

## ALLIED PROPERTIES (H.K.) LIMITED

## 聯合地產(香港)有限公司

(Stock Code 股份代號:56)

## 2018

INTERIM REPORT

中 期 業 績 報 告

## Allied Properties (H.K.) Limited 聯合地產(香港)有限公司

Interim Report 中期業績報告

For the six months ended 30th June, 2018 截至二零一八年六月三十日止六個月 Contents

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### 公司資料

#### **BOARD OF DIRECTORS**

Arthur George Dew Chairman and Non-Executive Director Lee Seng Hui Chief Executive and Executive Director Mark Wong Tai Chun Executive Director Li Chi Kong Non-Executive Director Steven Samuel Zoellner Independent Non-Executive Director Alan Stephen Jones Independent Non-Executive Director David Craig Bartlett Independent Non-Executive Director

**EXECUTIVE COMMITTEE** Lee Seng Hui *Chairman* 

Mark Wong Tai Chun

AUDIT COMMITTEE Alan Stephen Jones Chairman Arthur George Dew Steven Samuel Zoellner David Craig Bartlett

#### **REMUNERATION COMMITTEE**

Alan Stephen Jones Chairman Arthur George Dew Steven Samuel Zoellner David Craig Bartlett

NOMINATION COMMITTEE

Arthur George Dew Chairman Steven Samuel Zoellner David Craig Bartlett

#### BANKERS

Bank of China (Hong Kong) Limited China CITIC Bank International Limited Fubon Bank (Hong Kong) Limited OCBC Wing Hang Bank Limited Standard Chartered Bank (Hong Kong) Limited 

 董事會

 秋亞法

 主席兼非執行董事

 李成輝

 行政總裁兼執行董事

 王大鈞

 執行董事

 李志剛

 非執行董事

 Steven Samuel Zoellner

 獨立非執行董事

 Alan Stephen Jones

 獨立非執行董事

 白禮德

 獨立非執行董事

**執行委員會** 李成輝 *主席* 

学成輝 *土*/ 王大鈞

**審核委員會** Alan Stephen Jones *主席* 狄亞法 Steven Samuel Zoellner 白禮德

#### 薪酬委員會

Alan Stephen Jones *主席* 狄亞法 Steven Samuel Zoellner 白禮德

**提名委員會** 狄亞法 *主席* Steven Samuel Zoellner 白禮德

**往來銀行** 中國銀行(香港)有限公司 中信銀行(國際)有限公司 富邦銀行(香港)有限公司 華僑永亨銀行有限公司 渣打銀行(香港)有限公司

#### **REGISTERED OFFICE**

22nd Floor Allied Kajima Building 138 Gloucester Road Wanchai Hong Kong Tel : 2519 2288 Fax : 2598 5518 / 2598 0419 E-mail: contactapl@aphk.com

#### SHARE REGISTRAR

Computershare Hong Kong Investor Services Limited Shops 1712–1716 17th Floor Hopewell Centre 183 Queen's Road East Wanchai Hong Kong

#### **COMPANY SECRETARY**

Lau Tung Ni

#### AUDITOR

Deloitte Touche Tohmatsu

#### SOLICITORS

Fred Kan & Co. P. C. Woo & Co. Woo Kwan Lee & Lo

#### **STOCK CODE**

56

#### WEBSITES

http://www.alliedproperties.com.hk http://www.irasia.com/listco/hk/alliedproperties/index.htm

#### 註冊辦事處

香港 灣仔 告士打道138號 聯合鹿島大廈 22樓 電話:2519 2288 傳真:2598 5518 / 2598 0419 電郵:contactapl@aphk.com

#### 股份過戶登記處

香港中央證券登記有限公司 香港 灣仔 皇后大道東183號 合和中心 17樓 1712-1716室

#### 公司秘書

劉冬妮

#### 核數師

德勤 • 關黃陳方會計師行

#### 律師

簡家聽律師行 胡百全律師事務所 胡關李羅律師行

#### 股份代號

56

#### 網站

http://www.alliedproperties.com.hk http://www.irasia.com/listco/hk/alliedproperties/index.htm



# Condensed Consolidated Statement of Profit or Loss

for the six months ended 30th June, 2018

The board of directors ("Board") of Allied Properties (H.K.) Limited ("Company") is pleased to announce that the unaudited consolidated results of the Company and its subsidiaries ("Group") for the six months ended 30th June, 2018 with the comparative figures for the corresponding period in 2017 are as follows:

#### 截至二零一八年六月三十日止六個月

聯合地產(香港)有限公司(「本公司」)之董事會 (「董事會」)欣然宣佈,本公司及其附屬公司 (「本集團」)截至二零一八年六月三十日止六個 月之未經審核綜合業績連同二零一七年同期之 比較數字如下:

			Six months ende 截至六月三十	
		Notes 附註	2018 Unaudited 二零一八年 未經審核 HK\$ Million 百萬港元	2017 Unaudited 二零一七年 未經審核 HK\$ Million 百萬港元
Revenue Interest income Other revenue	收入 利息收入 其他收入	4	2,036.3 332.8	1,724.6
Other income	其他收入		2,369.1 142.8	2,059.9 32.1
Total income	總收入		2,511.9	2,092.0
Cost of sales and other direct costs Brokerage and commission expenses Selling and marketing expenses Administrative expenses Changes in values of properties Net gain on financial assets and	銷售成本及其他直接成本 經紀費及佣金費用 銷售及市場推廣費用 行政費用 物業價值變動 透過損益賬按公平價值處理	5	(215.6) (25.3) (67.9) (726.1) 646.2	(183.8) (22.1) (48.0) (659.7) 453.3
liabilities at fair value through profit or loss Net exchange loss Net impairment losses on	之金融資產及 負債收益淨額 匯兑虧損淨額 金融工具之		636.7 (38.5)	632.9 (38.9)
financial instruments Bad and doubtful debts Other operating expenses Finance costs Share of results of associates Share of results of joint ventures	減值虧損淨額 呆壞賬 其他經營費用 融資成本 應佔聯營公司業績 應佔合營公司業績	6 6 7	(443.0) - (57.7) (214.1) 391.5 278.3	(197.7) (173.7) (170.7) 894.5 468.7
Profit before taxation Taxation	除税前溢利税項	8 9	2,676.4 (124.7)	3,046.8 (137.1)
Profit for the period	本期間溢利		2,551.7	2,909.7
Attributable to: Owners of the Company Non-controlling interests	應佔方: 本公司股東 非控股權益		1,885.2 666.5	2,359.6 550.1
			2,551.7	2,909.7
Earnings per share	每股盈利	10	HK cents 港仙	HK cents 港仙
Basic	基本	10	27.67	34.64
Diluted	攤薄		27.67	34.64

Condensed Consolidated Statement of Profit 簡明綜合損益及 or Loss and Other Comprehensive Income

