12	462,907	661,193
Other payables and accruals		581,061	624,255
Due to other related parties		78,770	542,291
Bank and other borrowings		1,732,934	2,364,872
Guaranteed bonds		5,749,884	–
Income tax payables		69,220	49,260
Provision for compensation		236,904	249,863
		8,911,680	4,491,734
Liabilities directly associated with the assets of disposal groups classified as held for sale		2,232,869	1,341,286
Total current liabilities		11,144,549	5,833,020
NET CURRENT ASSETS/(LIABILITIES)		(1,701,334)	1,822,607
TOTAL ASSETS LESS CURRENT LIABILITIES		8,970,588	16,189,510
NON-CURRENT LIABILITIES			
Due to a joint venture		207,043	216,731
Due to other related parties		65,527	73,434
Bank and other borrowings		1,860,247	2,625,838
Guaranteed bonds		–	5,737,361
Deferred revenue		84,756	88,618
Defined benefit obligations		13,733	14,375
Deferred tax liabilities		1,384,082	1,781,466
Total non-current liabilities		3,615,388	10,537,823
Net assets		5,355,200	5,651,687
EQUITY			
Equity attributable to shareholders of the Company			
Issued capital	13	696,933	696,933
Reserves		2,309,706	2,712,166
		3,006,639	3,409,099
Non-controlling interests		2,348,561	2,242,588
Total equity		5,355,200	5,651,687

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION

For the six months ended 30 June 2022

1. BASIS OF PREPARATION

This interim condensed consolidated financial information for the six months ended 30 June 2022 has been prepared in accordance with the applicable disclosure requirements of Appendix 16 to The Rules Governing the Listing of Securities (the “Listing Rules”) on The Stock Exchange of Hong Kong Limited (the “Listing Rules”) and Hong Kong Accounting Standard 34 *Interim Financial Reporting* issued by the Hong Kong Institute of Certified Public Accountants (the “HKICPA”). The interim condensed consolidated financial information does not include all the information and disclosures in the annual financial statements, and should be read in conjunction with the Group’s annual financial statements for the year ended 31 December 2021. The accounting policies and basis of preparation adopted in the preparation of the interim condensed consolidated financial information are consistent with those applied in the preparation of the Group’s annual financial statements for the year ended 31 December 2021 except for the changes in accounting policies made thereafter in adopting the revised Hong Kong Financial Reporting Standards (“HKFRSs”) issued by the HKICPA, which became effective for the first time for the current period’s financial statements, as further detailed in note 2 below.

In preparing the interim condensed consolidated financial information, the directors of the Company have given careful consideration to the future liquidity requirements, operating performance and available sources of financing of the Group in light of the fact that the Group had net current liabilities of approximately HK\$1,701 million, which included net assets of HK\$3,835 million contributed by disposal groups classified as held for sale and guaranteed bonds of US\$740 million (equivalent to HK\$5.74 billion) being due in February 2023.

In the opinion of directors of the Company, whether the Group will generate adequate cash flows to continue as a going concern would depend on (i) the successful refinancing before the existing guaranteed bonds being due and (ii) the completion of the proposed disposal disclosed in the Company’s circular dated 3 August 2022 (the “Proposed Disposal”), or failing which, the success in (iii) obtaining the continual financial support and funding from Beijing Enterprises City Development Group Limited (“BE City”), the Company’s intermediate holding company and (iv) obtaining a standby facility provided by Beijing Enterprises Group Company Limited (“BE Group”), the ultimate controlling shareholder of the Company, which can fully cover the existing guaranteed bonds outstanding balance, in accordance with the keepwell and liquidity support deed signed between the Group and BE Group in connection with the issue of the Company’s guaranteed bonds in February 2020.

Should the aforesaid refinancing be delayed, and the Proposed Disposal be incomplete or the financial facility and undertaking from BE Group and BE City not be obtained, the Group may be unable to continue as a going concern, in which case adjustments would have to be made to adjust the carrying values of the Group’s assets to their recoverable amounts, to provide for any further liabilities which might arise and to reclassify non-current assets and non-current liabilities as current assets and current liabilities, respectively. The effects of these adjustments have not been reflected in the interim condensed consolidated financial statements.

The interim condensed consolidated financial information was not audited, but has been reviewed by the Company’s audit committee.

2. CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

The accounting policies adopted in the preparation of the interim condensed consolidated financial information are consistent with those applied in the preparation of the Group's annual consolidated financial statements for the year ended 31 December 2021, except for the adoption of the following revised HKFRSs for the first time for the current period's financial information.

Amendments to HKFRS 3	<i>Reference to the Conceptual Framework</i>
Amendment to HKAS 16	<i>Property, Plant and Equipment: Proceeds before Intended Use</i>
Amendments to HKAS 37	<i>Onerous Contracts – Cost of Fulfilling a Contract</i>
Annual Improvements to HKFRSs 2018–2020	Amendments to HKFRS 1, HKFRS 9, Illustrative Examples accompanying HKFRS 16, and HKAS 41

The nature and impact of the revised HKFRSs are described below:

- (a) Amendments to HKFRS 3 replace a reference to the previous *Framework for the Preparation and Presentation of Financial Statements* with a reference to the *Conceptual Framework for Financial Reporting* issued in June 2018 without significantly changing its requirements. The amendments also add to HKFRS 3 an exception to its recognition principle for an entity to refer to the Conceptual Framework to determine what constitutes an asset or a liability. The exception specifies that, for liabilities and contingent liabilities that would be within the scope of HKAS 37 or HK(IFRIC)-Int 21 if they were incurred separately rather than assumed in a business combination, an entity applying HKFRS 3 should refer to HKAS 37 or HK(IFRIC)-Int 21 respectively instead of the Conceptual Framework. Furthermore, the amendments clarify that contingent assets do not qualify for recognition at the acquisition date. The Group has applied the amendments prospectively to business combinations that occurred on or after 1 January 2022. As there were no contingent assets, liabilities and contingent liabilities within the scope of the amendments arising in the business combination that occurred during the period, the amendments did not have any impact on the financial position and performance of the Group.
- (b) Amendments to HKAS 16 prohibit an entity from deducting from the cost of an item of property, plant and equipment any proceeds from selling items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Instead, an entity recognises the proceeds from selling any such items, and the cost of those items, in profit or loss. The Group has applied the amendments retrospectively to items of property, plant and equipment made available for use on or after 1 January 2021. Since there was no sale of items produced while making property, plant and equipment available for use on or after 1 January 2021, the amendments did not have any impact on the financial position or performance of the Group.
- (c) Amendments to HKAS 37 clarify that for the purpose of assessing whether a contract is onerous under HKAS 37, the cost of fulfilling the contract comprises the costs that relate directly to the contract. Costs that relate directly to a contract include both the incremental costs of fulfilling that contract (e.g., direct labour and materials) and an allocation of other costs that relate directly to fulfilling that contract (e.g., an allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract as well as contract management and supervision costs). General and administrative costs do not relate directly to a contract and are excluded unless they are explicitly chargeable to the counterparty under the contract. The Group has applied the amendments prospectively to contracts for which it has not yet fulfilled all its obligations at 1 January 2022 and no onerous contracts were identified. Therefore, the amendments did not have any impact on the financial position or performance of the Group.

(d) *Annual Improvements to HKFRSs 2018–2020* sets out amendments to HKFRS 1, HKFRS 9, Illustrative Examples accompanying HKFRS 16, and HKAS 41. Details of the amendments that are applicable to the Group are as follows:

- HKFRS 9 *Financial Instruments*: clarifies the fees that an entity includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability. These fees include only those paid or received between the borrower and the lender, including fees paid or received by either the borrower or lender on the other's behalf. The Group has applied the amendment prospectively to financial liabilities that are modified or exchanged on or after 1 January 2022. As there was no modification of the Group's financial liabilities during the period, the amendment did not have any impact on the financial position or performance of the Group.
- HKFRS 16 *Leases*: removes the illustration of payments from the lessor relating to leasehold improvements in Illustrative Example 13 accompanying HKFRS 16. This removes potential confusion regarding the treatment of lease incentives when applying HKFRS 16.

3. OPERATING SEGMENT INFORMATION

For management purposes, the Group is organised into business units based on usages of properties held and has five reportable operating segments as follows:

- a. the properties business segment engages in the leasing of commercial properties and a health care property in Mainland China and the provision of related management services;
- b. the logistics business segment engages in the leasing of general warehouses, cold chain logistic warehouses and specialised wholesale market, and the provision of related logistic and management services;
- c. the industrial business segment engages in the leasing of industrial plants and the provision of related management services;
- d. the trading business segment engages in the trading of frozen products; and
- e. the primary land development business segment engages in the sale of land held for development or sale and provision of primary land development services.

