



祈福生活服務

CLIFFORD MODERN LIVING

祈福生活服務控股有限公司

CLIFFORD MODERN LIVING HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

Stock Code : 3686

2025 INTERIM REPORT



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Throughout this interim report, the names marked with “*” are the English translations of the official Chinese names and are for reference only.



CORPORATE INFORMATION

Executive Directors

Ms. MAN Lai Hung
(*Chairman and Chief Executive Officer*)
Ms. HO Suk Mee
Mr. LIU Xing

Non-executive Director

Ms. LIANG Yuhua

Independent non-executive Directors

Ms. LAW Elizabeth
Mr. HO Cham
Mr. MAK Ping Leung
(*alias Mr. MAK Wah Cheung*)

Audit committee

Ms. LAW Elizabeth (*Chairman*)
Mr. HO Cham
Mr. MAK Ping Leung
(*alias Mr. MAK Wah Cheung*)

Remuneration committee

Mr. MAK Ping Leung
(*alias Mr. MAK Wah Cheung*)
(*Chairman*)
Ms. MAN Lai Hung
Ms. LAW Elizabeth

Nomination committee

Ms. MAN Lai Hung (*Chairman*)
Ms. LAW Elizabeth
Mr. HO Cham

Environmental, social and governance committee

Ms. MAN Lai Hung (*Chairman*)
Ms. HO Suk Mee
Ms. LAW Elizabeth
Mr. MAK Ping Leung
(*alias Mr. MAK Wah Cheung*)
Mr. LAU Kwok Chin

Company secretary

Mr. LAU Chun Pong
(*Chief Financial Officer*)

Authorised representatives

Ms. MAN Lai Hung
Mr. LAU Chun Pong

Registered office

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P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

Headquarters in the PRC Mainland

8 Shiguang Road
Panyu
Guangzhou
Guangdong
PRC Mainland

Principal place of business and headquarters in Hong Kong

7th Floor
Chai Wan Industrial City, Phase II
70 Wing Tai Road
Chai Wan
Hong Kong

Principal share registrar

Conyers Trust Company (Cayman) Limited
Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

Hong Kong branch share registrar

Tricor Investor Services Limited
17/F, Far East Finance Centre
16 Harcourt Road
Hong Kong

Principal bankers

Standard Chartered Bank (Hong Kong)
Limited
Bank of China (Hong Kong) Limited

Legal adviser

As to Hong Kong laws
Chiu & Partners

Auditor

Moore CPA Limited
Certified Public Accountants
Registered Public Interest Entity Auditor

Stock code

3686

Company's website

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Investor enquiry hotline

Tel: (852) 2889 0183

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MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW

Clifford Modern Living Holdings Limited (the “**Company**”) and its subsidiaries (collectively the “**Group**”) is a service provider with a diversified service portfolio comprising five main service segments: (i) property management services, (ii) retail services, (iii) off-campus training services, (iv) information technology services and (v) Ancillary Living Services (as hereinafter defined).

1. Property Management Services

The Group provided property management services to 16 residential communities and 6 pure commercial properties or projects with an aggregate contracted gross floor area (“**GFA**”) of approximately 10,189,000 sq.m. as at 30 June 2025. The table below sets forth the total contracted GFA and the number of residential communities and pure commercial properties or projects which the Group managed in different regions in the mainland of the People’s Republic of China (the “**PRC Mainland**”) as at the dates indicated below:

	As at 30 June 2025		As at 31 December 2024	
	Approximate total contracted GFA ('000 sq.m.)	Number of communities/ properties or projects	Approximate total contracted GFA ('000 sq.m.)	Number of communities/ properties or projects
<i>Residential communities</i>				
Panyu district	4,671	6	4,671	6
Huadu district	1,208	7	1,208	7
Zhaoqing city	346	1	346	1
Foshan city	857	2	857	2
Sub-total	7,082	16	7,082	16
<i>Pure commercial properties/ projects</i>				
Huadu district	2,726	3	2,662	3
Panyu district	381	3	131	2
Sub-total	3,107	6	2,793	5
Total	10,189	22	9,875	21

2. Retail Services

The Group operated 24 retail outlets of different scales covering a total GFA of approximately 14,402 sq.m. as at 30 June 2025. These 24 retail outlets consist of a wet market, 3 supermarkets and 20 convenience stores.

The following table sets out the Group's average daily revenue by type of retail outlet in operation during the six months ended 30 June 2025 (the "**Reporting Period**") and 2024 respectively:

	For the six months ended 30 June	
	2025 RMB'000	2024 RMB'000
<i>Average daily revenue by type of retail outlet</i> ^(Note)		
Supermarket	175.40	191.07
Wet market	49.77	37.88
Convenience store	125.38	125.60

Note: Average daily revenue by type of retail outlet is calculated by dividing revenue by type of retail outlet for six months by 180 days.

3. Off-campus Training Services

The Group had four learning centres in Panyu district as at 30 June 2025 (31 December 2024: four learning centres). Training programmes mainly include interest classes and language classes.

4. Information Technology Services **Engineering services**

The Group provides information technology services, related engineering services, security systems services and hardware and software integration services, most of which are delivered on a project basis.

Telecommunication services

The Group entered into contracts with some major telecommunication service providers under which the Group acts as an agent for their products and services.

5. Ancillary Living Services

The Group provides catering services, property agency services, employment placement services and laundry services (collectively, the “**Ancillary Living Services**”).

Catering services

The Group provides catering consultancy services and receives a fixed consultancy service fee on a monthly basis. The Group also provides catering services in the local area.

Property agency services

The property agency industry is linked to the property market. Under the policy of “housing for living instead of speculation”, the regulations introduced by the PRC Mainland government will continue to stabilise the property market. The Group believes that the property market will gradually recover with more supporting policies from local governments.

Employment placement services

The Group constantly monitors the performance and service quality of relevant household helpers and despatched workers.

Laundry services

The Group maintains both the safety and quality of its laundry services by providing continuous training to its staff.

PROSPECTS AND FUTURE PLANS

Expansion of the property management network through engagements in integrated projects

The Group plans to expand its business by managing integrated projects which include apartments, shopping malls and office buildings developed by third parties in the Guangdong Province. The Group will be providing property management services, property agency services and marketing consultancy services.

Developing online marketing and building online distribution channels

The Group intends to promote its various services by reaching customers through different online channels including websites and apps on smartphones. The Group has upgraded the sales and accounting systems so as to enhance the data collection process, which in turn enables the customer service team to respond more quickly to customers' needs.

Exploring new investment opportunities

Amid a challenging operating environment, the Group delivered a resilient financial performance in the first half of 2025. Management remains cautious in its fiscal stewardship, prioritizing disciplined cost control and operational agility to mitigate ongoing market volatility. Strategic resource allocation is being prioritized to enhance the Group's competitive positioning with investments targeted at emerging opportunities in evolving market conditions.

FINANCIAL REVIEW

Revenue

	For the six months ended 30 June		Variance		Percentage of total revenue	
	2025 RMB'000	2024 RMB'000 (after adjustment)	RMB'000	%	2025 %	2024 %
Property management services	55,069	40,888	14,181	34.7	34.2	22.4
Retail services	63,099	63,819	(720)	-1.1	39.1	35.0
Off-campus training services	17,358	20,682	(3,324)	-16.1	10.8	11.3
Information technology services	5,733	11,741	(6,008)	-51.2	3.5	6.4
Ancillary Living Services	19,936	45,138	(25,202)	-55.8	12.4	24.8
Total	161,195	182,268	(21,073)	-11.6	100.0	100.0

Revenue decreased from RMB182.3 million for the six months ended 30 June 2024 to RMB161.2 million for the six months ended 30 June 2025, representing a decrease of RMB21.1 million or 11.6%. The decrease in revenue was primarily driven by the decreases in revenue from retail services, off-campus training services, information technology services and Ancillary Living Services, and was partially offset by the increase in revenue from property management services.

Property Management Services

	For the six months ended 30 June		Variance	
	2025 RMB'000	2024 RMB'000 (after adjustment)	RMB'000	%
General property management services	36,792	23,072	13,720	59.5
Resident support services	18,277	17,816	461	2.6
Total	55,069	40,888	14,181	34.7

Revenue from property management services increased by 34.7% to RMB55.1 million for the six months ended 30 June 2025 from RMB40.9 million for the six months ended 30 June 2024. Revenue from general property management services increased from RMB23.1 million for the six months ended 30 June 2024 to RMB36.8 million for the six months ended 30 June 2025, primarily driven by the new management contracts for healthcare properties secured during the period. Revenue from resident support services increased by RMB0.5 million or 2.6% from RMB17.8 million for the six months ended 30 June 2024 to RMB18.3 million for the six months ended 30 June 2025, which was driven by the higher demand for household helper services.

Retail Services

	For the six months ended 30 June		Variance	
	2025	2024	RMB'000	%
	RMB'000	RMB'000		
Revenue by type of retail outlet				
Supermarket	31,572	34,393	(2,821)	-8.2
Wet market	8,958	6,818	2,140	31.4
Convenience store	22,569	22,608	39	-0.2
Total	63,099	63,819	720	-1.1

Revenue from retail services decreased by 1.1% to RMB63.1 million for the six months ended 30 June 2025 from RMB63.8 million. The slight decline was primarily due to the intensified competition in the retail market.

Off-campus Training Services

	For the six months ended 30 June		Variance	
	2025 RMB'000	2024 RMB'000	RMB'000	%
Off-campus training services revenue				
Total	17,358	20,682	(3,324)	-16.1

Revenue from off-campus training services decreased by 16.1% to RMB17.4 million for the six months ended 30 June 2025 from RMB20.7 million for the six months ended 30 June 2024. The decline was primarily attributable to reduced enrollment demand in both language learning classes and various interest classes.

Information Technology Services

	For the six months ended 30 June		Variance	
	2025	2024	RMB'000	%
	RMB'000	RMB'000		
Information technology services revenue by category				
Engineering	4,277	9,720	(5,443)	-56.0
Telecommunication	1,456	2,021	(565)	-28.0
Total	5,733	11,741	(6,008)	-51.2

Revenue from information technology services decreased by 51.2% from RMB11.7 million for the six months ended 30 June 2024 to RMB5.7 million for the six months ended 30 June 2025. This decline was primarily driven by the decrease in revenue from the engineering services from RMB9.7 million for the six months ended 30 June 2024 to RMB4.3 million for the six months ended 30 June 2025, which was primarily attributable to the weaker demand for project-based contracts and was partially offset by an increased demand for maintenance contracts which typically generated lower revenue.

Ancillary Living Services

	For the six months ended 30 June		Variance	
	2025	2024	RMB'000	%
	RMB'000	RMB'000		
Ancillary Living Services revenue by category				
Catering services	10,035	33,494	(23,459)	-70.0
Property agency services	3,290	2,788	502	18.0
Employment placement services	5,614	7,608	1,994	-26.2
Laundry services	997	1,248	(251)	-20.1
Total	19,936	45,138	(25,202)	-55.8

Revenue from Ancillary Living Services decreased by 55.8% from RMB45.1 million for the six months ended 30 June 2024 to RMB19.9 million for the six months ended 30 June 2025. Such decline was primarily attributable to the Group discontinuing its school catering services in the first quarter of 2025, after ongoing profitability challenges caused by changing market dynamics.

Gross Profit and Gross Profit Margin

Gross profit decreased from RMB84.6 million for the six months ended 30 June 2024 to RMB82.5 million for the six months ended 30 June 2025, representing a decrease of RMB2.1 million or 2.4%. Meanwhile, the Group's gross profit margin increased from approximately 46.4% for the six months ended 30 June 2024 to approximately 51.2% for the six months ended 30 June 2025. The increase in gross profit margin was primarily attributable to (i) the shift towards higher-margin maintenance contracts within information technology services, and (ii) the contribution from the higher-margin fresh food procurement services launched in the second half of 2024.

