天立国际控股有限公司
Tianli International Holdings Limited
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1773)

INTERIM RESULTS ANNOUNCEMENT FOR THE SIX MONTHS ENDED 28 FEBRUARY 2026

The Board of Tianli International Holdings Limited is pleased to announce the interim results of the Group for the six months ended 28 February 2026, together with comparative figures for the six months ended 28 February 2025.

FINANCIAL HIGHLIGHTS

	For the six months ended 28 February 2026	For the six months ended 28 February 2025	Change	Percentage Change
	RMB'000	*RMB'000*	*RMB'000*	
Revenue	**2,142,844**	1,876,050	266,794	14.2%
Gross profit	**753,264**	705,069	48,195	6.8%
Profit for the period	**471,356**	389,503	81,853	21.0%
EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE COMPANY	***RMB***	*RMB*	*RMB*	
Basic	**22.84 cents**	19.28 cents	3.56 cents	18.5%
Diluted	**22.80 cents**	19.04 cents	3.76 cents	19.7%

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW

Overview

Established in 2002, the Group is a leading comprehensive education service operator in Western region of the PRC. We provide customers with comprehensive education management and diversified services. During the Reporting Period, we provided comprehensive education service to approximately 60,000 high school students.

Our Education Philosophy

Our fundamental educational philosophy is premised on the development of each child's strengths and potential and promotion of life-long learning and growth. The core of our educational philosophy is "Six Establishments and One Accomplishment (六立一達)", which represents the seven crucial objectives we encourage our students to achieve sound health, morality, wisdom, behavior, mind and creativity and a positive influence on society in addition to self-realization (立身, 立德, 立學, 立行, 立心, 立異, 達人). We are committed to being the role model among our students through continuous contribution to the society. We design and develop our educational programs to reflect this concept, emphasizing the importance of solid academic performance in core subject areas such as Mathematics, Science, Language and History, at the same time encouraging our students to explore individual interests and enhance physical fitness, and nurturing students' creativity, communication skills, independent thinking and social responsibility.

Student Placement and Education Quality

Since our inception, our students have consistently achieved outstanding results in various academic examinations and contests, as well as in extra-curricular activities. During the Reporting Period, a total of 33 students won the first prize in the Provincial Competition of National League in the five subjects of physics, chemistry, mathematics, biology and informatics, and 3 persons were selected for the provincial competition team and won 1 gold medal in the national finals. In 2025, our graduating high school students of our schools participated in the National Higher Education Entrance Examination (known as "**Gaokao**") in the respective cities where the schools are located.

In the 2025 Gaokao, 399 of our high school graduates received college acceptance letters from the world's top 50 universities, representing an increase of 127 students compared to 272 students in 2024. Among them, 26 students were enrolled into the world's top 10 universities under Quacquarelli Symonds (QS) rankings: 2 were admitted to Imperial College London (ranked second by QS), 1 was admitted to University of Oxford (ranked third by QS); 2 were admitted to University of Cambridge (ranked fifth by QS) and 21 were admitted to University College London (ranked ninth by QS). Approximately 90% of our Gaokao candidates from established schools attained the entry requirements of universities in the PRC; approximately 58% attained the entry requirements of first-tier universities in the PRC; and the developing schools also achieved "low-in, high-out" results, with the undergraduate enrolment rate and the first-tier university enrolment rate increasing by 32% and 14%, respectively, compared to the initial matriculation scores of the students.

Our Schools

With a strong presence in Sichuan province where the Group is based in, our school spans across Inner Mongolia, Shandong, Henan, Guizhou, Jiangxi, Zhejiang, Yunnan, Gansu, Anhui, Guangxi, Guangdong, Shaanxi, Shanghai, Chongqing and Hubei. During the Reporting Period, the Group principally provided students with comprehensive education services in 63 schools.

PRC-certified teachers are crucial to our business, allowing us to maintain the quality of our educational services while undergoing expansion. As of 28 February 2026, the number of full-time teachers employed by our self-owned schools was 2,612 (as of 28 February 2025: 2,682).

We recruit teachers through different channels and means, including campus recruitment, general public recruitment and the use of online recruiting websites, and we conduct assessment on candidates who apply through our recruitment procedures. We offer internships to undergraduate students who major in education or related subjects and show promising potential during our recruiting process. We also actively recruit teachers with extensive experiences from public schools and other private schools to expand our talent pool.

Management and franchise fees received from entrusted schools

During the Reporting Period, the Group provided school management and franchise services for 23 entrusted schools.

REGULATORY UPDATES

The Implementation Rules for the Law for Promoting Privation Education (《中華人民共和國民辦教育促進法實施條例》) (the "Implementation Regulations")

In May 2021, the State Council of the People's Republic of China announced the Implementation Regulations which came into effect on 1 September 2021. The Implementation Regulations set out more detailed regulations over the operation and management of private schools, which, among other things, required that (i) social organizations and individuals are prohibited from controlling private schools that provide compulsory education and non-profit private schools that provide pre-school education by means of merger, acquisition or agreement control; and (ii) private schools providing compulsory education are prohibited from conducting transactions with the related parties.

As the Implementation Regulations prohibit private schools which provide compulsory education from conducting transactions with the related parties, the management team of our Group has assessed its impact on our Group and concluded that, based on the existing relevant facts and situation, the Group's ability to acquire variable returns through Exclusive Business Cooperation Agreement from certain operating schools (the "**Affected Business**") has been terminated immediately before the Implementation Regulations came into effect on 1 September 2021. Therefore, the Group has decided to exclude its Affected Business from the scope of the consolidated financial statements since 31 August 2021. For details, please refer to the annual report of the Company for the eight months ended 31 August 2021 published on 22 March 2022.

The Company is of the opinion that there are substantial uncertainties regarding the interpretation and application of the Implementation Regulations. As at the date of this announcement, the national and local governments have not yet issued corresponding classification management regulations and rules in respect of the Implementation Regulations. We will continue to monitor the implementation of the Implementation Regulations in different regions and continue to assess its subsequent impact on the Company and will make further announcement(s) as and when appropriate.

The Foreign Investment Law of the PRC (《中華人民共和國外商投資法》) (the "Foreign Investment Law")

On 15 March 2019, the Standing Committee of the National People's Congress promulgated the Foreign Investment Law which became effective on 1 January 2020. The Implementation Rules of the Foreign Investment Law came into effect on the same date as well. The Foreign Investment Law and its implementation rules defines foreign investment as direct or indirect investment activities in the PRC by one or more foreign natural persons, enterprises or other organizations ("**Foreign Investors**"), and clearly stipulates four types of investment activities would fall within the definition of foreign investment, including (a) Foreign Investors alone or cooperate with other investors to establish foreign-invested enterprises in the PRC; (b) Foreign Investors acquire shares, equities, property shares or other similar rights of Chinese domestic enterprises; (c) Foreign Investors alone or cooperate with other investors invest new projects in the PRC; and (d) other means of investment prescribed by laws, administrative regulations and rules promulgated by the State Council. Furthermore, the law prescribes that the PRC applies the pre-establishment national treatment and negative list management system against foreign investment. The negative list of prohibited investment sectors prescribes areas which foreign investors are not allowed to invest upon; the negative list of restricted investment sectors prescribes areas which foreign investors are required to abide to the conditions as imposed under the regulations of the negative list; and all other areas excluded from the negative list would be handled according to the general principles applicable for both domestic and foreign enterprises. The Foreign Investment Law further stipulates that laws such as the Company Law of the PRC and the Partnership Enterprise law of the PRC shall apply to the organizational form, corporate governance and activities standards of foreign invested enterprises. For foreign invested enterprises established before the implementation of the Foreign Investment Law may maintain their original organizational form for five years from 1 January 2020. Specific measures for implementation shall be formulated by the State Council. The Foreign Investment Law does not explicitly include clauses involving "actual control" or "contractual arrangements."

