China Cultural Tourism and Agriculture Group Limited
中國文旅農業集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 542)

2026 INTERIM RESULTS ANNOUNCEMENT

The Board of Directors (the "**Board**") of China Cultural Tourism and Agriculture Group Limited (the "**Company**") hereby announces the unaudited condensed consolidated interim financial information of the Company and its subsidiaries (together the "**Group**") for the six months ended 30 June 2026 together with the comparative figures for the corresponding period in 2025, as follows:

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS

		For the six months ended 30 June	
		2026	2025
		(Unaudited)	(Unaudited)
	Notes	***HK$'000***	*HK$'000*
REVENUE	*5*	**69,367**	35,626
Cost of sales		**(13,088)**	(25,543)
Gross profit		**56,279**	10,083
Other income and gains	*6*	**491**	547
Selling expenses		**(14)**	(381)
Administrative and other expenses		**(8,980)**	(3,644)
Finance costs	*7*	**(31,283)**	(53,563)
PROFIT/(LOSS) BEFORE TAX	*8*	**16,493**	(46,958)
Income tax credit/(expense)	*9*	**12,170**	(1,069)
PROFIT/(LOSS) FOR THE PERIOD		**28,663**	(48,027)
Profit/(loss) for the period attributable to:			
Owners of the Company		**11,778**	(52,492)
Holders of the perpetual capital securities		**2,251**	–
Non-controlling interests		**14,634**	4,465
		28,663	(48,027)
		HK cents	*HK cents* (Restated)
EARNING/(LOSS) PER SHARE	*10*		
— Basic		**0.77**	(3.41)
— Diluted		**0.77**	(3.41)

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	For the six months ended 30 June	
	2026	2025
	(Unaudited)	(Unaudited)
	HK$'000	*HK$'000*
PROFIT/(LOSS) FOR THE PERIOD	**28,663**	(48,027)
OTHER COMPREHENSIVE LOSS		
Items that may be subsequently reclassified to profit or loss:		
Exchange differences arising on translation of foreign operations	**(5,527)**	(309)
Other comprehensive loss for the period, net of tax	**(5,527)**	(309)
TOTAL COMPREHENSIVE INCOME/(LOSS) FOR THE PERIOD	**23,136**	(48,336)
Total comprehensive income/(loss) for the period attributable to:		
Owners of the Company	**7,103**	(55,289)
Holders of the perpetual capital securities	**2,251**	–
Non-controlling interests	**13,782**	6,953
	23,136	(48,336)

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	Notes	As at 30 June 2026 (Unaudited) HK$'000	As at 31 December 2025 (Audited) HK$'000
NON-CURRENT ASSETS			
Property, plant and equipment	*11*	**108,822**	116,527
Right-of-use assets		**38,508**	39,406
Properties under development	*12*	**885,133**	868,861
Licensing rights		**–**	83
TOTAL NON-CURRENT ASSETS		**1,032,463**	1,024,877
CURRENT ASSETS			
Properties held for sale under development	*13*	**510,652**	466,940
Inventories		**2,468**	2,379
Financial assets at fair value through profit or loss		**15,723**	16,485
Trade receivables	*14*	**25,184**	58,535
Prepayments, deposits and other receivables		**568,232**	484,745
Amount due from a director		**173**	167
Amount due from a non-controlling shareholder		**381**	367
Restricted bank balances		**2,185**	192,230
Cash and cash equivalents		**32,875**	144,910
TOTAL CURRENT ASSETS		**1,157,873**	1,366,758
TOTAL ASSETS		**2,190,336**	2,391,635

	Notes	As at 30 June 2026 (Unaudited) HK$'000	As at 31 December 2025 (Audited) HK$'000
CURRENT LIABILITIES			
Trade payables, other payables and accruals	*15*	**477,825**	532,140
Contract liabilities	*16*	**36,945**	21,931
Amounts due to non-controlling shareholders	*17*	**2,343**	2,258
Loans and borrowings — due within one year	*18*	**124,510**	208,501
Lease liabilities		**203**	394
Tax payable		**112,028**	130,823
TOTAL CURRENT LIABILITIES		**753,854**	896,047
NET CURRENT ASSETS		**404,019**	470,711
TOTAL ASSETS LESS CURRENT LIABILITIES		**1,436,482**	1,495,588
NON-CURRENT LIABILITIES			
Loans and borrowings — due after one year	*18*	**581,533**	676,570
Other payables	*15*	**610,837**	572,297
Amount due to a director	*19*	**100,008**	125,660
Promissory note payable	*20*	**7,852**	7,298
Deferred tax liabilities		**80,450**	81,097
TOTAL NON-CURRENT LIABILITIES		**1,380,680**	1,462,922
NET ASSETS		**55,802**	32,666
EQUITY			
Capital and reserves attributable to the owners of the Company			
Share capital	*21*	**76,547**	76,547
Reserves		**(97,778)**	(104,881)
		(21,231)	(28,334)
Perpetual capital securities	*22*	**77,433**	75,182
Non-controlling interests		**(400)**	(14,182)
TOTAL EQUITY		**55,802**	32,666

NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

1. CORPORATE INFORMATION

China Cultural Tourism and Agriculture Group Limited (the "**Company**") was incorporated in the Cayman Islands as an exempted company with limited liability under the Companies Law of the Cayman Islands. The registered office and principal place of business of the Company are located at The Offices of JTC (Cayman) Limited, P.O. Box 30745, 60 Nexus Way, 6th Floor, Camana Bay, Grand Cayman KY1-1203, Cayman Islands and Units 2105 and 2106, 21/F., Far East Consortium Building, No. 121 Des Voeux Road Central, Hong Kong respectively. The Company's shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**").

During the period, the Group's activities mainly comprised properties development, hotel business and trading of goods in the People's Republic of China (the "**PRC**").

2. BASIS OF PREPARATION

These condensed consolidated financial statements for the six months ended 30 June 2026 have been prepared in accordance with Hong Kong Accounting Standard ("**HKAS**") 34 Interim Financial Reporting issued by the Hong Kong Institute of Certified Public Accountants (the "**HKICPA**") and the applicable disclosure requirements of the Rules Governing the Listing of Securities on the Stock Exchange (the "**Listing Rules**").

