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Trip.com Group™

携程集团

Trip.com Group Limited

攜程集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 9961)

ANNOUNCEMENT OF THE SECOND QUARTER AND FIRST HALF OF 2023 RESULTS

Trip.com Group Limited hereby announces its second quarter and first half of 2023 results (the “**2023 Q2 and H1 Results Announcement**”). The 2023 Q2 and H1 Results Announcement is provided to our shareholders as our interim report for the six months ended June 30, 2023 under Rule 13.48(1) of the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange (the “**Hong Kong Listing Rules**”). The 2023 Q2 and H1 Results Announcement is available for viewing on the website of the Hong Kong Stock Exchange at www.hkexnews.hk and our website at investors.trip.com.

By order of the Board
Trip.com Group Limited
James Jianzhang Liang
Executive Chairman of the Board

Hong Kong, September 5, 2023

As of the date of this announcement, the board of directors of the Company comprises Mr. James Jianzhang Liang, Mr. Min Fan, Ms. Jane Jie Sun, and Mr. Junjie He as directors, and Mr. Neil Nanpeng Shen, Mr. Qi Ji, Mr. Gabriel Li and Mr. JP Gan as independent directors.

Trip.com Group Limited Reports Unaudited Second Quarter and First Half of 2023 Financial Results

Shanghai, China, September 5, 2023 — Trip.com Group Limited (Nasdaq: TCOM; HKEX: 9961) (“**Trip.com Group**” or the “**Company**”), a leading one-stop travel service provider of accommodation reservation, transportation ticketing, packaged tours, and corporate travel management, today announced its unaudited financial results for the second quarter and first half of 2023.

Key Highlights for the Second Quarter of 2023

- **Domestic and international business continued to show robust recovery in the second quarter of 2023**
 - Domestic hotel bookings grew by 170% year over year and by over 60% compared to the pre-COVID level for the same period in 2019.
 - Outbound hotel and air reservations recovered to over 60% of the pre-COVID level for the same period in 2019, surpassing the industry-wide recovery rate of 37% in terms of international air passenger volume for the same period.
 - Air ticket bookings on the Company’s global OTA platform grew by over 120% year over year and nearly doubled compared to the pre-COVID level for the same period in 2019.
- **The Company delivered strong results in the second quarter of 2023**
 - Total net revenue increased by 180% year over year and exceeded the pre-COVID level for the same period in 2019 by 29%.
 - Net income for the second quarter was RMB648 million (US\$91 million), which improved from RMB43 million for the same period in 2022.
 - Adjusted EBITDA for the second quarter was RMB3.7 billion (US\$507 million). Adjusted EBITDA margin was 33%, compared to 9% for the same period in 2022 and 31% for the previous quarter.

“During the second quarter of 2023, the demand for both domestic and international travel remained resilient.” said James Liang, Executive Chairman. “Despite limited air capacity recovery, the robust rebound of travel activities reflects travelers’ strong desire to explore the world. We remain optimistic about the enduring demand for travel and the long-term market outlook.”

“We are encouraged by our solid results in the second quarter,” said Jane Sun, Chief Executive Officer. “With the thriving market demand and our outstanding performance, we are poised to take the lead in driving the industry’s recovery and actively creating an abundance of job opportunities alongside our esteemed business partners.”

Second Quarter of 2023 Financial Results and Business Updates

The Company's business continued to recover significantly since the pent-up demand for travel remains strong, which led to an increasing volume of travel bookings.

For the second quarter of 2023, Trip.com Group reported net revenue of RMB11.2 billion (US\$1.6 billion), representing a 180% increase from the same period in 2022 and a 22% increase from the previous quarter, primarily due to the substantial recovery of travel market.

Accommodation reservation revenue for the second quarter of 2023 was RMB4.3 billion (US\$591 million), representing a 216% increase from the same period in 2022 and a 23% increase from the previous quarter, primarily due to the substantial recovery of travel market.

Transportation ticketing revenue for the second quarter of 2023 was RMB4.8 billion (US\$664 million), representing a 173% increase from the same period in 2022 and a 16% increase from the previous quarter, primarily due to the substantial recovery of travel market.