Nevertheless, the Company does not rule out the possibility that there will be further laws and regulations governing the same. Therefore, it remains uncertain as to whether the structure under contractual arrangements will be included in the supervisory regime for foreign investment, and if so, the ways under which it is governed. As at the date of this announcement, the Company's operation remained unaffected by the Foreign Investment Law. The Company will closely monitor the development of the Foreign Investment Law and related legislations.

The Affected Business

The table below sets out the names of entities and their principal business related to the Affected Business as at 28 February 2026:

Number	School name	Principal business
1	Luzhou Longmatan Tianli Elementary School *(Note 1)*	Elementary school
2	Yibin Cuiping District Tianli School	Elementary school and Middle school
3	Guangyuan Tianli School	Elementary school and Middle school
4	Neijiang Shizhong District Tianli School	Elementary school and Middle school
5	Liangshan Xichang Tianli School	Integrated school
6	Ya'an Tianli School	Elementary school and Middle school
7	Cangxi Tianli School	Elementary school and Middle school
8	Deyang Tianli School	Elementary school and Middle school
9	Ziyang Tianli School	Integrated school
10	Yichun Tianli School	Elementary school and Middle school
11	Baoshan Tianli School	Elementary school and Middle school
12	Dazhou Tianli School	Elementary school and Middle school
13	Weifang Tianli School	Integrated school
14	Yiliang Tianli School	Elementary school and Middle school
15	Ulanqab Jining District Tianli School	Elementary school and Middle school
16	Zhoukou Tianli School	Elementary school and Middle school
17	Zunyi Xinpu New District Tianli School	Elementary school and Middle school
18	Dongying Kenli District Tianli School	Elementary school and Middle school
19	Jiange Jianmenguan Tianli School	Elementary school and Middle school
20	Luzhou Longmatan Tianli Chunyu School	Elementary school and Middle school
21	Wulian Tianli School	Elementary school and Middle school
22	Baise Tianli School	Elementary school and Middle school
23	Jining Tianli School	Elementary school and Middle school
24	Weihai Nanhai New District Tianli School	Elementary school and Middle school
25	Chongqing Fuling Lida School	Elementary school and Middle school
26	Honghu Tianli School	Elementary school and Middle school
27	Tongren Wanshan District Tianli School	Elementary school and Middle school
28	Lanzhou Tianli School	Elementary school and Middle school
29	Chengdu Longquanyi Tianli School *(Note 1)*	Elementary school and Middle school
30	Chengdu Pidu Tianli School *(Note 1)*	Integrated school

* Integrated school included elementary school, middle school and high school.

Notes:

1. Approximately 83.34% of equity interest of Luzhou Longmatan Tianli Elementary School, 85% of equity interest of Chengdu Longquanyi Tianli School and 97% of equity interest of Chengdu Pidu Tianli School were attributable to the Group.

2. All other schools were wholly-owned by the Group.

Although the aforementioned schools were deconsolidated from the Group due to the Implementation Regulations, with an accountable and responsible attitude to students, parents and the society, the Group will maintain continuous and stable enrollment and operation for the schools that have been opened and operated nationwide. We will continue to provide high quality comprehensive educational services to students and parents.

Prospects

In order to safeguard the sustainable development of the Group and to protect the long-term interests of the Company and its Shareholders, the Group will continue to deepen the construction of the school quality system, satisfy the personalised education needs of more families with higher quality further diversified education services, and promote the absolute competitive advantage of the schools in the local area through all aspects and multiple dimensions. At the same time, the Company will also increase its efforts in streamlining administration and staff, and further enhance the Group's operational management efficiency and maintain steady operations through measures such as digital upgrade and process re-engineering.

In active response to the national call for digital education and to deeply explore quality improvement and efficiency enhancement of education services in the AI era, the Group has, after prudent consideration, established AI as a core strategic direction for future development. The Group's self-developed "Qiming AI Companion (啟鳴 AI 學伴)" large model successfully passed the national generative artificial intelligence service filing in June 2025. Integrating over 20 years of the Group's teaching content, this system now possesses comprehensive functional modules including personalised profile establishment, precise learning analysis, multi-modal teaching and explanation, and personalised homework correction.

Currently, the Group's AI series products primarily cover AI Bootcamp (AI 衝刺營), AI Intelligent Study Hub (AI 智習室), AI Classrooms (AI 課堂), and diverse further education guidance services. In the 2025 Gaokao, the Group's AI Bootcamp served approximately 1,000 students. According to statistics, 81% of the participating students achieved an improvement in their Gaokao results compared to their diagnostic level upon enrollment, with an overall average score increase of 48 points, and the teaching effectiveness was highly recognized by students and parents. During the Reporting Period, the cumulative enrollment of the Group's 2026 AI Bootcamp was approximately 2,300 students, representing an increase of 130% compared to the same period, reflecting a rapid expansion of business scale.

Looking ahead, the Group's AI smart education business will follow an "internal and external dual circulation" development model. Internally, through deep application within our school network, we can address the academic shortcomings among underperforming students, enhance the overall quality of schools, optimise the teacher-student ratio structure, and truly achieve cost reduction and efficiency improvement in operations. Externally, we will leverage our nationwide school network, resources, and brand reputation advantages to continuously expand external market presence and services, and by harnessing AI education capabilities, fortify the Company's competitive moat within the industry.

FINANCIAL REVIEW

Set out below includes the key highlights for the financial results for the six months ended 28 February 2025 and the six months ended 28 February 2026.

	For the six months ended 28 February 2026	For the six months ended 28 February 2025
	RMB'000	*RMB'000*
	(Unaudited)	(Unaudited)
Revenue	**2,142,844**	1,876,050
Cost of sales	**(1,389,580)**	(1,170,981)
GROSS PROFIT	**753,264**	705,069
Other income and gains	**16,116**	8,681
Selling and distribution expenses	**(43,811)**	(32,047)
Administrative expenses	**(127,470)**	(117,259)
Other expenses	**(9,449)**	(8,338)
Finance costs	**(57,495)**	(60,296)
Reversal of impairment losses on property, plant and equipment	**81,870**	–
Impairment losses on financial assets	**(2,396)**	–
Share of profits/(losses) of associates	**(594)**	715
PROFIT BEFORE TAX	**610,035**	496,525
Income tax expense	**(138,679)**	(107,022)
PROFIT FOR THE PERIOD	**471,356**	389,503

Revenue

The following table sets forth an analysis of revenue for the six months ended 28 February 2025 and the six months ended 28 February 2026:

	For the six months ended 28 February 2026	For the six months ended 28 February 2025
	RMB'000	*RMB'000*
	(Unaudited)	(Unaudited)
Revenue from contracts with customers		
Comprehensive educational services	**1,046,603**	1,012,491
Sale of products	**691,305**	474,941
Comprehensive logistical services	**326,781**	332,267
Management and franchise fees	**78,155**	56,351
Total revenue	**2,142,844**	1,876,050

Our revenue mainly includes comprehensive educational services, sales of products, comprehensive logistical services, and management and franchise fees.

Our revenue increased by 14.2% from approximately RMB1,876.1 million for the the six months ended 28 February 2025 to approximately RMB2,142.8 million for the Reporting Period, primarily driven by the increase in revenue from the sale of products and comprehensive educational services.

