



PAN HONG HOLDINGS GROUP LIMITED

(Incorporated in Bermuda on 20 December 2005)

(Co. Reg. No: 37749)

FINANCIAL STATEMENT AND DIVIDEND ANNOUNCEMENT FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2024

PART I - INFORMATION REQUIRED FOR ANNOUNCEMENTS OF HALF-YEAR RESULTS

1(a) An income statement and statement of comprehensive income, for the group together with a comparative statement for the corresponding period of the immediately preceding financial year.

CONDENSED INTERIM CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

RMB'000	Group		
	6 months ended	6 months ended	Increase/
	30 September 2024	30 September 2023	(Decrease)
	(Unaudited)	(Unaudited)	
Revenue	31,997	164,198	(80.5%)
Cost of Sales	(23,342)	(109,233)	(78.6%)
Gross profit	8,655	54,965	(84.3%)
Other income and other gains and losses	3,545	3,225	9.9%
Selling and distribution expenses	(3,149)	(14,605)	(78.4%)
Administrative expenses	(8,018)	(8,859)	(9.5%)
Share of profit/(loss) of an associate	66	(6)	1200.0%
Operating profit	1,099	34,720	(96.8%)
Finance costs	(924)	(1,080)	(14.4%)
Profit before income tax	175	33,640	(99.5%)
Income tax expenses	(1,807)	(11,774)	(84.7%)
(Loss)/profit for the period	(1,632)	21,866	(107.5%)
Other comprehensive income, net of tax			
Item that may be reclassified subsequently to profit or loss:			
Exchange differences on translation of financial statements of foreign operations	90	(341)	126.4%
Other comprehensive income for the period	90	(341)	126.4%
Total comprehensive income for the period	(1,542)	21,525	(107.2%)
(Loss)/profit for the period attributable to:			
Owners of the Company	(2,188)	18,579	(111.8%)
Non-controlling interests	556	3,287	(83.1%)
	(1,632)	21,866	(107.5%)
Total comprehensive income attributable to:			
Owners of the Company	(2,098)	18,238	(111.5%)
Non-controlling interests	556	3,287	(83.1%)
	(1,542)	21,525	(107.2%)
(Loss)/earnings per share for (loss)/profit attributable to the owners of the Company during the period (in RMB cents):			
- Basic and diluted	(0.43)	3.63	(111.8%)

1(b)(i) A statement of financial position (for the issuer and group), together with a comparative statement as at the end of the immediately preceding financial year.

	Group		Company	
	30 September 2024 (Unaudited)	31 March 2024 (Audited)	30 September 2024 (Unaudited)	31 March 2024 (Audited)
RMB'000				
ASSETS AND LIABILITIES				
Non-current assets				
Property, plant and equipment	45,750	47,782	-	-
Investment properties	71,773	70,450	-	-
Investments in subsidiaries	-	-	278,608	278,608
Interest in an associate	1,860	1,794	-	-
Financial asset at fair value through other comprehensive income	25,220	25,220	15,193	15,193
Deferred tax assets	3,613	3,613	-	-
	148,216	148,859	293,801	293,801
Current assets				
Properties held under development	1,386,779	1,346,491	-	-
Properties held for sale	453,541	478,604	-	-
Contract cost assets	15,997	15,359	-	-
Prepayments and other receivables	100,763	96,076	233	236
Amounts due from subsidiaries	-	-	365,554	365,554
Financial assets at fair value through profit or loss	53	54	-	-
Tax recoverable	-	11,648	-	-
Cash and bank balances	70,208	93,066	154	154
	2,027,341	2,041,298	365,941	365,944
Current liabilities				
Accruals and other payables	354,217	341,201	911	24
Contract liabilities	516,792	503,256	-	-
Current tax liabilities	68,212	100,874	-	-
Amounts due to related parties	87,081	87,786	341,883	340,735
Bank and other loans	66,901	63,268	-	-
	1,093,203	1,096,385	342,794	340,759
Net current assets	934,138	944,913	23,147	25,185
Total assets less current liabilities	1,082,354	1,093,772	316,948	318,986
Non-current liabilities				
Bank and other loans	29,500	39,500	-	-
Deferred tax liabilities	4,505	4,381	-	-
	34,005	43,881	-	-
Net assets	1,048,349	1,049,891	316,948	318,986
EQUITY				
Equity attributable to the owners of the Company				
Share capital	52,241	52,241	52,241	52,241
Reserves	970,053	972,151	264,707	266,745
	1,022,294	1,024,392	316,948	318,986
Non-controlling interests	26,055	25,499	-	-
Total equity	1,048,349	1,049,891	316,948	318,986

1(b)(ii) In relation to the aggregate amount of group's borrowings and debt securities, specify as at the end of the current financial period reported on with comparative figures as at the end of the immediately preceding financial year:

Amount repayable in one year or less, or on demand

As at 30/09/2024		As at 31/03/2024	
Secured	Unsecured	Secured	Unsecured
RMB'000	RMB'000	RMB'000	RMB'000
31,901	35,000	28,268	35,000

Amount repayable after one year

As at 30/09/2024		As at 31/03/2024	
Secured	Unsecured	Secured	Unsecured
RMB'000	RMB'000	RMB'000	RMB'000
29,500	-	39,500	-

Details of any collateral

Bank loans of approximately RMB1,901,000 and RMB59,500,000 were secured by the Group's property, plant and equipment, properties held under development and properties held for sale respectively as at 30 September 2024.