Selling and Marketing Expenses

Selling and marketing expenses primarily consist of employee benefits expenses for sales and marketing staff, operating lease payments, depreciation and amortisation charges and utility expenses.

Selling and marketing expenses decreased from RMB17.7 million for the six months ended 30 June 2024 to RMB17.2 million for the six months ended 30 June 2025, representing a decrease of 2.8%. As a substantial part of selling and marketing expenses was incurred from the retail services, the decrease in selling and marketing expenses was due to the decrease in marketing activities in the retail services.

Administrative Expenses

Administrative expenses primarily consist of employee benefits expenses, operating lease payments, depreciation and amortisation charges, professional fees and office expenses for the administrative departments.

Administrative expenses increased from RMB10.5 million for the six months ended 30 June 2024 to RMB 12.3 million for the six months ended 30 June 2025, representing an increase of 17.0%, primarily driven by incremental costs from (i) the launch of fresh food procurement services in the second half of 2024, and (ii) the management contracts for healthcare properties commenced in early 2025.

Other Gains/(Losses) and Other Income, Net

Other gains and other income, net amounted to RMB33.8 million and RMB12.7 million for the six months ended 30 June 2025 and 2024 respectively. Such increase was primarily due to (i) fair value gains on investment in unallocated silver bullion of RMB33.8 million for the six months ended 30 June 2025 (for the six months ended 30 June 2024: RMB11.9 million), and (ii) the losses on foreign exchanges, net of RMB3.4 million recorded during the six months ended 30 June 2025 (for the six months ended 30 June 2024: RMB9.1 million).

Finance Costs

Finance costs amounted to RMB1.0 million for the six months ended 30 June 2025 (for the six months ended 30 June 2024: RMB1.0 million), which represented the interest expense on lease liabilities.

Income Tax Expense

The effective tax rate was 13.3% for the six months ended 30 June 2025 (for the six months ended 30 June 2024: 21.5%).

Net Profit for the Period

For the six months ended 30 June 2025, as a result of the foregoing, the Group's net profit was RMB75.1 million (for the six months ended 30 June 2024: RMB53.1 million) and its net profit margin was 46.6% (for the six months ended 30 June 2024: 29.1%).

Property, Plant and Equipment

Property, plant and equipment mainly consist of machinery, vehicles, office equipment and leasehold improvements. As at 31 December 2024 and 30 June 2025, the net book values of the property, plant and equipment of the Group were RMB6.0 million and RMB4.8 million respectively.

Investment Properties

Investment properties amounted to RMB17.4 million and RMB14.8 million as at 31 December 2024 and 30 June 2025 respectively, representing principally right-of-use assets, which are held for long-term rental yields, not occupied by the Group and recognised due to operating leases. More details are set out in Note 12 to the condensed consolidated financial statements.

Investment in Unallocated Silver Bullion

The Group, utilising its internal resources, purchased a total of 800,000 ounces of unallocated silver bullion through Standard Chartered Bank (Hong Kong) Limited, a licensed bank in Hong Kong, during the year ended 31 December 2020 with the total consideration of approximately RMB102.5 million. On 22 February 2022, 3 March 2022 and 7 March 2022, the Group disposed of a total of 200,000 ounces, 100,000 ounces and 200,000 ounces of unallocated silver bullion respectively with gross proceeds (excluding transaction costs) of approximately RMB30,371,000, RMB15,838,000 and RMB32,842,000 respectively. On 25 July 2024, 29 July 2024 and 6 August 2024, the Group purchased 264,000, 96,000 and 20,000 ounces of unallocated silver bullion through Standard Chartered Bank (Hong Kong) Limited, with an aggregate consideration of approximately RMB77.9 million. As at 30 June 2025, the balance of unallocated silver bullion held by the Group was 680,000 ounces with an estimated fair value of approximately RMB175.1 million, which represented approximately 31.3% of the total assets of the Group. The Group recorded a gain in fair value of approximately RMB33.8 million during the Reporting Period. The investment in unallocated silver bullion is considered as the diversification of the Group's asset structure. For further details, please refer to the announcements of the Company dated 26 February 2020, 28 February 2020, 22 February 2022, 7 March 2022, 9 March 2022, 25 July 2024 and 29 July 2024 respectively. The Group remains optimistic about investing in silver bullion, driven by geopolitical tensions and sustained industrial demand. Silver's dual appeal as an industrial metal and safe-haven asset positions it favorably amid ongoing macroeconomic uncertainties.

Inventories

Inventories mainly consist of merchandise goods for the retail services segment and raw materials for the Group's information technology services segment which the Group procured from suppliers.

Inventories decreased from approximately RMB9.7 million as at 31 December 2024 to approximately RMB8.2 million as at 30 June 2025. It was primarily due to the decrease in inventories for retail services as well as a reduction in raw materials held for information technology services.

During the six months ended 30 June 2025, the Group did not recognise any provision or write-down for the inventories.

Trade and Other Receivables

Trade and other receivables mainly consist of trade receivables, the amounts placed in bank accounts opened on behalf of the residents, other receivables and prepayments.

Trade receivables

Trade receivables are mainly related to the Group's receivables from outstanding property management fee and information technology services.

Trade receivables increased by 66.7% from RMB16.6 million as at 31 December 2024 to RMB27.6 million as at 30 June 2025. The increase was primarily attributable to receivables from a management contract for healthcare properties which commenced in early 2025. Subsequent to the Reporting Period, the outstanding receivables related to this contract were fully settled in August 2025.

Other receivables

Other receivables are mainly rental deposits, deposits paid to the Group's suppliers and fixed return and capital preservation wealth management products.

Other receivables decreased by 22.1% from RMB23.5 million as at 31 December 2024 to RMB18.3 million as at 30 June 2025.

Trade and Other Payables

Trade and other payables primarily comprise trade payables, other payables, dividend payable and accrued payroll.

Trade payables

Trade payables primarily consist of fees due to the suppliers for the procurement of raw materials for the Group's information technology services segment and products for the provision of retail services of the Group, and fees due to the sub-contractors for the provision of resident support services and information technology services.

Trade payables decreased by 14.2% from RMB36.0 million as at 31 December 2024 to RMB30.9 million as at 30 June 2025.

Other payables

Other payables primarily consist of amounts due to third parties amounted to RMB23.9 million and RMB19.7 million as at 31 December 2024 and 30 June 2025 respectively, which mainly included the deposits received from the stall tenants in the retail business.

Interim Dividend

The board ("**Board**") of directors ("**Directors**") of the Company resolved not to declare any interim dividend in respect of the six months ended 30 June 2025 (for the six months ended 30 June 2024: Nil).

Risks of Foreign Exchange Rate Fluctuation

The Group's functional currency is RMB, except for bank deposits denominated in HKD. The Group is not exposed to significant foreign exchange rate risks and has not implemented any foreign currency hedging policy at the moment. However, the continuous monitoring on the foreign exchange rate exposure is carried out by the management.

Liquidity and Capital Resources

As at 30 June 2025, the Group's material sources of liquidity were cash and cash equivalents of RMB206.7 million (31 December 2024: RMB282.9 million).

During the six months ended 30 June 2025, the Group had not obtained any loans or borrowings.

Gearing Ratio

Gearing ratio is calculated based on the Group's total debts (being cash advances due to the related parties) divided by the Group's total equity as of the end of each period. The Group's gearing ratio was nil as at 30 June 2025 and 31 December 2024.

Pledge of Assets

The Group had no pledged assets as at 30 June 2025 (31 December 2024: Nil).

Contingent Liabilities

The Group had no material contingent liabilities as at 30 June 2025.

Employees and Remuneration Policies

As at 30 June 2025, excluding the labour costs borne by the properties that were managed on commission basis, the Group had 753 employees (31 December 2024: 618 employees) with total remuneration of RMB41.3 million and RMB38.0 million for the six months ended 30 June 2025 and 2024 respectively. Remuneration is determined with reference to the performance, skills, qualifications and experience of the staff concerned and the prevailing industry practice.

The Group remains committed to the continuous development of our employees. Regular on-the-job training programs are provided, covering areas such as language skills, management techniques, artificial intelligence, and other job-specific competencies. These initiatives are designed to enhance professional capabilities and support career growth in line with the Group's strategic goals.

Apart from salaries, other staff benefits include contributions to the mandatory provident fund (for Hong Kong employees) and state-managed pension schemes (for employees in the PRC Mainland) and discretionary bonuses.

In addition, the Company adopted a share option scheme (the **“Share Option Scheme”**) in October 2016 which allow the Directors to grant share options to employees of the Group in order to retain elite personnel and to provide incentives for their contribution to the Group. Details of the Scheme are set out in the paragraph headed **“Share Option Scheme”** in this report.

Significant Investment Held, Material Acquisitions and Disposals of Subsidiaries, Associates or Joint Ventures

Save as disclosed in the paragraph headed **“Investment in Unallocated Silver Bullion”** in this report, the Group had no significant investment held, material acquisition or disposal of subsidiaries, associates or joint ventures during the six months ended 30 June 2025.

Future Plans for Material Investments or Capital Assets

As at the date of this report, the Group did not have any concrete future plan for material investments or capital assets.

Significant Events after the Reporting Period

There was no material subsequent event affecting the Group after 30 June 2025 and up to the date of this report.

CORPORATE GOVERNANCE AND OTHER INFORMATION

The Board is committed to achieving high corporate governance standards.

The Board believes that high corporate governance standards are essential to providing a framework for the Company to safeguard the interests of its shareholders (the “**Shareholders**”), enhancing its corporate value, formulating its business strategies and policies, and enhancing its transparency and accountability.

Corporate Governance Code

The Company has applied the principles as set out in Part 2 of the Corporate Governance Code (the “**CG Code**”) contained in Appendix C1 to the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). The Board is of the view that during the six months ended 30 June 2025, save for the following deviation, the Company had complied with all the code provisions as set out in Part 2 of the CG Code.

Under code provision C.2.1 as set out in Part 2 of the CG Code, the roles of chairman and chief executive officer should be separate and should not be performed by the same individual.

The roles of the Chairman and chief executive officer of the Company are held by Ms. MAN Lai Hung. However, the Board considers that Ms. MAN Lai Hung has in-depth knowledge and experience in the Group’s businesses in the PRC Mainland and therefore it is in the best interests of the Group for her to take up the dual roles of the Chairman and chief executive officer of the Company. The Board believes that the dual roles of Ms. MAN Lai Hung can provide the Company with strong and consistent leadership that facilitates effective and efficient planning and implementation of business decisions and strategies, and should be beneficial to the management and development of the Group’s overall business. The structure is supported by the Company’s well established corporate governance structure and internal control policies.

Dividend Policy

The Board aims at providing sustainable returns to the Shareholders whilst retaining adequate reserves for the Group's future development. As disclosed in the announcement of the Company dated 27 March 2024, the Board has adopted a revised dividend policy (the "**Revised Dividend Policy**") with effect from 27 March 2024. According to the Revised Dividend Policy, dividends may be proposed and/or declared by the Board for a financial year or period as interim dividend, final dividend, special dividend and any distribution of net profits that the Board may deem appropriate. The declaration, payment and amount of dividends will be subject to the Board's discretion and (if required) the approval of the Shareholders. Subject to the factors set out below, the final dividends to be declared and paid by the Company to its shareholders shall be no less than 50% of the Company's audited consolidated profit attributable to the owners of the Company in any financial year.