The accounting policies and the basis of preparation adopted in the preparation of these condensed consolidated financial statements for the six months ended 30 June 2026 are consistent with those adopted in the Group's annual financial statements for the year ended 31 December 2025, except for additional/change in accounting policies resulting from application of amendments to HKFRS Accounting Standards as disclosed in Note 3 below.

These condensed consolidated financial statements for the six months ended 30 June 2026 have been prepared under the historical cost convention. These condensed consolidated financial statements are presented in Hong Kong Dollars and all values are rounded to the nearest thousand except when otherwise indicated.

Going concern basis

As at 30 June 2026, the Group's financial obligations of approximately HK$716,909,000, are due for repayment within the next twelve months. Among these obligations, approximately HK$124,510,000 of loans and borrowings, consisting of approximately HK$85,593,000 of bank loans and approximately HK$38,917,000 of other borrowings, are repayable on demand as at 30 June 2026, while the Group's available cash and cash equivalents amount to approximately HK$32,875,000 only. These events and conditions indicate the existence of material uncertainties which may cast significant doubt about the Group's ability to continue as a going concern.

In view of such circumstances, the directors of the Company have given careful consideration to the future liquidity and financial position of the Group, and its available sources of financing in assessing whether the Group will have sufficient financial resources to continue as a going concern. Certain plans and measures have been taken to mitigate the liquidity pressure and to improve its financial position which include, but not limited to, the following:

(i) The director and the controlling shareholder of the Company, Mr. Yang Lijun, has agreed to provide financial support to extent of HK$200.0 million (equivalent to RMB180.0 million) to the Company, if required, to enable the Group to meet its financial obligations as and when they fall due for the foreseeable future.

(ii) Subsequent to six months ended 30 June 2026, the Group signed two letters of intent with independent third parties regarding the sales of properties for a cash consideration of approximately HK$1,291.6 million (equivalent to RMB1,161.5 million). The letters of intent are non-binding subject to the official sale and purchase agreement of such sales of properties is to be signed and enforceable.

(iii) The Group is actively looking for other sources of financing including other debt or equity financing to enhance the capital structure and reduce the overall financing expenses.

(iv) The Group is accelerating the pre-sales of properties under development and speeding up the delivery of completed properties to property buyers.

The directors of the Company have assessed the Group's cash flow projection covering a period of not less than twelve months from 30 June 2026. They are of the opinion that the Group will have sufficient working capital to finance its operations and to meet its financial obligations as and when they fall due within the next twelve months from the date of the condensed consolidated statement of financial position. Accordingly, the directors of the Company are satisfied that it is appropriate to prepare the Group's condensed consolidated financial statements on a going concern basis.

Notwithstanding the above, material uncertainty exists as to whether the Group can achieve the plans and measures described in (ii) to (iv) above. Whether the Group will be able to continue as a going concern would depend upon the Group's ability to successfully to sign the sale and purchase agreements with independent third parties and to generate cash inflow from the Group's operations, and secure various sources of financing as and when required.

3. CHANGE IN ACCOUNTING POLICIES

Application of amendments to HKFRS Accounting Standards

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

Amendments to HKFRS 9 and HKFRS 7	*Amendments to the Classification and Measurement of Financial Instruments*
Amendments to HKFRS 9 and HKFRS 7	*Contracts Referencing Nature Dependent Electricity*
Amendments to HKFRS Accounting Standards	*Annual Improvements to HKFRS Accounting Standards – Volume 11*
Amendments to HKFRS 7, HKFRS 18, HKAS 1, HKAS 8, HKAS 36 and HKAS 37	*Disclosures about Uncertainties in the Financial Statements*

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

4. OPERATING SEGMENT INFORMATION

For management purposes, the Group identifies reportable segments, on the basis of the products and services, for internal reports about components of the Group that are regularly reviewed by the chief operation decision makers for the purpose of allocating resources to segments and assessing their performances. There are three reportable operating segments identified as follows:

(a) Property Development Business: Property development and provision of ancillary services including agency and clubhouse operating service;

(b) Hotel Business: Sub-licensing rights to hotel operators and related hotel management activities; and

(c) Other Business: Trading of goods.

Management monitors the results of the Group's operating segments separately for the purpose of making decisions about resources allocation and performance assessment. Segment results represent the profit or loss earned before tax before taking into account interest income from bank deposits, unallocated other income, unallocated corporate expenses (including central administration costs and directors' remuneration) and finance costs. This is the measure reported to the chief operation decision makers and the board of directors for the purposes of resource allocation and performance assessment.

	For the six months ended 30 June							
	Property Development Business		Hotel Business		Others Business		Total	
	2026	2025	**2026**	2025	**2026**	2025	**2026**	2025
	(Unaudited)	(Unaudited)	**(Unaudited)**	(Unaudited)	**(Unaudited)**	(Unaudited)	**(Unaudited)**	(Unaudited)
	HK$'000	*HK$'000*	***HK$'000***	*HK$'000*	***HK$'000***	*HK$'000*	***HK$'000***	*HK$'000*
Segment revenue								
Revenue from contracts with customers								
— recognised at a point in time	**60,961**	29,956	**–**	–	**3**	291	**60,964**	30,247
— recognised over time	**8,241**	5,071	**162**	308	**–**	–	**8,403**	5,379
Total segment revenue	**69,202**	35,027	**162**	308	**3**	291	**69,367**	35,626
Segment profit/(loss)	**61,822**	18,269	**(10,265)**	(8,231)	**(34)**	(143)	**51,523**	9,895
Reconciliation:								
Bank interest income							**22**	89
Other income							**449**	–
Other unallocated expenses							**(4,218)**	(3,379)
Finance costs							**(31,283)**	(53,563)
Profit/(loss) before tax							**16,493**	(46,958)

Note: There were no inter-segment sales for both of the six months ended 30 June 2026 and 30 June 2025.