其他全面收益表

for the six months ended 30th June, 2018

		Six months ende 截至六月三十	日止六個月
		2018 Unaudited 二零一八年 未經審核 HK\$ Million 百萬港元	2017 Unaudited 二零一七年 未經審核 HK\$ Million 百萬港元
Profit for the period	本期間溢利	2,551.7	2,909.7
Other comprehensive (expenses) income:	其他全面(費用)收益:		
Items that will not be reclassified to profit or loss: Investments in equity instruments at fair value through other comprehensive income – Net fair value changes during the	將不會重新分類至 損益賬之項目: 透過其他全面收益按公平 價值處理之權益工具 投資 一本期間公平價值		
period	變動淨額	(37.7)	-
Share of other comprehensive (expenses) income of associates Share of other comprehensive income	應佔聯營公司 其他全面(費用)收益 應佔合營公司	(132.5)	173.7
of joint ventures	其他全面收益	1.7	
		(168.5)	173.7
Items that may be reclassified subsequently to profit or loss: Available-for-sale financial assets – Net fair value changes during the period Exchange differences arising on	<i>其後可能重新分類至 損益賬之項目:</i> 可供出售金融資產 一本期間公平價值 變動淨額 折算海外業務賬項	_	0.8
translation of foreign operations Reclassification adjustment to profit or	而產生之匯兑差額 於出售一間聯營公司時	(112.4)	192.3
loss on disposal of an associate	重新分類調整至損益賬	(7.6)	-
Share of other comprehensive expenses of associates Share of other comprehensive	應佔聯營公司 其他全面費用 應佔合營公司	(50.8)	(13.6)
(expenses) income of joint ventures	其他全面(費用)收益	(6.7)	2.1
		(177.5)	181.6
Other comprehensive (expenses) income for the period, net of tax	本期間其他全面(費用)收益, 已扣除税項	(346.0)	355.3
Total comprehensive income for the period	本期間全面收益總額	2,205.7	3,265.0
Attributable to: Owners of the Company Non-controlling interests	應佔方: 本公司股東 非控股權益	1,637.0 568.7	2,580.8 684.2
		2,205.7	3,265.0

ALLIED PROPERTIES (H.K.) LIMITED 聯合地產(香港)有限公司

<b>Condensed Consolidated</b>	Statement of
Financial Position	

at 30th June, 2018

#### 於二零一八年六月三十日

			At 30th June, 2018 Unaudited	At 31st December, 2017 Audited
			於二零一八年	於二零一七年
			六月三十日	十二月三十一日
			未經審核	經審核
		Notes	HK\$ Million	HK\$ Million
		附註	百萬港元	百萬港元
Non-current assets	非流動資產			
Investment properties	投資物業	12	10,180.6	9,537.1
Property, plant and equipment	物業、廠房及設備	12	1,071.1	1,084.9
Prepaid land lease payments	預繳地價		4.2	4.4
Goodwill	商譽		2,498.7	2,498.7
Intangible assets	無形資產		886.3	887.5
Interests in associates	於聯營公司之權益		13,270.6	13,288.0
Interests in joint ventures	於合營公司之權益		3,469.3	3,163.7
Available-for-sale financial assets	可供出售金融資產	13	-	324.0
Financial assets at fair value through	透過其他全面收益按公平			
other comprehensive income	價值處理之金融資產	13	244.9	-
Amounts due from associates	聯營公司欠款		299.0	275.2
Loans and advances to consumer	一年後到期之私人財務			
finance customers due after one year	客戶貸款及墊款	14	2,478.0	2,322.8
Mortgage loans	按揭貸款	15	1,933.2	1,243.1
Deferred tax assets	遞延税項資產 透過提益應款公平価値		714.2	649.6
Financial assets at fair value through	透過損益賬按公平價值	10	( 250 2	
profit or loss Trade and other receivables	處理之金融資產 貿易及其他應收款項	13 16	6,250.2 398.8	5,033.7 505.8
Trade and other receivables	貝勿及共他應收秋頃	10		
			43,699.1	40,818.5
Current assets	流動資產			
Other inventories	其他存貨		0.2	0.2
Financial assets at fair value through	透過損益賬按公平價值		0.2	0.12
profit or loss	處理之金融資產	13	5,940.8	6,199.1
Prepaid land lease payments	預繳地價		0.1	0.1
Loans and advances to consumer	一年內到期之私人財務			
finance customers due within	客戶貸款及			
one year	墊款	14	6,568.3	6,840.8
Mortgage loans	按揭貸款	15	1,092.6	877.3
Trade and other receivables	貿易及其他應收款項	16	3,740.8	3,162.6
Amounts due from brokers	經紀欠款		480.7	725.9
Amounts due from associates	聯營公司欠款		181.7	228.1
Amounts due from joint ventures	合營公司欠款		2.1	9.1
Tax recoverable Short term pledged bank deposits	可收回税項 短期抵押銀行存款及		5.9	5.9
Short-term pledged bank deposits and bank balances	显 新 孤 押 報 门 行 款 及 銀 行 結 餘	17	20.0	1.2
Bank deposits	銀行存款	17	583.5	787.7
Cash and cash equivalents	現金及現金等價物	17	2,893.4	2,409.7
	JULE / YULE N IR IA	• /		
			21,510.1	21,247.7

Interim Report 2018 二零一八年中期業績報告

簡明綜合財務狀況表

at 30th June, 2018

於二零一八年六月三十日

		Notes 附註	At 30th June, 2018 Unaudited 於二零一八年 六月三十日 未經審核 HK\$ Million 百萬港元	At 31st December, 2017 Audited 於二零一七年 十二月三十一日 經審核 HK\$ Million 百萬港元
Current liabilities	流動負債		H 197070	
Trade and other payables Financial liabilities for repurchase	加勤員員 貿易及其他應付款項 回購協議下之	18	286.1	425.5
agreements	金融負債	19	1,143.8	1,071.0
Financial liabilities at fair value through profit or loss	透過損益賬按公平價值 處理之金融負債	13	208.5	161.1
Amount due to a holding company	欠一間控股公司款項		10.9	14.9
Amounts due to associates	欠聯營公司款項		22.3	7.4
Amounts due to joint ventures	欠合營公司款項		40.1	0.1
Tax payable Bank and other borrowings	應付税項 一年內到期之銀行及		217.8	156.6
due within one year	其他借貸	20	4,368.5	2,784.9
Notes payable	應付票據	21	801.1	1,077.0
Provisions	撥備		123.1	70.7
			7,222.2	5,769.2
Net current assets	流動資產淨值		14,287.9	15,478.5
Total assets less current liabilities	總資產減流動負債		57,987.0	56,297.0
<b>Capital and reserves</b> Share capital Reserves	<b>股本及儲備</b> 股本 儲備	22	4,250.6 31,838.1	4,250.6 30,768.6
Equity attributable to owners of the Company	本公司股東 應佔權益		36,088.7	35,019.2
Shares held for employee ownership scheme Employee share-based compensation	為僱員股份擁有計劃 持有股份 以股份支付之		(18.2)	(7.6)
reserve	僱員酬金儲備		6.4	5.1
Share of net assets of subsidiaries	應佔附屬公司淨資產		12,667.2	12,277.6
Non-controlling interests	非控股權益		12,655.4	12,275.1
Total equity	權益總額		48,744.1	47,294.3
Non-current liabilities Bank and other borrowings due after one year Notes payable Deferred tax liabilities Provisions	<b>非流動負債</b> 一年後到期之銀行及 其他借貸 應付票據 遞延税項負債 撥備	20 21	1,963.0 6,945.8 329.8 4.3 9,242.9	1,740.4 6,930.4 328.6 3.3 9,002.7
			E7 007 0	EC 207 0
			57,987.0	56,297.0