Dividends may be recommended, declared and paid to the Shareholders from time to time. In summary, the declaration of dividends and the dividend amount shall be determined at the sole and absolute discretion of the Board taking into account the following factors:

- results of operations;
- cash flows;
- financial position;
- statutory and regulatory restrictions on the dividends paid by the Group;
- future prospects; and
- others factors which the Board considers relevant.

The Board will review the Revised Dividend Policy from time to time.

Model Code for Securities Transactions

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the “**Model Code**”) as set out in Appendix C3 to the Listing Rules as the Group’s code of conduct regarding the Directors’ securities transactions.

A specific enquiry has been made by the Company of all Directors and the Directors confirmed that they had complied with the required standard set out in the Model Code, which is also the code of conduct regarding directors’ securities transactions of the Company during the six months ended 30 June 2025.

Board Composition

The Board currently comprises seven Directors, including three executive Directors, a non-executive Director and three independent non-executive Directors.

Audit Committee

The Board established an audit committee (the “**Audit Committee**”) with written terms of reference in compliance with the CG Code. As at the date of this report, the Audit Committee consists of three independent non-executive Directors, namely Ms. LAW Elizabeth (Chairman), Mr. HO Cham and Mr. MAK Ping Leung (alias Mr. MAK Wah Cheung) (with Ms. LAW Elizabeth possessing the appropriate professional qualifications and accounting and related financial management expertise). The main duties of the Audit Committee are to assist the Board in providing an independent review of the completeness, accuracy and fairness of the financial information of the Group, as well as the efficiency and effectiveness of the Group’s operations and internal controls. The unaudited interim financial information for the six months ended 30 June 2025 has been reviewed with no disagreement by the Audit Committee.

In addition, the independent auditor of the Company, Moore CPA Limited, has reviewed the unaudited condensed consolidated financial statements for the six months ended 30 June 2025 in accordance with Hong Kong Standard on Review Engagements 2410 “Review of Interim Financial Information Performed by the Independent Auditor of the Entity” issued by the Hong Kong Institute of Certified Public Accountants.

Remuneration Committee

The remuneration committee of the Board (the “**Remuneration Committee**”) consists of two independent non-executive Directors, namely Mr. MAK Ping Leung (alias Mr. MAK Wah Cheung) (Chairman) and Ms. LAW Elizabeth and an executive Director, Ms. MAN Lai Hung.

The terms of reference of the Remuneration Committee are of no less exacting terms than those set out in the CG Code. The primary functions of the Remuneration Committee include reviewing and making recommendations to the Board on the remuneration packages of the individual executive Directors and the senior management, the remuneration policy and structure for all Directors and the senior management, and establishing transparent procedures for developing such remuneration policy and structure to ensure that no Director or any of his/her associates will participate in deciding his/her own remuneration.

During the six months ended 30 June 2025, a meeting of the Remuneration Committee was held on 28 March 2025 to review and make recommendations to the Board on (i) the remuneration policy and structure of the Company; (ii) the remuneration packages of the executive, non-executive and independent non-executive Directors and the senior management; and (iii) other related matters.

Nomination Committee

The nomination committee of the Board (the “**Nomination Committee**”) consists of an executive Director, Ms. MAN Lai Hung (Chairman), and two independent non-executive Directors, namely Ms. LAW Elizabeth and Mr. HO Cham.

The terms of reference of the Nomination Committee are of no less exacting terms than those set out in the CG Code. The principal duties of the Nomination Committee include reviewing the structure, size and composition of the Board, assisting the Board in maintaining a board skills matrix developing and formulating relevant procedures for the nomination and appointment of Directors, making recommendations to the Board on the appointment and succession planning of Directors, assessing the independence of independent non-executive Directors and supporting the Company’s regular evaluation of the Board’s performance.

In assessing the Board composition, the Nomination Committee would take into account various aspects as well as factors concerning Board diversity as set out in the Company’s Board diversity policy, including but not limited to the skills, regional and industry experience, educational background, knowledge, expertise, culture, independence, age, gender and other qualities. The Nomination Committee would discuss and agree on the measurable objectives for achieving diversity on the Board, where necessary, and recommend them to the Board for adoption.

During the six months ended 30 June 2025, a meeting of the Nomination Committee was held on 28 March 2025 to review the structure, size and composition of the Board and the independence of the independent non-executive Directors and to consider the qualifications of the retiring Directors standing for re-election at the annual general meeting of the Company. The Board diversity policy was also reviewed at the meeting.

Environmental, Social and Governance Committee

The Environmental, Social and Governance Committee ("**ESG Committee**") of the Board consists of two executive Directors, namely Ms. MAN Lai Hung (Chairman) and Ms. HO Suk Mee, two independent non-executive Directors, namely Ms. LAW Elizabeth and Mr. MAK Ping Leung (alias Mr. MAK Wah Cheung), and one of the Group's senior staff, Mr. LAU Kwok Chin.

The principal duties of the ESG Committee include, among other things, (i) formulating and reviewing the Group's environmental, social and governance ("**ESG**") responsibilities, vision, strategies, framework, principles and policies; (ii) monitoring the channels and means of communication with the Group's stakeholders; (iii) reviewing key ESG trends and related risks and opportunities and assessing the adequacy and effectiveness of the Group's ESG framework and business model; (iv) overseeing the Group's sustainability performance; (v) overseeing the funding of the initiatives on corporate social responsibilities; and (vi) reviewing the annual sustainability report of the Company and recommending to the Board for approval.

The ESG Committee may seek necessary information from employees within its terms of reference. It is authorised by the Board to obtain external legal or other independent professional advice and to invite outsiders with relevant experience and expertise to attend its meetings if required.

Disclosure of Information of the Directors and the chief executive of the Company Pursuant to Rules 13.51(2) and 13.51B(1) of the Listing Rules

There are no material changes in the biographical details of the Directors and the chief executive of the Company since the date of publication of the Company's annual report for the financial year ended 31 December 2024 up to the date of this report, which are required to be disclosed pursuant to Rules 13.51(2) and 13.51B(1) of the Listing Rules.

Share Option Scheme

The Company adopted a Share Option Scheme (the “**Share Option Scheme**”) in October 2016, for the purpose of recognising and rewarding the contribution of certain eligible participants to the growth and development of the Group and its listing, to strengthen the corporate governance mechanism, to improve the employee incentive system, to align the interests of the Company, its Shareholders and its management, and to encourage continuing development of the eligible employees with a view to promoting the long-term stability and interest of the Group. Under the amended Chapter 17 of the Listing Rules, which came into effect on 1 January 2023, the Company will rely on the transitional arrangements provided for the existing Share Option Scheme and will only grant share options in compliance with the amended Chapter 17 of the Listing Rules (to the extent applicable). The following is a summary of the principal terms of the Share Option Scheme.

Eligible participants of the Share Option Scheme include Directors, employees of the Group and other selected groups of participants. The Share Option Scheme was adopted by the Company on 21 October 2016 and became effective on the same day. Unless otherwise cancelled or amended, the Share Option Scheme will remain in force for 10 years from the adoption date. The remaining life of the Share Option Scheme is approximately one year and two months.

The maximum number of shares of the Company in respect of which options may be granted under the Share Option Scheme and any other schemes by the Company shall not, in aggregate, exceed 10% of the issued share capital of the Company as at the Listing Date, being 100,000,000 shares (accounting for approximately 9.84% of the issued shares (excluding treasury shares, if any) as at the date of this interim report) unless Shareholders’ approval has been obtained.

The maximum number of shares of the Company issuable under the share options granted to each eligible participant in the Share Option Scheme within any 12-month period is limited to 1% of the shares of the Company in issue at any time. Any further grant of share options in excess of this limit is subject to Shareholders' approval in advance in a general meeting.

Share options granted to a Director, chief executive or substantial Shareholder, or to any of their associates, are subject to approval in advance by the independent non-executive Directors. In addition, any share options granted to a substantial Shareholder or an independent non-executive Director, or to any of their associates, in excess of 0.1% of the shares of the Company in issue at any time or with an aggregate value (based on the closing price of the Company's shares at the date of grant) in excess of HK\$5 million, within any 12-month period, are subject to Shareholders' approval in advance in a general meeting.

The offer of a grant of share options may be accepted within 21 days from the date of the offer upon payment of a nominal consideration of HK\$1 in total by the grantee. The exercise period of the share options granted is determinable by the Directors, and may commence from the date of the offer of grant of the share options and end on a date which is not later than 10 years from the date of the offer of grant of the share options or the date on which such options lapse, if earlier. The exercise price of an option cannot in any event fall below the price stipulated in the Listing Rules or such higher price as may be fixed by the Directors. The vesting period of the share options granted is also determinable by the Directors.

Pursuant to the Share Option Scheme, the Directors may invite participants to take up options at a price determined by the Board but in any event not less than the highest of (i) the nominal value of a Company's share; (ii) the closing price of the Company's shares as stated in the Stock Exchange's daily quotations sheet on the offer date; and (iii) the average of the closing prices of the Company's shares as stated in the Stock Exchange's daily quotations sheets for the five business days immediately preceding the offer date. The options may be exercised in accordance with the terms of the Share Option Scheme at any time during the option period which may be determined and notified by the Board to the grantee at the time of making an offer. Since the date of the adoption of the Share Option Scheme and up to the date of this interim report, no options have been granted or agreed to be granted pursuant to the Share Option Scheme. The number of options available for grant under the scheme mandate limit of the Share Option Scheme shall not exceed 100,000,000 as at 1 January 2025 and 30 June 2025.

Purchase, Sale or Redemption of the Company's Listed Securities

There was no purchase, sale or redemption by the Company or any of its subsidiaries of the Company's listed securities (including any sale of treasury shares (as defined under the Listing Rules)) during the six months ended 30 June 2025.

As at 30 June 2025, the Company did not hold any treasury shares.

Disclosure of Interests

Directors' and Chief Executive's Interests and Short Positions in Shares, Underlying Shares and Debentures

As at 30 June 2025, the interests and short positions of the Directors and the chief executive of the Company in the shares, underlying shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "**SFO**")), as recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code as contained in Appendix C3 to the Listing Rules were as follows:

Name of Director	Nature of interest/Capacity	Number of shares ⁽²⁾	Approximate percentage of shareholding in the Company
Ms. MAN Lai Hung ⁽¹⁾	Interest in a controlled corporation ⁽¹⁾	735,840,000	72.44%
Ms. MAN Lai Hung	Beneficial owner	5,330,000	0.52%

Notes:

(1) Elland Holdings Limited, which owns 735,840,000 shares of the Company, is wholly owned by Ms. MAN Lai Hung. By virtue of the SFO, Ms. MAN Lai Hung is deemed or taken to be interested in all the shares which are beneficially owned by Elland Holdings Limited.

(2) All the shares are held in long position.

Save as disclosed above, as at 30 June 2025, none of the Directors or the chief executive of the Company had or was deemed to have any interests or short positions in the shares, underlying shares or debentures of the Company and its associated corporations (within the meaning of Part XV of the SFO), which had been recorded in the register required to be kept by the Company pursuant to section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code contained in the Listing Rules.

Substantial Shareholders' Interests and Short Positions in Shares and Underlying Shares

As at 30 June 2025, so far as the Directors were aware, the following substantial Shareholders (other than the Directors and the chief executive of the Company) had interests or short positions of 5% or more in the shares or underlying shares of the Company as recorded in the register required to be kept under section 336 of the SFO:

Name	Capacity/Nature of interest	Number of shares ⁽²⁾	Approximate percentage of shareholding in the Company
Elland Holdings Limited	Beneficial owner	735,840,000	72.44%
Mr. PANG Lun Kee Clifford ⁽¹⁾	Interest of spouse	741,170,000	72.97%

Notes:

- (1) Mr. PANG Lun Kee Clifford is the spouse of Ms. MAN Lai Hung. By virtue of the SFO, Mr. PANG Lun Kee Clifford is deemed to be interested in the shares of the Company in which Ms. MAN Lai Hung is interested.
- (2) All the shares are held in long position.