	Property Development Business		Hotel Business		Other Business		Total	
	2026	2025	**2026**	2025	**2026**	2025	**2026**	2025
	(Unaudited)	(Audited)	**(Unaudited)**	(Audited)	**(Unaudited)**	(Audited)	**(Unaudited)**	(Audited)
	HK$'000	*HK$'000*	***HK$'000***	*HK$'000*	***HK$'000***	*HK$'000*	***HK$'000***	*HK$'000*
As at 30 June/31 December								
Segment assets	**2,001,394**	2,079,525	**147,757**	158,319	**7,906**	8,299	**2,157,057**	2,246,143
Unallocated assets							**33,279**	145,492
Total assets							**2,190,336**	2,391,635
Segment liabilities	**1,792,796**	1,984,219	**98,245**	94,617	**14,408**	14,356	**1,905,449**	2,093,192
Unallocated liabilities							**229,085**	265,777
Total liabilities							**2,134,534**	2,358,969

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

(a) all assets are allocated to reportable segments other than certain restricted bank balances, unallocated prepayments, deposits and other receivables and cash and bank balances.

(b) all liabilities are allocated to reportable segments other than unallocated other payables and accruals, amounts due to non-controlling shareholders, amount due to a director, promissory note payable and deferred tax liabilities.

Geographical information

The Group operates in one main geographical area — the PRC.

	For the six months ended 30 June	
	2026	2025
	(Unaudited)	(Unaudited)
	HK$'000	*HK$'000*
REVENUE		
— The PRC	**69,367**	35,626

Revenue from customers contributing over 10% of the total revenue of the Group

Revenue from individual customers contributed over 10% of the total revenue of the Group is as follow:

	2026 (Unaudited) *HK$'000*	2025 (Unaudited) *HK$'000*
Customer A	**30,527**	N/A*
Customer B	**10,968**	N/A*
Customer C	**7,591**	N/A*
Customer D	**N/A#**	7,172
Customer E	**N/A#**	3,724

*Note** Customer A, B and C did not contribute over 10% of total revenue of the Group for the six months ended 30 June 2025.

Note# Customer D and E did not contribute over 10% of total revenue of the Group for the six months ended 30 June 2026.

5. REVENUE

Revenue represents the aggregate of income from sales of properties held for sale, sales of goods, sub-licensing of operating rights and property agency income and is analysed as follows:

	For the six months ended 30 June	
	2026	2025
	(Unaudited)	(Unaudited)
	HK$'000	*HK$'000*
Sales of properties held for sale	**60,961**	29,956
Sales of goods	**3**	291
Licensing income	**162**	308
Property agency income	**8,241**	5,071
	69,367	35,626

Disaggregated by timing of revenue recognition

	For the six months ended 30 June	
	2026	2025
	(Unaudited)	(Unaudited)
	HK$'000	*HK$'000*
Revenue recognised:		
— Point in time	**60,964**	30,247
— Over time	**8,403**	5,379
	69,367	35,626

6. OTHER INCOME AND GAINS

	For the six months ended 30 June	
	2026	2025
	(Unaudited)	(Unaudited)
	HK$'000	*HK$'000*
Bank interest income	**22**	89
Rental income	**448**	–
Others	**21**	458
	491	547

7. FINANCE COSTS

	For the six months ended 30 June	
	2026	2025
	(Unaudited)	(Unaudited)
	HK$'000	*HK$'000*
Interests on		
Loans and borrowings	**23,796**	41,073
Amount due to a director	**7,136**	8,143
Promissory note payable	**332**	6,252
Lease liabilities	**19**	40
	31,283	55,508
Less: Amount capitalised on properties under development	**–**	(1,945)
	31,283	53,563

8. PROFIT/(LOSS) BEFORE TAX

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

	For the six months ended 30 June	
	2026	2025
	(Unaudited)	(Unaudited)
	HK$'000	*HK$'000*
Cost of sales		
Cost of properties sold	**13,003**	25,189
Cost of inventories sold	**1**	256
Amortisation of licensing rights	**84**	98
	13,088	25,543
Depreciation of property, plant and equipment	**9,432**	9,176
Depreciation of right-of-use assets	**1,128**	942
Rental expenses for short-term leases	**17**	88
Employee benefit expenses (including directors' remuneration)		
— Wages and salaries	**10,917**	7,457
— Retirement benefits scheme contributions	**499**	651
	11,416	8,108
Exchange gain, net	**(16,856)**	(17,813)

9. INCOME TAX CREDIT/(EXPENSE)

	For the six months ended 30 June	
	2026	2025
	(Unaudited)	(Unaudited)
	HK$'000	*HK$'000*
Current tax expense		
PRC Enterprise Income Tax		
— Provision for the period	**–**	–
PRC Land Appreciation Tax ("**LAT**")		
— Provision for the period	**–**	(1,334)
— Overprovision in prior years	**11,523**	–
	11,523	(1,334)
Deferred tax	**647**	265
Income tax credit/(expense)	**12,170**	(1,069)

No provision for Hong Kong profits tax has been made in the condensed consolidated financial statements as the Group has no assessable profit arising in Hong Kong for both of the periods presented.

PRC Enterprise Income Tax is calculated at 25% (six months ended 30 June 2025: 25%) of the profits of the group entities in the PRC.

LAT is levied on properties developed by the Group for sale, at progressive rates from 30% to 60% on the appreciation of land value, which under the applicable regulations is calculated based on the proceeds of sales of properties less deductible expenditure including lease charges of land use rights, borrowing costs and all property development expenditure.

10. EARNING/(LOSS) PER SHARE

	Unaudited	
	Six months ended 30 June	
	2026	2025
	HK$'000	*HK$'000*
Profit/(loss) attributable to owners of the Company	**11,778**	(52,492)
	Thousand Shares	*Thousand Shares* (Restated)
Weighted average number of ordinary shares (basic and diluted) as at 30 June	**1,530,931**	1,537,432
	HK cents	*HK cents* (Restated)
Basic earnings/(loss) per share	**0.77**	(3.41)
Diluted earnings/(loss) per share	**0.77**	(3.41)

The Group had no potentially dilutive ordinary shares in issue during the six months ended 30 June 2026 and 2025.

11. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 June 2026, additions and disposal of items of property, plant and equipment amounted to HK$Nil and HK$Nil respectively (six months ended 30 June 2025: HK$48,000 and HK$134,000 respectively).