Packaged-tour revenue for the second quarter of 2023 was RMB722 million (US\$100 million), representing a 492% increase from the same period in 2022 and an 87% increase from the previous quarter, primarily due to the substantial recovery of travel market.

Corporate travel revenue for the second quarter of 2023 was RMB584 million (US\$81 million), representing a 178% increase from the same period in 2022 and a 31% increase from the previous quarter, primarily due to the substantial recovery of travel market.

Cost of revenue for the second quarter of 2023 increased by 106% to RMB2.0 billion (US\$277 million) from the same period in 2022 and increased by 23% from the previous quarter, primarily due to the substantial recovery of travel market. Cost of revenue as a percentage of net revenue was 18% for the second quarter of 2023.

Product development expenses for the second quarter of 2023 increased by 67% to RMB3.0 billion (US\$407 million) from the same period in 2022 and increased by 10% from the previous quarter, primarily due to an increase in product development personnel related expenses. Product development expenses as a percentage of net revenue was 26% for the second quarter of 2023.

Sales and marketing expenses for the second quarter of 2023 increased by 185% to RMB2.4 billion (US\$325 million) from the same period in 2022 and increased by 34% from the previous quarter, primarily due to an increase in expenses relating to sales and marketing promotion activities. Sales and marketing expenses as a percentage of net revenue was 21% for the second quarter of 2023.

General and administrative expenses for the second quarter of 2023 increased by 58% to RMB955 million (US\$132 million) from the same period in 2022 primarily due to an increase in general and administrative personnel related expenses and increased by 7% from the previous quarter. General and administrative expenses as a percentage of net revenue was 8% for the second quarter of 2023.

Income tax expense for the second quarter of 2023 was RMB562 million (US\$77 million), compared to RMB173 million for the same period in 2022 and RMB341 million for the previous quarter. The change in Trip.com Group's effective tax rate was primarily due to the combined impacts of changes in respective profitability of its subsidiaries with different tax rates, certain non-taxable income or loss resulting from the fair value changes in equity securities investments and exchangeable senior notes, and changes in valuation allowance provided for deferred tax assets.

Net income for the second quarter of 2023 was RMB648 million (US\$91 million), compared to RMB43 million for the same period in 2022 and RMB3.4 billion for the previous quarter. Adjusted EBITDA for the second quarter of 2023 was RMB3.7 billion (US\$507 million), compared to RMB355 million for the same period in 2022 and RMB2.8 billion for the previous quarter. Adjusted EBITDA margin was 33% for the second quarter of 2023, compared to 9% for the same period in 2022 and 31% for the previous quarter.

Net income attributable to Trip.com Group's shareholders for the second quarter of 2023 was RMB631 million (US\$89 million), compared to RMB69 million for the same period in 2022 and RMB3.4 billion for the previous quarter. Excluding share-based compensation charges, fair value changes of equity securities investments and exchangeable senior notes recorded in other income/(expense) and their tax effects, non-GAAP net income attributable to Trip.com Group's shareholders for the second quarter of 2023 was RMB3.4 billion (US\$475 million), compared to non-GAAP net loss attributable to Trip.com Group's shareholders of RMB203 million for the same period in 2022 and non-GAAP net income attributable to Trip.com Group's shareholders of RMB2.1 billion for the previous quarter.

Diluted earnings per ordinary share and per ADS was RMB0.94 (US\$0.13) for the second quarter of 2023. Excluding share-based compensation charges, fair value changes of equity securities investments and exchangeable senior notes and their tax effects, non-GAAP diluted earnings per ordinary share and per ADS was RMB5.11 (US\$0.70) for the second quarter of 2023. Each ADS currently represents one ordinary share of the Company.

As of June 30, 2023, the balance of cash and cash equivalents, restricted cash, short-term investment, held to maturity time deposit and financial products was RMB75.0 billion (US\$10.3 billion).

Conference Call

Trip.com Group's management team will host a conference call at 8:00 PM EST on September 4, 2023 (or 8:00 AM CST on September 5, 2023) following this announcement.