The revenue from comprehensive educational services of the Group increased by 3.4% from approximately RMB1,012.5 million for the six months ended 28 February 2025 to approximately RMB1,046.6 million for the Reporting Period, which is primarily due to the continuous promotion and implementation of the Group's AI series products such as AI Intelligent Study Hub and personalised digital homework, driving the steady growth in revenue from smart education services.

Revenue from the sales of products increased by 45.6% from approximately RMB474.9 million for the six months ended 28 February 2025 to approximately RMB691.3 million for the Reporting Period, mainly due to the increase in revenue resulting from the Group's continuous expansion and enrichment of its supply chain product matrix.

The revenue from management and franchise fees increased by 38.7% from approximately RMB56.4 million for the six months ended 28 February 2025 to approximately RMB78.2 million for the Reporting Period, primarily because of the addition of seven schools under our management during the Reporting Period.

Costs of Principal Activities

The following table sets forth the components of our cost of sales for the six months ended 28 February 2025 and the six months ended 28 February 2026.

	Six months ended 28 February 2026 *RMB'000* **(unaudited)**	Six months ended 28 February 2025 *RMB'000* (unaudited)
Material consumption	**222,070**	259,093
Staff costs	**266,078**	242,051
Depreciation and amortization	**125,570**	125,626
Procurement cost of products	**633,853**	423,798
Teaching activity costs	**119,383**	101,211
Utilities	**12,031**	11,553
Others	**10,595**	7,649
	1,389,580	1,170,981

Our cost of sales consists of material consumption, staff costs, depreciation and amortization, procurement cost of products, teaching activity costs, utilities and others.

Our cost of sales increased by 18.7% from approximately RMB1,171.0 million for the six months ended 28 February 2025 to approximately RMB1,389.6 million for the Reporting Period, primarily due to the significant increase in procurement cost of products.

Material consumption costs decreased by 14.3% from RMB259.1 million for the six months ended 28 February 2025 to RMB222.1 million for the Reporting Period, primarily through the promotion of cost reduction and efficiency enhancement by constructing a closed-loop management system of "precise collection, dynamic adjustment and waste control".

Staff costs increased by 9.9% from RMB242.1 million for the six months ended 28 February 2025 to RMB266.1 million for the Reporting Period, primarily due to the personnel costs for the construction of AI quality middle-office and the promotion of AI series products.

Procurement cost of products increased by 49.6% from RMB423.8 million for the six months ended 28 February 2025 to RMB633.9 million for the Reporting Period, primarily due to the increase in procurement cost resulting from the 45.6% growth in revenue from the sale of products.

Teaching activity costs increased by 18.0% from RMB101.2 million for the six months ended 28 February 2025 to RMB119.4 million for the Reporting Period, primarily due to the increase in teaching service costs related to the Group's flagship classes and diversified further education services.

Gross Profit and Gross Profit Margin

The Group's gross profit for the Reporting Period was approximately RMB753.3 million, representing an increase of 6.8% from approximately RMB705.1 million for the six months ended 28 February 2025, primarily due to the increase in revenue from comprehensive education services and management and franchise fees. The Group's gross profit margin for the Reporting Period was approximately 35.2%, representing a decrease of 2.4 percentage points as compared with 37.6% for the six months ended 28 February 2025, primarily because the revenue from sales of products increased by 45.6% while the procurement cost of products increased by 49.6%, and the gross profit margin of such business was lower than that of other service income.

Other Income and Gains

Other income and gains primarily consist of bank interest income, subsidy income, and gain on modification and termination of lease contracts.

Other income and gains increased by 85.6% from approximately RMB8.7 million for the six months ended 28 February 2025 to approximately RMB16.1 million for the Reporting Period, primarily because of the gain arising from the modification and termination of lease contracts.

Administrative Expenses

Administrative expenses primarily consist of (i) administrative staff costs, (ii) equity-settled share option scheme expenses, and (iii) office administration expenses, which primarily consist of office supply and utilities and travelling, and meal and training expenses incurred in connection with administrative activities.

Administrative expenses increased by 8.7% from approximately RMB117.3 million for the six months ended 28 February 2025 to approximately RMB127.5 million for the Reporting Period, primarily as a result of the research and development expenses invested in AI smart education.

Reversal of Impairment Losses on Property, plant and equipment

As at 31 August 2021, the Group recognised impairment losses on property, plant and equipment of RMB1,085,236,000 due to the 2021 Implementation Regulations and deconsolidation of the Affected Business. During the Reporting Period, the Group has obtained operating licenses on art training for certain tuition schools, which favourably improved the estimated service potential of the respective property, plant and equipment and right-of-use assets occupied by the Affected Business. As at 28 February 2026, the Group recognised reversal of impairment losses on property, plant and equipment of approximately RMB81.9 million according to the impairment assessment performed. Details of assessment are set out in note 8 to financial statements.

Impairment Losses on Financial Assets

Impairment losses on financial assets primarily consist of impairment of trade receivables. An impairment analysis is performed at each reporting date using a provision matrix to measure expected credit losses. The provision rates are based on ageing for groupings of various customer segments with similar loss patterns.

Other Expenses

Other expenses increased by 13.3% from RMB8.3 million for the six months ended 28 February 2025 to RMB9.4 million for the Reporting Period, primarily due to the charitable donations in relation to the sudden fire in Hong Kong.

Finance Costs

Finance costs decreased by 4.6% from RMB60.3 million for the six months ended 28 February 2025 to RMB57.5 million for the Reporting Period, primarily due to the decrease in interest rates on bank loans.

Income Tax

Income tax increased by 29.6% from approximately RMB107.0 million for the six months ended 28 February 2025 to approximately RMB138.7 million for the six months ended 28 February 2026, mainly due to the increase in profit before tax. The effective income tax rate for the six months ended 28 February 2026 was 22.7%, representing an increase of 1.1 percentage points from 21.6% for the six months ended 28 February 2025.

CAPITAL STRUCTURE, LIQUIDITY AND FINANCIAL RESOURCES

The Shares were successfully listed on Main Board of the Stock Exchange on 12 July 2018. The capital of the Company only comprises of ordinary shares.

The Group finances its liquidity and capital requirements primarily through cash generated from operations, bank borrowings and equity contribution from Shareholders.

As at 28 February 2026, we had net current liabilities of approximately RMB2,313.3 million, as compared with net current liabilities of approximately RMB2,126.2 million as at 31 August 2025. Such increase in net current liabilities was primarily attributable to the decrease in cash and cash equivalents, the increase in short-term bank loans, the increase in deferred income and tax payable.

In view of the net current liabilities position, the Directors have given careful consideration to the future liquidity and performance of the Group and its available sources of finance in assessing whether the Group will have sufficient financial resources to continue as a going concern. Having considered the cash flows from operations and unutilised banking facilities, the Directors are of the opinion that the Group is able to meet in full its financial obligations as they fall due for the foreseeable future and it is appropriate to prepare the financial information as a going concern basis.