1(c) A statement of cash flow (for the group), together with a comparative statement for the corresponding period of the immediately preceding financial year.

CONDENSED INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS

RMB'000	Group	
	6 months ended 30 September 2024	6 months ended 30 September 2023
	(Unaudited)	(Unaudited)
Cash flows from operating activities		
Profit before income tax	175	33,640
Adjustments for:		
Interest income	(525)	(1,006)
Interest expense	924	1,080
Depreciation of property, plant and equipment	2,564	1,689
Gain on disposal of property, plant and equipment	(5)	-
Net fair value loss for financial assets at fair value through profit and loss	1	10
Net fair value gain of investment properties	(388)	-
Share of (gain)/loss of an associate	(66)	6
Operating profit before working capital changes	2,680	35,419
Increase in properties held under development and properties held for sale	(14,780)	(38,554)
(Increase)/decrease in accounts and other receivables and prepayments	(4,687)	15,549
Increase in contract cost assets	(638)	(3,737)
Decrease/(increase) in restricted bank balances	18,647	(20,326)
Increase in accounts and other payables, accruals and contract liabilities	26,428	222,241
Increase in financial assets at fair value through profit or loss	-	(1)
Cash generated from operations	27,650	210,591
Interest received	525	1,006
Income taxes paid	(22,724)	(16,460)
Net cash generated operating activities	5,451	195,137
Cash flows from investing activities		
Purchases of property, plant and equipment	(707)	(89)
Proceeds from disposal of property, plant and equipment	5	-
Net cash used in investing activities	(702)	(89)
Cash flows from financing activities		
Repayment to related parties	(500)	-
Proceeds from new borrowings	55,000	35,000
Repayments of bank and other loans	(61,324)	(231,306)
Interest paid	(2,181)	(5,223)
Net cash used in financing activities	(9,005)	(201,529)
Net decrease in cash and cash equivalents	(4,256)	(6,481)
Effect of foreign exchange difference	45	752
Cash and cash equivalents at beginning of the period	13,630	40,374
Cash and cash equivalents at end of the period (note)	9,419	34,645
Note:		
Analysis of balances of cash and cash equivalents		
Cash and bank balances	70,208	226,798
Less: restricted bank balances	(60,789)	(192,153)
	9,419	34,645

1(d)(i) A statement (for the issuer and group) showing either (i) all changes in equity or (ii) changes in equity other than those arising from capitalisation issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year.

CONDENSED INTERIM STATEMENTS OF CHANGES IN EQUITY

Group	Equity attributable to equity holders of the Company											Non-Controlling interests	Total equity
	Share capital	Treasury shares	Merger reserve	Statutory reserve	Capital reserve	Fair value through other comprehensive income reserve	Other reserve	Exchange reserve	Retained earnings	Total			
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000		
At 1 April 2023 (audited)	52,241	(12,817)	(2,243)	95,657	3,838	(4,801)	85,452	(11,495)	788,705	994,537	19,665	1,014,202	
Profit for the period	-	-	-	-	-	-	-	-	18,579	18,579	3,287	21,866	
Other comprehensive income	-	-	-	-	-	-	-	-	-	-	-	-	
Exchange differences on translation of financial statements of foreign operations	-	-	-	-	-	-	-	(341)	-	(341)	-	(341)	
Total comprehensive income for the period	-	-	-	-	-	-	-	(341)	18,579	18,238	3,287	21,525	
At 30 September 2023 (unaudited)	52,241	(12,817)	(2,243)	95,657	3,838	(4,801)	85,452	(11,836)	807,284	1,012,775	22,952	1,035,727	
At 1 April 2024 (audited)	52,241	(12,817)	(2,243)	100,173	3,838	(6,128)	85,452	(11,375)	815,251	1,024,392	25,499	1,049,891	
Loss/(profit) for the period	-	-	-	-	-	-	-	-	(2,188)	(2,188)	556	(1,632)	
Other comprehensive income	-	-	-	-	-	-	-	-	-	-	-	-	
Exchange differences on translation of financial statements of foreign operations	-	-	-	-	-	-	-	90	-	90	-	90	
Total comprehensive income for the period	-	-	-	-	-	-	-	90	(2,188)	(2,098)	556	(1,542)	
At 30 September 2024 (unaudited)	52,241	(12,817)	(2,243)	100,173	3,838	(6,128)	85,452	(11,285)	813,063	1,022,294	26,055	1,048,349	

Company	Share capital	Treasury shares	Contributed surplus	Fair value through other comprehensive income reserve	Retained earnings	Total
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
At 1 April 2023 (audited)	52,241	(12,817)	59,579	(1,808)	225,396	322,591
Loss for the period	-	-	-	-	(2,214)	(2,214)
At 30 September 2023 (unaudited)	52,241	(12,817)	59,579	(1,808)	223,182	320,377
At 1 April 2024 (audited)	52,241	(12,817)	59,579	(2,607)	222,590	318,986
Loss for the period	-	-	-	-	(2,038)	(2,038)
At 30 September 2024 (unaudited)	52,241	(12,817)	59,579	(2,607)	220,552	316,948



NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

1. Corporate information

Pan Hong Holdings Group Limited (the “**Company**”) was incorporated in Bermuda under the laws of Bermuda on 20 December 2005 as an exempted company with limited liability. The Company’s shares are listed on the Main Board of the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”).