The conference call will be available live on Webcast and for replay at: <https://investors.trip.com>. The call will be archived for twelve months on our website.

All participants must pre-register to join this conference call using the Participant Registration link below:

<https://register.vevent.com/register/BI90bc7b46919e4b55a896bf30b59d4a4a>

Upon registration, each participant will receive details for this conference call, including dial-in numbers and a unique access PIN. To join the conference, please dial the number provided, enter your PIN, and you will join the conference instantly.

Safe Harbor Statement

This announcement contains forward-looking statements. These statements are made under the "safe harbor" provisions of the U.S. Private Securities Litigation Reform Act of 1995. These forward-looking statements can be identified by terminology such as "may," "will," "expect," "anticipate," "future," "intend," "plan," "believe," "estimate," "is/are likely to," "confident" or other similar statements. Among other things, quotations from management in this press release, as well as Trip.com Group's strategic and operational plans, contain forward-looking statements. Forward-looking statements involve inherent risks and uncertainties. A number of important factors could cause actual results to differ materially from those contained in any forward-looking statement. Potential risks and uncertainties include, but are not limited to, severe or prolonged downturn in the global or Chinese economy, general declines or disruptions in the travel industry, volatility in the trading price of Trip.com Group's ADSs or shares, Trip.com Group's reliance on its relationships and contractual arrangements with travel suppliers and strategic alliances, failure to compete against new and existing competitors, failure to successfully manage current growth and potential future growth, risks associated with any strategic investments or acquisitions, seasonality in the travel industry in the relevant jurisdictions where Trip.com Group operates, failure to successfully develop Trip.com Group's existing or future business lines, damage to or failure of Trip.com Group's infrastructure and technology, loss of services of Trip.com Group's key executives, the impact of COVID-19 to Trip.com Group's business operations, adverse changes in economic and political policies of the PRC government, inflation in China, risks and uncertainties associated with PRC laws and regulations with respect to the ownership structure of the variable interest entities and the contractual arrangements among Trip.com Group, the variable interest entities and their shareholders, and other risks outlined in Trip.com Group's filings with the U.S. Securities and Exchange Commission or the Stock Exchange of Hong Kong Limited. All information provided in this press release and in the attachments is as of the date of the issuance, and Trip.com Group does not undertake any obligation to update any forward-looking statement, except as required under applicable law.

About Non-GAAP Financial Measures

To supplement Trip.com Group’s consolidated financial statements, which are prepared and presented in accordance with United States Generally Accepted Accounting Principles (“GAAP”), Trip.com Group uses non-GAAP financial information related to adjusted net income attributable to Trip.com Group Limited, adjusted EBITDA, adjusted EBITDA margin, and adjusted diluted earnings per ordinary share and per ADS, each of which is adjusted from the most comparable GAAP result to exclude the share-based compensation charges that are not tax deductible, fair value changes of equity securities investments and exchangeable senior notes, net of tax, and other applicable items. Trip.com Group’s management believes the non-GAAP financial measures facilitate better understanding of operating results from quarter to quarter and provide management with a better capability to plan and forecast future periods.

Non-GAAP information is not prepared in accordance with GAAP, does not have a standardized meaning under GAAP, and may be different from non-GAAP methods of accounting and reporting used by other companies. The presentation of this additional information should not be considered a substitute for GAAP results. A limitation of using non-GAAP financial measures is that non-GAAP measures exclude share-based compensation charges, fair value changes of equity securities investments and exchangeable senior notes and their tax effects that have been and will continue to be significant recurring expenses in Trip.com Group’s business for the foreseeable future.

Reconciliations of Trip.com Group’s non-GAAP financial data to the most comparable GAAP data included in the consolidated statement of operations are included at the end of this press release.

About Trip.com Group Limited

Trip.com Group Limited (Nasdaq: TCOM; HKEX: 9961) is a leading global one-stop travel platform, integrating a comprehensive suite of travel products and services and differentiated travel content. It is the go-to destination for travelers in China, and increasingly for travelers around the world, to explore travel, get inspired, make informed and cost-effective travel bookings, enjoy hassle-free on-the-go support, and share travel experience. Founded in 1999 and listed on Nasdaq in 2003 and HKEX in 2021, the Company currently operates under a portfolio of brands, including Ctrip, Qunar, Trip.com, and Skyscanner, with the mission “to pursue the perfect trip for a better world.”