As at 28 February 2026, the Group had cash and cash equivalents of approximately RMB449.3 million (31 August 2025: approximately RMB965.2 million). The following table sets forth a summary of our cash flows for the periods indicated:

	Six months ended 28 February 2026 ***RMB'000*** **(Unaudited)**	Six months ended 28 February 2025 *RMB'000* (Unaudited)
Net cash flows from operating activities	**520,269**	52,846
Net cash flows used in investing activities	**(646,284)**	(277,643)
Net cash flows used in financing activities	**(389,318)**	(679,235)
Net decrease in cash and cash equivalents	**(515,333)**	(904,032)
Net effect of foreign exchange rates	**(643)**	(307)
Cash and cash equivalents at beginning of period	**965,240**	1,349,016
Cash and cash equivalents as stated in the consolidated statement of cash flows	**449,264**	444,677

BORROWINGS AND GEARING RATIO

As at 28 February 2026, the Group had borrowings of approximately RMB2,535.8 million (31 August 2025: RMB2,379.0 million) and the Group's unutilised banking facilities was approximately RMB1,432.7 million. The Group's bank borrowings, of which RMB565.0 million were at fixed interest rates, were primarily used in financing the working capital requirement of its operations and school constructions.

As at 28 February 2026, the gearing ratio of the Group, calculated as the total interest-bearing borrowings divided by the total assets, was approximately 25.3% (31 August 2025: approximately 23.9%).

FOREIGN CURRENCY RISK

The functional currency of the Company is RMB, except that the functional currencies of certain overseas subsidiaries are currencies other than the RMB. As at 28 February 2026, certain cash and bank balances and time deposits are denominated in RMB, HKD and USD, which would expose the Group to foreign currency risk. The Group has not used any foreign currency swap contracts to reduce the exposure to USD and HKD arising from bank balances. The Company also currently does not have any foreign exchange hedging policy.

TREASURY POLICIES

The Directors will continue to follow a prudent policy in managing the Group's cash and cash equivalents and maintain a strong and healthy liquidity position to ensure that the Group is well placed to take advantage of future growth opportunities.

SIGNIFICANT INVESTMENTS HELD, MATERIAL ACQUISITIONS OR DISPOSALS OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES, AND FUTURE PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS

There was no significant investment held, material acquisition and disposal of subsidiaries and associates by the Company for the six months ended 28 February 2026. The Group will make every endeavor to keep abreast of the changing market conditions, proactively identify investment opportunities in order to broaden the revenue base of the Group, enhance its future financial performance and profitability. Moreover, the Group will gradually restructure its business into the provision of integrated operational services in relation to the development of people of the appropriate age, and seek generic strategic expansions through acquisitions of suitable targets. We are confident in the future and committed to continuous growth of the Company.

CAPITAL EXPENDITURES

Our capital expenditures primarily related to the construction of new self-owned schools, the maintenance and upgrade of our existing self-owned schools, and the purchase of additional educational facilities and equipment for our self-owned schools. The Group's capital expenditures consisted of purchase or construction costs relating to property, equipment, prepaid land lease payments and other intangible assets. For the six months ended 28 February 2026, our capital expenditures represented by the relevant cash outflows were approximately RMB540.2 million (the six months ended 28 February 2025: approximately RMB218.1 million), which we funded primarily through cash generated from operations and bank facilities.

CONTINGENT LIABILITIES

As at 28 February 2026, the Group did not have any material contingent liabilities (28 February 2025: Nil).

CAPITAL COMMITMENTS

As at 28 February 2026, the Group had capital commitments contracted but not provided for property, plant and equipment amounting to approximately RMB37.8 million (28 February 2025: approximately RMB62.8 million).

SEGMENT INFORMATION

The Group has determined that it only has one operating segment which is engaged in the provision of comprehensive education services.

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

For the Six Months Ended 28 February 2026

	Notes	For the six months ended 28 February 2026 RMB'000 (Unaudited)	2025 RMB'000 (Unaudited)
REVENUE	3	**2,142,844**	1,876,050
Cost of sales	5	**(1,389,580)**	(1,170,981)
Gross profit		**753,264**	705,069
Other income and gains	3	**16,116**	8,681
Selling and distribution expenses		**(43,811)**	(32,047)
Administrative expenses		**(127,470)**	(117,259)
Other expenses		**(9,449)**	(8,338)
Finance costs	4	**(57,495)**	(60,296)
Reversal of impairment losses on property, plant and equipment		**81,870**	–
Impairment losses on financial assets		**(2,396)**	–
Share of profits/(losses) of associates		**(594)**	715
PROFIT BEFORE TAX	5	**610,035**	496,525
Income tax expense	6	**(138,679)**	(107,022)
PROFIT FOR THE PERIOD		**471,356**	389,503
OTHER COMPREHENSIVE INCOME/(LOSS) FOR THE PERIOD			
Other comprehensive income/(loss) that may be reclassified to profit or loss in subsequent periods:			
Exchange differences on translation of foreign operations		**1,013**	(65)
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD		**472,369**	389,438

	Notes	For the six months ended 28 February **2026** ***RMB'000*** **(Unaudited)**	2025 *RMB'000* (Unaudited)
Profit attributable to:			
Owners of the Company		**470,894**	397,656
Non-controlling interests		**462**	(8,153)
		471,356	389,503
Total comprehensive income attributable to:			
Owners of the Company		**471,907**	397,591
Non-controlling interests		**462**	(8,153)
		472,369	389,438
EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE COMPANY			
Basic	*7*	**RMB22.84 cents**	RMB19.28 cents
Diluted	*7*	**RMB22.80 cents**	RMB19.04 cents

INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
28 February 2026

	Notes	**28 February 2026** ***RMB'000*** **(Unaudited)**	31 August 2025 *RMB'000*
NON-CURRENT ASSETS			
Property, plant, and equipment	*8*	**5,046,416**	4,988,083
Right-of-use assets	*9*	**2,379,477**	2,261,382
Goodwill	*10*	**97,624**	97,624
Other intangible assets		**32,257**	35,598
Investments in associates		**13,131**	13,725
Prepayments, deposits and other receivables	*12*	**528,966**	249,497
Deferred tax assets		**276,098**	301,479
Total non-current assets		**8,373,969**	7,947,388
CURRENT ASSETS			
Inventories		**21,195**	20,383
Trade receivables	*11*	**94,776**	41,568
Prepayments, deposits and other receivables	*12*	**197,828**	203,799
Amounts due from related parties		**873,335**	778,273
Restricted deposits		**212**	1,594
Time deposits		**9,482**	9,782
Cash and cash equivalents		**449,264**	965,240
Total current assets		**1,646,092**	2,020,639
CURRENT LIABILITIES			
Trade payables	*13*	**99,401**	80,778
Other payables and accruals		**349,003**	365,377
Contract liabilities	*14*	**952,708**	1,299,544
Interest-bearing bank loans	*15*	**878,138**	755,365
Amounts due to related parties		**896,328**	1,030,044
Tax payable		**273,841**	213,684
Lease liabilities	*9*	**46,453**	53,135
Deferred income		**463,506**	348,910
Total current liabilities		**3,959,378**	4,146,837
NET CURRENT LIABILITIES	*1*	**(2,313,286)**	(2,126,198)
TOTAL ASSETS LESS CURRENT LIABILITIES		**6,060,683**	5,821,190

	Notes	28 February 2026 RMB'000 (Unaudited)	31 August 2025 RMB'000
NON-CURRENT LIABILITIES			
Lease liabilities	*9*	**266,491**	308,053
Deferred tax liabilities		**69,558**	67,602
Deferred income		**165,107**	177,184
Interest-bearing bank loans	*15*	**1,657,700**	1,623,660
Amounts due to related parties		**578,780**	681,664
Total non-current liabilities		**2,737,636**	2,858,163
NET ASSETS		**3,323,047**	2,963,027
EQUITY			
Equity attributable to owners of the Company			
Issued capital	*16*	**179,240**	179,233
Treasury shares	*16*	**(59,391)**	(8,974)
Reserves		**3,217,284**	2,807,224
		3,337,133	2,977,483
Non-controlling interests		**(14,086)**	(14,456)
Total equity		**3,323,047**	2,963,027

NOTES TO INTERIM CONDENSED FINANCIAL INFORMATION

28 February 2026

1 BASIS OF PREPARATION

The interim condensed financial information for the six months ended 28 February 2026 (the "Period") has been prepared in accordance with International Accounting Standard 34 *Interim Financial Reporting*. The interim condensed financial information does not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's annual financial statements for the year ended 31 August 2025.