12. PROPERTIES UNDER DEVELOPMENT

	30 June 2026 (Unaudited) ***HK$'000***	31 December 2025 (Audited) *HK$'000*
Properties under development, at cost	**885,133**	868,861

The properties are located in Hengqin and Doumen district, Zhuhai City, the PRC.

Included in properties under development are certain land parcels located in Doumen district, Zhuhai City, the PRC with the carrying amount of approximately HK$622,413,000 as at 30 June 2026 (31 December 2025: HK$599,707,000) which had been pledged to a financial institution to secure bank loans granted to the Group (Note 18).

13. PROPERTIES HELD FOR SALE UNDER DEVELOPMENT

	30 June 2026 (Unaudited) ***HK$'000***	31 December 2025 (Audited) *HK$'000*
Properties held for sale under development	**510,652**	466,940

Included in properties held for sale under development are certain land parcels located in Chengdu and Doumen district, Zhuhai City, the PRC with the carrying amount of approximately HK$86,658,000 and HK$238,788,000 respectively as at 30 June 2026 (31 December 2025: HK$82,280,000 and HK$230,077,000 respectively) which had been pledged to a financial institution to secure bank loans granted to the Group (Note 18).

14. TRADE RECEIVABLES

	30 June 2026 (Unaudited)	31 December 2025 (Audited)
	HK$'000	*HK$'000*
Trade receivables, gross	**123,931**	151,832
Impairment loss recognised	**(98,747)**	(93,297)
	25,184	58,535

Credit period normally granted to customers of the Group is 30 days.

An aged analysis of the trade receivables after expected credit loss recognised, based on invoice date, is as follows:

	30 June 2026 (Unaudited)	31 December 2025 (Audited)
	HK$'000	*HK$'000*
Within 1 month	**30**	57,088
1–3 months	**–**	167
4–12 months	**–**	1,280
Over 1 year	**25,154**	–
	25,184	58,535

Movements in expected credit loss recognised on trade receivables are as follows:

	30 June 2026 (Unaudited)	31 December 2025 (Audited)
	HK$'000	*HK$'000*
At the beginning of the period/year	**93,297**	81,603
Expected credit loss recognised	**–**	1,420
Exchange realignment	**5,450**	10,274
At the end of the period/year	**98,747**	93,297

15. TRADE PAYABLES, OTHER PAYABLES AND ACCRUALS

	30 June 2026 (Unaudited) *HK$'000*	31 December 2025 (Audited) *HK$'000*
Trade payables for property development expenditure *(Note a)*	**150,157**	159,897
Value-added tax payable	**137,563**	149,317
Interest payable	**375,100**	352,643
Other payables and accruals	**425,842**	442,580
	1,088,662	1,104,437
Analysed for reporting purpose:		
— Current liabilities	**477,825**	532,140
— Non-current liabilities	**610,837**	572,297
	1,088,662	1,104,437

Note:

(a) The following is an aged analysis of trade payables for property development expenditure presented based on the invoice date:

	30 June 2026 (Unaudited) *HK$'000*	31 December 2025 (Audited) *HK$'000*
Within 1 month	**73,365**	77,516
1–3 months	**76,792**	82,381
	150,157	159,897

16. CONTRACT LIABILITIES

	30 June 2026 (Unaudited) *HK$'000*	31 December 2025 (Audited) *HK$'000*
Advance payments received for sales of properties	**36,945**	21,931

The Group received payments from customers based on billing schedules as stipulated in the property sale contracts. Payments are usually received in advance of the performance under the sale contracts.

17. AMOUNTS DUE TO NON-CONTROLLING SHAREHOLDERS

The amounts due to non-controlling shareholders are unsecured, interest free and repayable on demand.

18. LOANS AND BORROWINGS

	30 June 2026 (Unaudited) *HK$'000*	31 December 2025 (Audited) *HK$'000*
Bank loans		
— secured	**347,551**	334,871
Other loans and borrowings		
— unsecured	**358,492**	550,200
	706,043	885,071

	30 June 2026 (Unaudited) *HK$'000*	31 December 2025 (Audited) *HK$'000*
Loans and borrowings repayable:		
Within 1 year or on demand	**124,510**	208,501
After 1 year but within 2 years	**319,575**	417,619
After 2 years but within 5 years	**261,958**	258,951
	706,043	885,071
Less: Portion repayable within one year included in current liabilities	**(124,510)**	(208,501)
Portion not repayable within one year included in non-current liabilities	**581,533**	676,570

	30 June 2026 (Unaudited) *HK$'000*	31 December 2025 (Audited) *HK$'000*
Loans and borrowings chargeable at:		
— fixed interest rates	**180,326**	299,305
— variable interest rates	**525,717**	585,766
	706,043	885,071

Bank loans

The bank loans outstanding at 30 June 2026 carried interests at the interest rates ranged from 4.8% to 7.1% per annum (31 December 2025: from 4.8% to 7.1% per annum).

Included in bank loans of HK$85,593,000 as at 30 June 2026 (31 December 2025: HK$82,470,000) which repayable within 1 year are contain a repayment on demand clause.

The bank loans at 30 June 2026 to the extent of HK$9,429,000 (31 December 2025: HK$9,085,000) were secured by (i) guarantees given by a director of the Company, Mr. Yang Lijun; (ii) guarantees given by a company which is controlled by a brother of a director, Mr. Yang Lijun; (iii) guarantees given by a subsidiary of the Company; (iv) pledge of the Group's properties held for sale under development located in Chengdu, the PRC with the carrying amount of HK$86,658,000 (31 December 2025: HK$82,280,000) (Note 13); and (v) pledge of the Group's restricted bank balances of HK$2,185,000 (31 December 2025: HK$192,230,000).

The bank loans at 30 June 2026 of HK$76,164,000 (31 December 2025: HK$73,385,000) was secured by the Group's leasehold land and buildings located in Maoming City, the PRC with the aggregate carrying amount of buildings and right-of-use assets approximately HK$108,684,000 and HK$38,331,000 respectively (31 December 2025: HK$116,367,000 and HK$39,051,000 respectively).