For further information, please contact:

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Trip.com Group Limited
Unaudited Consolidated Balance Sheets
(In millions, except share and per share data)

	December 31, 2022	June 30, 2023	June 30, 2023
	<u>RMB (million)</u>	<u>RMB (million)</u>	<u>USD (million)</u>
ASSETS			
Current assets:			
Cash, cash equivalents and restricted cash	18,487	36,843	5,080
Short-term investments	25,545	18,532	2,556
Accounts receivable, net	5,486	10,689	1,474
Prepayments and other current assets	11,917	17,028	2,348
	<u>61,435</u>	<u>83,092</u>	<u>11,458</u>
Total current assets			
Property, equipment and software	5,204	5,192	716
Intangible assets and land use rights	12,825	12,738	1,757
Right-of-use asset	819	715	99
Investments (Includes held to maturity time deposit and financial products of RMB15,527 million and RMB19,581 million as of December 31, 2022 and June 30, 2023, respectively)	50,177	54,757	7,551
Goodwill	59,337	59,382	8,189
Other long-term assets	570	624	86
Deferred tax asset	1,324	1,716	237
	<u>191,691</u>	<u>218,216</u>	<u>30,093</u>
Total assets			

	December 31, 2022 RMB (million)	June 30, 2023 RMB (million)	June 30, 2023 USD (million)
LIABILITIES			
Current liabilities:			
Short-term debt and current portion of long-term debt	32,674	32,414	4,470
Accounts payable	7,569	14,729	2,031
Advances from customers	8,278	13,505	1,862
Other current liabilities	12,718	15,029	2,073
Total current liabilities	<u>61,239</u>	<u>75,677</u>	<u>10,436</u>
Deferred tax liability	3,487	3,647	503
Long-term debt	13,177	19,697	2,716
Long-term lease liability	534	484	67
Other long-term liabilities	235	310	43
Total liabilities	<u><u>78,672</u></u>	<u><u>99,815</u></u>	<u><u>13,765</u></u>
SHAREHOLDERS' EQUITY			
Total Trip.com Group Limited shareholders' equity	112,283	117,649	16,224
Non-controlling interests	736	752	104
Total shareholders' equity	<u>113,019</u>	<u>118,401</u>	<u>16,328</u>
Total liabilities and shareholders' equity	<u><u>191,691</u></u>	<u><u>218,216</u></u>	<u><u>30,093</u></u>

Trip.com Group Limited
Unaudited Consolidated Statements of Income/(Loss)
(In millions, except share and per share data)

	Three Months Ended				Six Months Ended		
	June 30, 2022 RMB (million)	March 31, 2023 RMB (million)	June 30, 2023 RMB (million)	June 30, 2023 USD (million)	June 30, 2022 RMB (million)	June 30, 2023 RMB (million)	June 30, 2023 USD (million)
Revenue:							
Accommodation reservation	1,357	3,480	4,285	591	2,807	7,765	1,071
Transportation ticketing	1,763	4,156	4,814	664	3,426	8,970	1,237
Packaged-tour	122	386	722	100	246	1,108	153
Corporate travel	210	445	584	81	432	1,029	142
Others	564	744	857	118	1,216	1,601	221
Total revenue	4,016	9,211	11,262	1,554	8,127	20,473	2,824
Less: Sales tax and surcharges	(5)	(13)	(15)	(2)	(7)	(28)	(4)
Net revenue	4,011	9,198	11,247	1,552	8,120	20,445	2,820
Cost of revenue	(976)	(1,637)	(2,007)	(277)	(2,043)	(3,644)	(502)
Gross profit	3,035	7,561	9,240	1,275	6,077	16,801	2,318
Operating expenses:							
Product development *	(1,772)	(2,674)	(2,953)	(407)	(3,746)	(5,627)	(776)
Sales and marketing *	(826)	(1,755)	(2,355)	(325)	(1,669)	(4,110)	(567)
General and administrative *	(604)	(891)	(955)	(132)	(1,188)	(1,846)	(255)
Total operating expenses	(3,202)	(5,320)	(6,263)	(864)	(6,603)	(11,583)	(1,598)
(Loss)/income from operations	(167)	2,241	2,977	411	(526)	5,218	720
Interest income	544	441	513	71	1,135	954	132
Interest expense	(351)	(486)	(555)	(77)	(692)	(1,041)	(144)
Other income/(expense)	469	1,652	(1,961)	(270)	(238)	(309)	(43)
Income/(loss) before income tax expense and equity in income of affiliates	495	3,848	974	135	(321)	4,822	665