On 14 May 2021, the 2021 Implementation Regulations for Private Education Laws (the "2021 Implementation Regulations") were promulgated by the PRC State Council, and the aforesaid contractual agreements of private schools providing compulsory education (the "Affected Business") were no longer enforceable from 1 September 2021. The directors conclude that, the Group legally owned the Affected Business through the affiliated entities of the Group as a result of the contractual agreements, but ceased to have control over them from 31 August 2021 due to the 2021 Implementation Regulations. During the Period, no changes were made to the aforementioned situation.

Going concern

As at 28 February 2026, the Group recorded net current liabilities of approximately RMB2,313,286,000 (31 August 2025: RMB2,126,198,000). Included in the current liabilities as at 28 February 2026 were contract liabilities and deferred income of RMB952,708,000 (31 August 2025: RMB1,299,544,000) and RMB463,506,000 (31 August 2025: RMB348,910,000), respectively. As at 28 February 2026, the Group had cash and cash equivalents of RMB449,264,000 (31 August 2025: RMB965,240,000).

In view of the net current liability position, the directors have given careful consideration to the future liquidity and performance of the Group and its available sources of finance in assessing whether the Group will have sufficient financial resources to continue as a going concern after considering the following:

(a) Based on the arrangements signed with the reputable banks in the Chinese Mainland, the Group has total unutilised banking facilities of RMB1,432,710,000 (31 August 2025: RMB1,372,125,000) which are available for drawdown within the next two to three years commencing from 28 February 2026; and

(b) The directors have reviewed the Group's cash flow forecast prepared by management, which covers a period of not less than twelve months from 28 February 2026. In the opinion of the directors of the Company, the Group will have sufficient working capital to meet its financial obligations as and when they fall due and carry on its business without a significant curtailment of operation of not less than twelve months from 28 February 2026.

Having considered the above unutilised bank facilities and cash flows from the Group's operations, the directors are of the opinion that the Group is able to meet in full its financial obligations as they fall due for the foreseeable future, and it is appropriate to prepare the interim condensed financial information for the Period on a going concern basis.

2. CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

The accounting policies adopted in the preparation of this interim condensed financial information are consistent with those applied in the preparation of the Group's annual consolidated financial statements for the year ended 31 August 2025, except for the adoption of the following amended IFRS Accounting standards for the first time for the current period's financial information.

Amendments to IAS 21	*Lack of Exchangeability*

The Group has assessed the impact of the adoption of the amendments and concluded that the amendments did not have any impact on the interim condensed consolidated financial information.

3. REVENUE, OTHER INCOME AND GAINS

An analysis of revenue is as follows:

	For the six months ended 28 February	
	2026	2025
	RMB'000	*RMB'000*
	(Unaudited)	(Unaudited)
Revenue from contracts with customers		
Comprehensive educational services	**1,046,603**	1,012,491
Sale of products	**691,305**	474,941
Comprehensive logistical services	**326,781**	332,267
Management and franchise fees	**78,155**	56,351
Total	**2,142,844**	1,876,050

Revenue from contracts with customers

(i) Disaggregated revenue information

	For the six months ended 28 February	
	2026	2025
	RMB'000	*RMB'000*
	(Unaudited)	(Unaudited)
Timing of revenue recognition		
Services transferred over time	**1,395,680**	1,347,662
Goods transferred at a point in time	**747,164**	528,388
Total	**2,142,844**	1,876,050

(ii) Performance obligations

Information about the Group's performance obligations is summarised below:

Goods transferred at a point in time

The performance obligation is satisfied upon acceptance by the customers and payment in advance is normally required, except for customers with credit terms, where payment is generally due within 30 to 60 days from the acceptance by the customers.

Services transferred over time

Other than the services for students with option to choose their meals from the canteen menus and make payments using their prepaid on-school identity cards, where goods are transferred at a point in time, the performance obligations for services are satisfied over time. This is because a customer simultaneously receives and consumes the benefits provided by the Group.

The amounts of transaction prices allocated to the remaining performance obligations are part of the contracts that has an original expected duration of one year or less. Thus, management applied the practical expedient under IFRS 15 and did not disclose the aggregate amount of the transaction prices allocated to the performance obligations that are unsatisfied or partially satisfied.

An analysis of other income and gains is as follows:

	For the six months ended 28 February	
	2026	2025
	RMB'000	*RMB'000*
	(Unaudited)	(Unaudited)
Other income		
Government grants	**5,981**	4,406
Rental income	**1,734**	31
Bank interest income	**448**	2,454
Others	**2,564**	1,790
Total other income	**10,727**	8,681
Gains		
Gain on modification of leases	**3,167**	–
Gain on termination of leases	**2,222**	–
Total gains	**5,389**	–
Total	**16,116**	8,681

4. FINANCE COSTS

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

	For the six months ended 28 February	
	2026	2025
	RMB'000	*RMB'000*
	(Unaudited)	(Unaudited)
Interest on bank and other borrowings	**50,222**	47,192
Interest on lease liabilities *(note 9)*	**7,968**	12,765
Total interest expenses on financial liabilities not at fair value through profit or loss	**58,190**	59,957
Less: Interest capitalised	**(1,050)**	–
Subtotal	**57,140**	59,957
Other finance costs:		
Increase in discounted amounts of purchase obligations of non-controlling interests	**355**	339
Total	**57,495**	60,296
Interest rates of borrowings costs capitalised (%)	**3.50**	N/A

5. PROFIT BEFORE TAX

The Group's profit before tax is arrived at after charging:

	For the six months ended 28 February	
	2026	2025
	RMB'000	*RMB'000*
	(Unaudited)	(Unaudited)
Cost of inventories consumed	**855,923**	682,891
Cost of services provided	**533,657**	488,090
Total	**1,389,580**	1,170,981
Reversal of impairment losses on property, plant and equipment	**(81,870)**	–
Loss on disposal of property, plant and equipment, net	**321**	913
Equity-settled share award scheme expenses	**1,628**	1,290
Equity-settled share option scheme expenses	**9,027**	10,200
Foreign exchange losses, net	**1,301**	424

6. INCOME TAX

Corporate income tax of the Group has been provided at the applicable tax rates on the estimated taxable profits arising in the Chinese mainland during the Period:

	For the six months ended 28 February 2026	For the six months ended 28 February 2025
	RMB'000	*RMB'000*
	(Unaudited)	(Unaudited)
Current – Chinese mainland		
Charge for the Period	**112,137**	100,039
Overprovision in prior years	**(795)**	–
Deferred	**27,337**	6,983
Total	**138,679**	107,022

Notes:

(a) Pursuant to the rules and regulations of the Cayman Islands and British Virgin Islands, the Group is not subject to any income tax in the Cayman Islands and British Virgin Islands.

(b) The applicable profits tax rate for a Hong Kong-incorporated subsidiary was 16.5%. No provision for Hong Kong profits tax has been made as the Group had no assessable profits derived from or earned in Hong Kong during the Period.