Condensed Consolidated Statement of Changes in Equity

簡明綜合權益變動表

# 截至二零一八年六月三十日止六個月

				Attril	Attributable to owners of the Company 本公司股東應佔	rs of the Comp. 東應佔	any				Non-controlling interests 非控股權益	ng interests 權益		
		Share Share capital 股本 HK\$ Million 百萬港元	Property revaluation reserve 重估儲備 HK\$ Million 百萬港元	Investment revaluation reserve 重估儲備 HK\$ Million 百萬港元	Translation reserve 麗谷儲備 HK\$ Million 百萬港元	Capital and other reserves 其他儲備 HK\$ Million 百萬港元	Accumulated profits 累計溢利 HK\$ Million 百萬港元	Dividend reserve 股息儲備 HK\$ Million 百萬港元	Total HK\$ Million 百萬港元	Shares held for employee ownership 為雇員股份 擁有計劃 持有股份 HK\$ Million 百萬港元	Employee share-based compensation reserve 时安倍 對全儲量 HK\$ Million 百萬港元	Share of net assets of subsidiaries 融合 解屬 會資產 HK\$ Million 百萬港元	Total 總計 百萬緒元 百萬緒元	Total equity 推益總額 HK\$ Million 百萬港元
At 1st January, 2017	於二零一七年一月一日	4,250.6	335.0	292.3	(439.5)	42.4	25,957.2	545.0	30,983.0	(9.1)	4.8	11,496.9	11,492.6	42,475.6
Profit for the period	本期間溢利 ★111間世紀今面	I	I	I	I	I	2,359.6	I	2,359.6	I	I	550.1	550.1	2,909.7
(expenses) for the period	<b>*</b> 初回去喧王国 收益(費用)		3.5	(18.5)	236.2	I			221.2			134.1	134.1	355.3
Total comprehensive income (expenses) for the period Share of reconstructs	本期間全面收益 (費用)總額 庫止融善へ司ク	I	3.5	(18.5)	236.2	I	2,359.6	I	2,580.8	I	I	684.2	684.2	3,265.0
associates		I	I	I	11.2	(158.1)	(11.2)	I	(158.1)	I	I	I	I	(158.1)
Aurourus para tor snares reputchased and cancelled by a subsidiary Purchase of shares held for the	u 一同吶燭公司聘回从註朝成切 之己付款項 一間附屬公司之僱員股份	I	I	I	I	I	39.3	I	39.3	I	I	(138.6)	(138.6)	(66.3)
employee ownership scheme of a subsidiary Perconstion of equility centiled chara-	擁有計劃購買 股份 <sup>確ジー</sup> 間附屬公司之映處	I	I	I	I	I	I	I	I	(4.8)	I	I	(4.8)	(4.8)
based payments of a subsidiary	■1989月11日11月日1日11月1日 結算以股份為基礎付款 →	I	I	I	I	I	I	I	I	I	2.0	I	2.0	2.0
vesting of strates of the emproyee ownership scheme of a subsidiary	1	I	I	I	I	I	I	I	I	4.1	(4.1)	I	I	I
Capitar reduction of a non- wholly-owned subsidiary Dividend distribution to	同水玉貝的画ムねん 資本削減 分泌時自み非故時	I	I	I	I	I	I	I	I	I	I	(73.5)	(73.5)	(73.5)
Dividend paid	ルwww.hartwo 權益 已付股息							(545.0)	(545.0)			(342.3)	(342.3)	(342.3) (545.0)
At 30th June, 2017	於二零一七年六月三十日	4,250.6	338.5	273.8	(192.1)	(115.7)	28,344.9		32,900.0	(9.8)	2.7	11,626.7	11,619.6	44,519.6

for the six months ended 30th June, 2018

Condensed Consolidated Statement of Changes in Equity (Cont'd)

簡明綜合權益變動表(續)

for the six months ended 30th June, 2018	ded 30th June, 2018					截至	▶ 11	八年六月 三	三十日止六個月	六個月				
				Attri	Attributable to owners of the Company 本公司股東應佔	ers of the Comp <b>東</b> 應佔	any				Non-controlling interests 非控股權益	ing interests 權益		
		Share Share 成本 股本 百萬港元	Property revaluation reserve 重古儲備 HK\$ Million 百萬港元	Investment revaluation revaluation 定安的 重合儲備 HK\$ Million 百萬港元	Translation reserve 麗久儲備 HK\$ Million 百萬港元	Capital and other reserves 資本及 其他儲備 HK\$ Million 百萬港元	Accumulated profits 累計溢利 HK\$ Million 百萬港元	Dividend reserve 股息儲補 HK\$ Million 百萬港元	Total MK\$ 前計の 百萬港元	Shares held for employee ownership a scheme 議員股份 擁有計劃 持有股份 HKS Million 百萬港元	Employee share-based 以股份 支股份 支付之編員 聲金儲備 HK\$ Million 百萬港元	Share of net assets of subsidiaries 融合國 電合 用K Million 由萬志元	Total MK\$ 前計の 百萬港元	Total equity 補益總額 HK\$ Million 百萬港元
At 31st December, 2017 Imnact on initial annlication of	於二零一七年十二月三十一日 初水垤田禾港財務報生准則	4,250.6	336.4	324.8	100.3	(8.6)	29,470.7	545.0	35,019.2	(7.6)	5.1	12,277.6	12,275.1	47,294.3
HKFRS 9 (note 3)	第9號之影響(附註3)		1	(175.9)		'	153.4		(22.5)		1	(50.4)	(50.4)	(72.9)
At 1st January, 2018	放二零一八年一月一日	4,250.6	336.4	148.9	100.3	(8.6)	29,624.1	545.0	34,996.7	(7.6)	5.1	12,227.2	12,224.7	47,221.4
Profit for the period	本期間溢利 ★11111日4日	I	I	I	I	I	1,885.2	I	1,885.2	I	I	666.5	666.5	2,551.7
Curer comprehensive expenses for the period	<sup>本数间头底</sup> 全面費用		(0.1)	(50.8)	(196.1)	(1.2)		ľ	(248.2)		1	(97.8)	(97.8)	(346.0)
Total comprehensive income (expenses) for the period	本期間全面收益 (費用)總額 中年一間融給八司味輔致	ı	(0.1)	(50.8)	(196.1)	(1.2)	1,885.2	I	1,637.0	I	I	568.7	568.7	2,205.7
profits on disposal of an associate Purchase of shares held for the	Ξ 1	I	I	(2.0)	I	4.1	(2.1)	I	I	I	I	I	I	I
employee ownership scheme of a subsidiary Percomition of acuity, called shore	鎌倉計劃購頁 股份 確ジー間附屬ハ司シ晔雄	I	ı	I	I	I	ı	ľ	ľ	(15.1)	ı	ı	(15.1)	(15.1)
based payments of the omelowed	■1999年11月19日 「「「「」」「「」」「「「」」「「」」「「」」「「」」「「」」「「」」」「「」」」「「」」」「「」」」「「」」」」	I	I	I	I	I	I	I	I	I	5.8	I	5.8	5.8
ownership scheme of a subsidiary	~	I	I	I	I	I	I	I	I	4.5	(4.5)	I	I	I
Dividend paid Dividend paid	ルwww。1*1±w 權益 已付股息							- (545.0)	- (545.0)			(128.7)	(128.7)	(128.7) (545.0)
At 30th June, 2018	於二零一八年六月三十日	4,250.6	336.3	96.1	(95.8)	(5.7)	31,507.2	1	36,088.7	(18.2)	6.4	12,667.2	12,655.4	48,744.1