	Three Months Ended				Six Months Ended		
	June 30, 2022 RMB (million)	March 31, 2023 RMB (million)	June 30, 2023 RMB (million)	June 30, 2023 USD (million)	June 30, 2022 RMB (million)	June 30, 2023 RMB (million)	June 30, 2023 USD (million)
Income tax expense	(173)	(341)	(562)	(77)	(159)	(903)	(124)
Equity in (loss)/gain of affiliates	(279)	(133)	236	33	(478)	103	14
Net income/(loss)	43	3,374	648	91	(958)	4,022	555
Net loss/(income) attributable to non-controlling interests	26	1	(17)	(2)	38	(16)	(2)
Net income/(loss) attributable to Trip.com Group Limited	69	3,375	631	89	(920)	4,006	553
Earnings/(losses) per ordinary share							
— Basic	0.10	5.18	0.97	0.13	(1.42)	6.14	0.85
— Diluted	0.10	5.02	0.94	0.13	(1.42)	5.98	0.82
Earnings/(losses) per ADS							
— Basic	0.10	5.18	0.97	0.13	(1.42)	6.14	0.85
— Diluted	0.10	5.02	0.94	0.13	(1.42)	5.98	0.82
Weighted average ordinary shares outstanding							
— Basic	647,866,001	651,849,468	653,392,956	653,392,956	647,843,829	652,625,256	652,625,256
— Diluted	650,906,465	672,743,729	671,942,381	671,942,381	647,843,829	670,838,392	670,838,392

* Share-based compensation included in Operating expenses above is as follows:

Product development	146	179	234	32	253	413	57
Sales and marketing	28	31	44	6	46	75	10
General and administrative	130	168	219	30	228	387	53

Trip.com Group Limited
Unaudited Reconciliation of GAAP and Non-GAAP Results

(In millions, except %, share and per share data)

	Three Months Ended				Six Months Ended		
	June 30, 2022 RMB (million)	March 31, 2023 RMB (million)	June 30, 2023 RMB (million)	June 30, 2023 USD (million)	June 30, 2022 RMB (million)	June 30, 2023 RMB (million)	June 30, 2023 USD (million)
Net income/(loss)	43	3,374	648	91	(958)	4,022	555
Less: Interest income	(544)	(441)	(513)	(71)	(1,135)	(954)	(132)
Add: Interest expense	351	486	555	77	692	1,041	144
Add: Other (income)/expense	(469)	(1,652)	1,961	270	238	309	43
Add: Income tax expense	173	341	562	77	159	903	124
Add: Equity in loss/(income) of affiliates	279	133	(236)	(33)	478	(103)	(14)
(Loss)/income from operations	(167)	2,241	2,977	411	(526)	5,218	720
Add: Share-based compensation	304	378	497	68	527	875	120
Add: Depreciation and amortization	218	201	204	28	445	405	56
Adjusted EBITDA	355	2,820	3,678	507	446	6,498	896
Adjusted EBITDA margin	9%	31%	33%	33%	5%	32%	32%
Net income/(loss) attributable to Trip.com Group Limited	69	3,375	631	89	(920)	4,006	553
Add: Share-based compensation	304	378	497	68	527	875	120
Add: (Gain)/loss from fair value changes of equity securities investments and exchangeable senior notes	(668)	(1,648)	2,351	324	117	703	97
Add: Tax effects on fair value changes of equity securities investments and exchangeable senior notes	92	(40)	(45)	(6)	37	(85)	(12)
Non-GAAP net (loss)/income attributable to Trip.com Group Limited	(203)	2,065	3,434	475	(239)	5,499	758