(c) Pursuant to the People's Republic of China (the "PRC") Income Tax Law and the respective regulations, all the Group's subsidiaries established in the PRC were subject to the PRC corporate income tax ("CIT") at a rate of 25% during the Period, except for the subsidiaries list below:

Under the "Western Development Policy", the income tax for subsidiaries, including Sichuan Lixing Yanxue Travel Co., Ltd., Chengdu Daren Sports Culture Development Co., Ltd., and Tibet Yongsi Technology Co., Ltd., ("Tibet Yongsi") are calculated at a preferential tax rate of 15%. Among them, as Tibet Yongsi employed more than 70% of the total working population of permanent residents in Tibet, it can have the local part of CIT (40% tax rate of the 15%) exempted and thus was entitled to an effective preferential PRC CIT rate of 9%.

Under the preferential income tax policy for small and micro enterprises, eligible entities include kindergartens as well as certain tutoring schools, high schools and school sponsors. Their taxable income is subject to PRC CIT at an effective rate of 5%.

Sichuan Qiming Daren Technology Co., Ltd. ("Sichuan Qiming") is qualified as a "Double-soft Enterprise" and is entitled to enjoy a full exemption from PRC CIT for two years from the first profit-making year and a 50% reduction on CIT for the subsequent three years. During the Period, Sichuan Qiming enjoyed a full exemption from PRC CIT from 1 September 2025 to 31 December 2025, and a 50% reduction in PRC CIT from 1 January 2026 to 28 February 2026.

(d) No share of tax attributable to associates (six months ended 28 February 2025: RMB11,000) is included in "Share of losses/(profits) of associates" in profit or loss.

7. EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE COMPANY

The calculations of basic and diluted earnings per share attributable to ordinary equity holders of the Company are based on the following data:

	For the six months ended 28 February	
	2026	2025
	RMB'000	*RMB'000*
	(Unaudited)	(Unaudited)
Earnings		
Profit attributable to ordinary equity holders of the Company, used in the basic and diluted earnings per share calculations	**470,894**	397,656

	Number of shares ('000) For the six months ended 28 February	
	2026	2025
Shares		
Weighted average number of ordinary shares in issue	**2,109,250**	2,113,711
Effect of the weighted average number of ordinary shares:		
Repurchased under the share award scheme	**(43,548)**	(56,548)
Treasury shares repurchased	**(13,999)**	–
Weighted average number of vested ordinary shares granted under the share award plan	**9,762**	5,448
Adjusted weighted average number of ordinary shares used in the basic earnings per share calculation	**2,061,465**	2,062,611
Effect of dilution – weighted average number of ordinary shares:		
Share award scheme	**12**	2,984
Share options	**4,172**	22,933
Adjusted weighted average number of ordinary shares used in the diluted earnings per share calculation	**2,065,649**	2,088,528

8. PROPERTY, PLANT AND EQUIPMENT

Movements in property, plant and equipment during the Period are as follows:

	RMB'000
	(Unaudited)
Carrying amount as at 1 September 2025	**4,988,083**
Additions	**79,686**
Impairment losses reversed to profit or loss	**81,870**
Disposals	**(14,942)**
Depreciation charged for the Period	**(88,281)**
Carrying amount as at 28 February 2026	**5,046,416**

Notes:

(a) As at 28 February 2026, the Group was in the customary process of obtaining the relevant property ownership certificates for certain buildings with a net carrying amount of approximately RMB651,593,000 (31 August 2025: RMB695,769,000). The Group's buildings can only be sold, transferred or mortgaged when the relevant certificates have been obtained.

(b) Interest expense capitalised as part of property, plant and equipment by the Group during the Period amounted to RMB1,050,000 (six months ended 28 February 2025: nil).

(c) Reversal of impairment losses

As at 1 September 2025, the net carrying amount of impairment losses on property, plant and equipment originally recognised in 2021 by the Group (net of reversals made in prior year) amounted to RMB985,240,000, due to the 2021 Implementation Regulations and deconsolidation of the Affected Business. In accordance with the Group's accounting policies, each asset or CGU is evaluated annually at the end of the reporting period to determine whether there are any indicators of impairment or that previously recognised impairment losses no longer exist or have decreased. During the Period, the Group has obtained operating licenses on art training for certain tuition schools, which favourably improved the estimated service potential of the respective property, plant and equipment and right-of-use assets occupied by the Affected Business, management identified indicators that previously recognised impairment losses have decreased as at 28 February 2026.

In assessing whether there is an impairment or reversal of impairment, the carrying value of each of the CGUs is compared with its recoverable amount. The recoverable amount is the higher of the CGU's fair value less costs of disposal and value-in-use ("VIU"). For the purpose of the impairment assessment, property, plant and equipment and right-of-use assets occupied by the Affected Business and showing indications of reversal of impairment are treated as separate CGUs which represented three separate CGUs. The Group performed impairment assessments with reference to valuation performed by an independent qualified professional valuer engaged by the Group on such assets based on VIU calculations using cash flow projections based on financial budgets approved by senior management. The pre-tax discount rates applied in the cash flow projections for CGU 1 and CGU2 were 17.0% and 17.4%, respectively.

Based on the above-mentioned impairment assessments, the recoverable amounts, carrying amounts as at 28 February 2026 and the reversal of impairment losses allocated to each CGU are as follows:

	Recoverable amount *RMB'000*	**Carrying amount as if no impairment losses recognised in prior years** *RMB'000*	**Carrying amount** *RMB'000*	**Reversal of impairment losses** *RMB'000*
CGU 1	97,842	123,915	57,375	40,467
CGU 2	92,815	70,711	29,308	41,403
Total	190,657	194,626	86,683	81,870

9. LEASES

The carrying amounts of the Group's right-of-use assets and lease liabilities and the movements during the Period are as follows:

	Right-of-use assets			
	Land use rights *RMB'000* (Unaudited)	Buildings and other premises *RMB'000* (Unaudited)	Total *RMB'000* (Unaudited)	Lease liabilities *RMB'000* (Unaudited)
As at 1 September 2025	**1,942,290**	**319,092**	**2,261,382**	**361,188**
Additions	**188,952**	**10,256**	**199,208**	**10,256**
Depreciation charge	**(23,371)**	**(26,398)**	**(49,769)**	**–**
Lease modification	**–**	**(10,144)**	**(10,144)**	**(13,311)**
Lease termination	**–**	**(21,200)**	**(21,200)**	**(23,422)**
Interest expense	**–**	**–**	**–**	**7,968**
Payments	**–**	**–**	**–**	**(29,735)**
As at 28 February 2026	**2,107,871**	**271,606**	**2,379,477**	**312,944**

10. GOODWILL

Reconciliation of the carrying amount of the Group's goodwill at the beginning and end of the Period is presented below:

	RMB'000
At 1 September 2025 and 28 February 2026	**97,624**

IAS 36 requires an entity to perform impairment tests on goodwill on an annual basis. Management did not identify any significant adverse changes in the operating results and macro environment during the Period. Accordingly, the Company's management did not perform impairment tests on goodwill as at 28 February 2026.