Management monitors the results of the Group's operating segments separately for the purpose of making decisions about resources allocation and performance assessment. Segment performance is evaluated based on reportable segment's profit/loss, which is a measure of the adjusted profit/loss before tax, except that interest income, finance costs, foreign exchange differences, as well as head office and corporate income/expenses are excluded from such measurement.

Segment assets excluded amounts due from joint ventures and associates, pledged and restricted bank deposits, cash and cash equivalents, deferred tax assets, equity investments at fair value through other comprehensive income and other unallocated head office and corporate assets as these assets are managed on a group basis.

Segment liabilities excluded amounts due to joint ventures and other related parties, bank and other borrowings, guaranteed bonds, income tax payables, deferred tax liabilities and other unallocated head office and corporate liabilities as these liabilities are managed on a group basis.

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Geographical information

(a) Geographical information of revenue is not presented since over 90% of the Group's revenue from external customers is generated in Mainland China.

(b) *Non-current assets*

	30 June 2022 (Unaudited) HK\$'000	31 December 2021 (Audited) HK\$'000
Mainland China	6,363,466	10,214,368
Cambodia	4,120,309	4,120,309
	<u>10,483,775</u>	<u>14,334,677</u>

The non-current asset information above is based on the location of the assets and exclude financial instruments and deferred tax assets.

Information about major customers

During the six months ended 30 June 2022 and the six months ended 30 June 2021, the Group had no single external customer which contributed over 10% of the Group's total revenue for each of these periods.

4. REVENUE, OTHER INCOME AND GAINS, NET

Revenue represents (1) the gross rental income received and receivable from investment properties, net of value-added tax and government surcharges; (2) the logistics and other ancillary services income from respective services rendered, net of value-added tax and government surcharges; (3) the management fee income from the property management services rendered, net of value-added tax and government surcharges; and (4) trading income, net of value-added tax and government surcharges.

An analysis of the Group's revenue, other income and gains, net is as follows:

	For the six months ended 30 June	
	2022	2021
	(Unaudited)	(Unaudited)
	HK\$'000	HK\$'000
Revenue from contracts with customers	204,517	106,595
Revenue from other sources		
Gross rental income from investment property operating leases		
– Other lease payments, including fixed payments	208,526	194,679
	413,043	301,274
Other income		
Bank interest income	6,960	2,123
Other interest income	335	2,506
Government grants	5,177	2,078
Others	9,594	9,189
	22,066	15,896
Gains, net		
Gain on disposal of subsidiaries (<i>note 14</i>)	140,779	–
Foreign exchange differences, net	26,307	5,324
Other income and gains, net	189,152	21,220

Disaggregated revenue information for revenue from contracts with customers

For the six months ended 30 June 2022

Segments	Property business HK\$'000	Logistics business HK\$'000	Industrial business HK\$'000	Trading business HK\$'000	Primary land development business HK\$'000	Total HK\$'000
Types of goods or services						
Logistics and other ancillary services	–	42,092	–	–	–	42,092
Property management fee	1,187	16,379	11,529	–	–	29,095
Sale of frozen products	–	–	–	133,330	–	133,330
Total revenue from contracts with customers	<u>1,187</u>	<u>58,471</u>	<u>11,529</u>	<u>133,330</u>	<u>–</u>	<u>204,517</u>
Geographical markets						
Mainland China	<u>1,187</u>	<u>58,471</u>	<u>11,529</u>	<u>133,330</u>	<u>–</u>	<u>204,517</u>
Total revenue from contracts with customers	<u>1,187</u>	<u>58,471</u>	<u>11,529</u>	<u>133,330</u>	<u>–</u>	<u>204,517</u>
Timing of revenue recognition						
Goods transferred at a point in time	–	–	–	133,330	–	133,330
Services transferred over time	<u>1,187</u>	<u>58,471</u>	<u>11,529</u>	<u>–</u>	<u>–</u>	<u>71,187</u>
Total revenue from contracts with customers	<u>1,187</u>	<u>58,471</u>	<u>11,529</u>	<u>133,330</u>	<u>–</u>	<u>204,517</u>

For the six months ended 30 June 2021

Segments	Property business HK\$'000	Logistics business HK\$'000	Industrial business HK\$'000	Trading business HK\$'000	Primary land development business HK\$'000	Total HK\$'000
Types of goods or services						
Logistics and other ancillary services	–	31,092	–	–	–	31,092
Property management fee	1,044	14,133	9,538	–	–	24,715
Sale of frozen products	–	–	–	50,788	–	50,788
	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>
Total revenue from contracts with customers	1,044	45,225	9,538	50,788	–	106,595
	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>
Geographical markets						
Mainland China	1,044	45,225	9,538	48,682	–	104,489
Hong Kong	–	–	–	2,106	–	2,106
	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>
Total revenue from contracts with customers	1,044	45,225	9,538	50,788	–	106,595
	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>
Timing of revenue recognition						
Goods transferred at a point in time	–	–	–	50,788	–	50,788
Services transferred over time	1,044	45,225	9,538	–	–	55,807
	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>
Total revenue from contracts with customers	1,044	45,225	9,538	50,788	–	106,595
	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>

5. FINANCE COSTS

An analysis of the Group's finance costs is as follows:

	For the six months ended 30 June	
	2022	2021
	(Unaudited)	(Unaudited)
	HK\$'000	HK\$'000
Interest on bank loans	76,003	71,936
Interest on loans from related parties	32,403	35,182
Interest on guaranteed bonds	184,872	184,120
	<u> </u>	<u> </u>
	293,278	291,238
	<u> </u>	<u> </u>

6. PROFIT/(LOSS) BEFORE TAX

The Group's profit/(loss) before tax is arrived at after charging:

	For the six months ended 30 June	
	2022	2021
	(Unaudited)	(Unaudited)
	HK\$'000	HK\$'000
Direct cost of rental income	15,728	12,653
Cost of services provided	30,228	25,182
Cost of goods sold	128,100	49,960
	<u>174,056</u>	<u>87,795</u>

7. INCOME TAX

No provision for Hong Kong profits tax and Cambodia corporate income tax has been made as the Group did not generate any assessable profits arising in Hong Kong and Cambodia during periods for the six months ended 30 June 2022 and 2021.

PRC corporate income tax provision in respect of operations in Mainland China is calculated at the applicable tax rates on the estimated assessable profits for the period based on prevailing legislation, interpretations and practices in respect thereof.

	For the six months ended 30 June	
	2022	2021
	(Unaudited)	(Unaudited)
	HK\$'000	HK\$'000
Mainland China:		
Current	47,531	5,497
Deferred	164,821	31,245
	<u>212,352</u>	<u>36,742</u>

8. INTERIM DIVIDEND

The Board of the Company does not recommend the payment of an interim dividend for the six months ended 30 June 2022 (six months ended 30 June 2021: Nil).

9. EARNINGS/(LOSS) PER SHARE ATTRIBUTABLE TO SHAREHOLDERS OF THE COMPANY

The calculation of the basic earnings/(loss) per share amounts is based on the profit/(loss) for the period attributable to shareholders of the Company and the weighted average number of 6,969,331,680 (sixth months ended 30 June 2021: 6,969,331,680) ordinary shares in issue during the period. In addition, the share options outstanding during the period did not have a diluting effect on the earnings per share amount presented, accordingly, there was no adjustment made in calculation of the diluted earnings per share amount.

In respect of the diluted loss per share amount for the six months ended 30 June 2021, no adjustment has been made to the basic loss per share amount presented as the impact of the share options outstanding during this period had an anti-dilutive effect on the basic loss per share amount presented.

10. INVESTMENT PROPERTIES

Except for certain investment properties located in Taicang, Suzhou, Jiaxing, Changshu and Xiamen, with a total fair value of HK\$1,299,810,000, HK\$359,497,000, HK\$447,322,000, HK\$777,544,000 and HK\$429,172,000 respectively, as at 30 June 2022, the fair value of the remaining properties of the Group as at 30 June 2022 was arrived at the quoted open market value by reference to the fair value of these investment properties as at 31 December 2021 because the directors of the Company do not consider there was any material change in the fair value of these investment properties during the six months ended 30 June 2022.