As at 30 June 2026, the loan of approximately HK$261,958,000 (31 December 2025: HK$252,401,000) was secured by (i) guarantees given by a director of the Company, Mr. Yang Lijun; (ii) pledge of the Group's properties under development and properties held for sale under development located in Zhuhai, the PRC with the aggregate carrying amount of properties under development and properties held for sale under development of approximately HK$622,413,000 (Note 12) and HK$238,788,000 (Note 13) respectively (31 December 2025: HK$599,709,000 and HK$230,077,000 respectively).

Other loans and borrowings

Other loans and borrowings carried interests at the interest rates ranged from 9% to 15% per annum. At 30 June 2026, unsecured borrowings amounted to HK$141,409,000 (31 December 2025: HK$218,453,000) were secured by guarantees given by Mr. Yang Lijun and Mr. Yu Shunhui, directors of the Company, respectively.

Included in other loans and borrowings of HK$38,917,000 (31 December 2025: HK$126,031,000) is repayable on demand.

As at 30 June 2026, the loans and borrowings with the aggregate carrying amount of HK$217,083,000 (31 December 2025: HK$320,240,000) are denominated in currencies other than the functional currencies of the relevant group entities.

19. AMOUNT DUE TO A DIRECTOR

	30 June 2026 (Unaudited) ***HK$'000***	31 December 2025 (Audited) *HK$'000*
Amount due to a director repayable:		
— Within a period of more than one year but not exceeding two years	**100,008**	125,660
Analysed for reporting purpose:		
— Non-current liabilities	**100,008**	125,660

The amount due to a director, Mr. Yang Lijun is unsecured, carries interest at the rates ranged from 12% to 13% per annum (31 December 2025: from 12% to 13% per annum).

20. PROMISSORY NOTE PAYABLE

	30 June 2026 (Unaudited) ***HK$'000***	31 December 2025 (Audited) *HK$'000*
Promissory note payable:		
— Within a period of more than one year but not exceeding six years	**7,852**	7,298

21. CAPITAL AND RESERVES

(a) Share Capital

	Number of shares *(thousand)*	*HK$'000*
Authorised		
As at 1 January 2025		
Ordinary shares of HK$0.01 each	100,000,000	1,000,000
Share consolidation *(Note (ii))*	(80,000,000)	–
As at 31 December 2025, 1 January 2026 and 30 June 2026		
Ordinary shares of HK$0.05 each	20,000,000	1,000,000
Issued and fully paid		
As at 1 January 2025		
Ordinary shares of HK$0.01 each	7,687,158	76,872
Repurchase of shares (treasury shares) *(Note 21(b))*		
— 1 September 2025	(22,504)	(225)
— 29 September 2025	(8,000)	(80)
— 30 September 2025	(2,000)	(20)
Share consolidation *(Note (ii))*	(6,123,723)	–
As at 31 December 2025, 1 January 2026 and 30 June 2026		
Ordinary shares of HK$0.05 each	1,530,931	76,547

Notes:

(i) All the ordinary shares which were issued by the Company rank pari passu with each other in all respects.

(ii) Pursuant to an ordinary resolution passed on 30 October 2025, the share consolidation on the basis that every 5 issued and unissued Shares of HK$0.01 each in the share capital of the Company be consolidated into 1 consolidated share of HK$0.05 each in the share capital of the Company was approved by the Shareholders and has become effective on 3 November 2025. Immediately after the share consolidation, the authorised share capital of the Company remains at HK$1,000,000,000 but are divided into 20,000,000,000 consolidated shares of HK$0.05 each and the total number of issued ordinary shares of the Company has adjusted from approximately 7,654,654,000 shares (after repurchase of shares) to approximately 1,530,931,000 shares.

(iii) During the six months ended 30 June 2026, no share of the Company was issued (31 December 2025: Nil).

(b) Treasury Shares

	Number of shares (thousand)	
	Unaudited 30 June 2026	Audited 31 December 2025
As at 1 January	**6,501**	–
Repurchase of shares	**–**	32,504
Share consolidation	**–**	(26,003)
As at 31 December 2025, 1 January 2026 and 30 June 2026	**6,501**	6,501

During the six months ended 30 June 2026, the Company did not cancel any of its own repurchased ordinary shares (31 December 2025: Nil).

During the six months ended 30 June 2026, the Company did not repurchase any of its own ordinary shares (31 December 2025: approximately 32,504,000 ordinary shares with a total consideration of approximately HK$2,848,000).

All the shares repurchased during the year ended 31 December 2025 were subsequently registered and held under the name of the Company as treasury shares. Details of the repurchased ordinary shares during the year ended 31 December 2025 were as follows:

Month	**Number of shares repurchased** *(thousand)*	**Highest price per share** *HK$*	**Lowest price per share** *HK$*	**Aggregate consideration approximately** *HK$'000*
Year ended 31 December 2025				
September 2025	32,504	0.158	0.067	2,848
	32,504			2,848

As at 30 June 2026, approximately 6,501,000 (31 December 2025: approximately 6,501,000) repurchased ordinary shares were held as treasury shares for strategic acquisitions or resale on the market subject to the market conditions and the Group's capital management needs.

22. PERPETUAL CAPITAL SECURITIES

Movements of the Perpetual Capital Securities are as follows:

	Principal *HK$'000*	Distribution *HK$'000*	Total *HK$'000*
Six months ended 30 June 2026 (unaudited)			
Balance as at 1 January 2026	**74,807**	**375**	**75,182**
Profit attributable to holders of perpetual capital securities	**–**	**2,251**	**2,251**
Balance as at 30 June 2026	**74,807**	**2,626**	**77,433**
Year ended 31 December 2025 (audited)			
Addition	74,807	–	74,807
Profit attributable to holders of perpetual capital securities	–	375	375
Balance as at 31 December 2025	74,807	375	75,182

On 15 December 2025, the Company issued perpetual capital securities ("**The perpetual capital securities**") with the aggregate principal amount of approximately HK$150,061,000 to Yang's Development Limited to replace the promissory note payable of approximately HK$133,737,000 previously issued by the Company to Yang's Development Limited dated 12 December 2023 and accumulated interest payables on promissory note payable as at 15 December 2025 of approximately HK$16,324,000. The perpetual capital securities do not have maturity date and the distribution payments of the perpetual capital securities can be deferred at the discretion of the Company. Therefore, the perpetual capital securities are classified as equity instruments and recorded in equity in the condensed consolidated statement of financial position.