Save as disclosed above, as at 30 June 2025, the Directors were not aware of any other person or corporation having an interest or short position in shares and underlying shares of the Company which would be required to be recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO.

Interim Dividend

The Board resolved not to declare any interim dividend in respect of the six months ended 30 June 2025 (for the six months ended 30 June 2024: Nil).

REPORT ON REVIEW OF CONDENSED CONSOLIDATED FINANCIAL STATEMENTS



Moore CPA Limited

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To the Board of Directors of Clifford Modern Living Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

Introduction

We have reviewed the condensed consolidated financial statements of Clifford Modern Living Holdings Limited (the "**Company**") and its subsidiaries (collectively referred to as the "**Group**") set out on pages 36 to 96, which comprise the condensed consolidated statement of financial position as at 30 June 2025, and the condensed consolidated statement of profit or loss and other comprehensive income, condensed consolidated statement of changes in equity and condensed consolidated statement of cash flows for the six months period then ended and explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34 "Interim Financial Reporting" ("**HKAS 34**") issued by the Hong Kong Institute of Certified Public Accountants (the "**HKICPA**"). The directors of the Company are responsible for the preparation and presentation of the condensed consolidated financial statements in accordance with HKAS 34. Our responsibility is to express a conclusion on the condensed consolidated financial statements based on our review, and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

Scope of Review

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

Conclusion

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

Moore CPA Limited

Certified Public Accountants

Leung Yu Ngong

Practising Certificate Number: P06734

Hong Kong, 28 August 2025

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the six months ended 30 June 2025

		Six months ended 30 June	
	Notes	2025 RMB'000 (Unaudited)	2024 RMB'000 (Unaudited)
Revenue	6	161,195	182,268
Cost of sales		(78,699)	(97,705)
Gross profit		82,496	84,563
Other gains/(losses) and other income, net	7	33,797	12,652
Selling and marketing expenses		(17,215)	(17,714)
Administrative expenses		(12,310)	(10,519)
Reversal of/(provision for) expected credit losses on trade and other receivables, net	9	1,035	(434)
Finance costs	8	(1,038)	(959)
Profit before income tax	9	86,765	67,589
Income tax expense	10	(11,616)	(14,506)
Profit and total comprehensive income for the period		75,149	53,083
Profit and total comprehensive income for the period attributable to the owners of the Company		75,149	53,083
Earnings per share for profit attributable to the owners of the Company during the period (expressed in RMB per share):			
– Basic and diluted	11	0.074	0.052

The above condensed consolidated statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes.

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2025

		As at	
		30 June	31 December
		2025	2024
Notes		RMB'000	RMB'000
		(Unaudited)	(Audited)
ASSETS AND LIABILITIES			
Non-current assets			
Property, plant and equipment	12	4,787	5,995
Investment properties	12	14,806	17,362
Right-of-use assets	13(a)	12,819	18,969
Intangible assets	12	912	1,049
Investment in unallocated silver bullion	14	175,121	141,290
Other receivables	15	4,440	6,614
Term deposit	18(a)	–	80,000
Deferred tax assets	21(a)	1,361	1,115
		214,246	272,394
Current assets			
Inventories	16	8,175	9,714
Trade and other receivables	15	42,913	35,216
Contract assets	17	2,549	4,637
Term deposits	18(a)	80,000	–
Restricted cash	18(b)	648	647
Cash and cash equivalents	18(c)	206,650	282,912
		340,935	333,126

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2025

		As at	
		30 June	31 December
		2025	2024
	Notes	RMB'000	RMB'000
		(Unaudited)	(Audited)
Current liabilities			
Trade and other payables	19	106,496	73,780
Contract liabilities	20	20,711	19,826
Lease liabilities	13(b)	11,509	13,763
Tax payables		7,497	8,968
		146,213	116,337
Net current assets		194,722	216,789
Total assets less current liabilities		408,968	489,183
Non-current liabilities			
Lease liabilities	13(b)	23,963	31,377
Deferred tax liabilities	21(b)	3,865	4,696
		27,828	36,073
Net assets		381,140	453,110

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2025

		As at	
		30 June	31 December
		2025	2024
	Notes	RMB'000	RMB'000
		(Unaudited)	(Audited)
EQUITY			
Equity attributable to owners of the Company			
Share capital	22	8,876	8,876
Share premium	22	179,333	179,333
Other reserves	23	(99,969)	(99,969)
Retained earnings		292,900	364,870
Total equity		381,140	453,110

The condensed consolidated financial statements on pages 36 to 96 were approved by the Board on 28 August 2025 and are signed on its behalf by:

Ms. MAN Lai Hung

*Chairman & Chief Executive Officer &
Executive Director*

Ms. HO Suk Mee

Executive Director

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2025

	Notes	Attributable to the owners of the Company				
		Share capital RMB'000	Share premium RMB'000	Other reserves RMB'000	Retained earnings RMB'000	Total RMB'000
Balance at 1 January 2024 (audited)		8,876	179,333	(99,151)	612,176	701,234
Profit and total comprehensive income for the period		–	–	–	53,083	53,083
Transactions with owners of the Company						
Special dividends declared by the Company	24	–	–	–	(305,816)	(305,816)
Final dividends declared by the Company	24	–	–	–	(39,847)	(39,847)
De-registration of subsidiaries		–	–	(353)	353	–
Disposal of a subsidiary		–	–	(594)	594	–
Balance at 30 June 2024 (unaudited)		8,876	179,333	(100,098)	320,543	408,654
Balance at 1 January 2025 (audited)		8,876	179,333	(99,969)	364,870	453,110
Profit and total comprehensive income for the period		–	–	–	75,149	75,149
Transactions with owners of the Company						
Special dividends declared by the Company	24	–	–	–	(104,942)	(104,942)
Final dividends declared by the Company	24	–	–	–	(42,177)	(42,177)
		–	–	–	(71,970)	(71,970)
Balance at 30 June 2025 (unaudited)		8,876	179,333	(99,969)	292,900	381,140

The above condensed consolidated statement of changes in equity should be read in conjunction with the accompanying notes.

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six months ended 30 June 2025

	Notes	Six months ended 30 June	
		2025 RMB'000 (Unaudited)	2024 RMB'000 (Unaudited)
Cash flows from operating activities			
Cash generated from operations		47,469	60,227
Income tax paid		(14,164)	(20,060)
Net cash generated from operating activities		33,305	40,167
Cash flows from investing activities			
Purchases of property, plant and equipment	12	(146)	(144)
Purchases of intangible assets	12	(217)	(157)
Proceeds from disposal of property, plant and equipment		291	32
Decrease in term deposits		–	20,000
Net cash inflows from disposal of a subsidiary		–	71
Interest received		2,468	6,568
Net cash generated from investing activities		2,396	26,370

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
For the six months ended 30 June 2025

		Six months ended 30 June	
		2025	2024
		RMB'000	RMB'000
		(Unaudited)	(Unaudited)
		Notes	
Cash flows from financing activities			
Repayment of lease liabilities – principal		(5,983)	(6,378)
Repayment of lease liabilities – interest	13(c)	(1,038)	(959)
Dividends paid		(104,942)	(305,816)
Net cash used in financing activities		(111,963)	(313,153)
Net decrease in cash and cash equivalents		(76,262)	(246,616)
Cash and cash equivalents at beginning of period		282,912	591,144
Cash and cash equivalents at end of period	18(c)	206,650	344,528

The above condensed consolidated statement of cash flows should be read in conjunction with the accompanying notes.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2025

1. General information

Clifford Modern Living Holdings Limited (the “**Company**”) was incorporated in the Cayman Islands on 6 January 2016 as an exempted company with limited liability under the Companies Law of the Cayman Islands. The address of the Company’s registered office is located at Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands. The principal place of business of the Company is located at 7th Floor, Chai Wan Industrial City, Phase II, 70 Wing Tai Road, Chai Wan, Hong Kong.

The Company’s shares were first listed on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) on 8 November 2016 (the “**Listing**”). In the opinion of the directors of the Company, the ultimate holding company of the Group is Elland Holdings Limited, a company incorporated in the British Virgin Islands which is wholly owned by Ms. Man Lai Hung (“**Ms. Man**”).

The Company is an investment holding company. The Company and its subsidiaries (hereinafter collectively referred to as the “**Group**”) are primarily engaged in the provision of services to residents in properties developed under the brand name of Clifford, including retail services, catering services, property management services, laundry services, off-campus training services, property agency services, employment placement services, information technology services, etc. in the mainland of the People’s Republic of China (the “**PRC Mainland**”).

These condensed consolidated financial statements are presented in Renminbi (“**RMB**”), unless otherwise stated, which is the same as the functional currencies of the Company and its subsidiaries. All values are rounded to the nearest thousand except when otherwise indicated.

These condensed consolidated financial statements have not been audited.

2. Basis of preparation

These condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standard (the “**HKAS**”) 34 “Interim Financial Reporting” issued by Hong Kong Institute of Certified Public Accountants (the “**HKICPA**”) as well as with the applicable disclosure requirements of Appendix D2 to the Rules Governing the Listing of Securities on the Stock Exchange.

These condensed consolidated financial statements have been prepared under the historical cost convention except for the investment in unallocated silver bullion which have been measured at fair value.

These condensed consolidated financial statements do not include all the notes of the type normally included in an annual consolidated financial statements. Accordingly, this information is to be read in conjunction with the annual consolidated financial statements for the year ended 31 December 2024, which have been prepared in accordance with all HKFRS Accounting Standards (which include all Hong Kong Financial Reporting Standards (“**HKFRSs**”), Hong Kong Accounting Standards (“**HKASs**”) and Interpretations), and any public announcement made by the Company during the current interim reporting period.

3. Principal accounting policies

Except for the adoption of amended HKFRS Accounting Standards as set out below, the accounting policies and methods of computation adopted in the preparation of these condensed consolidated financial statements are consistent with those applied in the preparation of the Group's annual consolidated financial statements for the year ended 31 December 2024.

Amendments to HKFRS Accounting Standards adopted by the Group

The Group has applied the following amendments to HKFRS Accounting Standards issued by the HKICPA to this financial report for the current accounting period:

Amendments to HKAS 21

Lack of Exchangeability

The amendments have had no material effect on how the Group's results and financial position for the current or prior periods have been prepared or presented in this interim financial report.

The Group has not applied any new standard, interpretation or amendment that is not yet effective for the current accounting period.

4. Critical accounting estimates and judgements

The preparation of condensed consolidated financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

4. Critical accounting estimates and judgements (continued)

In preparing these condensed consolidated financial statements, the significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the annual consolidated financial statements for the year ended 31 December 2024.

5. Segment information

Information reported to the executive directors of the Company, who are the chief operating decision makers of the Group ("**CODM**"), was specifically focused on the segments of retail services, information technology services, property management services, off-campus training services, property agency services, catering services and other services for the purpose of resource allocation and performance assessment. These divisions are the basis on which the Group reports its segment information under HKFRS 8 "Operating Segments".

The CODM considers business from a product and service perspective and has identified the following seven operating segments:

- Retail services, which includes sales of goods, concessionaire services and sub-leasing services;
- Information technology services, which includes engineering work, engineering maintenance and telecommunication services;
- Property management services, which include property management services, resident support services, household cleaning services and subleasing services;
- Off-campus services, which include training programmes of interest classes and language classes and sub-leasing services;

5. Segment information (continued)

- Property agency services, which include real estate agency services, rental agency services and after-rental services;
- Catering services, which include catering services in the local area and catering consultancy services;
- Laundry services and employment placement services; and
- Other services.