11. TRADE RECEIVABLES

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

	30 June 2022 (Unaudited) HK\$'000	31 December 2021 (Audited) HK\$'000
Billed:		
Within one month	8,618	17,672
One to three months	600	3,690
Over three months	6,763	2,293
	15,981	23,655
Unbilled:	97,764	66,867
	113,745	90,522

The Company applies the simplified approach to provide for ECLs prescribed by HKFRS 9, which permits the use of the lifetime expected loss for all trade receivables. To measure the expected credit losses, trade receivables have been grouped based on shared credit risk characteristics and the days past due. The ECLs have also incorporated forward looking information. The ECLs allowances for trade receivables as at 30 June 2022 and 31 December 2021 were considered as insignificant, except for a loss allowance of HK\$5,979,000 (31 December 2021: HK\$5,979,000) which was made in respect of rental income receivable.

12. TRADE PAYABLES

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

	30 June 2022 (Unaudited) HK\$'000	31 December 2021 (Audited) HK\$'000
Billed:		
Within one month	134,332	443
One to three months	7	294
Over three months	434	265
	134,773	1,002
Unbilled:	328,134	660,191
	462,907	661,193

The trade payables are non-interest-bearing and are repayable within the normal operating cycle or on demand.

13. SHARE CAPITAL

	30 June 2022 (Unaudited) HK\$'000	31 December 2021 (Audited) HK\$'000
Authorised:		
10,000,000,000 ordinary shares of HK\$0.10 each	1,000,000	1,000,000
Issued and fully paid:		
6,969,331,680 (31 December 2021: 6,969,331,680) ordinary shares of HK\$0.10 each	696,933	696,933

14. DISPOSAL OF SUBSIDIARIES

	For the six months ended 30 June 2022 (Unaudited) HK\$'000
Net assets disposed of:	
Investment in a joint venture	1,644,925
Cash and bank balances	8
Accruals and other payables	(1)
	<hr/>
	1,644,932
Exchange fluctuation reserve	(765)
Equity investment at fair value through other comprehensive income	(163,194)
	<hr/>
	1,480,973
Gain on disposal of subsidiaries recognised in profit or loss	140,779
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Transactions costs of the disposal	938
	<hr/>
	1,622,690
	<hr/>
Satisfied by:	
Cash	1,622,690
	<hr/>
An analysis of the net inflow of cash and cash equivalents for the six months ended 30 June 2022 in respect of the disposal of subsidiaries is as follows:	
	(Unaudited) HK\$'000
Cash consideration	1,622,690
Cash and bank balances disposed of	(8)
	<hr/>
	1,622,682
Less: Consideration not yet satisfied by cash*	(6,152)
	<hr/>
Net inflow of cash and cash equivalents in respect of the disposal of subsidiaries	1,616,530
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* This amount is included in "Prepayments, other receivables and other assets" on the face of the interim condensed consolidated statement of financial position.

15. CAPITAL COMMITMENTS

The Group had the following capital commitments at the end of the reporting period:

	30 June 2022 (Unaudited) HK\$'000	31 December 2021 (Audited) HK\$'000
Contracted, but not provided for:		
Capital injection into an associate	122,955	128,708
Capital injection into a joint venture	3,900	3,900
Construction of logistics facilities	752,901	908,370
	<hr/>	<hr/>
Total capital commitments	879,756	1,040,978
	<hr/>	<hr/>

As at 30 June 2022, the Group had no capital commitments by the share of joint ventures (31 December 2021: HK\$19,526,000), which are contracted but not provided for and not included in the above disclosure.

16. EVENTS AFTER THE REPORTING PERIOD

On 23 August 2022, the Group has passed a shareholders' resolution on disposal of the equity interests of certain projects located in the PRC by way of public tender through China Beijing Equity Exchange. The public tender is undergoing and yet to complete up to the date of approval of these financial statements. For details, please refer to the circular of the Company dated 3 August 2022.

MANAGEMENT DISCUSSION AND ANALYSIS

For the six months ended 30 June 2022 (the “2022 Period”), the Group recorded a consolidated profit attributable to the shareholders of the Company of approximately HK\$20.23 million, representing an increase of approximately HK\$122.24 million as compared to the consolidated loss attributable to the shareholders of the Company of approximately HK\$102.01 million recorded in the six months ended 30 June 2021 (the “2021 Period”).

BUSINESS REVIEW

The Group positioned itself as a professional property developer, focusing on logistics warehouses, cold storage, industrial factories and primary land development, while operating certain commercial projects.

The Group's current projects are also listed below according to different categories.

1) High-end and Modern Logistics Warehouses

High-end and Modern Logistics Warehouses are the developed projects that the Group gives preference to selling, and has completed the sale of 90% of interest of the Tongzhou District, Beijing project on 6 June 2022, therefore capital recovery of approximately RMB1,385,031,000 (equivalent to approximately HK\$1,622,690,000), and recording a gain on disposal of approximately RMB116,501,000 (equivalent to approximately HK\$140,779,000). The Group holds the remaining 10% of equity of the Tongzhou District project, and proposes to complete the sale before the end of 2022. Furthermore, the Pudong District, Shanghai project, the Tianjin (Tianjin Airport Zone of Tianjin Free Trade Zone) project, the Tianjin (Tianjin Port Zone of Tianjin Free Trade Zone) project, the Tong'an District, Xiamen project, the Chengmai District, Hainan project, the Taicang, Jiangsu project and the Jiaozhou, Qingdao project under that category with the total of approximately 713,000 sq.m are also planning to sell orderly. The Group will issue an announcement to each Shareholder in relation to relevant development from time to time.

Location of warehouses	Notes	Planned and owned area (sq.m.)	Operating leaseable area (sq.m.)	Average occupancy rate for the six months ended 30 June	
				2022 (%)	2021 (%)
Pudong District, Shanghai ¹	(a)	211,555	211,555	51.22	53.37
Tianjin (Tianjin Airport Zone of Tianjin Free Trade Zone) ¹	(b)	57,670	57,670	95.28	92.69
Tianjin (Tianjin Port Zone of Tianjin Free Trade Zone) ¹	(c)	16,083	16,083	100	100
Tong'an District, Xiamen ¹	(d)	92,466	92,466	77.99	100
Dongpo District, Meishan	(e)	97,809	97,809	58.26	66.41
Chengmai District, Hainan ¹	(f)	48,702	48,702	72.05	99.53
Ke'erqin District, Tongliao	(g)	31,113	31,113	78.21	70.61
Taicang, Jiangsu ²	(h)	142,086	119,360	80.98	53.45
Jiaozhou, Qingdao ³	(i)	<u>145,170</u>	<u>—</u>	—*	—*
		<u>842,654</u>	<u>674,758</u>		

* Projects under construction

Notes:

1. These projects have been classified as held for sale as the Group intends to dispose of these projects. For details, please refer to the announcement dated 18 March 2022 and circular dated 3 August 2022 of the Company.
2. These projects have been classified as held for sale as the Group intends to dispose of these projects. For details, please refer to the announcement dated 28 January 2022 and circular dated 3 March 2022 of the Company.
3. The Group intends to dispose of this project, for details, please refer to the announcement of the Company dated 31 December 2021.

- (a) In 2022, Shanghai experienced another outbreak of COVID-19 and the prevention and control situation was very critical. In order to effectively stop the chain of transmission of the epidemic, the city began to implement lockdown management at the end of March and did not resume work and production until 1 June. In the face of severe situation of lease and market pressure, the Shanghai warehouse strengthened its communication with the existing tenants, actively carried out the lease renewal work, and made full use of its resources to assist the tenants in optimizing their business environment. It vigorously expanded new tenant resources to identify the intention of existing tenants to expand their lease. As at 30 June 2022, the overall occupancy rate of the project was 50.86%, and the occupancy rate remained stable in the first half of the year. After unremitting efforts, the additional leased area was approximately 12,000 sq.m.
- (b) Tianjin Transwell International Logistics Co., Ltd. (“WSL Logistics”), the Tianjin (Tianjin Airport Zone) warehouse is still the sole secondary warehouse supervised by Customs within the Tianjin Binhai International Airport area. While Transwealht Logistics (Tianjin) Co., Ltd. (“Transwealht Logistics”) remained fully occupied during 2022. The average occupancy rate of Phase I and II of Transwealht Logistics and WSL Logistics together for the year of 2022 was 95.28%.
- (c) Tianjin (Tianjin Port Zone) warehouse is located in the Tianjin Port Bonded Zone. The project has a total land area of 30,003 sq.m. and a total gross floor area of 16,083 sq.m. Currently the project has been fully leased to Kerry EAS Logistics Limited Tianjin Branch and remained fully leased in the first half of 2022, with stable revenue.
- (d) The Group operates five warehouses and two auxiliary buildings in Xiamen City, Fujian Province with a total leaseable area of 92,466 sq.m. As the original tenant vacated the warehouse due to their business adjustment, the warehouse was leased by three enterprises, which were well-known domestic e-commerce and warehouse distribution logistics companies, while the supporting rooms were leased by a local industrial company. As at the end of June 2022, the occupancy rate of the project was 93.98%. For the remaining warehouse area, the Group is negotiating with potential customers. It is expected that all investment promotion will be completed by the end of 2022, so that the warehouse will be fully leased.
- (e) The Group operates four warehouses in Dongpo District, Meishan City of Sichuan Province with a total leaseable area of approximately 97,809 sq.m. As at the end of 2021, the occupancy rate of the Meishan project declined, due to the surrender of leases by major customers upon expiry of the leases of approximately 12,000 sq.m, the epidemic and fierce competition in surrounding markets. Through the unremitting efforts of the team, the occupancy rate of the project increased and reached 61.42% by the end of June 2022.
- (f) The Group has two warehouses and complex dormitory buildings in Chengmai County, Haikou City, Hainan Province, with a total leaseable area of 48,702 sq.m. All enterprises which leased the properties were domestic large-scale e-commerce and well-known warehouse distribution logistics enterprises. The lease renewal was completed in 2021, with the occupancy rate of 77.39% by the end of June 2022. For the remaining warehouse area, the Group is negotiating with potential customers. It is expected that all investment promotion will be completed by the end of 2022, so that the warehouse will be fully leased.
- (g) The Group’s Tongliao project is leased out as a logistics warehousing facility before commercial development. The project is strategically situated at a convenient location in the downtown area of Tongliao City close to the high speed rail station, with well-developed commercial facilities in its proximity. In the first half of the year, the project team overcame the adverse impact of the epidemic and continued to increase its efforts in attracting tenants, resulting in a steady increase in the overall occupancy rate. The average occupancy rate for the year of 2022 was 78.21%.