Three Months Ended				Six Months Ended		
June 30, 2022 RMB (million)	March 31, 2023 RMB (million)	June 30, 2023 RMB (million)	June 30, 2023 USD (million)	June 30, 2022 RMB (million)	June 30, 2023 RMB (million)	June 30, 2023 USD (million)

Weighted average ordinary shares outstanding — Diluted-non GAAP	647,866,001	672,743,729	672,031,445	672,031,445	647,843,829	670,838,392	670,838,392
Non-GAAP Diluted (losses)/income per share	(0.31)	3.07	5.11	0.70	(0.37)	8.20	1.13
Non-GAAP Diluted (losses)/income per ADS	(0.31)	3.07	5.11	0.70	(0.37)	8.20	1.13

Notes for all the condensed consolidated financial schedules presented:

Note 1: The conversion of Renminbi (RMB) into U.S. dollars (USD) is based on the certified exchange rate of USD1.00=RMB7.2513 on June 30, 2023 published by the Federal Reserve Board.

RECONCILIATION BETWEEN U.S. GAAP AND IFRS

The unaudited consolidated statements of income/(loss) for the six month ended June 30, 2023 and the unaudited consolidated balance sheet as of June 30, 2023 (collectively, the “**Unaudited Interim Financial Statements**”) of Trip.com Group Limited (the “**Company**”), its subsidiaries, the variable interest entities, and the subsidiaries of the variable interest entities (collectively, the “**Group**”) are prepared in accordance with the accounting principles generally accepted in the United States of America (the “**U.S. GAAP**”), and the differences between U.S. GAAP and the International Financial Reporting Standards (the “**IFRS**”) issued by the International Accounting Standards Board (together, the “**Reconciliation Statement**”) have been disclosed in the Appendix — Reconciliation Between U.S. GAAP and IFRS attached herein.

PricewaterhouseCoopers, the auditor of the Company in Hong Kong, has performed a limited assurance engagement on the Reconciliation Statement in accordance with International Standards on Assurance Engagements 3000 (Revised) “Assurance Engagements Other Than Audits or Reviews of Historical Financial Information” issued by the International Auditing and Assurance Standards Board.

Appendix

The Unaudited Interim Financial Statements of the Group are prepared in accordance with U.S. GAAP, which differ in certain respects from IFRS. The effects of material differences between the Unaudited Interim Financial Statements prepared under U.S. GAAP and IFRS are as follows:

Reconciliation of unaudited consolidated statements of income/(loss)

For the six-month ended June 30, 2023

	IFRS adjustments								Amounts under IFRS
	Amounts as reported under U.S. GAAP	Share-based compensation Note(i)	Leases Note(ii)	Equity securities without readily determinable fair values Note(iii)	Available- for-sale debt investments Note(iv)	Equity method investments Note(v)	Issuance Cost Note(vi)	Software Note(vii)	
(RMB in millions)									
Cost of revenues	(3,644)	—	—	—	—	—	—	—	(3,644)
Product development	(5,627)	32	—	—	—	—	—	—	(5,595)
Sales and marketing	(4,110)	6	—	—	—	—	—	—	(4,104)
General and Administrative	(1,846)	30	21	—	—	—	—	—	(1,795)
Income from operations	5,218	68	21	—	—	—	—	—	5,307
Interest expense	(1,041)	—	(16)	—	—	—	—	—	(1,057)
Fair value changes on investments measured at fair value through profit or loss	—	—	—	(1)	(46)	—	—	—	(47)
Other expense	(309)	—	—	—	—	—	—	—	(309)
Income/(loss) before income tax expense and equity in income/ (loss) of affiliates	4,822	68	5	(1)	(46)	—	—	—	4,848
Income tax expense	(903)	—	—	(3)	—	—	—	—	(906)
Equity in income/(loss) of affiliates	103	—	—	—	—	(2)	—	—	101
Net Income/(loss)	4,022	68	5	(4)	(46)	(2)	—	—	4,043