The CODM evaluates the performance of the operating segments based on segment revenue and results and segment assets and liabilities. Segment results exclude other gains/(losses) and other income, net, finance costs, central administration expenses, income tax expense. Segment assets exclude investment in unallocated silver bullion, term deposits, restricted cash, cash and cash equivalents and deferred tax assets and segment liabilities exclude dividend payable and deferred tax liabilities as these items are centrally driven by the Group.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2025

5. Segment information (continued)

Segment revenue and results

The segment revenue and results and the reconciliation with profit for the period are as follows:

For the six months ended 30 June 2025 (unaudited)

	Retail services RMB'000	Information technology services RMB'000	Property management services RMB'000	Off-campus training services RMB'000	Property agency services RMB'000	Catering services RMB'000	Others RMB'000	Total RMB'000
Gross segment revenue	63,610	6,283	56,556	17,807	3,290	10,243	6,634	164,423
Inter-segment revenue	(511)	(550)	(1,487)	(449)	-	(208)	(23)	(3,228)
Revenue	63,099	5,733	55,069	17,358	3,290	10,035	6,611	161,195
Timing of revenue recognition								
At a point in time	49,608	29	-	-	1,915	9,469	2,522	63,543
Over time	13,491	5,704	55,069	17,358	1,375	566	4,089	97,652
	63,099	5,733	55,069	17,358	3,290	10,035	6,611	161,195
Segment results	9,533	2,519	33,119	8,676	1,443	659	1,931	57,880
Other gains/(losses) and other income, net								33,797
Finance costs								(1,038)
Unallocated administration expenses								(3,874)
Income tax expense								(11,616)
Profit for the period								75,149
Segment results include:								
Depreciation and amortisation	(4,448)	(102)	(1,132)	(732)	(130)	(357)	(50)	(6,951)
(Loss)/gain on disposal of property, plant and equipment	(7)	-	124	-	-	-	(17)	100
Loss on disposal of intangible assets	-	-	(160)	-	-	(107)	-	(267)
Reversal of/(provision for) expected credit losses on trade and other receivables	520	862	(4)	-	4	-	(347)	1,035

5. Segment information (continued)

Segment revenue and results (continued)

For the six months ended 30 June 2024 (unaudited)

	Retail services RMB'000	Information technology services RMB'000	Property management services RMB'000	Off-campus training services RMB'000	Property agency services RMB'000	Catering services RMB'000	Others RMB'000	Total RMB'000
Gross segment revenue	63,945	12,541	42,255	21,111	2,788	33,989	8,856	185,485
Inter-segment revenue	(126)	(800)	(1,367)	(429)	–	(495)	–	(3,217)
Revenue	63,819	11,741	40,888	20,682	2,788	33,494	8,856	182,268
Timing of revenue recognition								
At a point in time	49,681	170	–	–	2,706	32,928	2,921	88,406
Over time	14,138	11,571	40,888	20,682	82	566	5,935	93,862
	63,819	11,741	40,888	20,682	2,788	33,494	8,856	182,268
Segment results	7,864	1,867	30,910	12,353	652	3,886	2,380	59,912
Other gains/(losses) and other income, net								12,652
Finance costs								(959)
Unallocated administration expenses								(4,016)
Income tax expense								(14,506)
Profit for the period								53,083
Segment results include:								
Depreciation and amortisation	(4,326)	(224)	(1,267)	(903)	(226)	(587)	(67)	(7,600)
Loss on disposal of property, plant and equipment	–	–	–	(2)	–	–	(59)	(61)
Loss on disposal of intangible assets	–	–	–	–	–	–	(30)	(30)
(Provision for)/reversal of expected credit losses on trade and other receivables	(379)	18	(2)	–	–	20	(91)	(434)

5. Segment Information (continued)

The segment assets and liabilities and the reconciliation with total assets and liabilities of the Group as at 30 June 2025 and 31 December 2024 are as follows:

Segment assets

	As at	
	30 June 2025 RMB'000 (Unaudited)	31 December 2024 RMB'000 (Audited)
Retail services	42,925	41,146
Information technology services	13,694	13,267
Property management services	15,840	16,816
Off-campus training services	12,061	13,516
Property agency services	270	338
Catering services	2,294	12,647
Others	4,317	1,826
Total segment assets	91,401	99,556
Investment in unallocated silver bullion	175,121	141,290
Term deposits	80,000	80,000
Restricted cash	648	647
Cash and cash equivalents	206,650	282,912
Deferred tax assets	1,361	1,115
Total assets	555,181	605,520

5. Segment Information (continued)

Segment liabilities

	As at	
	30 June	31 December
	2025	2024
	RMB'000	RMB'000
	(Unaudited)	(Audited)
Retail services	52,068	52,236
Information technology services	10,088	11,315
Property management services	29,287	28,948
Off-campus training services	25,393	25,876
Property agency services	394	573
Catering services	5,394	24,061
Others	5,375	4,705
Total segment liabilities	127,999	147,714
Dividend payable	42,177	—
Deferred tax liabilities	3,865	4,696
Total liabilities	174,041	152,410

These assets and liabilities are allocated based on the operations of the segments and the physical location of the assets and liabilities.

5. Segment Information (continued)

As at 30 June 2025, more than 75% (31 December 2024: more than 75%) and more than 20% (31 December 2024: more than 20%) of the Group's non-current assets other than financial assets, investment in unallocated silver bullion and deferred tax assets are situated in the PRC Mainland and in Hong Kong, respectively.

During the six months ended 30 June 2025, more than 90% (six months ended 30 June 2024: more than 90%) of the Group's revenue were derived from activities carried out and from customers located in the PRC Mainland and no geographical segment analysis is prepared.

Guangdong Clifford Hospital Company Limited* (廣東祈福醫院有限公司), company under control of Ms. Man, contributes 9% (six months ended 30 June 2024: Clifford Estates (Panyu) Limited* (廣州市番禺祈福新邨房地產有限公司), company under significant influence of the spouse of Ms. Man, contributes 2%) of the Group's revenue on the segments of retail services, information technology services, property management services, property agency services, off-campus training services, catering services and others (the six months ended 30 June 2024: retail services, information technology services, property management services, property agency services and off-campus training services, catering services and others) for the six months ended 30 June 2025.

6. Revenue

	Six months ended 30 June	
	2025	2024
	RMB'000	RMB'000
	(unaudited)	(unaudited)
<i>Revenue from contracts with customers within the scope of HKFRS 15, analysed by types of goods or services:</i>		
Sales of goods	50,541	49,596
Engineering work income	2,577	8,096
Property management service income	43,442	29,576
Off-campus training service income	16,079	18,860
Property agency service income	1,920	2,706
Resident support services income	7,237	6,667
Catering service income	10,035	33,494
Household cleaning income	2,559	3,344
Laundry service income	997	1,248
Concessionaire services income	7,065	8,148
Employment placement income	5,614	5,930
Engineering maintenance income	1,424	3,529
Telecommunication service income	1,732	1,408
After-rental service income	1,370	82
Others	–	855
<i>Revenue from other sources</i>		
Sub-leasing income	8,603	8,729
	161,195	182,268

7. Other gains/(losses) and other income, net

	Notes	Six months ended 30 June	
		2025 RMB'000 (unaudited)	2024 RMB'000 (unaudited)
Interest income on cash and cash equivalents		1,220	4,873
Interest income on term deposits		1,074	1,497
Interest income on long term receivables		174	198
Gain on derecognition of right-of-use assets and investment properties upon entering into finance lease as lessor		—	1,349
Loss on derecognition of investment properties due to termination of lease		—	(156)
Gains on modification of lease		—	59
Gain/(loss) on disposal of property, plant and equipment		100	(61)
Loss on disposal of intangible assets		(267)	(30)
Loss on foreign exchanges		(3,354)	(9,107)
Fair value gain on investment in unallocated silver bullion	14	33,831	11,879
Gain on disposal of subsidiaries		—	158
Government grants (Note)		26	37
Compensation from tenants		361	541
Gain on early termination of leases		672	1,079
Others		(40)	336
		33,797	12,652

Note: Government grants represented the subsidies received from the local government support of the business operation. There was no unfulfilled condition in relation to the subsidies.

8. Finance costs

	Six months ended 30 June	
	2025	2024
	RMB'000	RMB'000
	(unaudited)	(unaudited)
Interest expenses on lease liabilities		
(Note 13(c))	1,038	959

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2025

9. Profit before income tax

Profit before income tax is arrived at after charging/(crediting):

		Six months ended 30 June	
	Notes	2025 RMB'000 (unaudited)	2024 RMB'000 (unaudited)
Auditor's remuneration			
– Non-audit services (Note a)		553	607
Depreciation and amortisation on			
– property, plant and equipment	12	1,163	1,331
– investment properties	12	2,761	2,624
– intangible assets	12	87	166
– right-of-use assets	13	2,940	3,479
Employee benefits expenses (including directors' remunerations) (Note b)			
– Salaries, allowance and benefits in kind		35,260	32,516
– Retirement benefit scheme contributions (Note c)		6,002	5,441
Direct operating expenses arising from investment properties that generated rental income		524	547
Cost of raw materials in relation to catering services		5,408	18,823
Cost of raw materials and consumables		2,777	1,077
Cost of inventories recognised as expenses		35,072	36,208
Minimum lease payments under short-term operating term operating lease	13(c)	1,165	814
(Reversal of)/provision for expected credit loss on trade and other receivables, net		(1,035)	434

9. Profit before income tax (continued)

Notes:

- (a) The non-audit services are related to the interim review of the Company's condensed consolidated financial statements for the six months ended 30 June 2025 (2024: for the six months ended 30 June 2024).
- (b) Total employee benefits expenses of approximately RMB24,483,000 (six months ended 30 June 2024: RMB23,028,000), RMB9,274,000 (six months ended 30 June 2024: RMB9,608,000) and RMB7,505,000 (six months ended 30 June 2024: RMB5,321,000) have been charged to cost of sales, selling and marketing expenses and administrative expenses, respectively for the six months ended 30 June 2025.
- (c) Employees in the Group's PRC subsidiaries are required to participate in a defined contribution retirement scheme administered and operated by the local municipal government. The Group's PRC subsidiaries contribute funds which are calculated based on certain percentages of the average employee salary as agreed by local municipal government to the scheme to fund the retirement benefits of the employees.

10. Income tax expense

	Six months ended 30 June	
	2025	2024
	RMB'000	RMB'000
	(unaudited)	(unaudited)
Current tax:		
– PRC Mainland corporate income tax	11,318	13,273
– PRC Mainland withholding income tax	1,375	6,461
Total current tax	12,693	19,734
Deferred tax:		
– PRC Mainland corporate income tax (credit)/expense	(377)	372
– PRC Mainland withholding income tax credit	(700)	(5,600)
Total deferred tax credit	(1,077)	(5,228)
Income tax expense	11,616	14,506

PRC Mainland Corporate Income Tax

The income tax provision of the Group in respect of operations in the PRC Mainland has been calculated at the applicable tax rate on the estimated assessable profits for the periods, based on the existing legislation, interpretations and practices in respect thereof.

10. Income tax expense (continued)

PRC Mainland Corporate Income Tax (continued)

The general corporate income tax rate applicable to the Group entities located in the PRC Mainland ("**PRC Mainland entities**") is 25% according to the Corporate Income Tax Law of the PRC Mainland effective on 1 January 2008. A subsidiary of the Company obtained the Certificate of "High and New Technology Enterprise" (the "**Certificate**") with valid period up to 2026. According to the Corporate Income Tax Law of the PRC Mainland, corporations which obtain the Certificate are entitled to enjoy a preferential corporate income rate of 15%.