- (h) The Sin-Den project in Jiangsu, Taicang City consists of 2-storeyed high-end modern general warehouses with a floor area of approximately 150,524 sq.m. and a total leaseable area of approximately 142,086 sq.m. The project was completed in November 2020. The occupancy rate as of 30 June 2022 was 84.01%. As the metropolitan area of Shanghai continues to grow, certain industries inevitably have to relocate. With its prime location, it is expected to be fully leased as soon as possible.
- (i) In March 2019, the Group has acquired a piece of land located in Jiaozhou Economic and Technological Development Zone, Qingdao, along the west side of Jiaoda Avenue (交大大道) and the south side of Taohe Road (洮河路). The total area of the land is approximately 113,428 sq.m. The project enjoys a convenient location near the Jiaozhou Bay Express Highway (膠州灣高速) and Jiaozhou's airport, which is about to be put into operation. Under this project, three 2-storeyed general warehouses and one multistoried cold storage is planned to be constructed conforming with international standards. The total gross floor area is approximately 155,400 sq.m. and has a total leaseable area of approximately 145,170 sq.m., with a total investment amount of approximately RMB650 million. The project started in October 2019 and is expected to be completed by the end of 2023.

2) Supply Chain Development

The nationwide supply chain business is a business that the Group has extended and focused on relying on the existing online and offline cold chain and agricultural wholesale market infrastructure that has become mature, and further develops through the upstream and downstream through the self-developed online trading platform, with the aim of becoming a nationwide food supply chain business service provider. The supply chain business developed by the Group mainly provides integrated logistics services for high-value imported meat and aquatic products. With the rise of China's middle-class society, the demand for quality food is growing rapidly every year. However, due to the lack of reform in the industry for some time in the past, the supply chain industry in China remains subject to high input and low digitalisation, and recorded a slow growth. Hence, no leading enterprises have emerged in the industry. This presents the Group with a great opportunity for development. The Group's supply chain business has rolled out international trade service, cold chain storage service and electronic business system development service for frozen products. Its strategic objective is to establish the best comprehensive supply chain industry service platform in the PRC to save costs and increase revenue for its customers by making full use of information technologies while eliminating financial risk of financial institutions by realising full control over inventories, information and funds along the whole chain.

Details of the current cold storage under the supply chain business are as follows:

Location of warehouses	Notes	Planned and	Operating	Average occupancy rate for	
		owned storage	leaseable	the six months ended 30 June	
		capacity	storage	2022	2021
		(ton)	(ton)	(%)	(%)
Hangu District, Tianjin	(a)	75,000	45,000	70.10	44.89
Chengyang District, Qingdao	(b)	8,000	8,000	100	36.33
Tianjin Port Area of Tianjin Free-Trade Zone ^Δ	(c)	45,000	—	—*	—*
		128,000	53,000		

^Δ A joint venture of the Group

* Projects under construction

Notes:

- (a) The Tianjin Zhongyu cold chain warehouse is positioned to serve as a cold chain logistics hub and a processing and distribution centre for aquatic products in northern China. Occupying an area of approximately 31,301 sq.m., Phase I has both cold chain storage space and freezer with a total storage capacity of approximately 45,000 tons. Phase II of the project has obtained government approval and preliminary work is in progress. When operation commences, the total storage capacity of the Tianjin cold chain warehouse will reach 75,000 tons, thereby creating a comprehensive distribution centre that encompasses cold chain storage, light processing, showroom and cold chain delivery services. Due to the impact of COVID-19 outbreak at home and abroad on the whole cold chain industry, there was a continuous increase in the cost of epidemic prevention for cold storage and a decrease in the efficiency of shipment and warehousing of goods. For the period ended 2022, the combined average occupancy rate of the cold chain storage space and freezer was 70.10%. Since the commencement of its operation, the project has maintained sound operation and achieved stable business development.
- (b) The Qingdao cold chain warehouse is principally engaged in the operation of cold logistics storage facilities in Chengyang District of Qingdao, China. The site area and storage capacity of Phase I of this project are approximately 15,352 sq.m. and 8,000 tons, respectively. In 2021, the impact of the COVID-19 outbreak resulted in the postponement of stored goods of customers, the loss of certain customers, and the decrease in cold storage occupancy rate. Qingdao Jingchangshun Food Co., Ltd. adjusted its plan in a timely manner to increase investment promotion. Since the second half of 2021, cooperative operation of business has been carried out with Qingdao Yonghexun Logistics Storage and Transportation Co., Ltd. (青島永和訊物流儲運有限公司) for a term of ten years, with the occupancy rate of the cold storage reaching 100%.

- (c) Tianjin Beijing Inland Port Co., Ltd. is a joint venture established and held by the Group and Tianjin Port Group as to 50% each. The planned gross floor area is approximately 55,000 sq.m. with total investment of approximately RMB680 million. The project officially commenced construction in May 2020. The construction standard is three cold storages each occupying an area of approximately 10,000 sq.m. with a capacity of 15,000 tons. As of June 2022, the project has completed the acceptance inspection, and obtained the approval of first class Qualification, and has been undergoing the trial operation in the closed area.

Details of the agricultural wholesale market under the supply chain business are as follows.

With the approval of Quzhou government authorities, Quzhou Tongcheng Agriculture Development Co., Ltd. (“Quzhou Tongcheng”) has been approved to establish a modern agricultural wholesale market project, including an agricultural exchange zone, which may be utilised as the new location for the existing exchange centre in the city following its relocation, as well as ancillary commercial facilities. The existing trading centre was granted the status of first class wholesale centre for agricultural products, serving a population of approximately 30 million people. The Quzhou agricultural shopping mall project will be constructed and developed in two phases. Phase I has a gross floor area of 41,282 sq.m. and was officially opened in August 2015. Phase II consists of three lots. Lots I and II have a gross floor area of 153,856 sq.m. and were officially opened in November 2017. Lot III is at the stage of sketch design refinement. As at 30 June 2022, the market had a leaseable area of 162,223 sq.m., including a wholesale trading zone, a comprehensive market trading zone, a storage service zone and a public ancillary market facility zone, in which the average occupancy rates of the wholesale trading zone and the storage service zone were 84.60% and 81.66% respectively, and the operation team is making continuous efforts to conduct internal regional adjustment of the existing assets in order to improve the overall occupancy rate and the rent unit price, so that the project can achieve profitability as soon as possible.

According to the Quzhou government authorities on the implementation of digital market work requirements, Quzhou agricultural shopping mall project to speed up the new retail upgrade and transformation of professional markets, the realization of online transactions and mobile payment and other new retail mode. It is expected that the digital smart agriculture wholesale system will be put online for trial operation in the fourth quarter of 2022, and the collection of unified settlement transaction commissions will be launched simultaneously. In order to effectively revitalize the assets, the operation team has broadened the ideas of investment and strengthened communication with the local government and large enterprises. In the first half of the year, a lease contract has been signed with a well-known enterprise for renting the 7# building of the commercial supporting area, and negotiations with the government department for the overall renting of the 5# and 6# buildings as isolated hotels have continued. It is expected that the occupancy rate of the commercial supporting area will increase significantly in the second half of the year.