11. TRADE RECEIVABLES

	28 February 2026 *RMB'000* **(Unaudited)**	31 August 2025 *RMB'000*
Trade receivables	**98,083**	43,431
Impairment	**(3,307)**	(1,863)
Net carrying amount	**94,776**	41,568

An ageing analysis of trade receivables as at the end of the Period, based on the transaction date, is as follows:

	28 February 2026 *RMB'000* **(Unaudited)**	31 August 2025 *RMB'000*
Within 3 months	**55,577**	18,938
3 to 6 months	**11,886**	7,091
6 to 9 months	**6,952**	6,465
9 to 12 months	**5,495**	4,712
Over 12 months	**14,866**	4,362
Total	**94,776**	41,568

12. PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES

	28 February 2026 *RMB'000* **(Unaudited)**	31 August 2025 *RMB'000*
Current portion:		
Prepayments	**81,811**	55,183
Advances to staff	**30,153**	28,641
Advances to local government	**26,394**	26,394
Security deposits	**21,749**	21,699
Deductible input value-added tax and prepaid income tax	**10,967**	14,828
Receivables from disposal of property, plant and equipment	**7,066**	–
Receivables from disposal of shares held under the share award scheme	**–**	46,978
Other receivables	**21,453**	10,889
Impairment allowance	**(1,765)**	(813)
Subtotal	**197,828**	203,799
Non-current portion:		
Prepayments for the acquisition of land use rights	**463,496**	200,023
Deductible input value-added tax and prepaid income tax	**43,741**	48,624
Prepayments for acquisition of subsidiaries	**20,000**	–
Prepayments for property, plant and equipment	**1,729**	850
Subtotal	**528,966**	249,497
Total	**726,794**	453,296

13. TRADE PAYABLES

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

	28 February 2026	31 August 2025
	RMB'000	*RMB'000*
	(Unaudited)	
Within 3 months	**53,572**	64,999
3 to 6 months	**29,759**	4,728
Over 6 months	**16,070**	11,051
Total	**99,401**	80,778

14. CONTRACT LIABILITIES

	28 February 2026	31 August 2025
	RMB'000	*RMB'000*
	(Unaudited)	
Advances received from customers		
Comprehensive educational services	**730,175**	1,038,077
Comprehensive logistical services	**174,452**	200,108
Sale of products	**34,878**	44,907
Others	**13,203**	16,452
Total	**952,708**	1,299,544

15. INTEREST-BEARING BANK LOANS

	Notes	28 February 2026 Effective interest rate (%)	Maturity	RMB'000 (Unaudited)	31 August 2025 Effective interest rate (%)	Maturity	RMB'000
Current							
Bank loans – secured	*(a)*	**2.90-3.60**	**2026**	**145,000**	3.40-4.00	2025-2026	225,000
Bank loans – unsecured		**2.60-3.60**	**2026-2027**	**299,808**	3.95	2025	24,000
Current portion of long-term bank loans – secured	*(a)*	**3.40-6.90**	**2026-2027**	**321,460**	3.40-6.90	2025-2026	456,915
Current portion of long-term bank loans – unsecured		**3.20-4.40**	**2026-2027**	**111,870**	3.30-4.40	2025-2026	49,450
Total – current				**878,138**			755,365
Non-current							
Bank loans – secured	*(a)*	**3.40-6.66**	**2027-2032**	**1,180,740**	3.40-6.66	2026-2032	1,199,920
Bank loans – unsecured		**3.20-4.40**	**2027-2029**	**476,960**	3.30-4.40	2026-2028	423,740
Total – non-current				**1,657,700**			1,623,660
Total				**2,535,838**			2,379,025

As at 28 February 2026 and 31 August 2025, all bank loans of the Group were denominated in RMB.

Notes:

(a) Certain of the Group's bank loans are secured by:

	Loan amounts 28 February 2026 RMB'000 (Unaudited)	Loan amounts 31 August 2025 RMB'000
Secured by:		
Rights over educational service fees of certain schools	**333,000**	495,260
Both equity interests in certain subsidiaries and rights over educational service fees	**1,314,200**	1,386,575
Total	**1,647,200**	1,881,835

16. SHARE CAPITAL/TREASURY SHARES

Share Capital

	28 February 2026	31 August 2025
	HK$'000	*HK$'000*
	(Unaudited)	
Authorised:		
10,000,000,000 ordinary shares of HK$0.1 each	**1,000,000**	1,000,000
Issued and fully paid:		
2,109,255,000 (31 August 2025: 2,109,180,000) ordinary shares of HK$0.1 each	**210,926**	210,918
Equivalent to approximately (in RMB'000)	**179,240**	179,233

A summary of movements in the Company's share capital is as follows:

	Number of shares in issue	**Issued capital equivalent to approximately**	
		HK$'000	*RMB'000*
At 1 September 2025	2,109,180,000	210,918	179,233
Share options exercised	75,000	8	7
At 28 February 2026	2,109,255,000	210,926	179,240

Note:

During the Period, the subscription rights attaching to 75,000 share options were exercised at the subscription price of HK$2.48 per share, resulting in the issue of 75,000 shares for a total cash consideration, before expenses, of HK$186,000 (equivalent to approximately RMB170,000). An amount of HK$116,000 (equivalent to approximately RMB106,000) was transferred from the share option reserve to share premium upon the exercise of the share options.

Treasury Shares

A summary of movements in the Company's treasury shares is as follows:

	Number of Treasury shares	**Treasury shares equivalent to approximately**	
		HK$'000	*RMB'000*
At 1 September 2025	2,672,000	9,850	8,974
Shares repurchased during the Period	18,055,000	55,764	50,417
At 28 February 2026	20,727,000	65,615	59,391

17. DIVIDEND

At the meeting of the board of directors held on 10 April 2026, the board of directors resolved not to pay dividend for the Period (six months ended 28 February 2025: RMB5.78 cents per share).

18. COMMITMENTS

The Group had the following contractual commitments as at the end of the Period:

	28 February 2026	31 August 2025
	RMB'000	*RMB'000*
	(Unaudited)	
Property, plant and equipment	**37,841**	48,016

19. EVENTS AFTER THE REPORTING PERIOD

As at the date of approval of the financial statements, the Group had no events after the end of the Period that need to be disclosed.

INTERIM DIVIDEND

The Board has resolved not to declare an interim dividend for the six months ended 28 February 2026 (six months ended 28 February 2025: RMB5.78 cents per share).

EMPLOYEES AND REMUNERATION POLICIES

As at 28 February 2026, the Group employed 6,238 employees (as at 28 February 2025: 6,149).

The Group promotes individuals based on their performance and development potential in the positions held. In order to attract and retain high-calibre staff, competitive remuneration package is offered to employees (with reference to market norms and individual employees' performance, qualification and experience). On top of basic salaries, bonuses may be paid with reference to the Group's performance as well as individual's performance.

The Company has also adopted a Pre-IPO Restricted Share Award Scheme, Share Option Scheme and Restricted Share Award Scheme for its employees and other eligible persons.

SHARE INCENTIVE SCHEMES

Prior to the listing date, the Company adopted the Pre-IPO Restricted Share Award Scheme and the Share Option Scheme on 15 January 2018 and 24 June 2018, respectively. For details of the schemes, please refer to the Prospectus.

On 17 December 2018, the Company adopted the Restricted Share Award Scheme. For details of such scheme, please refer to the announcement of the Company dated 17 December 2018.