23. DIVIDEND

No dividend was paid or proposed for the six months ended 30 June 2026, nor had any dividend been proposed since the end of the reporting period (30 June 2025: Nil).

24. PROJECT COMMITMENTS

As at 30 June 2026, the Group had outstanding commitments for property development expenditure and acquisition of land for development contracted but not provided for amounted to approximately HK$98,271,000 (31 December 2025: HK$124,116,000).

25. CAPITAL COMMITMENTS

The Group did not have any significant capital commitment as at 30 June 2026 and 31 December 2025.

26. CONTINGENT LIABILITIES

As at 30 June 2026, the Group had contingent liabilities amounting to approximately HK$130,314,000 (31 December 2025: HK$135,232,000) in respect of the buy-back guarantee in favour of banks to secure mortgage loan facilities granted to the purchasers of the Group's properties.

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW

For the six months ended 30 June 2026, the Group's revenue was approximately of HK$69.4 million, compared to HK$35.6 million for the corresponding period 2025. The Group recorded a profit before tax of approximately HK$16.5 million, compared to the loss of HK$47.0 million for the corresponding period 2025. The profit, amongst other things, was mainly attributable to the increase in property sales in the first half of 2026.

Profit attributable to the owners of the Company for the six months ended 30 June 2026 was approximately of HK$11.8 million, compared to a loss of HK$52.5 million for the corresponding period in 2025.

PROPERTY DEVELOPMENT SEGMENT

Revenue of the property development segment for the six months ended 30 June 2026 was approximately of HK$69.2 million, compared to HK$35.0 million for the corresponding period 2025. Profit of the property development segment for the six months ended 30 June 2026 was HK$61.8 million, compared to the profit of HK$18.3 million for the corresponding period in 2025.

During the six months ended 30 June 2026, the Group had three projects under development, namely German City project located in Hengqin, Fuyuan Junting project located in Chengdu and Fuyuan Square project located in Doumen, respectively.

German City project holds a land parcel with total gross floor area approximately of 145,176 sq. m. The project is designated to be developed into a research and commercial complex, and had started pre-sales since the 4th quarter of 2019. The project is located in the core area of the Hengqin Guangdong-Macao Deep Cooperation Zone, adjacent to landmark sites such as the Hengqin Culture and Art Center and Tianmu Qintai. It is approximately 3 kilometers in a straight line from the Hengqin Port, benefiting from the policy advantages of the Hengqin — Macau integration. As at 30 June 2026, German City project had achieved sales amounting to 89.04% of its gross saleable areas available for sale. In 2025, the project was renovated into a worldclass integrated academic community and has been used as the UM's Transitional Research and Education Site in the Cooperation Zone in Hengqin. Postgraduate teaching activities will commence in September this year. The remaining units for sale in Buildings 1 and 3 are small-sized units with floor heights of 4.2–4.9 meters, allowing flexible spatial configurations and supporting a variety of future uses, including creative office space, as well as leisure and social functions. The construction work of German City project was completed in October 2025.

Fuyuan Junting project holds two land parcels with total gross floor area approximately of 120,500 sq. m., of which 84,425 sq. m. is available for sales. Fuyuan Junting project is to be developed into a residential complex. Fuyuan Junting project had started pre-sales since the 4th quarter of 2019. The project is a fully furnished ready-to-move-in development: purchase and move in immediately. It has a plot ratio of 1.5 and a greening rate of up to 30%. The project enjoys convenient transportation, located approximately 3 minutes by car from the high-speed railway station. It offers seamless access to Metro Line 2 within 8 minutes, 41 minutes to Chunxi Road, and is 3.1 km from Mianyang Foreign Languages School; while key universities such as Mianyang Foreign Languages Experimental School can be reached within an 8-minute drive. Ande was upgraded to Ande Street in December 2019. Within a 500-meter radius, the project is surrounded by Ande Community Health Service Center, Kangjia Hospital, three high schools (Pidu No.3 High School, You'ai Vocational Technical School, and Mianyang Foreign Languages Experimental School), four kindergartens, and one university, providing comprehensive support for the healthy growth of families and children. Directly across the street is a government-planned pedestrian street integrating dining, shopping, and entertainment, featuring large supermarkets such as Hengshengchang (恒生昌) and Huimat (惠馬特), as well as a variety of clothing and retail stores. The community is landscaped with rare and valuable tree species, and its water features use externally introduced living water, reflecting a high-quality living environment. As at 30 June 2026, first phase and second phase of Fuyuan Junting project had achieved sales amounting to approximately of 100% and 90.86% of its respective total gross saleable areas available for sales. Construction work of the first phase of the project had been completed. The completed properties of the first phase of the project had been handed over to the buyers since May 2022. Construction work of the second phase of the project was completed in October 2024 and handed over to buyers from October 2024.

Fuyuan Square project holds a land parcel of gross floor area of approximately 197,391 sq. m. Located in the core area of the New Ecological District of Western Doumen (西部生態新城(鬥門區)), the project occupies a prime position between Jianfeng Mountain to the east and the Huangyang River to the west. Fuyuan Square project is an integrated development comprising an international star-rated hotel with a themed shopping mall, headquarters office spaces, a trendy commercial street district, serviced office apartments, and a shopping center with basement car parks. Designed with a globally leading vision, the project brings together a diverse mix of business formats, including a cinema, lifestyle supermarkets, boutique department stores, branded apparel, fashion jewelry, specialty dining, fitness clubs, and a largescale conference and convention center. Fuyuan Square project had started pre-sales since July 2020. As at 30 June 2026, Fuyuan Square project had achieved sales contracts approximately 68.52% of its total gross saleable areas available for sale. The expected completion date of the construction works for the Fuyuan Square project has been postponed from October 2025 to December 2027 due to "slow construction progress". The Company will continue to optimize project management and actively advance the project to achieve completion and handover at the earliest possible date.