Online services and trading platforms are the main drivers of the Group's supply chain business development, Coldeal (凍品e港) (formerly known as Frozen Products Exchange (凍品交易港)) (www.cciinet.com), version 3.0 (for commercial use), version H5 and App version were gradually optimized and launched with successful integration of online registration, trading and payment. The implementation of the online platform safety management plan, full product life cycle management and full media channel operation management were completed. An evaluation of information security level protection was completed, and the level of the security system was upgraded to level 3 of security protection 2.0, and the annual inspection is expected to be conducted in the second half of this year. As of 30 June 2022, the total number of registered users of Coldeal exceeded 54,845 (as of 8 August 2022, the number of registered users reached 63,351), with a total of 2,460 stores opened on it, 735 enterprises opened stores and 1,725 individuals opened stores. It entered into intentions of cooperation with Feimaoyunche Logistics (飛貓雲車物流), Shanghai Guangqi Cold Chain (上海廣齊冷鏈) and 冷網科技, respectively, on regional supply chain delivery services; and an intention of cooperation with Focus Media on frozen product merchant advertising. It also proactively expanded the ambassadorial channels and built up amicable relationships with meat, agriculture, husbandry and other industry organisations. Meanwhile, we have commenced in-depth strategic cooperation with enterprises in all segments along the supply chain industry chain. Services will be provided through cold storage partners at different locations. At the present stage, cooperation agreements have been reached with cold storage partners in, among other places, Dalian Bonded Logistics Park, Dalian Economic and Technological Development Zone, Fengxian District in Shanghai, Yangshan Free Trade Zone in Shanghai, Pudong New Area in Shanghai, Zhanjiang in Guangdong and Yantian District in Shenzhen. A storage network across coastal cities is basically completed. Current third-party cold chain logistics service partners include the cold chain branches of JD Logistics and SF Express. Overseas logistics service providers such as Kuehne-Nagel will be enlisted soon. Supported by the recently launched international trade services and an advanced Internet technology support system, an integrated service platform featuring the most comprehensive services and state-of-the-art technologies within the Chinese cold product industry will be established.

On 28 August 2021, Coldeal grandly held the "2nd 828 Frozen Product Exchange Festival" (第二屆828凍品交易節) featuring completely online demonstration and interaction activities using Internet technologies mainly based on the Coldeal app. 80 overseas suppliers, 20 representatives from different chambers of commerce, embassies and consulates general as well as 800 domestic buyers conducted online discussion about the integration, coordination and development of the industry. The consulates general in China, meat and seafood associations and other organisations from several countries supported this event, which will effectively strengthen and promote Coldeal and enhance its reputation in the industry by demonstrating its online and offline business strengths so as to lay down the foundation for further business growth. The "3rd 828 Frozen Product Exchange Festival" (第三屆828凍品交易節) is also under intense preparation, which will create a feast for the frozen products industry that combines offline and online.

3) Industrial Properties

In response to the demand for relocation of high-end manufacturing industries in Shanghai, the Group commenced the industrial property business at the end of 2016 and formed several non-wholly owned subsidiaries (held by the Group as to 75%) with SSinolog (China) Holding I Pte. Ltd. from Singapore to develop high-end factories for lease in Taicang, Changshu, Suzhou, and Changzhou in Jiangsu province, and Jiaxing in Zhejiang province. The Taicang, Jiangsu project as the Group's first industrial plants project has been incorporated since July 2017, thereafter completed the two Jiaxing, Zhejiang, Changshu, Jiangsu projects in May 2019 and completed the Suzhou, Jiangsu project in April 2020. Currently, except the Jiaxing, Zhejiang project, all the remaining three projects have fully occupied during 2022. Due to the value of the three projects has been completely nurtured, the Group therefore proposes to sell those projects. Relevant work has gradually been in progress.

The contents of each industrial plants project as follows:

Project location	Notes	Planned and owned area (sq.m.)	Operating leaseable area (sq.m.)	Average occupancy rate for the six months ended 30 June	
				2022 (%)	2021 (%)
Taicang, Jiangsu [#]	(a)	66,015	66,015	100	100
Suzhou, Jiangsu [#]	(b)	61,449	61,449	100	100
Jiaxing, Zhejiang	(c)	90,113	90,113	83.83	39.71
Changshu, Jiangsu [#]	(d)	169,687	169,687	100	94.92
Changzhou, Jiangsu	(e)	478,935	—	—*	—*
		<u>866,199</u>	<u>387,264</u>		

* Projects under construction

[#] These projects have been classified as held for sale as the Group intends to dispose of these projects. For details, please see the announcement dated 28 January 2022 and circular dated 3 March 2022 of the Company.

Notes:

- (a) This project achieved full occupancy since January 2018. Many large European and U.S. smart manufacturing enterprises and high-end manufacturing enterprises are concentrated in the area where the project is located. The project has long-term leases with steady rental growth.
- (b) The occupancy rate of this project has been 100% since December 2020. The project is at a prime location with great accessibility and enjoys comprehensive local government funds supporting industrial development.

- (c) The project has been actively engaged in investment promotion since its completion with an average occupancy rate of 83.83% in the first half of 2022. The project is in a location adjacent to Shanghai and has great accessibility. The local government provides strong support to the manufacturing industry with comprehensive industry support funds and policies in place. The concentration of European and U.S. high-end manufacturing enterprises has generated economies of scale. Standardised, high-end and customised plants have been constructed.
- (d) The occupancy rate of this project as at 30 June 2022 was 100%. The project is at a prime location with well-planned facilities in the surrounding area. It has good accessibility, is in proximity to the expressway network and enjoys abundant local high-quality labour resources and ancillary facilities.
- (e) The Group also invested in an industrial park headquarters project located in Tianning Economic Development Zone in Changzhou, Jiangsu Province in January 2018. This project is planned to have a total land area of approximately 200 mu and a gross floor area of approximately 478,935 sq.m. With a total investment of approximately RMB2,000 million, it will be developed in two phases. Construction of Phase I has been completed and accepted on 30 June 2022 and is now actively being leased and sold, and the construction of Phase II is still under planning. A part of the gross floor area will be sold to speed up cash recovery. The project will be the first Internet economic platform cluster in Tianning District, Changzhou and will facilitate collective innovation and sustainable development of Internet + businesses with “intelligence sharing + smart manufacturing + smart products” by integrating three core concepts, namely smart manufacturing, smart technology and smart design. It will also perform commercial, leisure and other urban functions so as to transform Jiangsu Sunan Zhicheng Technology Park (“Jiangsu Sunan Zhicheng”) into an industrial park that combines industry, city, the Internet and smart technologies. Jiangsu Sunan Zhicheng has already signed up with Changzhou Videoworks Technology Co., Ltd. (常州網博視界科技股份有限公司) (“Changzhou Videoworks”), a high-tech enterprise in the Internet+ industry, to jointly develop the “future video production base of China”. This project is put on the list of key projects in Jiangsu Province in early 2020. Jiangsu Sunan Zhicheng was also granted the Major Investment Project Award by Tianning District, Changzhou. The saleable portion of the project is expected to commence in the first half of 2023.

4) Belt and Road Initiative

The Sino-Cambodian SEZ project is located in Kampong Chhnang Province, which is 65 kilometres northwest of Phnom Penh, the capital of Cambodia. It is linked to Phnom Penh by Highway 5. This project has a planned target site area of 30,000,000 sq.m. Certificate for approximately 14,667,829 sq.m. of the land has been obtained. We are proactively introducing strategic partners and actively conducting business negotiations. Currently, the compliance control design and certain municipal designs of the project have been completed. Benefiting from preferential taxation, import and export policies offered by the Cambodian government, the overall design of the SEZ covers urban functions including manufacturing and processing, logistics and commerce, technology and culture, and education and residential facilities. The project is positioned to serve Chinese enterprises under the Belt and Road Initiative and provide Chinese merchants with a clustered integrated industrial platform. The customs, commerce, labour, taxation and other departments of the Cambodian government will set up offices to offer onestop services to enterprises within the SEZ. The Group mainly conducts primary land development in the SEZ and sells the same to Chinese enterprises upon completion of land development to realise returns on land transfer. It also provides management services in industrial parks to receive sustainable management fee income.