The registered office of the Company is located at Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda. The principal place of business of the Company is located at Room 1214, Tower B, Hunghom Commercial Centre, 37-39 Ma Tau Wai Road, Hunghom, Hong Kong. The Company does not have a place of business in Singapore as at the date of this report.

The principal activity of the Company is investment holding. The principal activities of the subsidiaries are those relating to investment holding and property development.

2. Basis of preparation

The condensed interim financial statements for the six months ended 30 September 2024 have been prepared in accordance with IAS 34 Interim Financial Reporting. The condensed interim financial statements do not include all the information required for a complete set of financial statements. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Group’s financial position and performance of the Group since the last annual financial statements for the year ended 31 March 2024.

Save for the adoption of new and amended standards as set out in Note 2.1, the accounting policies adopted are consistent with those of the previous financial year which were prepared in accordance with International Financial Reporting Standards (“**IFRSs**”).

The condensed interim financial statements are presented in Renminbi (RMB) which is the Company’s functional currency and all values are rounded to the nearest thousand (RMB’000), except when otherwise indicated.

2.1 New and amended standards adopted by the Group

None of these new IFRSs has a material impact on the Group’s results and financial position for the current or prior period.

2.2 Use of judgements and estimates

In preparing the condensed financial statements, management has made 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.

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 consolidated financial statements for the financial year ended 31 March 2024.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

2.3 Fair value measurement for investment properties

The Group engaged a firm of independent qualified professional surveyors to assess the fair value of the Group’s investment properties as at the end of each financial year. Such fair values are determined by the real estate valuation experts using recognised valuation techniques. The valuation of the investment properties is generally derived based on the income approach by taking into account the net rental income derived from its existing leases and/or achievable in the existing market with due allowance for the



reversionary income potential of the leases, which have been then capitalised to determine the market value at an appropriate capitalisation rate.

For valuations performed by external valuation experts, the appropriateness of the valuation methodologies and assumptions adopted are reviewed along with the appropriateness and reliability of the inputs (including those developed internally by the Group) used in the valuations.

In selecting the appropriate valuation models and inputs to be adopted for each valuation that uses significant non-observable inputs, external valuation experts are requested to calibrate the valuation models and inputs to actual market transactions that are relevant to the valuation if such information is reasonably available.

Significant changes in fair value measurements from period to period are evaluated for reasonableness. Key drivers of the changes are identified and assessed for reasonableness against relevant information from independent sources, or internal sources if necessary and appropriate.

For the unaudited half year results for the period ended 30 September 2024, the fair value of the Group's investment properties was based on the independent valuations as at 31 March 2024 and taking into account capitalised expenditure and leasing costs during the six-month period.

Management has assessed that the inputs and assumptions used by the valuers in the valuation techniques for their valuation as at 31 March 2024, such as term yield and reversionary yield, remain appropriate and reflect the current market conditions of the People's Republic of China ("PRC") as at 30 September 2024.

An external valuation of the Group's investment properties will be performed as at the end of the financial year, in line with IFRS 13 Fair Value Measurement guidance.

3. Seasonal operations

As the Group is primarily engaged in property development business, revenue recognition is dependent on the launch of new projects and transfer of control of sold properties. Consequently, revenue and profit for the Group looking across periods will appear irregular.

4. Segment information

The Group is principally engaged in the business of property development in the PRC. For the financial periods presented, executive directors have determined that the Group has only one single component/reportable segment as the Group is only engaged in the business of sale and lease of properties which is the basis to allocate and assess the Group's performance.

The single operating segment is reported in a manner consistent with the internal reporting provided to the chief operating decision-makers. The chief operating decision-makers, who are responsible for allocating resources and assessing performance of the operating segment, have been identified as the executive directors that make strategic decisions.

The Group's revenue from external customers is derived from the PRC (country of domicile) and its non-current assets (other than deferred tax assets) are located in the PRC. There is no single customer that contributed to 10% or more of the Group's revenue for the six months ended 30 September 2024.

The geographical location of customers is based on the location at which the services were provided or the goods were delivered. The geographical location of the non-current assets is based on the physical location of the asset.

**5. Revenue, other income and other gains and losses**

	Group	
	1H2025	1H2024
	RMB'000	RMB'000
Revenue		
Sale of properties held for sale	31,997	164,198
Other income and other gains and losses		
Exchange loss, net	(6)	(5)
Net fair value loss on financial assets at fair value through profit or loss	(1)	(10)
Net fair value gain of investment properties	388	-
Gain on disposal of property, plant and equipment	5	-
Interest income		
- from bank deposits	525	714
- from other receivables	-	292
	525	1,006
Rental income	2,425	1,811
Sundry income	209	423
	3,545	3,225

6. Profit before income tax

	Group	
	1H2025	1H2024
	RMB'000	RMB'000
Depreciation of property, plant and equipment	2,564	1,689
Cost of properties held for sale recognised as expense	23,294	109,217
Short-term lease expenses	89	104
Employee costs, including directors' remuneration		
- Wages and salaries	4,041	5,497
- Retirement benefit scheme contributions - defined contribution plans	778	1,271
Less: amount capitalised in properties held under development	(960)	(1,097)
	3,859	5,671

7. Income tax expense

	Notes	Group	
		1H2025 RMB'000	1H2024 RMB'000
Current tax – PRC			
- Enterprise income tax (“EIT”)	(a)	989	3,261
- Land appreciation tax (“LAT”)	(b)	721	8,592
		1,710	11,853
Deferred income tax expense/(credit)		97	(79)
Total income tax expense		1,807	11,774

Notes:

- (a) EIT has been provided on the estimated assessable profits of subsidiaries operating in the PRC at 25% (1H2024: 25%).