		Six months ende 截至六月三十	
		2018 Unaudited 二零一八年	2017 Unaudited 二零一七年
		未經審核 HK\$ Million 百萬港元	未經審核 HK\$ Million 百萬港元
<b>Operating activities</b> Cash from (used in) operations – (Increase) decrease in trade and other receivables – Increase in loans and advances to	經營業務 經營所產生(所用)之現金 一貿易及其他應收 款項(增加)減少 一私人財務客戶貸款及	(500.0)	978.8
consumer finance customers – Other operating cash flows	墊款增加 其他經營現金流量	(1,333.7) 2,108.9	(736.9) (242.7)
Interest paid	已付利息	275.2 (192.0)	(0.8) (149.7)
Taxation paid	已繳税項	(110.4)	(95.1)
Net cash used in operating activities	經營業務所用之現金淨額	(27.2)	(245.6)
Investing activities	投資業務	224.2	257.6
Dividends received from associates Fixed deposits with banks withdrawn Proceeds from disposal of long-term financial	收取聯營公司之股息 提取銀行定期存款 出售透過損益賬按公平價值處	224.3 179.1	257.6 152.5
assets at fair value through profit or loss Proceeds from disposal of an associate	理之長期金融資產所得款項 出售一間聯營公司之所得款項	138.5 119.3	
Amounts repaid by associates Proceeds from disposal of a joint venture Amounts repaid by joint ventures	聯營公司還款 出售一間合營公司之所得款項 合營公司還款	70.4 37.5 7.0	45.0 - 6.8
Proceeds from disposal of property, plant and equipment	出售物業、廠房及設備之 所得款項	0.3	0.3
Purchase of long-term financial assets at fair value through profit or loss	購入透過損益賬按公平價值處 理之長期金融資產	(781.2)	-
Amounts advanced to associates Capital injection to a joint venture Purchase of property, plant and equipment	墊款予聯營公司 向一間合營公司注資 購入物業、廠房及設備	(188.8) (74.7) (32.7)	(46.0) - (36.4)
Acquisition of interests in associates Additions to investment properties	收購聯營公司之權益 添置投資物業	(9.0) (0.3)	(9.9) (206.0)
Proceeds from disposal of long-term financial assets designated as at fair value through profit or loss Purchase of long-term financial assets designated as at fair value through	出售指定為透過損益賬 按公平價值處理之長期 金融資產所得款項 購入指定為透過損益賬按 公平價值處理之長期	-	27.7
profit or loss Capital injection to associates	金融資產 向聯營公司注資	-	(529.2) (128.0)
Net cash used in investing activities	投資業務所用之現金淨額	(310.3)	(465.6)

		Six months ende 截至六月三十日	
		2018 Unaudited 二零一八年	2017 Unaudited 二零一七年
		— <del>◎</del> 八年 未經審核 HK\$ Million 百萬港元	一 《 L 卡 經 審 核 HK\$ Million 百萬港元
Financing activities	融資業務		
New bank and other borrowings raised	籌集所得新造銀行及其他借貸	2,605.8	1,477.0
Proceeds from issue of notes	發行票據所得款項	245.1	-
Amount advanced by a joint venture	一間合營公司墊款	40.0	_
Amounts advanced by associates	聯營公司墊款	0.1	_
Repayment of bank and other borrowings	償還銀行及其他借貸	(768.1)	(2,356.1)
Repayment of notes	償還票據	(576.4)	_
Dividends paid to equity shareholders Dividends by subsidiaries to	已付權益股東股息 附屬公司向非控股權益	(545.0)	(545.0)
non-controlling interests Purchase of shares for employee	派付股息 一間附屬公司之僱員	(128.7)	(342.3)
ownership scheme of a subsidiary	股份擁有計劃購買股份	(15.1)	(4.8)
Disposal of notes held by subsidiaries Amounts paid for shares repurchased and	出售附屬公司持有之票據一一間附屬公司購回及	_	300.4
cancelled by a subsidiary Repayment of capital contributions	註銷股份之已付款項 償還非控股權益之	-	(99.3)
by non-controlling interests	注資	-	(73.5)
Repurchase of notes	回購票據		(60.5)
Net cash from (used in) financing activities	融資業務所產生(所用)之 現金淨額	857.7	(1,704.1)
interior decivities	-70 ± 71. HX		(1)/ 0 111)
Net increase (decrease) in cash and cash equivalents	現金及現金等價物 增加(減少)淨額	520.2	(2,415.3)
Effect of foreign exchange rate changes	匯率變動之影響	(36.5)	74.0
Cash and cash equivalents at the beginning of the period	於期初之現金及 現金等價物	2 400 7	5,831.9
the beginning of the period	况立夺俱初	2,409.7	5,031.9
Cash and cash equivalents at	於期末之現金及		
the end of the period	現金等價物	2,893.4	3,490.6



#### 1. DISCLOSURE IN ACCORDANCE WITH SECTION 436 OF THE HONG KONG COMPANIES ORDINANCE

The financial information relating to the financial year ended 31st December, 2017 included in these unaudited condensed consolidated financial statements as comparative information does not constitute the Company's statutory annual financial statements for that financial year but is derived from those financial statements. Further information relating to these statutory financial statements disclosed in accordance with section 436 of the Hong Kong Companies Ordinance is as follows:

The Company has delivered the financial statements for the year ended 31st December, 2017 to the Registrar of Companies in accordance with section 662(3) of, and Part 3 of Schedule 6 to, the Hong Kong Companies Ordinance. The Company's auditor has reported on those financial statements for 2017. The auditor's report was unqualified; did not include a reference to any matters to which the auditor drew attention by way of emphasis without qualifying its report; and did not contain a statement under sections 406(2), 407(2) or (3) of the Hong Kong Companies Ordinance.

#### 2. BASIS OF PREPARATION

The unaudited condensed consolidated financial statements have been prepared in accordance with the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited ("Stock Exchange") and with Hong Kong Accounting Standard 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA").

Except as described in note 3, the accounting policies applied are consistent with those of the annual financial statements for the year ended 31st December, 2017, as described in those annual financial statements.

截至二零一八年六月三十日止六個月

#### 1. 按照香港公司條例第436條之披露

該等未經審核簡明綜合財務報表所載有關 截至二零一七年十二月三十一日止財政年 度的財務資料作為比較資料,並不構成本 公司於該財政年度的法定年度財務報表, 惟乃摘錄自該等財務報表。有關該等法定 財務報表之進一步資料須按照香港公司條 例第436條披露如下:

本公司已按照香港公司條例第662(3)條及 附表6第3部之規定,向公司註冊處處長遞 交截至二零一七年十二月三十一日止年度 之財務報表。本公司核數師已對二零一七 年度之該等財務報表發表報告。核數師報 告並無保留意見;其中並無載有核數師在 不出具保留意見的情況下以強調的方式提 請注意的任何事項;亦無載有根據香港公 司條例第406(2)、第407(2)或(3)條作出的 陳述。

#### 2. 編製基準

本未經審核簡明綜合財務報表乃按香港聯 合交易所有限公司(「聯交所」)證券上市規 則附錄十六所載之適用披露規定及香港會 計師公會(「香港會計師公會」)頒佈之香港 會計準則第34號「中期財務報告」編製。

除附註3所述外,所採用之會計政策與截 至二零一七年十二月三十一日止年度之年 度財務報表所採用者(見有關年度財務報 表)一致。



#### SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES 3.

The unaudited condensed consolidated financial statements have been prepared on the historical cost basis except for certain properties and financial instruments, which are measured at fair value.

Other than changes in accounting policies resulting from application of new and amendments to Hong Kong Financial Reporting Standards ("HKFRSs"), the accounting policies and methods of computation used in the unaudited condensed consolidated financial statements for the six months ended 30th lune, 2018 are the same as those followed in the preparation of the Group's annual financial statements for the year ended 31st December, 2017.