The Group is striving to accelerate the progress of pre-sale of properties.

HOTEL BUSINESS

For the six months ended 30 June 2026, the hotel business segment recorded revenue from the sub-licensing of operating right amounting to HK$0.2 million, compared to HK$0.3 million for the corresponding period 2025. Loss of the segment amounted to HK$10.3 million and HK$8.2 million for the six months ended 30 June 2026 and 2025, respectively. The loss is mainly attributable to the depreciation of property, plant and equipment, amortisation of licensing rights, and finance costs incurred during the period.

Geographical Segment

During the period, the Group did not have revenue generated from Hong Kong, and the revenue so generated elsewhere in the PRC mainly related to hotel business, property development, and sales of food and beverage.

REVIEW OF FINANCIAL POSITION

Overview

Non-current assets of the Group as at 30 June 2026 mainly comprised properties under development, property, plant and equipment, right-of-use assets, and licensing rights amounting to HK$1,032.5 million, compared to HK$1,024.9 million as at 31 December 2025. Current assets as at 30 June 2026 amounted to HK$1,157.9 million, compared to HK$1,366.8 million as at 31 December 2025. Current liabilities as at 30 June 2026 amounted to HK$753.9 million, compared to HK$896.0 million as at 31 December 2025. Non-current liabilities as at 30 June 2026 amounted to HK$1,380.7 million, compared to HK$1,462.9 million as at 31 December 2025.

Capital Structure, Liquidity and Financial Resources

As at 30 June 2026, the Group's total interest bearing borrowings amounted to HK$813.9 million (31 December 2025: HK$1,018.0 million) which comprised borrowings from financial institutions approximately of HK$347.6 million (31 December 2025: HK$334.8 million), borrowings from independent third parties of HK$319.6 million (31 December 2025: HK$486.0 million), promissory note payable of HK$7.9 million (31 December 2025: HK$7.3 million), other lender of HK$38.9 million (31 December 2025: HK$64.2 million), and amount due to a director of HK$100.0 million (31 December 2025: HK$125.7 million).

The Group's total equity as at 30 June 2026 was HK$55.8 million (31 December 2025: HK$32.7 million).

The Group's gearing ratio as at 30 June 2026 is not presented (31 December 2025: not presented). The gearing ratio was calculated on the basis of total interest-bearing borrowings over the total equity of the Group. The significant increase in the gearing ratio is mainly due to a substantial amount of interest-bearing borrowings raised to finance the operations of a property development project of the Group and the decrease in total equity of the Group during the period.

As part of treasury management, the Group centralises funding for all of its operations at the Group level. The Group's foreign currency exposure relates mainly to Renminbi, which is derived from its hotel business, the sales of the property units in Zhongshan, and other property development projects in the PRC.

Capital Commitments

The Group did not have any significant capital commitment as at 30 June 2026 and 31 December 2025.

Project Commitments

As at 30 June 2026, the Group had outstanding commitments in respect of the property development expenditure and acquisition of land for development, which were contracted but not provided for, amounted to approximately HK$98.3 million (31 December 2025: HK$124.1 million).

Contingent Liabilities

As at 30 June 2026, the Group had contingent liabilities amounting to approximately HK$130.3 million (31 December 2025: HK$135.2 million). The contingent liabilities were mainly in respect of buy-back guarantees in favour of banks to secure mortgage loans granted to the property buyers of the Group. The Board considered that in case of default in payments, the related properties will be sold at prices which exceed the outstanding mortgage principals together with the accrued interest and penalty, therefore, no provision has been made in the financial statements for the guarantees.

Charges On Group Assets

As at 30 June 2026, part of the Group's leasehold land and buildings with a carrying amount of approximately HK$147.0 million (31 December 2025: HK$155.4 million) had been pledged to a financial institution to secure mortgage loans. Restricted bank balance of approximately HK$2.2 million (31 December 2025: HK$192.2 million) were pledged to certain banks for facilities granted to the Group.

STAFF ANALYSIS

The total number of staff employed by the Group as at 30 June 2026 was 64, compared to 66 as at 31 December 2025. As part of the Group's human resources policy, employees are rewarded on a performance-related basis within the general framework of the Group's salary and bonus scale. Currently, the Group continues to implement its overall human resource training and development programme and to equip its employees with the necessary knowledge, skills and experience to deal with the existing and future requirements and challenges.

OUTLOOK

Outlook and Planning

In the first half of 2026, China's macro-economy and real estate sector continued to face a complex and volatile external environment. Despite the successive launch of supportive policies targeting the real estate sector, the market remained in a transitional period featuring persistent market adjustments and lingering wait-and-see sentiment among buyers and sellers. Tight overall market liquidity and widespread cautious sentiment among property purchasers subjected the Group's property development and sales businesses to varying degrees of adjustment pressure.

Looking forward to the second half of the year, the real estate market is expected to follow an evolutionary path of implementing city-specific policies, optimising existing stock assets and fostering stability through growth-oriented initiatives. While upgraded housing demand in certain core first- and second-tier cities has demonstrated notable resilience, the nationwide transaction volume of commercial residential properties will remain volatile at a low level in the short run. A material improvement in market supply and demand dynamics hinges heavily on a meaningful recovery in households' employment and income expectations, and the industry as a whole is accelerating its transition to a new development model.

SHARE OPTION SCHEME

The Company has adopted a share option scheme (the "**Share Option Scheme**") by an ordinary resolution of the Company held on 28 May 2021 (the "**Adoption Date**").

The purpose of the Share Option Scheme is to provide incentives or rewards to the participants for their contribution to the Group and/or to enable the Group to recruit and retain high-caliber employees and attract human resources that are valuable to the Group and any invested entity of the Group.

Pursuant to the rules of the Share Option Scheme, the Company may grant options to the eligible participants which are (a) any employee (whether full time or part time employee, including any executive directors but not any non-executive director and independent non-executive director) of the Company, its subsidiaries and any entity in which the Group holds an equity interest; and (b) any non-executive director (including independent non-executive directors) of the Company, any of its subsidiaries or any entity in which the Group holds an equity interest. However, with effect from 1 January 2023, any grant of share options shall comply with the new requirements under Chapter 17 of the Listing Rules which took effect on 1 January 2023.