	IFRS adjustments								Amounts under IFRS
	Amounts as reported under U.S. GAAP	Share-based compensation Note(i)	Leases Note(ii)	Equity securities without readily determinable fair values Note(iii)	Available- for-sale debt investments Note(iv)	Equity method investments Note(v)	Issuance Cost Note(vi)	Software Note(vii)	
(RMB in millions)									
Cost of revenues	(2,043)	—	4	—	—	—	—	—	(2,039)
Product development	(3,746)	26	—	—	—	—	—	—	(3,720)
Sales and marketing	(1,669)	5	—	—	—	—	—	—	(1,664)
General and administrative	(1,188)	24	(16)	—	—	—	—	—	(1,180)
(Loss)/income from operations	(526)	55	(12)	—	—	—	—	—	(483)
Interest expense	(692)	—	(22)	—	—	—	—	—	(714)
Fair value changes on investments measured at fair value through profit or loss	—	—	—	51	(160)	—	—	—	(109)
Other (expense)/income	(238)	—	—	—	344	—	—	—	106
(Loss)/income before income tax expense and equity in loss of affiliates	(321)	55	(34)	51	184	—	—	—	(65)
Income tax expense	(159)	—	—	(1)	(25)	—	—	—	(185)
Equity in loss of affiliates	(478)	—	—	—	—	(0)	—	—	(478)
Net (loss)/income	(958)	55	(34)	50	159	(0)	—	—	(728)

Reconciliation of unaudited consolidated balance sheets

	As of June 30, 2023								
	IFRS adjustments								
	Amounts as reported under U.S. GAAP	Share-based compensation Note(i)	Leases Note(ii)	Equity securities without readily determinable fair values Note(iii)	Available- for-sale debt investments Note(iv)	Equity method investments Note(v)	Issuance Cost Note(vi)	Software Note(vii)	Amounts under IFRS
	(RMB in millions)								
Intangible assets and land use rights	12,738	—	(81)	—	—	—	—	152	12,809
Property, equipment and software	5,192	—	—	—	—	—	—	(152)	5,040
Investments	54,757	—	—	(567)	(2,660)	(10)	—	—	51,520
Investments measured at fair value through profit or loss	—	—	—	676	2,135	—	—	—	2,811
Right-of-use assets	715	—	(6)	—	—	—	—	—	709
Deferred tax assets	1,716	—	—	—	—	—	—	—	1,716
Total assets	218,216	—	(87)	109	(525)	(10)	—	—	217,703
Deferred tax liabilities	3,647	—	—	12	—	—	—	—	3,659
Total liabilities	99,815	—	—	12	—	—	—	—	99,827
Total shareholders' equity	118,401	—	(87)	97	(525)	(10)	—	—	117,876

	IFRS adjustments								Amounts under IFRS
	Amounts as reported under U.S. GAAP	Share-based compensation Note(i)	Leases Note(ii)	Equity securities	Available- for-sale debt investments Note(iv)	Equity method investments Note(v)	Issuance Cost Note(vi)	Software Note(vii)	
				without readily determinable fair values Note(iii)					
RMB (in millions)									
Intangible assets and land use rights	12,825	—	(83)	—	—	—	—	140	12,882
Property, equipment and software	5,204	—	—	—	—	—	—	(140)	5,064
Investments	50,177	—	—	(550)	(2,602)	(8)	—	—	47,017
Investments measured at fair value through profit or loss	—	—	—	657	2,059	—	—	—	2,716
Right-of-use assets	819	—	(9)	—	—	—	—	—	810
Deferred tax assets	1,324	—	—	—	—	—	—	—	1,324
Total assets	<u>191,691</u>	<u>—</u>	<u>(92)</u>	<u>107</u>	<u>(543)</u>	<u>(8)</u>	<u>—</u>	<u>—</u>	<u>191,155</u>
Deferred tax liabilities	3,487	—	—	9	—	—	—	—	3,496
Total liabilities	<u>78,672</u>	<u>—</u>	<u>—</u>	<u>9</u>	<u>—</u>	<u>—</u>	<u>—</u>	<u>—</u>	<u>78,681</u>
Total shareholders' equity	<u>113,019</u>	<u>—</u>	<u>(92)</u>	<u>98</u>	<u>(543)</u>	<u>(8)</u>	<u>—</u>	<u>—</u>	<u>112,474</u>