#### Application of new and amendments to HKFRSs

In the current interim period, the Group has applied, for the first time, the following new and amendments to HKFRSs issued by the HKICPA which are mandatory effective for the annual period beginning on or after 1st January, 2018 for the preparation of the Group's unaudited condensed consolidated financial statements:

HKFRS 9 HKFRS 15	Financial Instruments Revenue from Contracts with Customers and the related Amendments	香港財務報告準則第9號 香港財務報告準則第15號	金融 來自 2 及 村
HK(IFRIC)-Int 22	Foreign Currency Transactions and Advance Consideration	香港(國際財務報告詮釋 委員會)-詮釋第22號	外幣
Amendments to HKFRS 2 Amendments to HKFRS 4	Classification and Measurement of Share-based Payment Transactions Applying HKFRS 9 Financial Instruments with HKFRS 4 Insurance Contracts	香港財務報告準則第2號 修訂本 香港財務報告準則第4號 修訂本	以 香 「 財第一 ( ) ( ) ( ) ( ) ( ) ( ) ( ) ( ) ( ) (
Amendments to HKAS 28	As part of the Annual Improvements to HKFRSs 2014-2016 Cycle	香港會計準則第28號 修訂本	作為 神 準則 二零
Amendments to HKAS 40	Transfers of Investment Property	香港會計準則第40號 修訂本	轉讓打

In addition, the Group has applied Amendments to HKFRS 9 Prepayment Features with Negative Compensation in advance of the effective date, i.e. 1st January, 2019.

The new and amendments to HKFRSs have been applied in accordance with the relevant transition provisions in the respective standards and amendments which results in changes in accounting policies, amounts reported and/or disclosures as described below.

截至二零一八年六月三十日止六個月

#### 3. 主要會計政策概要

除若干物業及金融工具以公平價值計量 外,本未經審核簡明綜合財務報表乃按歷 史成本基準編製。

除採用新訂及經修訂的香港財務報告準則 (「香港財務報告準則」)導致的會計政策變 動,截至二零一八年六月三十日止六個月 的未經審核簡明綜合財務報表所採用的會 計政策及計算方法與編製本集團截至二零 一七年十二月三十一日止年度的年度財務 報表所依據者一致。

#### 採用新訂及經修訂的香港財務報告準則

於本中期期間,本集團就編製本集團的未 經審核簡明綜合財務報表首次採用下列由 香港會計師公會頒佈及於二零一八年一月 一日或之後開始的年度期間強制生效的新 訂及經修訂的香港財務報告準則:

香港財務報告準則第9號 香港財務報告準則第15號	金融工具 來自客戶之合約收入 及相關修訂
香港(國際財務報告詮釋 委員會)-詮釋第22號	外幣交易及預付代價
香港財務報告準則第2號 修訂本	以股份付款交易之 分類及計量
香港財務報告準則第4號 修訂本	香港財務 報告準則第9號 「金融工具」與香港 財務報告準則 第4號「保險合約」 一併採用
香港會計準則第28號 修訂本	作為香港財務報告 準則二零一四年至 二零一六年週期 年度改進之一部分
香港會計準則第40號 修訂本	轉讓投資物業

此外,本集團已於生效日期(即二零一九 年一月一日)前提早採納香港財務報告準 則第9號修訂本「具負補償之預付款項特 性」。

本集團已根據導致下文所述會計政策、所 呈報金額及/或披露之變動的各相關準則 及修訂之相關過渡條文採納新訂及經修訂 的香港財務報告準則。

## 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

## 3.1 Impacts and changes in accounting policies of application on HKFRS 9 Financial Instruments

In the current period, the Group has applied HKFRS 9 Financial Instruments and the related consequential amendments to other HKFRSs. HKFRS 9 introduces new requirements for 1) the classification and measurement of financial assets and financial liabilities, 2) expected credit losses ("ECL") for financial assets, loan commitments and financial guarantee contracts and 3) general hedge accounting.

The Group has applied HKFRS 9 in accordance with the transition provisions set out in HKFRS 9, i.e. applied the classification and measurement requirements (including impairment) retrospectively to instruments that have not been derecognised as at 1st January, 2018 (date of initial application) and has not applied the requirements to instruments that have already been derecognised as at 1st January, 2018. The difference between carrying amounts as at 31st December, 2017 and the carrying amounts as at 1st January, 2018 are recognised in the opening accumulated profits and other components of equity, without restating comparative information.

Accordingly, certain comparative information may not be comparable as comparative information was prepared under HKAS 39 Financial Instruments: Recognition and Measurement. 截至二零一八年六月三十日止六個月

3. 主要會計政策概要(續)

#### 3.1 採用香港財務報告準則第9號「金融工 具」之會計政策的影響及變動

於本期間,本集團已採用香港財務報 告準則第9號「金融工具」及其他香港 財務報告準則之有關相關修訂。香港 財務報告準則第9號引入1)金融資產 及金融負債之分類及計量;2)金融資 產、貸款承擔及財務擔保合約之預期 信貸虧損「預期信貸虧損」;及3)一般 對沖會計之新規定。

本集團已根據香港財務報告準則第9 號所載的過渡條文採用香港財務報告 準則第9號,即是將分類及計量規定 (包括減值)追溯採用於二零一八年一 月一日(初始採用日期)尚未取消確認 的工具,且並無將該等規定採用於於 二零一八年一月一日已取消確認的工 具。二零一七年十二月三十一日之賬 面值與二零一八年一月一日之賬面值 間的差額於期初累計溢利及其他權益 組成部分中確認,並無重列比較資 料。

因此,比較資料乃根據香港會計準則 第39號「金融工具:確認及計量」而編 製,所以若干比較資料無法比較。

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- 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)
  - 3.1 Impacts and changes in accounting policies of application on HKFRS 9 Financial Instruments (Cont'd)

## 3.1.1 Key changes in accounting policies resulting from application of HKFRS 9

Classification and measurement of financial assets

All recognised financial assets that are within the scope of HKFRS 9 are subsequently measured at amortised cost or fair value, including unquoted equity investments measured at cost less impairment under HKAS 39.

Debt instruments that meet the following conditions are subsequently measured at amortised cost:

- the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Debt instruments that meet the following conditions are subsequently measured at fair value through other comprehensive income ("FVTOCI"):

- the financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling the financial assets; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

截至二零一八年六月三十日止六個月

- 3. 主要會計政策概要(續)
  - 3.1 採用香港財務報告準則第9號「金融工 具」之會計政策的影響及變動(續)
    - 3.1.1 採用香港財務報告準則第9號導 致之會計政策的主要變動

金融資產的分類和計量

所有屬香港財務報告準則第9號 範圍內的已確認金融資產其後均 須按攤銷成本或公平價值計量, 包括根據香港會計準則第39號 以成本扣除減值計量的未報價股 本投資。

符合下列條件之債務工具其後按 攤銷成本計量:

- 金融資產於目的為收取合約現金流量而持有金融資產的商業模式內而持有;及
- 金融資產的合約條款於特 定日期產生僅為支付本金 及未償還本金利息的現金 流量。

符合下列條件之債務工具其後透 過其他全面收益按公平價值處理 (「透過其他全面收益按公平價值 處理」):

- 金融資產於目的透過收取 合約現金流量及銷售金融 資產達致的商業模式內而 持有;及
- 金融資產的合約條款於特 定日期產生僅為支付本金 及未償還本金利息的現金 流量。

- 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)
  - 3.1 Impacts and changes in accounting policies of application on HKFRS 9 Financial Instruments (Cont'd)

## 3.1.1 Key changes in accounting policies resulting from application of HKFRS 9 (Cont'd)

Classification and measurement of financial assets (Cont'd)

All other financial assets are subsequently measured at fair value through profit or loss ("FVTPL"), except that at the date of initial application/initial recognition of a financial asset the Group may irrevocably elect to present subsequent changes in fair value of an equity investment in other comprehensive income ("OCI") if that equity investment is neither held for trading nor contingent consideration recognised by an acquirer in a business combination to which HKFRS 3 Business Combinations applies.