Pursuant to the Share Option Scheme, the Company may issue (upon exercise of all options to be granted thereunder) up to a maximum of 200,000,000 Shares. On 2 December 2025, the Company granted an aggregate of 12,000,000 share options (where each share option shall entitle the relevant grantee to subscribe for one Share) to eligible participants pursuant to the Share Option Scheme. For further details, please refer to the announcement of the Company dated 2 December 2025.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

During the six months ended 28 February 2026, the Company repurchased a total of 18,055,000 Shares ("**Shares Repurchased**") on the Stock Exchange, at an aggregate consideration of HKD55,763,726 (inclusive of the payment of trading fees, levies and commissions). The Company believed that the then prevailing trading prices of the Shares were lower than its intrinsic value and did not fully reflect the business prospects of the Company, and that the various share repurchases reflected the Company's long-term confidence in its operational growth outlook and financial position, increased the net asset value and earnings per Share, and were in the best interests of the Company and the Shareholders. Details of the Shares Repurchased are as follows:

Month	**No. of Shares repurchased**	**Price paid per Share**		**Aggregate consideration**
		Highest	**Lowest**	
		(HKD)	*(HKD)*	*(HKD)*
September 2025	10,555,000	3.82	3.08	36,141,388
December 2025	1,000,000	2.38	2.24	2,313,324
January 2026	3,200,000	2.83	2.41	8,591,877
February 2026	3,300,000	2.79	2.49	8,717,137
Total	**18,055,000**			**55,763,726**

Save as disclosed above, neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed securities (including sale of treasury shares (as defined under the Listing Rules)) during the Reporting Period. As at 28 February 2026, the Company held 7,500,000 shares which have been repurchased and retained as treasury shares. The treasury shares are intended to be used for employee incentives, sale or transfer to obtain liquidity and other purposes, subject to the actual decision of the Board.

COMPLIANCE WITH THE MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "**Model Code**") as set out in Appendix C3 to the Listing Rules as the Company's code for dealings in securities of the Company by the Directors. Having made specific enquiry to all the Directors, they have confirmed that they have complied with the Model Code during the six months ended 28 February 2026.

CORPORATE GOVERNANCE

During the six months ended 28 February 2026, the Company has complied with all applicable code provisions set out in the CG Code contained in Part 2 of Appendix C1 to the Listing Rules, save and except for the following deviation.

Code provision C.2.1 of the CG Code stipulates that the roles of chairman and chief executive should not be performed by the same individual. Mr. Luo Shi was appointed as the chairman of the Board and the chief executive officer of the Company on 24 June 2018.

The Board believes that it is in the interest of the Company and its Shareholders for Mr. Luo Shi to assume the responsibilities of such positions, given that Mr. Luo Shi is the founder of the Company and has extensive experience in the operation and management of the Company. The Board also considers that such arrangement will not impair the balance of power and authority between the Board and the management as the Board comprises seven other experienced individuals during the six months ended 28 February 2026. In addition, for major decisions of the Group, the Company will consult Board committees and senior management as and when appropriate. The Board will review such arrangement from time to time and will continue to review and monitor the corporate governance practices of the Company for the purpose of maintaining high corporate governance standards.

AUDIT COMMITTEE

The Company has established the Audit Committee comprising three members, namely, Mr. Liu Kai Yu Kenneth, Mr. Cheng Yiqun and Mr. Yang Dong. Mr. Liu Kai Yu Kenneth is the chairman of the Audit Committee.

The Audit Committee has its written terms of reference in compliance with Rule 3.21 of the Listing Rules and paragraph D.3.3 of the CG Code. The primary duties of the Audit Committee are to assist the Board by providing an independent view of the financial controls, risk management and internal control systems of the Group, overseeing the audit process and performing other duties and responsibilities as assigned by the Board.

The Audit Committee, together with the management of the Company, has discussed the matters concerning risk management and internal control, auditing and financial reporting matters and reviewed the interim results and the consolidated financial statements of the Group for the six months ended 28 February 2026.

SCOPE OF WORK FOR INTERIM RESULTS ANNOUNCEMENT BY AUDITORS

The Group's consolidated statement of financial position, consolidated statement of profit or loss and other comprehensive income and the related notes thereto for the six months ended 28 February 2026 as set out in this announcement have been reviewed and agreed by the Company's auditor, Ernst & Young. The financial information has been reviewed by the Audit Committee and approved by the Board.

EVENTS AFTER THE REPORTING PERIOD

There were no significant events of the Group after six months ended 28 February 2026 and up to the date of this announcement.

PUBLICATION OF THE INTERIM RESULTS ANNOUNCEMENT AND INTERIM REPORT

This interim results announcement is published on the website of HKEXnews at www.hkexnews.hk and the website of the Company at www.tianlieducation.com. The interim report of the Group for the six months ended 28 February 2026 will be published on the aforesaid websites of HKEXnews and the Company in due course.

APPRECIATION

The Board would like to express its sincere gratitude to the Shareholders, management team, employees, business partners and customers of the Group for their support and contribution to the Group.

DEFINITIONS

In this announcement, the following expressions have the meanings set out below unless the context requires otherwise:

"Audit Committee"	a committee of the Board established by the Board for the purpose of overseeing the accounting and financial reporting processes of the Company and audits of the financial statements of the Company
"Board"	the board of Directors of the Company
"Company"	Tianli International Holdings Limited (天立國際控股有限公司), a company incorporated in the Cayman Islands with limited liability on 24 January 2017, the Shares of which are listed on the Main Board of the Stock Exchange
"CG Code"	Corporate Governance Code as set out in part 2 of Appendix C1 to the Listing Rules

"Director(s)"	the director(s) of the Company
"Gaokao"	the National Higher Education Entrance Examination (普通高等學校招生全國統一考試)
"Group", "we", "us" or "our"	the Company, its subsidiaries and entities under the Company's control through contractual arrangements in the PRC
"HKD" and "HK cent(s)"	Hong Kong dollar and cent(s) respectively, the lawful currency of Hong Kong
"IPO"	initial public offering
"Listing Rules"	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended or supplemented from time to time
"PRC"	the People's Republic of China which, for the purpose of this announcement, excludes the Hong Kong Special Administrative Region of the People's Republic of China, the Macau Special Administrative Region of the People's Republic of China and Taiwan
"Pre-IPO Restricted Share Award Scheme"	the pre-IPO restricted share award scheme for the award of Shares to eligible participants, adopted by the Company on 26 January 2018, the principal terms of which are set out in the section headed "Statutory and General Information – D. Restricted Share Award Scheme" in Appendix V to the Prospectus
"Prospectus"	the prospectus of the Company dated 28 June 2018 issued by the Company in relation to the listing of its Shares on the Main Board of the Stock Exchange
"Reporting Period"	the period for the six months ended 28 February 2026
"Restricted Share Award Scheme"	the restricted share award scheme for the award of Shares to eligible participant, adopted by the Company on 17 December 2018, pursuant to the announcement made by the Company on 17 December 2018
"RMB"	Renminbi yuan, the lawful currency of the PRC
"Share(s)"	ordinary share(s) in the capital of the Company with nominal value of HKD0.1 each

"Share Option Scheme"	the share option scheme of our Company, adopted pursuant to a resolution of our Shareholders on 24 June 2018, the principal terms of which are summarized in the section headed "Statutory and General Information – E. Share Option Scheme" in Appendix V to the Prospectus
"Shareholder(s)"	holder(s) of the Share(s)
"Stock Exchange"	The Stock Exchange of Hong Kong Limited

By the order of the Board
Tianli International Holdings Limited
Luo Shi
Chairman, Executive Director and Chief Executive Officer

The PRC, 10 April 2026

As at the date of this announcement, the Board comprises Mr. LUO Shi as chairman and executive Director and Mr. WANG Rui as executive Director, Mr. ZHANG Wenzao, Mr. PAN Ping and Ms. LI Xiaomei as non-executive Directors and Mr. LIU Kai Yu Kenneth, Mr. YANG Dong and Mr. CHENG Yiqun as independent non-executive Directors.