Currently, in terms of project planning, the Group has completed a detailed and controlled planning of the land under Phase I of the project. With the concept of “commercial parks + urban complex”, it plans to have its commercial parks dominated by light industries, supported by commercial circulation, and featuring technological research and development, education, and cultural tourism. Moreover, modern concepts such as “flexible use of land”, “sponge city” and “neighbourhood centres” will be introduced in the planning of the urban complex. Primary land construction of the project has not yet commenced due to the COVID-19 epidemic and other force majeure.

The Cambodian government is currently rolling out a number of policies to attract investments from foreign enterprises. Such policies aim at establishing a free and open economic system by offering equal treatment to foreign and domestic investors. In recent years, the Cambodian economy has been expanding rapidly at a GDP growth rate of 7% or above for five consecutive years. With an average age of less than 30, the population of Cambodia offers abundant manpower.

The entry into force of the RCEP agreement on 1 January 2022 will brighten up the development and construction of the Sino-Cambodian project. The Group will tightly grasp this historical opportunity by setting up funds jointly with quality partners to fund the further development of the Sino-Cambodian project, and exploring new ideas to keep up with the rapid development of cross-border e-commerce in Southeast Asia, and fully considering how to deeply explore the advantages of the project under the changing market environment, so as to continuously improve the project.

The Group believes that thanks to the stable and amicable long-term relation between China and Cambodia, as well as its effective control on land acquisition costs, the sale of such land will create fruitful returns for the Group in the future. Currently, overall project planning has been completed. The whole project will be developed in phases, and continuously financed by profits from land transfers and borrowings from financial institutions, and it is not expected to bring too much financial pressure to the Group. However, as a result of the COVID-19 epidemic, traffic between China and Cambodia lessened, and the planned schedule for project approval was disrupted, which caused a certain delay to the development of the project. At present, the Group is making its best efforts to overcome such difficulties and actively seeking quality partners such that its development plan can commence as soon as possible.

5) Commercial Properties

- (a) Guangzhou Guangming Real Estates Co., Ltd. (“Guangzhou Guangming”) owns a 99% interest in Metro Mall, which is situated at the Beijing Road shopping district, Yuexiu District of Guangzhou City of China. The mall has a gross floor area of approximately 61,967 sq.m., and is a commercial complex providing dining, entertainment, shopping and cultural experience to young customers aged between 16 and 28. The occupancy rate of the owned area was approximately 87.81% for the period ended 2022.

- (b) Holiday Inn Downtown Beijing Company Limited (“BJ Holiday Inn”) is a wholly-owned subsidiary of the Group and is the owner of a four-star business and leisure hotel providing 333 elegantly decorated rooms to business travelers in North Lishi Road (near Financial Street, Xicheng District), Beijing. Due to industry-specific reasons, despite being a long-time leader in terms of occupancy rates among the Beijing Holiday Inn hotel brand, the hotel’s contribution to the Group’s profit remained limited. Thus, BJ Holiday Inn signed a contract on 12 November 2019 with Beijing Shouhou Healthcare and Elderly Care Enterprise Management Limited (北京首厚康健養老企業管理有限公司) to entrust its operations. The hotel ceased operation and commenced renovations in the first quarter of 2020. In accordance with the entrustment contract, the work is expected to be completed by the end of 2022, but due to the impact of the epidemic, the overall construction progress has been delayed, and the construction is expected to be completed in mid-2023.

BUSINESS PROSPECTS

In the past, the Group, as a professional property developer, focused on heavy asset investment with high input costs and long payback period, of which the huge expenditure on finance costs directly affected the profitability of the company. Since 2019, the Group has made two significant changes to its business transformation. First, the Group has gradually withdrawn from the pan-property development field and no longer relies on heavy asset investment as its main business and profit growth point, and continues to promote the disposal of assets of mature projects to achieve the multiple objectives of capital recovery, profit realization and debt reduction. Secondly, we will further develop our supply chain industry and transform into a food supply chain service provider based on our existing cold storage resources and Internet platform. We are committed to empowering traditional industries with technological means, gradually participating in the food supply chain business, which is one of the necessities of people’s livelihood, from the single cold chain warehousing business to the recurring profit by significantly increasing the proportion of service revenue and ensuring healthy capital flow, changing the past dilemma of long-term backlog of capital and inability to revitalize cash flow.

China's cold chain logistics is undergoing rapid development. With the frequent issuance of national standardization policies, continuous advancement in cold chain technology and gradually diversifying downstream demands, China's cold chain industry is expected to usher in a golden period of development. The Group will seize the opportunity, based on its high-quality cold chain projects, striving to create a leading comprehensive service platform for the imported frozen product industry – “Coldeal”, and further to expand the cold chain businesses throughout upstream and downstream, namely forming “supply chain to platform to business” (S2B) and “Online to Offline” (O2O) business models featuring online with Coldeal as the core, and the offline with cold chain storage, processing and logistics as the core. Based on Internet technology, the platform provides communication and online trading services for overseas high-quality suppliers and domestic buyers through the front-end “Coldeal” and official account, the middle range enterprise ERP center, and the back-end CCII Big Data, and provides centralized procurement services for frozen products for customers such as restaurants, hotels, community convenience stores and supermarkets. At the same time, we use big data to empower trading, provide price indexes and supply chain accounting period services to reflect the actual market trend for frozen product enterprises, and meet the needs of customers in the whole industry chain of the supply chain through a multi-level membership service system, ultimately forming the supply chain frozen product industry ecosystem.

In the future, the Group will reduce its reliance on heavy assets and the speed of investment, and shift to a development model that combines light with heavy assets. With mature experience in logistics property, industrial property and cold chain business, we will increase the proportion of service business, and continue to reduce operating costs and financial expenses to achieve operating profit and positive cash flow, and continue to bring benefits to shareholders.

FINANCIAL REVIEW

Revenue and gross profit analysis

The revenue (net of value-added tax and government surcharges) for the 2022 Period amounted to approximately HK\$413.04 million, representing an increase of approximately HK\$111.77 million or 37.10%, from approximately HK\$301.27 million for the 2021 Period. The gross profit for 2022 Period amounted to approximately HK\$238.99 million, representing an increase of approximately HK\$25.51 million, or 11.95% from approximately HK\$213.48 million for the 2021 Period.

The revenue (net of value-added tax and government surcharges) contributions of the Group's assets included:

Name of assets	2022		2021		Change	
	Revenue HK\$'000	GP Margin %	Revenue HK\$'000	GP Margin %	Revenue HK\$'000	GP Margin %
High-end and Modern General Warehouses Business						
Shanghai	28,514		30,634		(2,120)	
Tianjin	17,336		17,241		95	
Xiamen	15,316		15,119		197	
Meishan	5,147		5,772		(625)	
Hainan	6,202		9,401		(3,199)	
Jiangsu	32,752		21,037		11,715	
Tongliao	1,511		1,217		294	
	<u>106,778</u>	<u>88.01</u>	<u>100,421</u>	<u>91.21</u>	<u>6,357</u>	<u>(3.20)</u>
Cold chain logistics warehouses						
Tianjin	39,917		29,444		10,473	
Qingdao	1,656		990		666	
	<u>41,573</u>	<u>45.79</u>	<u>30,434</u>	<u>34.72</u>	<u>11,139</u>	<u>11.07</u>
Trading						
Hong Kong	–		2,106		(2,106)	
Beijing	133,330		48,682		84,648	
	<u>133,330</u>	<u>3.92</u>	<u>50,788</u>	<u>1.63</u>	<u>82,542</u>	<u>2.29</u>
Specialised wholesale markets						
Quzhou Tongcheng	18,549	73.77	15,908	72.20	2,641	1.57
Industrial properties						
Taicang City, Jiangsu	13,380		14,242		(862)	
Suzhou City, Jiangsu	13,789		13,575		214	
Jiaxing City, Zhejiang	13,509		4,793		8,716	
Changshu City, Jiangsu	32,942		30,261		2,681	
	<u>73,620</u>	<u>94.24</u>	<u>62,871</u>	<u>94.92</u>	<u>10,749</u>	<u>(0.68)</u>

Name of assets	2022		2021		Change	
	Revenue	GP Margin	Revenue	GP Margin	Revenue	GP Margin
	HK\$'000	%	HK\$'000	%	HK\$'000	%
Commercial properties						
Guangzhou	14,780		16,686		(1,906)	
Beijing	24,413		24,166		247	
	<u>39,193</u>	<u>96.15</u>	<u>40,852</u>	<u>96.25</u>	<u>(1,659)</u>	<u>(0.10)</u>
The Group	<u>413,043</u>	<u>57.86</u>	<u>301,274</u>	<u>70.86</u>	<u>111,769</u>	<u>(13)</u>

High-end and modern general warehouses

The revenue contribution of high-end and modern general warehouses for the 2022 Period amounted to approximately HK\$106.78 million, representing an increase of approximately HK\$6.36 million or 6.33% from approximately HK\$100.42 million for the 2021 Period. The increase was primarily attributable to the increase in average occupancy rate of Sin-Den project in Jiangsu from 53.45% for the 2021 Period to 80.98% for the 2022 Period.