In addition, the Group may irrevocably designate a debt investment that meets the amortised cost or FVTOCI criteria as measured at FVTPL if doing so eliminates or significantly reduces an accounting mismatch.

#### Equity instruments designated as at FVTOCI

At the date of initial application/initial recognition, the Group may make an irrevocable election (on an instrument-by-instrument basis) to designate investments in equity instruments as at FVTOCI.

Investments in equity instruments at FVTOCI are initially measured at fair value plus transaction costs. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in OCI and accumulated in the investment revaluation reserve; and are not subject to impairment assessment. The cumulative gain or loss will not be reclassified to profit or loss on disposal of the equity investments, and will be transferred to accumulated profits.

Dividends on these investments in equity instruments are recognised in profit or loss when the Group's right to receive the dividends is established in accordance with HKFRS 9, unless the dividends clearly represent a recovery of part of the cost of the investment. Dividends are included in the "other revenue" line item in the statement of profit or loss. 簡明綜合財務報表附註(續)

截至二零一八年六月三十日止六個月

3. 主要會計政策概要(續)

- 3.1 採用香港財務報告準則第9號「金融工 具」之會計政策的影響及變動(續)
  - 3.1.1 採用香港財務報告準則第9號導 致之會計政策的主要變動(續)

#### 金融資產的分類和計量(續)

所有其他金融資產其後透過損 益賬按公平價值處理(「透過損 益賬按公平價值處理)計量,但 在首次採用/首次確認金融資產 之日,倘該股本投資並非持作買 賣,亦非由於收購方在香港財務 報告準則第3號「業務合併」所適 用的業務合併中確認的或然代 價,本集團可不可撤銷地選擇於 其他全面收益(「其他全面收益」) 呈列股本投資的其後公平價值變 動。

此外,本集團可不可撤銷地指定 符合攤銷成本或透過其他全面收 益按公平價值處理的債務投資為 透過損益賬按公平價值處理(倘 若此舉可消除或顯著減少會計錯 配)。

指定為透過其他全面收益按公平 價值處理之權益工具

於首次採用/初始確認日期,本 集團可按個別工具基準作出不可 撤回的選擇,指定股本工具之投 資為透過其他全面收益按公平價 值處理類別。

指定為透過其他全面收益按公平 價值處理之權益工具的投資初始 按公平價值加交易成本計量。其 後,股本工具按公平價值計量, 其公平價值變動產生的收益及虧 損於其他全面收益確認及於投資 重估儲備累計;無須作減值評 估。累計損益將不重新分類至出 售股本投資之損益,並將轉撥至 累計溢利。

當本集團根據香港財務報告準則 第9號確認收取股息的權利時, 該等權益工具投資的股息於損益 中確認,除非股息明確表示收回 部分投資成本。股息計入損益表 中「其他收入」的項目中。



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- 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)
  - 3.1 Impacts and changes in accounting policies of application on HKFRS 9 Financial Instruments (Cont'd)
    - 3.1.1 Key changes in accounting policies resulting from application of HKFRS 9 (Cont'd)

 $\frac{Classification and measurement of financial assets}{(Cont'd)}$ 

Financial assets at FVTPL

Financial assets that do not meet the criteria for being measured at amortised cost or FVTOCI or designated as FVTOCI are measured at FVTPL.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any fair value gains or losses recognised in profit or loss. The net gain or loss recognised in profit or loss excludes any dividend or interest earned on the financial asset and is included in the "net gain on financial assets and liabilities at fair value through profit or loss" line item in the statement of profit or loss.

The management of the Company reviewed and assessed the Group's financial assets as at 1st January, 2018 based on the facts and circumstances that existed at that date. Changes in classification and measurement on the Group's financial assets and the impacts thereof are detailed in note 3.1.2.

#### Impairment under ECL model

The Group recognises a loss allowance for ECL on financial assets which are subject to impairment under HKFRS 9 (including trade and other receivables, short-term pledged bank deposits and bank balances, bank deposits, cash and cash equivalents, loans and advances to consumer finance customers, mortgage loans, amounts due from brokers and amounts due from related parties), loan commitments and financial guarantee contracts. The amount of ECL is updated at each reporting date to reflect changes in credit risk since initial recognition. 截至二零一八年六月三十日止六個月

- 3. 主要會計政策概要(續)
  - 3.1 採用香港財務報告準則第9號「金融工 具」之會計政策的影響及變動(續)
    - 3.1.1 採用香港財務報告準則第9號導 致之會計政策的主要變動(續)

金融資產的分類和計量(續)

透過損益賬按公平價值處理之金 融資產

金融資產如不符合按攤銷成本計 量或透過其他全面收益按公平價 值處理的方式計量或指定為透過 其他全面收益按公平價值處理的 條件,則透過損益賬按公平價值 處理的方式計量。

於各報告期末,透過損益賬按公 平價值處理之金融資產按公平價 值計量,而任何公平價值收益或 虧損於損益確認。於損益確認的 收益或虧損淨額不包括就金融資 產所賺取的任何股息或利息,並 計入損益中之「透過損益賬按公 平價值處理之金融資產及負債收 益淨額」項目內。

本公司管理層根據當日存在的 事實及情況審閱及評估本集團 於二零一八年一月一日的金融資 產。本集團金融資產分類及計量 之變動及有關變動之影響於附註 3.1.2詳述。

#### 預期信貸虧損模式項下之減值

本集團就根據香港財務報告準則 第9號面臨減值的金融資產(包 括貿易及其他應收款項、短期 行存款及銀行結餘、銀行存 款、現金及現金等價物、私人財 察客戶貸款及墊款、按揭貸款、 經紀欠款、有關聯人士欠款)、 貸款承擔及財務擔保合約的預期信 貸虧損確認虧損撥備。預期信 貸虧損金額於各結算日更新,以變 動。 17



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#### for the six months ended 30th June, 2018

- 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)
  - 3.1 Impacts and changes in accounting policies of application on HKFRS 9 Financial Instruments (Cont'd)

## 3.1.1 Key changes in accounting policies resulting from application of HKFRS 9 (Cont'd)

 $\frac{Classification \ and \ measurement \ of \ financial \ assets}{(Cont'd)}$ 

Impairment under ECL model (Cont'd)

Lifetime ECL represents the ECL that will result from all possible default events over the expected life of the relevant instrument. In contrast, 12-month ECL ("12m ECL") represents the portion of lifetime ECL that is expected to result from default events that are possible within 12 months after the reporting date. Assessment is done based on the Group's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current conditions at the reporting date as well as the forecast of future conditions.

The Group measures the loss allowance equal to 12m ECL, unless when there has been a significant increase in credit risk since initial recognition, the Group recognises lifetime ECL. The assessment of whether lifetime ECL should be recognised is based on significant increases in the likelihood or risk of a default occurring since initial recognition.