Under the law of the PRC on EIT, corporate withholding income tax is levied on the foreign investor for the dividends distributed out of the profits generated by the foreign investment enterprises. The Group’s applicable withholding income tax rate is 5% (1H2024: 5%).

- (b) LAT is levied at progressive rates ranging from 30% to 60% on the appreciation of land value, being the proceeds from sales of properties less deductible expenditures including cost of land use rights, borrowing costs, and all property development expenditures. The tax is incurred upon transfer of property ownership. There are certain exemptions available for the sale of ordinary residential properties if the appreciation values do not exceed 20% of the total deductible items (as defined in the relevant PRC tax laws). Sales of commercial properties are not eligible for such an exemption.

8. Dividends

No final dividend was declared to the Shareholders for the year ended 31 March 2024.

The Board has resolved not to declare the payment of an interim dividend to the Shareholders for 1H2025 (1H2024: nil).

9. Fair value measurement

The following table presents financial assets and liabilities measured at fair value in the condensed consolidated statement of financial position in accordance with the fair value hierarchy. The hierarchy groups financial assets and liabilities into three levels based on the relative reliability of significant inputs used in measuring the fair value of these financial assets and liabilities. The fair value hierarchy has the following levels:

- Level 1: quoted prices (unadjusted) in active markets for identical assets and liabilities;
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The level in the fair value hierarchy within which the financial asset or liability is categorised in its entirety based on the lowest level of input that is significant to the fair value measurement.

	Level 1 RMB'000	Level 2 RMB'000	Level 3 RMB'000	Total RMB'000
As at 30 September 2024				
Financial assets at fair value through profit or loss				
Securities held for trading - Listed	53	-	-	53
Financial asset at fair value through other comprehensive income				
Unlisted equity investment	-	-	25,220	25,220
As at 31 March 2024				
Financial assets at fair value through profit or loss				
Securities held for trading - Listed	54	-	-	54
Financial asset at fair value through other comprehensive income				
Unlisted equity investment	-	-	25,220	25,220

10. (Loss)/earnings per share

The calculation of basic (loss)/earnings per share attributable to owners of the Company is based on the following data:

	Group	
	1H2025 RMB'000	1H2024 RMB'000
Current:		
(Loss)/earnings for the purpose of calculating basic (loss)/earnings per share ((loss)/profit for the period attributable to owners of the Company)	(2,188)	18,579
Number of shares		
Number of ordinary shares in issue during the period for the purpose of calculating basic (loss)/earnings per share	512,311,024	512,311,024

The diluted (loss)/earnings per share is the same as the basic (loss)/earnings per share, as the Group has no dilutive potential shares during the current and prior periods.

11. Prepayment and other receivables

	Notes	Group	
		30/09/2024 RMB'000	31/03/2024 RMB'000
Prepayments	(a)	7,101	6,999
Other receivables	(b)	93,662	89,077
		100,763	96,076

Notes:

- (a) As at 30 September 2024, prepayments included advances of RM4,450,000 (31 March 2024: RMB4,489,000) made to contractors for purchase of construction materials.
- (b) At 30 September 2024, other receivables of the Group due from certain independent third parties of approximately RMB16,346,000 (31 March 2024: RMB16,346,000) were unsecured, interest-bearing at interest rate of 8% (31 March 2024: 8%) and repayable within one year or on demand.

The remaining balances include deposited funds for property maintenance and value-added tax recoverable, which were unsecured, non-interest bearing and repayable on demand.

12. Amounts due to related parties

	Group	
	30/09/2024 RMB'000	31/03/2024 RMB'000
Amounts due to:		
- a related company	9,181	9,386
- a related person	77,900	78,400
	87,081	87,786

Amounts due to related parties were unsecured, non-interest bearing and repayable on demand and to be settled in cash.

As at 30 September 2024 and 31 March 2024, amount due to a related company comprised balances due to Pan Hong Company Limited, in which Mr. Wong Lam Ping, the controlling shareholder of the Company, is the beneficial owner.

As at 30 September 2024 and 31 March 2024, amounts due to a related person comprised balance to Mr. Wong Ching, an immediate family member of Mr. Wong Lam Ping, the controlling shareholder of the Company.

13. Bank and other loans

The analysis of the carrying amount of the bank and other loans is as follows:

	Group	
	30/09/2024 RMB'000	31/03/2024 RMB'000
Current:		
Portion of other loan due for repayment within one year	35,000	35,000
Portion of bank loans due for repayment within one year	30,000	25,000
Portion of bank loans due for repayment within one year which contain repayment on demand clause	1,901	2,650
Portion of bank loans due for repayment after one year which contain repayment on demand clause	-	618
Non-current:		
Portion of bank loans due for repayment after one year	29,500	39,500
Total bank and other loans	96,401	102,768

14. Share capital

Movement of share capital of the Company is summarised below:

	Number of shares	RMB'000
Authorised:		
Ordinary shares		
As at 1 April 2023 and 30 September 2023, 1 April 2024 and 30 September 2024	5,100,000,000	517,374
Issued and fully paid:		
Ordinary shares		
As at 1 April 2023 and 30 September 2023, 1 April 2024 and 30 September 2024	518,855,024	52,241

Ordinary shares

Fully paid ordinary shares carry one vote per share. The holders of ordinary shares are entitled to receive dividends as and when declared by the Company.