Notes:

Basis of Preparation

The Directors of the Company are responsible for preparation of the Reconciliation Statement in accordance with the relevant requirements of the Hong Kong Listing Rules and relevant guidance in HKEX-GL111-22. The Reconciliation Statement was prepared based on the Group's Unaudited Interim Financial Statements prepared under U.S. GAAP, with adjustments made (if any) thereto in arriving at the unaudited financial information of the Group prepared under IFRS. The adjustments reflect the differences between the Group's accounting policies under U.S. GAAP and IFRS.

(i) Share-based compensation

Under U.S. GAAP, the Company has elected to recognize compensation expense using the straight-line method for all employee equity awards granted with graded vesting over the requisite service period.

Under IFRS, the graded vesting method is required to recognize compensation expense for all employee equity awards granted with graded vesting.

(ii) Leases

Under U.S. GAAP, for operating leases, the amortization of right-of-use assets and the interest expense element of lease liabilities are recorded together as lease expenses, which are measured on a straight-line basis and are recorded in the consolidated statements of income/(loss).

Under IFRS, the right-of-use assets are generally depreciated on a straight-line basis while the interest expense related to the lease liabilities are measured under the effective interest method, which results in higher expenses at the beginning of the lease term and lower expenses near the end of the lease term.

(iii) Equity securities without readily determinable fair values

Under U.S. GAAP, the Company elected to measure an equity security without a readily determinable fair value using a measurement alternative that measures the securities at cost minus impairment, if any, plus or minus changes resulting from qualifying observable price changes.

Under IFRS, the Company measured the investments in equity instruments at fair value through profit or loss (FVTPL). Fair value changes of these investments were recognized in the profit or loss.

(iv) Available-for-sale debt investments

Under U.S. GAAP, the available-for-sale debt investments classified within Level 3 are valued based on a model utilizing unobservable inputs which require significant management judgment and estimation. The Company reports available-for-sale debt investments at fair value at each balance sheet date with the aggregate unrealized gains and losses, net of tax, reflected in "Accumulated other comprehensive loss" in the consolidated balance sheets.

Under IFRS, since those investments could not meet the definition of the equity instrument from the perspective of issuer, and the contractual cashflow could not pass the Solely Payments of Principal and Interest (the "SPPI") test, thus they should be classified as financial assets measured at fair value through profit or loss.

Additionally, when an investor has other financial interests, like preferred stock, in an associate or a joint venture, that in substance form part of the net investment in the associate or the joint venture, after that the investor's share of equity method losses reduces the basis of its common stock investment to zero, the investor should continue to recognize equity method losses to the extent of, and as an adjustment to, the basis of preferred stock.

At all times, the preferred stock would require a write-up (or write-down) to fair value through income or through other comprehensive income, net of tax if any, under U.S. GAAP, which is not applicable under IFRS.

(v) Equity method investments

Under U.S. GAAP and IFRS, the investor should adjust the results of its associate or joint venture to align the investee's accounting policies with its own policies. The reconciliation items mainly arise from different accounting the associate or joint venture applied under each GAAP.

(vi) Issuance Cost

Under U.S. GAAP, specific incremental issuance costs directly attributable to a proposed or actual offering of securities may be deferred and charged against the gross proceeds of the offering, shown in equity as a deduction from the proceeds.

Under IFRS, such issuance costs apply a different criterion for capitalization when the listing involves both existing shares and a concurrent issuance of our new shares in the capital market, and were allocated to proportionately between our existing and new shares. Costs incurred to list existing shares are not equity transaction costs, which are charged to the income statement.

(vii) Software

Under U.S. GAAP, software is not presented as intangible and so the Company records software in property, equipment and software.

Under IFRS, software is reported under the intangible asset category.

Accordingly, software is reclassified from property, equipment and software to intangible assets.