#### Significant increase in credit risk

In assessing whether the credit risk has increased significantly since initial recognition, the Group compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition. In making this assessment, the Group considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort. 簡明綜合財務報表附註(續)

截至二零一八年六月三十日止六個月

3. 主要會計政策概要(續)

- 3.1 採用香港財務報告準則第9號「金融工 具」之會計政策的影響及變動(續)
  - 3.1.1 採用香港財務報告準則第9號導 致之會計政策的主要變動(續)

金融資產的分類和計量(續)

預期信貸虧損模式項下之減值 (續)

全期預期信貸虧損指於相關工 具預期壽命內發生所有可能的 違約事件而導致的預期信貸虧 損。相反,十二個月預期信貸虧損」〕則 指預期於結算日後十二個月內可 能發生的違約事件而導致的部分 全期預期信貸虧損。預期信貸虧 損根據本集團過往信貸虧損經驗 進行評估,並根據債務人特定因 素、一般經濟狀況及於結算日對 當前狀況及未來狀況預測的評估 而作出調整。

本集團計量與十二個月預期信貸 虧損等額的虧損撥備,除非信貸 風險自初始確認以來已大幅增 加,則本集團確認全期預期信貸 虧損。評估是否應確認全期預期 信貸虧損,乃基於自初始確認起 出現違約的可能性或風險是否大 幅增加。

信貸風險大幅增加

於評估信貸風險是否自初始確認 以來已大幅增加時,本集團比較 金融工具於結算日出現違約的風 險與該金融工具於初始確認日期 出現違約的風險。作此評估時, 本集團均會考慮合理及有依據的 定量及定性資料,包括歷史經驗 及毋須花費不必要成本或精力即 可獲得的前瞻性資料。



- 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)
  - 3.1 Impacts and changes in accounting policies of application on HKFRS 9 Financial Instruments (Cont'd)

## 3.1.1 Key changes in accounting policies resulting from application of HKFRS 9 (Cont'd)

Classification and measurement of financial assets (Cont'd)

Significant increase in credit risk (Cont'd)

In particular, the following information is taken into account when assessing whether credit risk has increased significantly:

- an actual or expected significant deterioration in the financial instrument's external (if available) or internal credit rating;
- significant deterioration in external market indicators of credit risk, e.g. a significant increase in the credit spread, the credit default swap prices for the debtor;
- existing or forecast adverse changes in (1) regulatory, economic or technological environments; (2) business or financial conditions that are expected to cause a significant decrease in the debtor's ability to meet its debt obligations;
- an actual or expected significant deterioration in the operating results of the debtor; or
- financial re-organisation/restructuring entered by the debtor.

Irrespective of the outcome of the above assessment, the Group presumes that the credit risk has increased significantly since initial recognition when contractual payments are more than 30 days past due, unless the Group has reasonable and supportable information that demonstrates otherwise. 截至二零一八年六月三十日止六個月

- 3. 主要會計政策概要(續)
  - 3.1 採用香港財務報告準則第9號「金融工 具」之會計政策的影響及變動(續)
    - 3.1.1 採用香港財務報告準則第9號導 致之會計政策的主要變動(續)

金融資產的分類和計量(續)

信貸風險大幅增加(續)

尤其是,評估信貸風險是否大幅 增加時會考慮下列資料:

- 金融工具外部(如有)或內 部信貸評級的實際或預期 重大惡化;
- 信貸風險的外界市場指標 的重大惡化,例如信貸息
   差大幅增加、債務人的信
   貸違約掉期價;
- 預期將導致債務人履行其 債務責任的能力大幅下降 的(1)監管、經濟或技術環 境;(2)業務或財務狀況的 現有或預測不利變動;
- 債務人經營業績的實際或 預期重大惡化;或
- 債務人進行財務重組/重整。

不論上述評估結果,本集團認為,當合約付款逾期超過30 天,則自初始確認以來信貸風險 已顯著增加,除非本集團有合理 及有依據之資料證明。

- 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)
  - 3.1 Impacts and changes in accounting policies of application on HKFRS 9 Financial Instruments (Cont'd)
    - 3.1.1 Key changes in accounting policies resulting from application of HKFRS 9 (Cont'd)

Classification and measurement of financial assets (Cont'd)

Significant increase in credit risk (Cont'd)

Despite the aforegoing, the Group assumes that the credit risk on a debt instrument has not increased significantly since initial recognition if the debt instrument is determined to have low credit risk at the reporting date. A debt instrument is determined to have low credit risk if i) it has a low risk of default, ii) the borrower has a strong capacity to meet its contractual cash flow obligations in the near term and iii) adverse changes in economic and business conditions in the longer term may, but will not necessarily, reduce the ability of the borrower to fulfil its contractual cash flow obligations. The Group considers a debt instrument to have low credit risk when it has an internal or external credit rating of 'investment grade' as per globally understood definitions.

For loan commitments and financial guarantee contracts, the date that the Group becomes a party to the irrevocable commitment is considered to be the date of initial recognition for the purposes of assessing the financial instrument for impairment. In assessing whether there has been a significant increase in the credit risk since initial recognition of a loan commitment, the Group considers changes in the risk of a default occurring on the loan to which a loan commitment relates; for financial guarantee contracts, the Group considers the changes in the risk that the specified debtor will default on the contract.

The Group considers that default has occurred when the instrument is more than 90 days past due unless the Group has reasonable and supportable information to demonstrate that a longer lagging default criterion is more appropriate. In particular, the following qualitative indicators are taken into account in determining the risk of a default occurring:

- probable bankruptcy entered by the borrowers;
- death of the debtor; and
- there is no longer an active market of the repossessed properties.

截至二零一八年六月三十日止六個月

- 3. 主要會計政策概要(續)
  - 3.1 採用香港財務報告準則第9號「金融工 具」之會計政策的影響及變動(續)
    - 3.1.1 採用香港財務報告準則第9號導 致之會計政策的主要變動(續)

金融資產的分類和計量(續)

信貸風險大幅增加(續)

儘管如此,本集團假設倘若債務 工具於結算日確定為信貸風險 低,自初始確認後債務工具的信 貸魚約風險低,ii)借款人在近期內 違約行合約現金流量責任的能力,以及iii)經濟和商,可能現 強不一定會降低借款人履行合約現金 流量責任的能力,則債務工具的 被確定為具有低信貸風險。按 關 翻 下具得到內部或外部評級為 「投資級別」時,其信貸風險低。

就貸款承擔及財務擔保合約而 言,本集團訂立不可撤銷承諾 之日期被視為評估金融工具減值 之初始確認日期。在評估自初始 確認貸款承擔起信貸風險是否大 幅增加時,本集團考慮與貸款承 擔相關的貸款出現違約之風險變 動;就財務擔保合約而言,本集 團考慮指定債務人之違約風險變 動。

本集團認為,倘工具逾期超過 90天,則違約已經發生,惟本 集團擁有合理及有依據資料顯示 一項更滯後的違約標準更為合 適,則另作別論。具體而言,於 釐定發生違約的風險時,已考慮 以下定性指標:

- 借方可能破產;
- 債務人身故;及
- 不再有已收回物業的活躍 市場。

- 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)
  - 3.1 Impacts and changes in accounting policies of application on HKFRS 9 Financial Instruments (Cont'd)

## 3.1.1 Key changes in accounting policies resulting from application of HKFRS 9 (Cont'd)

Classification and measurement of financial assets (Cont'd)

Measurement and recognition of ECL

The measurement of ECL is a function of the probability of default, loss given default (i.e. the magnitude of the loss if there is a default) and exposure at default. The assessment of the probability of default and loss given default is based on historical data adjusted by forward-looking information.

Generally, the ECL is estimated as the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive, discounted at the effective interest rate determined at initial recognition.