Certain subsidiaries of the Group are qualified as the qualifying small enterprises according to the relevant tax law and regulation in the PRC Mainland are qualified for a reduced effective tax rate of 5% until 31 December 2027.

PRC Mainland Withholding Income Tax

PRC Mainland withholding income tax of 10% shall be levied on the dividends declared by PRC Mainland entities to their foreign investors out of their profits earned after 1 January 2008. A lower 5% withholding tax rate was applied when the immediate holding companies of the PRC Mainland subsidiaries are incorporated or operated in Hong Kong and fulfil the requirement to the tax arrangement between the PRC Mainland and Hong Kong.

During the six months ended 30 June 2025, a provision of deferred tax for the distribution of earnings of the certain profitable PRC Mainland subsidiaries to other overseas group entities has been made at withholding income tax rate of 5% (the six months ended 30 June 2024: 5%).

Hong Kong Profits Tax

Under the two-tiered profits tax rates regime in Hong Kong, the first HK\$2 million of profits of the qualifying group entity will be taxed at 8.25%, and profits above HK\$2 million will be taxed at 16.5%. The profits of group entities not qualifying for the two-tiered profits tax rates regime will continue to be taxed at a flat rate of 16.5%.

10. Income tax expense (continued)

Hong Kong Profits Tax (continued)

The directors of the Company considered the amount involved upon implementation of the two-tiered profits tax rates regime as insignificant to the condensed consolidated financial statements. Hong Kong Profits Tax is calculated at 16.5% (the six months ended 30 June 2024: 16.5%) of the estimated assessable profit for the period.

No provision for Hong Kong Profits Tax has been provided as the Group had no assessable profits for the six months ended 30 June 2025 and 30 June 2024.

Overseas Corporate Income Tax

The Company was incorporated in the Cayman Islands as an exempted company with limited liability under the Companies Law, Cap. 22 of Cayman Islands and is exempted from Cayman Islands income tax. British Virgin Islands subsidiaries were incorporated under the International Business Companies Act of the British Virgin Islands and are exempted from British Virgin Islands income tax.

11. Earnings per share

Basic earnings per share is calculated by dividing the profit attributable to the owners of the Company by the weighted average number of ordinary shares in issue during the period.

The Company has no dilutive potential ordinary shares for the six months ended 30 June 2025 (six months ended 30 June 2024: nil), and hence the diluted earnings per share is the same as basic earnings per share.

11. Earnings per share (continued)

	Six months ended 30 June	
	2025 RMB'000 (unaudited)	2024 RMB'000 (unaudited)
Profit attributable to the owners of the Company (RMB)	75,149,000	53,083,000
Weighted average number of ordinary shares in issue	1,015,750,000	1,015,750,000
Weighted average number of ordinary shares for diluted earnings per share	1,015,750,000	1,015,750,000
Basic earnings per share for profit attributable to the owners of the Company during the period (expressed in RMB per share)	0.074	0.052

12. Property, plant and equipment, investment properties and intangible assets

	Property, plant and equipment RMB'000	Investment properties RMB'000 (Note)	Intangible assets RMB'000
As at 1 January 2025			
Cost	35,828	31,876	3,701
Accumulated depreciation and amortisation	(29,833)	(14,514)	(2,652)
Net book amount (audited)	5,995	17,362	1,049
Six months ended 30 June 2025			
Opening net book amount	5,995	17,362	1,049
Additions	146	328	217
Disposal	(191)	-	(267)
Depreciation and amortisation charge (Note 9)	(1,163)	(2,761)	(87)
Exchange adjustment	-	(123)	-
Closing net book amount (unaudited)	4,787	14,806	912
As at 30 June 2025			
Cost	35,080	32,043	3,317
Accumulated depreciation and amortisation	(30,293)	(17,237)	(2,405)
Net book amount (unaudited)	4,787	14,806	912

Note: As at 30 June 2025 and 31 December 2024, the Group leases certain office premises under operating leases with certain related parties (Note 25(b)) and independent third parties. Certain of the Group's right-of-use assets which are used in the sub-leasing business, meet the definition of investment properties.

13. Right-of-use asset and lease liabilities

(a) Right-of-use assets

	Premises 2025 RMB'000	2024 RMB'000
As at 1 January		
Cost	37,214	51,963
Accumulated depreciation	(18,245)	(23,845)
Net book amount (audited)	18,969	28,118
Six months ended 30 June		
Opening net book amount	18,969	28,118
Addition	6,145	7,848
Lease modifications	–	(88)
Transferred to investment properties (Note 12)	(328)	(1,732)
Derecognised due to early termination	(9,017)	–
Derecognised due to entering into finance lease as lessor	–	(10,395)
Depreciation charge (Note 9)	(2,940)	(3,479)
Exchange adjustment	(10)	(2)
Closing net book amount (unaudited)	12,819	20,270
As at 30 June		
Cost	29,144	36,148
Accumulated depreciation	(16,325)	(15,878)
Net book amount (unaudited)	12,819	20,270

13. Right-of-use asset and lease liabilities (continued)

(b) Lease liabilities

	As at	
	30 June 2025 RMB'000 (Unaudited)	31 December 2024 RMB'000 (Audited)
Analysed into:		
Current portion	11,509	13,763
Non-current portion	23,963	31,377
	35,472	45,140

(c) The amounts recognised in condensed consolidated statement of comprehensive income are as follows:

		Six months ended 30 June	
	Notes	2025 RMB'000 (unaudited)	2024 RMB'000 (unaudited)
Interest expenses on lease liabilities	8	1,038	959
Depreciation charged on right-of-use assets	9	2,940	3,479
Expense relating to short-term lease	9	1,165	814

The total cash outflow for leases for the six months ended 30 June 2025 was approximately RMB8,186,000 (the six months ended 30 June 2024: RMB8,151,000).

13. Right-of-use asset and lease liabilities (continued)

- (d) The Group entered into certain leases in respect of properties from related parties to the Group. The amount of lease payments by the Group under the leases are approximately RMB997,000 (31 December 2024: RMB1,014,000) per month with the lease terms ranging from 1 to 10 years (31 December 2024: 1 to 10 years).

As at 30 June 2025, included in the Group's current and non-current lease liabilities, approximately RMB11,285,000 and RMB23,846,000 (31 December 2024: RMB9,786,000 and RMB25,168,000) respectively were the amounts due to related parties. The short-term lease expenses, interest expenses on lease liabilities and payment of lease liabilities during the six months ended 30 June 2025 and 2024 are disclosed in Note 25(b).

- (e) The Group leases various properties which the lease agreements are typically made for fixed periods ranging from 1 to 10 years (31 December 2024: 1 to 10 years). Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease agreements do not impose any covenants, but leased assets may not be used as security for borrowing purposes.

14. Investment in unallocated silver bullion

In prior years, the Group invested in unallocated silver bullion through a licensed bank. Such investment is held for long-term capital appreciation, and the management of the Company has decided to use the fair value model, with the changes in fair value to be recognised in the profit or loss in the period of changes.

As at 30 June 2025, the quantity of unallocated silver bullion held by the Group was 680,000 ounces (31 December 2024: 680,000 ounces).

During the six months ended 30 June 2025, the fair value gain in respect of the re-measurement at 30 June 2025 on unallocated silver bullion of approximately RMB33,831,000 (six months ended 30 June 2024: RMB11,879,000) is recognised in other gains/(losses) and other income, net (Note 7).

The fair value of the investment in unallocated silver bullion is measured with reference to their bid price in London Precious Metals Markets, which is the exit price, at the end of each reporting period.

The Group can unconditionally, at its sole discretion, convert the investment into allocated silver bullion or realise the investment into cash at the London silver spot price by giving not less than 2 business days' prior written notice.

15. Trade and other receivables

	As at	
	30 June	31 December
	2025	2024
	RMB'000	RMB'000
	(Unaudited)	(Audited)
Trade receivables (Note (a)):		
– Related parties (Note 25 (d))	15,512	5,681
– Third parties	20,045	19,825
Total trade receivables	35,557	25,506
Less: allowance for impairment of trade receivables	(7,939)	(8,939)
	27,618	16,567
Other receivables:		
– Related parties (Note 25 (d))	4,201	4,077
– Third parties (Note (b))	14,743	20,100
	18,944	24,177
Less: allowance for impairment of other receivables	(659)	(694)
	18,285	23,483

15. Trade and other receivables (continued)

	As at	
	30 June	31 December
	2025	2024
	RMB'000	RMB'000
	(Unaudited)	(Audited)
Prepayments		
– Third parties	1,450	1,780
Total trade and other receivables	47,353	41,830
Analysed into:		
– Non-current	4,440	6,614
– Current	42,913	35,216
	47,353	41,830

15. Trade and other receivables (continued)

Notes:

- (a) Trade receivables due from third parties mainly represented the receivables arising from provision of information technology services and the receivables of outstanding property management fee charged on commission basis.

During the six months ended 30 June 2025, the credit period granted to trade customers of information technology services from one month to one year (the six months ended 30 June 2024: one month to one year); the trading of retail services, catering services, off-campus training services, property agency services, employment placement services and laundry services are mainly carried out on a cash basis (the six months ended 30 June 2024: cash basis).

As at 30 June 2025 and 31 December 2024, the ageing analysis of the trade receivables, net of impairment based on invoice date, are as follows:

	As at	
	30 June 2025	31 December 2024
	RMB'000 (Unaudited)	RMB'000 (Audited)
Less than 1 year	26,343	15,197
1 to 2 year(s)	368	393
Over 2 years	907	977
	27,618	16,567

15. Trade and other receivables (continued)

Notes: (continued)

- (b) Included in the other receivables balance are the finance lease receivables with aggregate carrying amount of approximately RMB6,397,000 (31 December 2024: RMB7,455,000). Certain leased properties under subleases were classified as finance leases as the terms of the sub-lease transfer substantially all the risks and rewards incidental to ownership of head lease to the lessee. Amounts due from lessees under finance leases are recognised as finance lease receivables which included in the non-current and current other receivables amounting to approximately RMB1,958,000 and RMB4,439,000 (31 December 2024: RMB5,392,000 and RMB2,063,000), respectively and have remaining lease terms ranging from 1 to 8 years (31 December 2024: 1 to 9 years) as at 30 June 2025.

The maximum exposure to credit risk at the reporting dates is the carrying value of each class of receivables mentioned above. The Group does not hold any collateral as security.

The Group applies the simplified approach to provide for expected credit losses prescribed by HKFRS 9. As at 30 June 2025, a provision of approximately RMB8,598,000 (31 December 2024: RMB9,633,000) was made against the gross amounts of trade and other receivables.

16. Inventories

	As at	
	30 June 2025 RMB'000 (Unaudited)	31 December 2024 RMB'000 (Audited)
Merchandise goods	7,100	8,728
Raw materials and consumables	1,075	986
	8,175	9,714

17. Contract assets

	As at	
	30 June	31 December
	2025	2024
	RMB'000	RMB'000
	(Unaudited)	(Audited)
Amounts due from customers for contract works		
– Related parties (Note 25(d))	1,935	4,023
– Third parties	614	614
	2,549	4,637

18. Cash and bank balances

(a) Term deposits

	As at	
	30 June	31 December
	2025	2024
	RMB'000	RMB'000
	(Unaudited)	(Audited)
Matured over 3 months, from the date of acquisition	80,000	80,000

As at 30 June 2025 and 31 December 2024, the term deposits in banks have a maturity in March 2026 and carry interest at prevailing deposit rate of 3.10%. The fair value of the Group's term deposits approximates their carrying amounts. All term deposits are denominated in RMB.