Treasury shares

Pursuant to the resolutions approved by the shareholders at the special general meeting held on 22 July 2009, for the proposal of (i) amendments to the Bye-laws of the Company; and (ii) adoption of Share Purchase Mandate, the details of which were set out in the Company's circular dated 29 June 2009, to rationalise the Company the flexibility to undertake share purchase at any time, subject to market conditions, during the validity period of the Share Purchase Mandate. The directors believed that the Share Purchase Mandate provided the Company with a mechanism to facilitate the return of any surplus cash in excess of the Group's working capital requirements in an expedient and cost-efficient manner.

Details of treasury shares of the Company are summarised as below:

	Number of shares	RMB'000
As at 1 April 2023 and 30 September 2023, 1 April 2024 and 30 September 2024	6,544,000	12,817

15. Related party transactions

In addition to the transactions and balances disclosed elsewhere in these condensed interim financial statements, the Group had the following material related party transactions:

	Notes	Group 1H2025 RMB'000	Group 1H2024 RMB'000
Car park rental expense charged by - Spouse of Mr. Wong Lam Ping	(a)	166	162
Rental income charged to - A related company	(b)	28	27

Notes:

- (a) During the six months period ended 30 September 2024 and 30 September 2023, Ms. Chan Heung Ling (“**Ms. Chan**”), the spouse of Mr. Wong Lam Ping, entered into an agreement of car park rental for HK\$60,000 per year.
- (b) Mr. Wong Lam Ping and Ms. Chan have beneficial interests in these related companies.

- 1(d)(ii) Details of any changes in the company's share capital arising from rights issue, bonus issue, subdivision, consolidation, share buy-backs, exercise of share options or warrants, conversion of other issues of equity securities, issue of shares for cash or as consideration for acquisition or for any other purpose since the end of the previous period reported on. State the number of shares that may be issued on conversion of all the outstanding convertibles, if any, against the total number of issued shares excluding treasury shares and subsidiary holdings of the issuer, as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year. State also the number of shares held as treasury shares and the number of subsidiary holdings, if any, and the percentage of the aggregate number of treasury shares and subsidiary holdings held against the total number of shares outstanding in a class that is listed as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year.**

SHARE CAPITAL

Date	Particulars	Authorised	Number of shares		Treasury share	Amount		
			Issued			Authorised share capital RMB'000	Issued share capital RMB'000	Treasury share RMB'000
01 April 2024 and 30 September 2024	Balance at beginning and end of the period	5,100,000,000	518,855,024	(6,544,000)	517,374	52,241	(12,817)	

- 1(d)(iii) To show the total number of issued shares excluding treasury shares as at the end of the current financial period and as at the end of the immediately preceding year.**

The total number of issued ordinary shares as at 30 September 2024 was 518,855,024 (31 March 2024: 518,855,024), of which 6,544,000 (31 March 2024: 6,544,000) were held by the Company as treasury shares.

- 1(d)(iv) A statement showing all sales, transfers, cancellation and/or use of treasury shares as at the end of the current financial period reported on.**

NIL

- 1(d)(v) A statement showing all sales, transfers, cancellation and/or use of subsidiary holdings as at the end of the current period reported on.**

NIL

- 2. Whether the figures have been audited or reviewed and in accordance with which auditing standard or practice.**

The figures have not been audited or reviewed by the Company's auditors.

- 3. Where the figures have been audited or reviewed, the auditors' report (including any qualifications or emphasis of a matter).**

Not applicable.

- 3(A). Where the latest financial statements are subject to an adverse opinion, qualified opinion or disclaimer of opinion:-**

(a) Updates on the efforts taken to resolve each outstanding audit issue.

(b) Confirmation from the Board that the impact of all outstanding audit issues on the financial statements have been adequately disclosed.

This is not required for any audit issue that is a material uncertainty relating to going concern.

Not applicable.

- 4. Whether the same accounting policies and methods of computation as in the issuer's most recently audited annual financial statements have been applied.**

The Group had applied the same accounting policies and methods of computation in the financial statements for the current reporting period as in those of the audited financial statement for the year ended 31 March 2024, except for the adoption of new and revised International Financial Reporting Standards (“IFRSs”) applicable for the financial period beginning on 1 April 2024. The adoption of these IFRSs has no material impact on the Group’s and the Company’s financial statements.

- 5. If there are any changes in the accounting policies and methods of computation, including any required by an accounting standard, what has changed, as well as the reasons for, and the effect of, the change.**

The Group has adopted the new and revised IFRSs which became effective for financial periods beginning on 1 April 2024. The adoption of these new and amended IFRSs did not give rise to significant change to the financial statements.

- 6. Earning per ordinary share of the group for the current financial period reported on and the corresponding period of the immediately preceding financial year, after deducting any provision for preference dividends:-**

(a) Based on the weighted average number of ordinary shares on issue; and

(b) On a fully diluted basis (detailing any adjustments made to the earnings).

	Group	
	6 months ended 30 September 2024 (Unaudited)	6 months ended 30 September 2023 (Unaudited)
(Loss)/earnings per ordinary share (in RMB cents) for (loss)/profit attributable to the owners of the Company during the period:		
- Basic and Diluted	(0.43)	3.63

For significant factors that affected the revenue, costs, and earnings of the Group for the current financial period, please refer to Paragraph 8.