Cold chain logistics warehouses

The revenue contribution of cold chain logistics warehouses for the 2022 Period amounted to approximately HK\$41.57 million, representing an increase of approximately HK\$11.14 million or 36.61% from approximately HK\$30.43 million for the 2021 Period. The increase was primarily attributable to the increase in average occupancy rate of Tianjian project from 44.89% for the 2021 Period to 70.10% for the 2022 Period.

Trading business

The revenue contribution of trading business for the 2022 Period amounted to approximately HK\$133.33 million, representing an increase of approximately HK\$82.54 million, or 162.51% from approximately HK\$50.79 million for the 2021 Period. The increase was primarily attributable to the impact caused by COVID-19 for the 2021 Period.

Specialised wholesale markets

The revenue contribution of specialised wholesale markets for the 2022 Period amounted to approximately HK\$18.55 million, representing an increase of approximately HK\$2.64 million, or 16.59%, from approximately HK\$15.91 million for the 2021 Period. The increase was attributable to the increase in average occupancy rate for the 2022 Period.

Industrial properties

The revenue contribution of industrial properties for the 2022 Period amounted to approximately HK\$73.62 million, representing an increase of approximately HK\$10.75 million or 17.10% from approximately HK\$62.87 million for the 2021 Period. The increase was primarily attributable to the increase in occupancy rate of projects in Jiaxing City for the 2022 Period.

Commercial properties

The revenue contribution of commercial properties for the 2022 Period amounted to approximately HK\$39.19 million, representing a decrease of approximately HK\$1.66 million or 4.06% from approximately HK\$40.85 million for the 2021 Period. The decrease was primarily attributable to the slightly decrease in average occupancy rate of Guangzhou project.

Changes in fair value of investment properties, net

During the 2022 Period, net fair value gain of investment properties was approximately HK\$362.81 million, the gain was mainly attributable to the fair value increment of properties located in Jiangsu and Zhejiang.

Other income and gains, net

During the 2022 Period, net other income and gains were approximately HK\$189.15 million, which represented an increase of approximately HK\$167.93 million, or 791.38%, from approximately HK\$21.22 million for the 2021 Period. The increase in net other income and gains was primarily related to the gain on disposal of subsidiaries.

Selling and distribution expenses

During the 2022 Period, selling and distribution expenses were approximately HK\$3.01 million, which represented an increase of approximately HK\$1.82 million, or 152.94%, from approximately HK\$1.19 million for the 2021 Period.

Administrative expenses

During the 2022 Period, administrative expenses were approximately HK\$103.31 million, which represented an increase of approximately HK\$7.78 million, or 8.14%, from approximately HK\$95.53 million for the 2021 Period. The increase in administrative expenses was mainly due to the professional fee for the disposal of subsidiaries.

Other expenses

During the 2022 Period, other expenses were approximately HK\$5.56 million, which represented an increase of approximately HK\$3.68 million, or 195.74%, from approximately HK\$1.88 million for the 2021 Period. The increase in other expenses was mainly due to provision for compensation for Guangzhou project.

Finance costs

During the 2022 Period, finance costs were approximately HK\$293.28 million, representing an increase of approximately HK\$2.04 million, or 0.70%, from approximately HK\$291.24 million for the 2021 Period. The finance costs included: (i) interest on bank and other loans of approximately HK\$108.41 million (2021 Period: approximately HK\$107.12 million); and (ii) interest on USD guaranteed bonds of approximately HK\$184.87 million (2021 Period: approximately HK\$184.12 million).

Share of profits and losses of joint ventures

During the 2022 Period, the share of losses of joint ventures of approximately HK\$4.34 million as compared to share of profits of joint ventures of approximately HK\$85.56 million for the 2021 Period, which was primarily related to the increase in fair value increment in investment properties of BIPL for 2021 Period while no fair value change in investment properties for 2022 Period.

Share of losses of associates

During the 2022 Period, the share of losses of associates of approximately HK\$2.67 million was contributed by share the results of Beijing Health Holdings Limited, a listed company on The Stock Exchange of Hong Kong Limited and Beijing Enterprises City Investment Holdings Group Co., Ltd. (“BE City Investment”).

Income tax expense

Income tax expense for the 2022 Period included current income tax of HK\$47.53 million (2021 Period: HK\$5.49 million). Deferred tax expense for the 2022 Period was HK\$164.82 million (2021 Period: HK\$31.25 million) which arose from the change in the fair value of investment properties.

Investment properties

Investment properties decreased by approximately HK\$3,636.06 million, which was mainly due to the net effect of (i) the construction of warehouse of HK\$22.10 million; (ii) the increase in fair value of HK\$362.81 million; (iii) the transfer of HK\$3,321.54 million to assets of disposal group classified as held for sale; and (iv) the exchange realignment of HK\$699.43 million.

Goodwill

Goodwill represented the acquisition in previous years for logistics warehouse business and commercial property business. The decrease in balance was due to reallocation of goodwill to assets of disposal group classified as held for sale.

Interests in joint ventures

Interests in joint ventures decreased by approximately HK\$17.19 million, mainly due to the net effect of (i) share of losses of HK\$4.34 million during the 2022 Period; and (ii) the exchange realignment of HK\$9.85 million during the 2022 Period.

Interests in associates

Interests in associates decreased by approximately HK\$27.07 million, mainly due to the net effect of (i) share of losses of HK\$2.67 million during the 2022 Period; (ii) share of translation reserve of HK\$10.18 million; and (iii) the exchange realignment of HK\$13.42 million.

Equity investments at fair value through other comprehensive income

Equity investments increased by approximately HK\$157.09 million, which was mainly attributable to the remaining 10% shareholding of BIPL.

Land held for development or sale

Land held for development or sale mainly represented lands located in Cambodia for the primary land development business.

Properties under development or held for sale

Properties under development or held for sale represented properties located in Jiangsu for the industrial property business. The increase in balance was mainly due to construction progress during the 2022 Period.

Cash and cash equivalents (including restricted cash)

Cash and cash equivalents decreased by HK\$412.08 million, mainly due to the net effect of (i) proceeds from disposal of subsidiaries of HK\$1,616.53 million; (ii) net repayment of bank and other borrowings of HK\$929.03 million; (iii) interest paid of HK\$269.60 million; (iv) addition of investment properties of HK\$22.10 million; (v) settlement for the construction cost of land held for development or sale of HK\$382.14 million; and (vi) settlement of funding granted by Beijing Enterprises City Development Group Limited (“BE City”, the intermediate holding company of the Company) of HK\$422.94 million.

Held for sale

Held for sale represented assets and liabilities of disposal groups from (i) 6 logistic groups; and (ii) CS Group, TCIII Group, TCIV Group and WZ Group. The disposal groups are required to undergo the process of Public Tender through an approved equity exchange in accordance with the relevant PRC laws and regulations governing the disposal of State-controlled assets. As the transaction has not been completed, the assets and liabilities from the Disposal Group are classified into held for sale as at 30 June 2022. For more details, please refer to (i) the announcements of the Company dated 18 March 2022, and the circular of the Company dated 3 August 2022; and (ii) the announcements of the Company dated 28 January 2022, and the circular of the Company dated 3 March 2022.

Due to other related parties

Due to other related parties decreased by HK\$471.43 million (non-current portion decreased by HK\$7.91 million and current portion decreased by HK\$463.52 million), mainly due to the net effect of (i) settlement of funding granted by BE City of HK\$422.94 million; (ii) settlement of interest payable to a loan from Beijing Enterprises City Development Limited (“BE City Development”, a fellow subsidiary of the Company) of HK\$55.16 million; and (iii) funding granted by the non-controlling shareholder of the Company’s subsidiary located in Singapore of HK\$12.83 million.

Bank and other borrowings

Bank and other borrowings decreased by HK\$1,397.53 million (non-current portion decreased by HK\$765.59 million and current portion decreased by HK\$631.94 million), mainly due to the net effect of (i) utilizing to finance for the construction and operation of projects in the PRC of HK\$395.24 million; (ii) transfer of bank and other borrowings to liabilities directly associated with the assets of disposal groups classified as held for sale of HK\$422.86 million; (iii) settlement of funding granted from BE City Development of HK\$725.04 million; and (iv) settlement of bank and other borrowings of HK\$599.23 million.