18. Cash and bank balances (continued)

(b) Restricted cash

Restricted cash represents cash deposits in the banks as security for issuance of cash cards according to the relevant regulations in the PRC Mainland.

(c) Cash and cash equivalents

	As at	
	30 June 2025 RMB'000 (Unaudited)	31 December 2024 RMB'000 (Audited)
Cash at banks and on hand	135,287	112,633
Short-term bank deposits	71,363	170,279
	206,650	282,912

As at 30 June 2025, there is no short-term bank deposit made for varying periods of more than three months (31 December 2024: nil).

18. Cash and bank balances (continued)

(c) Cash and cash equivalents (continued)

	As at	
	30 June 2025 RMB'000 (Unaudited)	31 December 2024 RMB'000 (Audited)
Cash and cash equivalents denominated in:		
– RMB	160,629	218,747
– Hong Kong Dollar ("HK\$")	46,007	64,151
– United States Dollar	14	14
	206,650	282,912

The conversion of RMB denominated balances into foreign currencies and the remittance of such foreign currencies out of the PRC Mainland are subject to relevant rules and regulations of foreign exchange control promulgated by the PRC Mainland government.

19. Trade and other payables

	As at	
	30 June 2025 RMB'000 (Unaudited)	31 December 2024 RMB'000 (Audited)
Trade payables (Note):		
– Related parties (Note 25(d))	1,363	443
– Third parties	29,508	35,550
	30,871	35,993
Other payables:		
– Related parties (Note 25(d))	4,803	4,815
– Third parties	19,652	23,917
	24,455	28,732
Accrued payroll	8,702	8,759
Dividend payable (Note 24)	42,177	–
Other tax payables	291	296
	106,496	73,780

19. Trade and other payables (continued)

Note: As at 30 June 2025 and 31 December 2024, the ageing analysis of the trade payables (including amounts due to related parties of trading in nature) based on invoice date were as follows:

	As at	
	30 June	31 December
	2025	2024
	RMB'000	RMB'000
	(Unaudited)	(Audited)
Less than 1 year	26,739	33,378
1 to 2 years	2,692	1,534
2 to 3 years	992	944
Over 3 years	448	137
	30,871	35,993

20. Contract liabilities

	As at	
	30 June 2025 RMB'000 (Unaudited)	31 December 2024 RMB'000 (Audited)
Receipt in advance in relation to off-campus training services	12,599	11,058
Receipt in advance in relation to construction contracts	373	2,016
Cash vouchers in relation to retail services	2,165	108
Receipt in advance in relation to fresh food procurement services	3,850	–
Receipt in advance in relation to property management services	1,708	2,287
Receipt in advance in relation to catering services	12	4,352
Others	4	5
	20,711	19,826
Contract liabilities		
– Related parties (Note 25(d))	761	2,820
– Third parties	19,950	17,006
	20,711	19,826

21. Deferred tax

The movement in deferred tax assets and liabilities during the period are as follows:

(a) Deferred tax assets

	Lease liabilities RMB'000	Temporary difference relating to Right-of-use assets and rental RMB'000	Total RMB'000
As at 1 January 2025 (Audited)	10,448	(9,333)	1,115
Credited to the profit or loss	(2,340)	-	(2,340)
Charged to the profit or loss	-	2,586	2,586
As at 30 June 2025 (Unaudited)	8,108	(6,747)	1,361
As at 1 January 2024 (Audited)	12,412	(10,810)	1,602
Credited to the profit or loss	(2,148)	-	(2,148)
Charged to the profit or loss	-	2,002	2,002
As at 30 June 2024 (Unaudited)	10,264	(8,808)	1,456

21. Deferred tax (continued)

(b) Deferred tax liabilities

	Finance lease receivables RMB'000	Withholding taxes RMB'000	Total RMB'000
As at 1 January 2025 (Audited)	1,446	3,250	4,696
Credited to the profit or loss	(131)	(1,850)	(1,981)
Charged to the profit or loss	-	1,150	1,150
As at 30 June 2025 (Unaudited)	1,315	2,550	3,865
As at 1 January 2024 (Audited)	1,334	10,100	11,434
Credited to the profit or loss	(20)	(6,850)	(6,870)
Charged to the profit or loss	246	1,250	1,496
As at 30 June 2024 (Unaudited)	1,560	4,500	6,060

21. Deferred tax (continued)

(b) Deferred tax liabilities (continued)

As at 30 June 2025, the Group has unused tax losses arising in Hong Kong of approximately RMB564,000 (31 December 2024: RMB105,000) that are available for offsetting against future taxable profits. Such unused tax losses are subjected to approval of the Hong Kong Inland Revenue Department. No deferred tax assets have been recognised due to unpredictability of further profit streams. Tax losses may be carried forward indefinitely.

As at 30 June 2025 and 31 December 2024, the Group has no unrecognised withholding income tax in relation to the undistributed profits of certain PRC Mainland group entities.

22. Share capital and share premium

Details of the share capital and share premium of the Company are as follows:

	Number of ordinary shares	Share capital Translated to HK\$	RMB'000	Share premium RMB'000	Total RMB'000
Authorised:					
At 31 December 2024					
and 30 June 2025	10,000,000,000	100,000,000	87,440		
Issued and fully paid:					
As at 31 December 2024					
and 30 June 2025	1,015,750,000	10,157,500	8,876	179,333	188,209

23. Other reserves

	Statutory reserve RMB'000 (Note (a))	Capital reserve RMB'000 (Note (b))	Reserves for transactions with non- controlling interests RMB'000	Total RMB'000
As at 1 January 2025 (audited) and 30 June 2025 (unaudited)	35,461	(121,099)	(14,331)	(99,969)
As at 1 January 2024 (audited)	36,279	(121,099)	(14,331)	(99,151)
De-registration of subsidiaries (note (c))	(353)	–	–	(353)
Disposal of a subsidiary	(594)	–	–	(594)
Appropriation of statutory reserves	129	–	–	129
As at 31 December 2024 (audited)	35,461	(121,099)	(14,331)	(99,969)

23. Other reserves (continued)

(a) Statutory reserve

In accordance with relevant rules and regulations in the PRC Mainland, except for sino-foreign equity joint venture enterprises, all PRC Mainland companies are required to transfer 10% of their profit after income tax calculated under PRC Mainland accounting rules and regulations to the statutory reserve fund, until the accumulated total of the fund reaches 50% of their registered capital. The statutory reserve fund can only be used upon approval by the relevant authority, to offset losses carried forward from previous years or to increase capital of the respective companies.

(b) Capital reserve

The amounts consisted of RMB111,305,000 which represented the difference between the carrying value of the listing business and the par value of shares issued by the Company to the then shareholders of the Group in exchange of the listing business during the reorganisation for the listing and the remaining balance of RMB9,794,000 represented paid-in capital of the acquired subsidiary in a business combination under common control in 2017.

(c) De-registration of subsidiaries

On 11 April 2024, an indirectly wholly-owned subsidiary, namely Guangzhou Clifford Household Services Limited* (廣州市祈福家居服務有限公司) was de-registered. No material gain or loss resulting from the deregistration.

24. Dividend

Pursuant to the approval at the meeting of the board of directors of the Company on 25 February 2025, a special dividend of HK11.20 cents per ordinary share was approved and to be distributed out of the Company's retained earnings. The special dividend amounting to approximately HK\$113,764,000 (equivalent to approximately RMB104,942,000) (30 June 2024: HK\$337,229,000 (equivalent to approximately RMB305,816,000)) based on the total number of issued shares of the Company of 1,015,750,000 ordinary shares as at 31 December 2024 was paid on 31 March 2025 to the shareholders of the Company whose names appeared on the register of members of the Company on 18 March 2025.

Pursuant to the approval at the annual general meeting of shareholders of the Company on 20 June 2025, a final dividend of HK4.50 cents per ordinary share for the year ended 31 December 2024 (31 December 2023: HK4.30 cents) was approved and to be distributed out of the Company's retained earnings. The final dividend amounting to approximately HK\$45,709,000 (equivalent to approximately RMB42,177,000) (30 June 2024: HK\$43,677,000 (equivalent to approximately RMB39,847,000)) based on the total number of issued shares of the Company of 1,015,750,000 ordinary shares as at 30 June 2025 (31 December 2024: 1,015,750,000 ordinary shares) was recognised as a liability in the condensed consolidated statement of financial position as at 30 June 2025 (Note 19). Subsequent to the period end, on 31 July 2025, the final dividend was paid by the Company.

No interim dividend for the six months ended 30 June 2025 (the six months ended 30 June 2024: nil) has been proposed by the Board of the Company.

25. Related party transactions

(a) Name and relationship with related parties:

Name	Relationship
Ms. Man Lai Hung	Ultimate shareholder of the Company
Mr. Pang Lun Kee	The spouse of Ms. Man
Maliton Services Limited	Company under control of the spouse of Ms. Man
Tango Trading Limited	Company under control of the spouse of Ms. Man
Clifford Aged Home Company Limited* 廣州市祈福護老公寓有限公司	Under control of Ms. Man
Clifford Estates (Panyu) Limited* 廣州市番禺祈福新邨房地產有限公司	Under significant influence of the spouse of Ms. Man
Foshan Nanhai Clifford Household Industrial Company Limited* 佛山市南海祈福家居實業有限公司	Under control of the spouse of Ms. Man
Foshan Nanhai Clifford Property Development Company Limited* 佛山市南海祈福房地產有限公司	Under control of the spouse of Ms. Man
Foshan Nanhai Clifford Property Development Limited* 佛山市南海祈福置業有限公司	Under control of the spouse of Ms. Man
Foshan Nanhai District Danzao Prayer Experimental Kindergarten* 佛山市南海區祈福英語實驗幼兒園	Under control of the spouse of Ms. Man
Foshan Qifu Nanwan Peninsula Club Co., Ltd.* 佛山市祈福南灣半島俱樂部有限公司	Under control of the spouse of Ms. Man
Guangdong Clifford Hospital Company Limited* 廣東祈福醫院有限公司	Under control of Ms. Man
Guangdong Qifu Group Co., Ltd.* 廣東祈福集團有限公司	Under control of the spouse of Ms. Man

25. Related party transactions (continued)

(a) Name and relationship with related parties: (continued)

Name	Relationship
Guangzhou Anhua Property Co., Ltd.* 廣州市安華物業有限公司	Under control of the spouse of Ms. Man
Guangzhou Boxue Management Consulting Co., Ltd.* 廣州博學管理諮詢有限公司	Under control of relatives of senior executive
Guangzhou Clifford Business Centre Management Company Limited* 廣州市祈福商務中心經營管理有限公司	Under control of the spouse of Ms. Man
Guangzhou Clifford Estates School* 廣州市番禺區祈福新邨學校	Under significant influence of the spouse of Ms. Man
Guangzhou Clifford Medical Equipment Limited* 廣州市祈福醫療器械有限公司	Under control of Ms. Man
Guangzhou Clifford Postnatal Care Company Limited* 廣州市祈福母嬰護理服務有限公司	Under control of Ms. Man
Guangzhou Clifford Property Limited* 廣州市祈福物業有限公司	Under control of the spouse of Ms. Man
Guangzhou Clifford Property Management Company Limited* 廣州市祈福地產經營管理有限公司	Under control of the spouse of Ms. Man
Guangzhou Clifford Property Management Limited* 廣州祈福物業管理有限公司	Under control of the spouse of Ms. Man
Guangzhou Clifford Wonderland Commercial Property Management Company Limited* 廣州市祈福繽紛世界商業地產經營管理有限公司	Under control of the spouse of Ms. Man
Guangzhou Clifford Wonderland Company Limited* 廣州市祈福繽紛樂園有限公司	Under control of the spouse of Ms. Man