Note:

The calculation of basic (loss)/earnings per share was based on the (loss)/earnings attributable to equity holders of the Company of approximately RMB2,188,000 for the six months ended 30 September 2024 (six months ended 30 September 2023: profit of RMB18,579,000) divided by weighted average of 512,311,024 ordinary shares (excluding treasury shares) (six months ended 30 September 2023: the weighted average of 512,311,024) during the period.

Diluted (loss)/earnings per share for the six months ended 30 September 2024 is the same as the basic (loss)/earnings per share as there is no dilutive potential share (six months ended 30 September 2023: Nil).

- 7. Net asset value (for the issuer and group) per ordinary share based on of the total number of issued shares excluding treasury shares of the issuer at the end of the:-**
- (a) current financial period reported on; and**
(b) immediately preceding financial year.

	Group		Company	
	30 September 2024	31 March 2024	30 September 2024	31 March 2024
Net asset value per ordinary share (in RMB cents)	204.63	204.93	61.87	62.26

Notes:

- (1) The number of ordinary shares of the Company as at 30 September 2024 was 512,311,024 (excluding treasury shares) (31 March 2024: 512,311,024).
- (2) For information purposes, the net asset value attributable to the Company's owners of the Group (excluding non-controlling interests) as at 30 September 2024 was RMB 199.55 cents (31 March 2024: RMB 199.96 cents).
- 8. A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following:-**
- (a) any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and**
(b) any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period report on.

- (a) REVIEW OF FINANCIAL RESULTS FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2024 ("1H2025") COMPARED TO THE PREVIOUS CORRESPONDING SIX MONTHS ENDED 30 SEPTEMBER 2023 ("1H2024")**

Revenue

	Group	
	6 months ended 30 September 2024	6 months ended 30 September 2023
Revenue (RMB'000)	(Unaudited)	(Unaudited)
Residential	30,553	150,836
Commercial and others	1,444	13,362
	31,997	164,198

The Group's revenue in 1H2025 was RMB32.0 million compared to RMB164.2 million in 1H2024, a decrease of RMB132.2 million.

The revenue in 1H2025 and 1H2024 was primarily derived from the transfer of control of residential units of Run Ze Yuan to buyers in the periods. The decrease was mainly due to the lower number of transfer of control of property units in 1H2025 than in 1H2024.

As the Group is primarily engaged in property development business, revenue recognition is dependent on the launch of new projects and transfer of control of sold properties. Consequently, revenue and profit for the Group looking across periods will appear irregular.

Cost of Sales and Gross Profit Margin

In line with the decrease in revenue, cost of sales decreased from RMB109.2 million in 1H2024 to RMB23.3 million in 1H2025. Accordingly, gross profit decreased from RMB55.0 million in 1H2024 to RMB8.7 million in 1H2025.

Gross profit margin decreased from 33.5% in 1H2024 to 27.0% in 1H2025 as a result of higher discount offered and lower selling price for residential units sold for Run Ze Yuan in 1H2025 as compared to 1H2024.

Other Income and Other Gains and Losses

Other income and other gains and losses increased from RMB3.2 million in 1H2024 to RMB3.5 million in 1H2025, mainly due to an increase in rental income and net fair value gain on investment properties.

Selling and Distribution Expenses

Selling and distribution expenses decreased by 78.4% from RMB14.6 million in 1H2024 to RMB3.1 million in 1H2025. The lower selling expenses in 1H2025 was mainly due to lower advertisement and marketing expense and lower sales commission expense incurred for Run Ze Yuan and Run Hong Yuan comparing to 1H2024.

Administrative Expenses

Administrative expenses decreased by 9.5% from RMB8.9 million in 1H2024 to RMB8.0 million in 1H2025, mainly due to cost-cutting measures and lower salary expenses incurred.

Finance Costs

Finance costs decreased by 14.4% from RMB1.1 million in 1H2024 to RMB0.9 million in 1H2025, mainly due to the repayment of bank and other loans for working capital purpose and a decrease in interest expense for new bank and other loans due to lower interest rates. Finance costs of bank loans for property development purpose are fully capitalised in properties under development.

Income Tax Expenses

Income tax expense decreased from RMB11.8 million in 1H2024 to RMB1.8 million in 1H2025. The decrease was mainly attributable to the PRC corporate income tax in the PRC arising from a decreased profit before tax of the Group's PRC subsidiaries recorded in 1H2025.

(Loss)/profit for the Period

As a cumulative effect of the foregoing factors, the Group recorded a loss after tax of RMB1.6 million in 1H2025, compared to a profit after tax of RMB21.9 million in 1H2024.

Exchange Differences on Translation of Financial Statements of Foreign Operations

Exchange differences on translation of financial statements of foreign operations increased from a loss of RMB0.3 million in 1H2024 to a gain of RMB0.1 million in 1H2025. The increase was mainly due to the appreciation of RMB against Hong Kong Dollar ("HKD") during the financial period that resulted in a translation gain of the Group's subsidiaries with bank loan balances which were denominated in HKD.

Total Comprehensive Income for the Period

As a cumulative effect of the above factors, the Group recorded a total comprehensive income with a loss of RMB1.5 million in 1H2025, comparing to a profit RMB21.5 million in 1H2024.

(b) REVIEW OF FINANCIAL POSITION AS AT 30 SEPTEMBER 2024 AND CASH FLOW FOR 1H2025

Property, Plant and Equipment

As at 30 September 2024, the Group had property, plant and equipment of RMB45.8 million, compared to RMB47.8 million as at 31 March 2024. The decrease was mainly due to the depreciation of property, plant and equipment during the period.