Guaranteed bonds

Guaranteed bonds represented a 3 years’ period bond issued in February 2020 which has a par value of USD600 million and additionally issued in August 2020 which has a par value of USD150 million. The Group repurchased a par value of USD10.30 million in 2021.

Liquidity and financial resources

As at 30 June 2022, for accounting purposes, the Group had total borrowings of approximately HK\$9,343.06 million (31 December 2021: approximately HK\$10,728.07 million) which included: (i) approximately HK\$3,593.18 million from bank and other borrowings; and (ii) approximately HK\$5,749.88 million from USD guaranteed bonds. The Group's gearing ratio, which was defined as sum of bank and other borrowings and guaranteed bonds, net of cash and cash equivalents and restricted cash, divided by the total equity, was approximately 159.97% (31 December 2021: approximately 168.80%).

As at 30 June 2022, the Group's balance of bank and other borrowings amounted to approximately HK\$3,593.18 million, which was denominated in United States dollars ("USD"), Hong Kong dollars ("HK\$") and Renminbi ("RMB") as to 29.71%, 22.61% and 47.68%, respectively. 48.23% of these bank and other borrowings was repayable less than one year. As at 30 June 2022, the Group's cash and bank balances amounted to approximately HK\$776.20 million, which were denominated in USD, HK\$ and RMB as to 37.19%, 27.95% and 34.86%, respectively. Bank and other borrowings of an aggregate amount of HK\$3,358.98 million bear interest at floating rates, the USD guaranteed bonds issued in February 2020 and August 2020 bear coupon rates of 5.95% per annum. The cash and bank balances, together with the unutilized banking facilities, are sufficient to finance the Group's businesses at the moment.

As at 30 June 2022, the Group's current ratio and quick ratio were approximately 84.73% and 65.15%, respectively (31 December 2021: approximately 131.25% and 97.31%, respectively).

The net total borrowings of the Group as at 30 June 2022 (total borrowings less cash and cash equivalents and restricted cash) was HK\$8,566.86 million (31 December 2021: HK\$9,539.79 million), representing a decrease of HK\$972.93 million as compared to the previous year.

Contingent liabilities

As at 30 June 2022, the Group had no contingent liabilities (31 December 2021: Nil).

Capital expenditures

During the 2022 Period, the Group spent approximately HK\$22.61 million (2021 Period: approximately HK\$26.66 million) as capital expenditures, which consisted of the purchase of property, plant and equipment, investment properties and prepaid land lease payments.

Capital commitments

As at 30 June 2022, the Group had outstanding contracted capital commitments amounted to approximately HK\$879.76 million in aggregate which comprised commitments for:

- the outstanding construction costs of approximately RMB642.96 million (equivalent to approximately HK\$752.90 million) committed for logistic facilities and industrial plants.
- the outstanding capital injection of approximately RMB105 million (equivalent to approximately HK\$122.96 million) payable for BE City Investment.
- the outstanding capital injection of approximately USD500,000 (equivalent to approximately HK\$3.9 million) payable for a joint venture.

Treasury policies

The Group adopts conservative treasury and risk management policies and controls tightly over its cash. The Group's cash and cash equivalents are held mainly in HK\$, RMB and USD. Surplus cash is generally placed in short term deposits denominated in these currencies.

Foreign exchange exposure

The Group mainly operates in the PRC with most of the domestic transactions settled in RMB for its PRC business and the Company's financing activities are mainly determine in USD. Meanwhile, fluctuations of exchanges rates would impact our net assets value due to currency translation upon consolidation. If RMB appreciated/depreciated against HK\$, the Group would record a(n) increase/decrease in our net assets value, as part of the Group's borrowings and cash balances are denominated in HK\$ and USD. During the 2022 Period, the Group did not employ financial instruments for hedging its exposures to foreign currency risk. The Group will closely monitor its exposures to fluctuation in foreign currencies' exchange rates as exchange rate fluctuation of foreign currencies against RMB may have a material financial impact on our Group.

Charges on assets

As at 30 June 2022, the Group had bank loans with principal amounts of approximately HK\$1,471.79 million being secured by certain investment properties, cash and bank balances, trade receivables and equity interests in certain subsidiaries of the Group and all of which were guaranteed by the Company.

Litigations

As at 30 June 2022, the Group had no pending litigation.

INTERIM DIVIDEND

The Board has resolved not to recommended the payment of an interim dividend for the six months ended 30 June 2022 (six months ended 30 June 2021: Nil).

EMPLOYEES AND REMUNERATION POLICIES

As at 30 June 2022, the Group had a total of 523 (30 June 2021: 515) employees. Total staff cost incurred during the 2022 Period amounted to approximately HK\$51.81 million (2021 period: HK\$48.21 million)(including staff cost and directors' remuneration). The employees are remunerated based on their work performance, professional experiences and prevailing industry practices. The Group's employee remuneration policy and packages are periodically reviewed by the management. Apart from pension funds, discretionary bonuses and share options are awarded to certain employees according to the assessment of individual performance.

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES OF THE COMPANY

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities during the six months ended 30 June 2022.

SUFFICIENCY OF PUBLIC FLOAT

Based on the information that is publicly available to the Company and within the knowledge of the directors, as at the date of this announcement, the Company has maintained a sufficient public float as required under the Listing Rules.

COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE (THE "CG CODE")

In the opinion of the directors of the Company, the Company has complied with the Corporate Governance Code set out in Appendix 14 to the Rules Governing of the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules") throughout the six months ended 30 June 2022, except as disclosed herein below.

Under code provision C.1.6, independent non-executive directors and non-executive directors should attend general meetings to develop a balanced understanding of the views of shareholders. During the six months ended 30 June 2022, not all independent non-executive directors attended general meetings of the Company due to other business engagements, which deviates from code provision C.1.6.

Under code provision F.2.2, the chairman of the board should attend the Annual General Meeting and invite the chairmen of the audit, remuneration, nomination and any other committees (as appropriate) to attend. However, the chairman of the board was unable to attend the annual general meeting held on 15 June 2022 (the “2022 AGM”) due to his other business commitments. Our chairman appointed Mr. Siu Kin Wai, the executive director of the Company, to chair the meeting on his behalf and the chairmen of the audit, remuneration and nomination committees also attended the 2022 AGM.

The Company reviews its corporate governance practices from time to time to ensure compliance with the CG Code.

COMPLIANCE WITH THE MODEL CODE FOR DIRECTORS’ SHARE DEALING

The Company has adopted the Model Code as set out in Appendix 10 to the Listing Rules as the code of conduct in respect of securities transactions of the directors. Having made specific enquiry of all directors, the Company has confirmed that all directors have complied with the required standards set out in the Model Code and its code of conduct regarding director’s securities transaction during the six months ended 30 June 2022.

AUDIT COMMITTEE

The audit committee of the Company was established in accordance with the requirements of the CG Code as set out in Appendix 14 to the Listing Rules. It comprises five independent non-executive directors of the Company to review on matters regarding internal controls, risk management and financial reporting of the Group, including review of the unaudited results for the six months ended 30 June 2022 and considers that appropriate accounting policies have been adopted in the preparation of relevant results and sufficient disclosures have been made.

During the six months ended 30 June 2022, the audit committee members are all independent non-executive directors. Members of the audit committee are Mr. Goh Gen Cheung (Chairman), Mr. Zhu Wuxiang, Mr. James Chan, Mr. Song Lishui and Mr. Xie Ming.

PUBLICATION OF RESULTS ANNOUNCEMENT AND INTERIM REPORT

This results announcement is published on the websites of the Company (www.bphl.com.hk) and The Stock Exchange of Hong Kong Limited (www.hkexnews.hk). The 2022 interim report of the Company will be dispatched to the shareholders of the Company in September 2022 and available on the above websites in due course.

APPRECIATION

The Board would like to express our appreciation to our shareholders, customers, banks and business partners for their continuous trust and support, and also to all of our staff for their dedicated efforts in facilitating the Group's business restructuring and perseverance in face of challenges.

By Order of the Board
Beijing Properties (Holdings) Limited
Cheng Ching Fu
Company Secretary

Hong Kong, 30 August 2022

As at the date of this announcement, Mr. Qian Xu, Mr. Zhao Jiansuo, Mr. Siu Kin Wai, Mr. Zhang Xudong, Mr. Dong Qilin, Mr. Cheng Ching Fu, Mr. Yu Luning, Mr. Ng Kin Nam and Mr. Ren Lin are the executive Directors; and Mr. Goh Gen Cheung, Mr. Zhu Wuxiang, Mr. James Chan, Mr. Song Lishui and Mr. Xie Ming are the independent non-executive Directors.