25. Related party transactions (continued)

(a) Name and relationship with related parties: (continued)

Name	Relationship
Guangzhou Clifford Wonderland Service Apartment Company Limited* 廣州市祈福繽紛世界國際公寓有限公司	Under control of the spouse of Ms. Man
Guangzhou Clifford Wonderland World Property Co., Ltd.* 廣州市祈福繽紛世界物業有限公司	Under control of the spouse of Ms. Man
Guangzhou Crown Property Company Limited* 廣州市冠都物業有限公司	Under control of the spouse of Ms. Man
Guangzhou Fortune Software Limited* 廣州市科進計算機技術有限公司	Under control of Ms. Man
Guangzhou Fuchang Termite Control Co., Ltd.* 廣州市福昌白蟻防治有限公司	Under control of the spouse of Ms. Man
Guangzhou Guangli Property Company Limited* 廣州市廣利物業有限公司	Under control of the spouse of Ms. Man
Guangzhou Guanluan Properties Company Limited* 廣州市冠環物業有限公司	Under control of the spouse of Ms. Man
Guangzhou Hongyun Hospital Logistics Service Management Co., Ltd.* 廣州市鴻運醫院後勤服務管理有限公司	Under control of senior executive
Guangzhou Huadu Clifford Commercial Plaza Operation and Investment Company Limited* 廣州花都祈福商業廣場運營投資有限公司	Under control of the spouse of Ms. Man
Guangzhou Huadu Clifford Estates Property Development Company Limited* 廣州市花都祈福花園房產有限公司	Under control of the spouse of Ms. Man
Guangzhou Huadu Clifford Mountain Lake Hotel Limited* 廣州市花都祈福山中湖酒店有限公司	Under control of the spouse of Ms. Man

25. Related party transactions (continued)

(a) Name and relationship with related parties: (continued)

Name	Relationship
Guangzhou Huadu Clifford Property Company Limited* 廣州市花都祈福置業有限公司	Under control of the spouse of Ms. Man
Guangzhou Huadu Clifford Property Development Company Limited* 廣州市花都祈福房地產有限公司	Under control of the spouse of Ms. Man
Guangzhou Huadu Xin Hua Clifford Property Development Company Limited* 廣州市花都新華祈福房地產有限公司	Under control of the spouse of Ms. Man
Guangzhou Lakeside Property Company Limited* 廣州市倚湖物業有限公司	Under control of the spouse of Ms. Man
Guangzhou Panyu Clifford Elite Kindergarten* 廣州市番禺區祈福精英幼兒園	Under significant influence of the spouse of Ms. Man
Guangzhou Panyu Clifford English Experimental Kindergarten* 廣州市番禺區祈福英語實驗幼兒園	Under significant influence of the spouse of Ms. Man
Guangzhou Panyu Clifford English Experimental Primary School* 廣州市番禺區祈福英語實驗小學	Under significant influence of the spouse of Ms. Man
Guangzhou Panyu Clifford English Experimental School* 廣州市番禺區祈福英語實驗學校	Under significant influence of the spouse of Ms. Man
Guangzhou Panyu Clifford Estates Kindergarten* 廣州市番禺區祈福新邨幼兒園	Under control of the spouse of Ms. Man
Guangzhou Panyu Clifford Estates Resort Club Company Limited* 廣州市番禺祈福新邨渡假俱樂部有限公司	Under significant influence of the spouse of Ms. Man
Guangzhou Panyu Clifford Property Company Limited* 廣州市番禺祈福房產有限公司	Under control of the spouse of Ms. Man

25. Related party transactions (continued)

(a) Name and relationship with related parties: (continued)

Name	Relationship
Guangzhou Panyu CZ Clifford Lakeside Kindergarten* 廣州市番禺區鍾村街祈福倚湖灣幼兒園	Under control of Ms. Man
Guangzhou Panyu District Qifu Community Health Service Station* 廣州市番禺區祈福社區衛生服務站	Under control of Ms. Man
Guangzhou Qifu Biotechnology Co., Ltd.* 廣州市祈福生物科技有限公司	Under control of Ms. Man
Guangzhou Qifu Business Hotel Management Co., Ltd.* 廣州市祈福商務酒店管理有限公司	Under control of the spouse of Ms. Man
Guangzhou Qifu Dental Clinic Co., Ltd.* 廣州市祈福口腔門診部有限公司	Under control of Ms. Man
Guangzhou Qifu Health Consulting Co., Ltd.* 廣州市祈福健康諮詢有限公司	Under control of Ms. Man
Guangzhou Qifu Investment Co., Ltd.* 廣州市祈福投資有限公司	Under control of the spouse of Ms. Man
Guangzhou Qifu Medical Company Limited* 廣州市祈福醫藥有限公司	Under control of Ms. Man
Guangzhou Qifu Medical Management Co., Ltd.* 廣州市祈福醫療管理有限公司	Under control of Ms. Man
Guangzhou Qifu Pharmaceutical Co., Ltd.* 廣州市祈福藥業有限公司	Under control of Ms. Man
Guangzhou Clifford New Pharmacy Company Limited* 廣州市祈福新大藥房有限公司	Under control of Ms. Man
Guangzhou Qile Real Estate Co., Ltd.* 廣州市祈樂置業有限公司	Under control of the spouse of Ms. Man

25. Related party transactions (continued)

(a) Name and relationship with related parties: (continued)

Name	Relationship
Guangzhou Qinghua Industry Co., Ltd.* 廣州市慶華實業有限公司	Under control of the spouse of Ms. Man
Guangzhou Zhan Sheng Commercial Property Management Company Limited* 廣州市展盛商業地產經營管理有限公司	Under control of the spouse of Ms. Man
Lushan Dingye Development Co., Ltd.* 廬山鼎業發展有限公司	Under control of the spouse of Ms. Man
Lushan Zilu Hotel Co., Ltd.* 廬山市紫廬酒店有限公司	Under control of the spouse of Ms. Man
Zhaoqing Clifford Coast Property Development Company Limited* 肇慶祈福海岸房地產有限公司	Under control of the spouse of Ms. Man
Guangzhou Qifu Skin Management Technology Co., Ltd.* 廣州市祈福皮膚管理科技有限公司	Under control of the spouse of Ms. Man
Guangzhou Qifu Enterprise Management Co., Ltd.* 廣州市祈福企業管理有限公司	Under control of Ms. Man
Fame Business Investments Limited* 廣州市祈福千歲堂健康科技有限公司	Under control of the spouse of Ms. Man

* The English name of the related parties represents the best effort by the management of the Group in translating their Chinese names as they do not have an official English name.

25. Related party transactions (continued)

(b) The following transactions were carried out with related parties:

	Six months ended 30 June 2025 RMB'000 (unaudited)	2024 RMB'000 (unaudited)
Sales of goods to:		
– Companies under control of Ms. Man	283	–
– Companies under significant influence of the spouse of Ms. Man	687	–
– Companies under control of the spouse of Ms. Man	105	–
	1,075	–
Provision of services to:		
– Companies under control of Ms. Man	17,805	6,829
– Companies under control of the spouse of Ms. Man	7,352	10,100
– Companies under significant influence of the spouse of Ms. Man	5,347	9,191
– Companies under control of senior executive	47	300
	30,551	26,420

25. Related party transactions (continued)

(b) The following transactions were carried out with related parties: (continued)

	Six months ended 30 June	
	2025	2024
	RMB'000	RMB'000
	(unaudited)	(unaudited)
Short-term lease expenses and management fee:		
– Companies under control of the spouse of Ms. Man	224	715
Interest expenses for lease liabilities:		
– Companies under control of Ms. Man	11	11
– Companies under control of the spouse of Ms. Man	719	393
– Companies under significant influence of the spouse of Ms. Man	224	245
	954	649

25. Related party transactions (continued)

(b) The following transactions were carried out with related parties: (continued)

	Six months ended 30 June 2025 RMB'000 (unaudited)	2024 RMB'000 (unaudited)
Payment of lease liabilities:		
– Companies under control of Ms. Man	65	93
– Companies under control of the spouse of Ms. Man	4,424	3,828
– Companies under significant influence of the spouse of Ms. Man	1,267	1,326
	5,756	5,247

(c) Key management compensation

Compensation for key management other than those for directors of the Company is set out below:

	Six months ended 30 June 2025 RMB'000 (unaudited)	2024 RMB'000 (unaudited)
Short-term employee benefits	2,647	2,385
Post-employment benefits	209	194
Salaries and other employee benefits	2,856	2,579

25. Related party transactions (continued)

(d) Balances with related parties

	As at	
	30 June 2025 RMB'000 (Unaudited)	31 December 2024 RMB'000 (Audited)
Receivables from related parties:		
Trade receivables (Note 15) (Note (i))		
– Companies under control of the spouse of Ms. Man	3,190	1,912
– Companies under significant influence of the spouse of Ms. Man	3,134	2,115
– Companies under control of Ms. Man	9,188	1,199
– A company under control of relatives of senior executive	–	1
– A company under control of senior executive	–	454
	15,512	5,681

25. Related party transactions (continued)**(d) Balances with related parties: (continued)**

	As at	
	30 June	31 December
	2025	2024
	RMB'000	RMB'000
	(Unaudited)	(Audited)
Receivables from related parties: (continued)		
Other receivables (Note 15) (Note (ii))		
– Companies under control of the spouse of Ms. Man	2,529	2,412
– Companies under significant influence of the spouse of Ms. Man	1,623	1,616
– Companies under control of Ms. Man	49	49
	4,201	4,077
Contract assets (Note 17)		
– Companies under significant influence of the spouse of Ms. Man	1,590	3,565
– Companies under the control of Ms. Man	93	208
– Companies under control of the spouse of Ms. Man	252	250
	1,935	4,023
Total receivables from related parties	21,648	13,781

25. Related party transactions (continued)

(d) Balances with related parties: (continued)

	As at	
	30 June 2025 RMB'000 (Unaudited)	31 December 2024 RMB'000 (Audited)
Payables to related parties:		
Trade payables (Note 19) (Note (i))		
– Companies under significant influence of the spouse of Ms. Man	402	154
– Companies under control of the spouse of Ms. Man	734	10
– Company under control of Ms. Man	227	275
– A company under control of senior executive	–	4
	1,363	443

25. Related party transactions (continued)**(d) Balances with related parties: (continued)**

	As at	
	30 June	31 December
	2025	2024
	RMB'000	RMB'000
	(Unaudited)	(Audited)
Other payables (Note 19) (Note (ii))		
– Companies under significant influence of the spouse of Ms. Man	1,048	1,048
– Companies under control of the spouse of Ms. Man	3,702	3,697
– Companies under control of Ms. Man	53	52
– Companies under control of relatives of senior executive	–	18
	4,803	4,815

25. Related party transactions (continued)

(d) Balances with related parties: (continued)

	As at	
	30 June 2025 RMB'000 (Unaudited)	31 December 2024 RMB'000 (Audited)
Contract liabilities (Note 20)		
– Companies under control of the spouse of Ms. Man	100	100
– Companies under significant influence of the spouse of Ms. Man	603	2,661
– Company under control of Ms. Man	58	58
– A company under control of relatives of senior executive	–	1
	761	2,820
Total payables to related parties	6,927	8,078

Notes:

- (i) Trade receivables and payables with related parties are unsecured and interest-free. These balances are with credit period varying from one to three months.
- (ii) Other receivables and payables with related parties are unsecured and interest-free. Except for the balances paid as rental deposits, which are repayable upon maturity of rental period according to the respective contracts, the remaining balances are repayable on demand.