Investment Properties

As at 30 September 2024, the Group had investment properties of RMB71.8 million compared to RMB70.5 million as at 31 March 2024. The increase was mainly due to the transfer of properties held for sale to investment properties and the net fair value gain of investment properties during the period.

Financial Assets at Fair Value Through Other Comprehensive Income

As at 30 September 2024, the balance of approximately RMB25.2 million (31 March 2024: RMB25.2 million) representing the fair value of 16.6% (31 March 2024: 16.6%) equity interest in Zhejiang Gene Stem Cell Biotech Company Limited held by the Group.

Financial Assets at Fair Value Through Profit or Loss

Financial assets at fair value through profit or loss included listed equity securities in Hong Kong and the PRC, decreased to RMB53,000 as at 30 September 2024 from RMB54,000 as at 31 March 2024. The decrease was mainly due to the net fair value loss of financial assets at fair value through profit or loss during the period.

Properties Held Under Development

The Group's properties held under development increased by RMB40.3 million from RMB1,346.5 million as at 31 March 2024 to RMB1,386.8 million as at 30 September 2024. The increase was mainly due to the construction costs incurred for Run Hong Yuan (润泓园) during the period.

Properties Held for Sale

Properties held for sale decreased from RMB478.6 million as at 31 March 2024 to RMB453.5 million as at 30 September 2024, mainly due to the transfer of control of properties to buyers upon sale of properties units of Run Ze Yuan.

Prepayments and Other Receivables

The Group's prepayments and other receivables increased from RMB96.1 million as at 31 March 2024 to RMB100.8 million as at 30 September 2024. The increase was mainly due to the prepayment of value-added tax during pre-sale of property units.

Contract Cost Assets

The Group's contract cost assets of RMB16.0 million as at 30 September 2024 (31 March 2024: RMB15.4 million) represent capitalised incremental costs for obtaining sales contracts of its property units under pre-sale stage.

Tax Recoverable

Tax recoverable decreased from approximately RMB11.6 million as at 31 March 2024 to nil balance as at 30 September 2024, mainly due to the income tax refund to the Group by the local tax bureau.

Accruals, Other Payables and Contract Liabilities

Accruals and other payables mainly comprised the accrued construction costs and project-related expenses that are based on the progress of project development but are not yet due for payment.

Accruals and other payables increased from approximately RMB341.2 million as at 31 March 2024 to approximately RMB354.2 million as at 30 September 2024. The increase was mainly due to the accrual of incurred contract costs payable to contractors.

Contract liabilities were advance receipts from customers in respect of the deposits and prepayments for pre-sales of the Group's properties.

Contract liabilities increased from approximately RMB503.3 million as at 31 March 2024 to approximately RMB516.8 million as at 30 September 2024. The increase was mainly due to the advance receipts of Run Hong Yuan received during the period.

Current Tax Liabilities

Current tax liabilities decreased from RMB100.9 million as at 31 March 2024 to RMB68.2 million as at 30 September 2024. The decrease was mainly attributable to the net effect of income tax liabilities derived from the profit recorded by the Group's subsidiaries and payment of income tax during the period.

Amounts Due to Related Parties

Amounts due to related parties decreased from RMB87.8 million as at 31 March 2024 to RMB87.1 million as at 30 September 2024, which was mainly due to the repayment of a portion of amount due to a related party.

All amounts due to related parties were unsecured, non-interest bearing and repayable on demand.

Bank and Other Loans

As at 30 September 2024, the Group had bank and other loans of RMB96.4 million, a decrease from RMB102.8 million as at 31 March 2024, mainly due to the net effect of drawdown and settlement of bank and other loans during the period.

Bank loans of approximately RMB1.9 million and RMB59.5 million were secured by the Group's property, plant and equipment, properties held under development and properties held for sale respectively as at 30 September 2024.

Based on the Group's total equity of RMB1,048.3 million, the Group recorded a net gearing ratio (total bank and other loans/total equity) of 9.2% as at 30 September 2024, compared to 9.8% as at 31 March 2024.

Cash Flow Analysis

In 1H2025, the Group recorded RMB5.5 million of net cash generated from operating activities which was mainly due to the net effect of the receipts from property buyers, progress payment for the construction and payment of income tax.

Net cash used in investing activities in 1H2025 amounted to RMB0.7 million, mainly due to purchase of property, plant and equipment.

Net cash used in financing activities in 1H2025 amounted to RMB9.0 million, mainly due to net repayment of bank and other loans during the period.

Included in bank balances and cash are restricted bank balances of RMB60.8 million (31 March 2024: RMB79.4 million) which can only be applied in the designated property development project(s). As at 30 September 2024, the Group had cash and cash equivalents of RMB9.4

million.

9. Where a forecast, or a prospect statement, has been previously disclosed to shareholders, any variance between it and the actual results.

The financial results for the six months ended 30 September 2024 is in line with the statement made in Paragraph 10 disclosed in its previous results announcement. There was no forecast or prospect statement previously disclosed to shareholders.

10. A commentary at the date of the announcement of the significant trends and competitive conditions of the industry in which the group operates and any known factors or events that may affect the group in the next reporting period and the next 12 months.

Industry Outlook

During the reporting period, the gradual recovery of the PRC's national economy was evidenced by a 4.6% gross domestic product ("GDP") growth year-on-year for the third quarter of 2024, compared to 4.7% in the previous quarter based on official data published by the National Bureau of Statistics (the "Bureau").