The total number of shares which may be issued upon exercise of all options which may be granted under the Share Option Scheme and any other share option schemes of the Company shall not exceed 10% of the total number of shares in issue on the Adoption Date (the "**Scheme Mandate Limit**") unless the Company obtains a fresh approval from the shareholders in general meeting.

With the approval of the shareholders in general meeting to refresh the Scheme Mandate Limit, the Scheme Mandate Limit so refreshed shall not exceed 10% of the total number of shares in issue as at the date of approval of the refreshment by the shareholders.

The maximum number of shares which may be issued upon exercise of all outstanding options granted and not yet exercised under the Share Option Scheme and any other share option schemes of the Company shall not exceed 30% of the total number of shares in issue from time to time. Under the Share Option Scheme, the Directors have discretion to set a minimum period for which an option has to be held before the exercise of the subscription rights attaching thereto.

No eligible participant shall be granted an option if the total number of shares issued and to be issued upon exercise of all options granted and to be granted (including both exercised and outstanding options) in any 12-month period up to including the date of the proposed grant to such participant would exceed 1% of the shares for the time being in issue unless the proposed grant has been approved by the shareholders in general meeting with the proposed participant and his associates abstaining from voting.

According to the Share Option Scheme, the Board has the absolute discretion to determine a period not exceeding ten (10) years within which an option to be held by a participant before exercise, subject to the requirements of the Share Option Scheme. During the year ended 31 December 2025, since the Adoption Date and as of the date of approval of these consolidated financial statements, no options were granted, exercised, vested, cancelled or lapsed nor were there any option outstanding under the Share Option Scheme.

The exercise price will be determined by the Board at its absolute discretion. The minimum exercise price shall not be less than the highest of: (A) the closing price of the shares as stated in the Stock Exchange's daily quotations sheet on the date of grant; (B) the average closing price of the shares as stated in the Stock Exchange's daily quotations sheets for the five trading days immediately preceding the date of grant; and (C) the nominal value of a share on the date of grant. A participant shall pay HK$1.00 to the Company by way of consideration for the grant upon acceptance of the option.

The Share Option Scheme became effective on the Adoption Date, subject to earlier termination at any time decided by the Board and approval of shareholders by ordinary resolution in a general meeting. The Share Option Scheme shall be valid and effective for a period of 10 years commencing on the Adoption Date, after which period no further options will be granted. As of the date of this announcement, the remaining life of the Share Option Scheme is approximately 5 years.

As at the date of this announcement, the total number of shares available for issue under the Share Option Scheme may not exceed 694,635,004 shares (adjusted to 138,927,000 shares after the Share Consolidation), which represents 10% of the shares in issue of the Company at the Adoption Date.

As at 1 January 2025 and 30 June 2025, the total number of ordinary shares available for grant under the Scheme Mandate Limit under the Share Option Scheme was 694,635,004 shares of HK$0.01 each (adjusted to 138,927,000 shares of HK$0.05 each after the Share Consolidation). No service provider sublimit has been authorised under the Share Option Scheme.

As at the date of this announcement, the total number of ordinary shares available for issue under the Share Option Scheme is 694,635,004 shares of HK$0.01 each (adjusted to 138,927,000 shares of HK$0.05 each after the Share Consolidation), which represents approximately 9.06% of the issued shares of the Company (excluding treasury shares) as at the date of this announcement.

COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

Compliance With Code On Corporate Governance Practices

The Company is committed to maintain high corporate governance standards and uphold accountability and transparency.

During the six months ended 30 June 2026, the Company has applied the principles of and complied with the applicable code provisions of the Corporate Governance Code as set out in Appendix C1 of the Listing Rules, except for the below deviation:

Code provision C.2.1 stipulates that the roles of chairman and chief executive should be separate and should not be performed by the same individual. Mr. YANG Lijun ("**Mr.**

YANG") is the chairman of the Board and the chief executive officer of the Company. As Mr. YANG has extensive experience in the businesses of property development and investment, the Board believes that by holding both roles of the chairman and the chief executive officer, Mr. YANG will be able to provide strong leadership for the Board and effective and efficient business decisions for the Group. The Board believes that the present structure of the Board would provide adequate checks and balances, and a variety of opinions relating to the affairs and the businesses of the Group.

Save as disclosed above, in the opinion of the Directors, the Company has complied with the relevant provisions of the Corporate Governance Code during the period and up to the date of this announcement.

Further information on the Company's corporate governance practices during the period under review will be set out in the Corporate Governance Report contained in the Company's 2026 Interim Report.

CHANGE IN DIRECTOR'S INFORMATION

Save as disclosed in this interim report, there are no changes in Directors' information of the Company subsequent to the publication of the 2025 annual report and no other information in respect of Directors required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

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

PURCHASE, SALE OR REDEMPTION OF SHARES

During the six months ended 30 June 2026, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's shares.

AUDIT COMMITTEE AND REVIEW OF INTERIM RESULTS

The Board has established the audit committee of the Company (the "**Audit Committee**") which comprises three independent non-executive directors.

The Audit Committee, the Company's auditor and the management of the Company have reviewed the Group's unaudited condensed consolidated financial information for the six months ended 30 June 2026.

DISCLOSURE OF INFORMATION

The interim report of the Group for the six months ended 30 June 2026 containing the relevant information required by the Listing Rules will subsequently be published on the Company's and the Stock Exchange's websites in due course.

The financial information contained herein in respect of the interim results of the Group have not been audited and have not been agreed with the auditors. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

By order of the Board
China Cultural Tourism and Agriculture Group Limited
YANG Lijun
Chairman

Hong Kong, 28 August 2026

As at the date of this announcement, the Board comprises Mr. YANG Lijun (Chairman) and Mr. TAM Ka Wai being the executive Directors, Mr. WONG Yuk Lun, Alan being the non-executive Director; and Ms. CHAN Hoi Ling, Ms. TSUI Wai Ting, Rosalie, and Mr. Tsang Ho Pong being the independent non-executive Directors.