In the real estate sector, despite the completion of debt restructuring exercises of various large-scale developers subjected to debt-default events, market sentiment remained subdued as property prices declined. According to official data published by the Bureau, new home prices in major PRC cities fell between August and September 2024 on both year-on-year and month-on-month basis.

New home price changes for statistics pool of 70 major PRC cities (year-on-year basis):

	Increased	Unchanged	Decreased
August 2024	2	0	68
September 2024	2	0	68

New home price changes for statistics pool of 70 major PRC cities (month-on-month basis):

	Increased	Unchanged	Decreased
August 2024	2	1	67
September 2024	3	1	66

As the real estate sector is still in a deep adjustment cycle, investment appetite of potential property buyers is expected to remain weak in the short-to-medium term in the wake of declining property prices and turnover.

Nevertheless, in light of the above trend, the central government of the PRC has announced various nationwide supportive policies in order to stimulate the property market in October 2024. Firstly, the housing provident fund loan interest rate has been lowered by 0.25%. Secondly, minimum down payment ratio for individuals' commercial housing mortgage was unified to 15% for both first-home purchases and second-home purchases. Thirdly, interest rates on existing loans are further lowered. In addition, the tax burden for "selling old and buying new" housing transactions is reduced. It is expected that it will take time for the market to digest and show the implementation effects of these measures gradually.

Focusing on the Group's operations during the reporting period, the Group is focused on the construction of its Run Hong Yuan project, which is expected to be completed by the first quarter of 2025. Notwithstanding the uncertain macroeconomic environment, the Group believes that its solid financial position and track record will garner confidence and support from the potential local buyers.

Company Update

Property Pre-sales

The cumulative results for the pre-sale of properties under each project up to 31 October 2024 are summarised as follows:

Residential Units

	Run Hong Yuan
Est. total GFA released for sale (total units)	38,712 sq.m.
	317 units
Est. total GFA pre-sold (total units)	30,717 sq.m.
	271 units
Percentage of pre-sold	79%
Pre-sale GFA (units pre-sold) not handed over to buyers as at 30 September 2024 ^	30,717 sq.m.
	271 units
Pre-sale value not handed over to buyers as at 30 September 2024 ^ (RMB)	441.5 million
ASP per sq m*	RMB14,373
Expected completion date	CY2025 Q1

*: Average Sales Price ("ASP") of the projects is computed as follows: Pre-sale value not handed over to buyer divided by Pre-sale GFA not handed over to buyer.

^: Pre-sale value not handed over to buyer is computed as follows: Beginning period pre-sales plus new pre-sales during the period less those handed over to buyers as at 30 September 2024.

The pre-sale value of RMB441.5 million of the project not handed over to buyers as at 30 September 2024 will only be recognised as revenue upon transfer of control of properties which had been pre-sold to the buyers. As the Group is primarily engaged in property development business, revenue recognition is dependent on the launch of new projects and completion of handover of sold properties (transfer of control of the assets). Consequently, revenue and profit for the Group looking across periods will appear irregular.

Company Strategies

The Group will continue to work on the sales and construction of its existing projects while monitoring closely the changes and effects of government policies and market trends.

Considering its management expertise, financial position and relevant industry prospects, the Group will also carefully assess and filter investment opportunities for both its core property development business and potential business growth areas.

11. If a decision regarding dividend has been made:-
(a) Whether an interim (final) ordinary dividend has been declared (recommended); and

No.

(b) (i) Amount per share

NIL

(ii) Previous corresponding period

NIL

(c) Whether the dividend is before tax, net of tax or tax exempt. If before tax or net of tax, state the tax rate and the country where the dividend is derived. (If the dividend is not taxable in the hands of shareholders, this must be stated).

NIL

(d) The date the dividend is payable.

NIL

(e) The date on which Registrable Transfers received by the company (up to 5.00 p.m.) will

be registered before entitlements to the dividend are determined.

NIL

- 12. If no dividend has been declared/recommended, a statement to that effect and the reason(s) for the decision.**

No dividend has been declared or recommended for the six months ended 30 September 2024 in order to retain fund for the Group's daily operations.

- 13. If the Group has obtained a general mandate from shareholders for IPTs, the aggregate value of such transactions as required under Rule 920(1)(a)(ii). If no IPT mandate has been obtained, a statement to that effect.**

The Group does not have any general mandate from shareholders for IPTs.

- 14. Confirmation that the issuer has procured undertakings from all its directors and executive officers (in the format set out in Appendix 7.7) under Rule 720(1) of the SGX-ST Listing Manual**

The Company confirms that the undertakings under Rule 720(1) of the Listing Manual have been obtained from all its directors and executive officers in the format set out in Appendix 7.7 under Rule 720(1) of the SGX-ST Listing Manual.

BY ORDER OF THE BOARD

Wong Sum
Chairman
13 November 2024



NEGATIVE ASSURANCE CONFIRMATION STATEMENT

Statement by Directors pursuant to SGX Listing Rule 705(5)

We confirm that to the best of our knowledge, nothing has come to the attention of the Board of Directors of Pan Hong Holdings Group Limited which may render these interim financial results for the six months ended 30 September 2024 to be false or misleading in any material aspect.

For and on behalf of the
Board of Directors of
Pan Hong Holdings Group Limited

Wong Sum
Executive Director

Wang Cuiping
Executive Director

Date: 13 November 2024