For a financial guarantee contract, the Group is required to make payments only in the event of a default by the debtor in accordance with the terms of the instrument that is guaranteed. Accordingly, the expected losses is the present value of the expected payments to reimburse the holder for a credit loss that it incurs less any amounts that the Group expects to receive from the holder, the debtor or any other party.

For undrawn loan commitments, the ECL is the present value of the difference between the contractual cash flows that are due to the Group if the holder of the loan commitments draws down the loan, and the cash flows that the Group expects to receive if the loan is drawn down.

For ECL on financial guarantee contracts or on loan commitments for which the effective interest rate cannot be determined, the Group will apply a discount rate that reflects the current market assessment of the time value of money and the risks that are specific to the cash flows but only if, and to the extent that, the risks are taken into account by adjusting the discount rate instead of adjusting the cash shortfalls being discounted. 截至二零一八年六月三十日止六個月

- 3. 主要會計政策概要(續)
  - 3.1 採用香港財務報告準則第9號「金融工 具」之會計政策的影響及變動(續)
    - 3.1.1 採用香港財務報告準則第9號導 致之會計政策的主要變動(續)

金融資產的分類和計量(續)

計量及確認預期信貸虧損

計量預期信貸虧損乃違約概率、 違約損失率程度(即倘發生違 約的損失程度)及違約風險的函 數。違約概率及違約損失率程度 的評估根據經前瞻性資料調整的 歷史數據作出。

一般而言,預期信貸虧損乃根據 合約應付本集團的所有合約現金 流與本集團預期將收取的所有現 金流量間的差額估計,並按初始 確認時釐定的實際利率貼現。

就財務擔保合約而言,由於根據 擔保工具條款,本集團僅須於債 務人違約時作出付款。預計損失 為償還持有人所產生信貸損失的 預計款項之現值減本集團預計自 持有人、債務人或任何其他方收 取的任何金額。

就未提用貸款承擔而言,預期信 貸虧損為貸款承擔持有人提用貸 款時本集團應收合約現金流與倘 貸款被提用本集團預期所收取之 現金流之差額現值。

就財務擔保合約或貸款承擔之預 期信貸虧損而言,由於實際利率 無法釐定,本集團將應用反映貨 幣時間價值及現金流特有風險的 目前市場評估的貼現率,惟僅在 透過調整貼現率而非調整貼現現 金差額的方式計及風險的情況 下,方應用有關貼現率。 21



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#### for the six months ended 30th June, 2018

- 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)
  - 3.1 Impacts and changes in accounting policies of application on HKFRS 9 Financial Instruments (Cont'd)

## 3.1.1 Key changes in accounting policies resulting from application of HKFRS 9 (Cont'd)

 $\frac{Classification \ and \ measurement \ of \ financial \ assets}{(Cont'd)}$ 

Measurement and recognition of ECL (Cont'd)

Interest income is calculated based on the gross carrying amount of the financial asset unless the financial asset is credit impaired, in which case interest income is calculated based on amortised cost of the financial asset.

Except for loan commitments and financial guarantee contracts, the Group recognises an impairment gain or loss in profit or loss for all financial instruments by adjusting their carrying amounts, with the exception of trade and other receivables, loans and advances to consumer finance customers and mortgage loans where the corresponding adjustment is recognised through a loss allowance account. For loan commitments and financial guarantee contracts, the loss allowances are recognised as provisions at the higher of the amount of the loss allowance determined in accordance with HKFRS 9; and the amount initially recognised less, where appropriate, cumulative amount of income recognised on financial guarantee contracts over the guarantee period.

As at 1st January, 2018, the management of the Company reviewed and assessed the Group's existing financial assets, loan commitments and financial guarantee contracts for impairment using reasonable and supportable information that is available without undue cost or effort in accordance with the requirements of HKFRS 9. The results of the assessment and the impact thereof are detailed in note 3.1.2.

簡明綜合財務報表附註(續)

截至二零一八年六月三十日止六個月

3. 主要會計政策概要(續)

- 3.1 採用香港財務報告準則第9號「金融工 具」之會計政策的影響及變動(續)
  - 3.1.1 採用香港財務報告準則第9號導 致之會計政策的主要變動(續)

金融資產的分類和計量(續)

計量及確認預期信貸虧損(續)

利息收入乃按金融資產之賬面總 值計算,除非金融資產出現信貸 減值,在此情況下,利息收入乃 按金融資產之攤銷成本計算。

除貸款承擔及財務擔保合約外, 本集團透過調整全部金融工具之 賬面值於損益確認其減值收益或 虧損,惟貿易及其他應收款項、 私人財務客戶貸款及墊款及按揭 貸款之相關調整乃透過虧損撥備 以方用關調整乃透過虧損撥備 以方根據香港財務報告準 網備,乃根據香港財務報告準 之虧損撥備與初始擔 認金額當中較高值減(倘適用)擔 保力計算。

於二零一八年一月一日,本公司 管理層根據香港財務報告準則第 9號之規定利用在毋須投入過度 成本或努力下可取得之合理及有 依據的資料審閱及評估本集團現 有金融資產、貸款承擔及財務擔 保合約之減值情況。評估之結果 及有關影響於附註3.1.2詳述。

- 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)
  - 3.1 Impacts and changes in accounting policies of application on HKFRS 9 Financial Instruments (Cont'd)

## 3.1.1 Key changes in accounting policies resulting from application of HKFRS 9 (Cont'd)

Classification and measurement of financial assets (Cont'd)

#### Write-off

The Group directly writes off the gross carrying amount of a financial asset when the entity has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. A write-off constitutes a derecognition event. Financial assets written off that are recovered in full or in part will result in an impairment gain and is included in "Net impairment losses on financial instruments" in note 6.

For the period ended 30th June, 2018, the measurement of the expected credit loss under HKFRS 9 is included in "Net impairment losses on financial instruments" as presented in note 6. Prior period amount determined adopting the incurred loss model under HKAS 39 is not restated and presented as "Bad and doubtful debts" in note 6.

## Classification and measurement of financial liabilities

For non-substantial modifications of financial liabilities that do not result in derecognition, the carrying amount of the relevant financial liabilities is calculated at the present value of the modified contractual cash flows discounted at the financial liabilities' original effective interest rate. Transaction costs or fees incurred are adjusted to the carrying amount of the modified financial liabilities and are amortised over the remaining term. Any adjustment to the carrying amount of the financial liability is recognised in profit or loss at the date of modification. 截至二零一八年六月三十日止六個月

- 3. 主要會計政策概要(續)
  - 3.1 採用香港財務報告準則第9號「金融工 具」之會計政策的影響及變動(續)
    - 3.1.1 採用香港財務報告準則第9號導 致之會計政策的主要變動(續)

金融資產的分類和計量(續)

撇銷

於實體並無合理預期收回全部或 部分金融資產時,本集團直接撇 銷金融資產的賬面總值。撇銷構 成取消確認事件。收回全數或部 分已撇銷金融資產將產生減值收 益,並於附註6計入「金融工具 之減值虧損淨額」。

於截至二零一八年六月三十日止 期間,根據香港財務報告準則第 9號,預期信貸虧損之計量,乃 納入附註6呈列的「金融工具之 減值虧損淨額」。根據香港會計 準則第39號採納已產生虧損模 型釐定的過往期間金額,並無重 列及於附註6呈列為「呆壞賬」。

金融負債分類及計量

有關不造成取消確認的金融負債 之非重大修改,相關金融負債之 賬面值以修訂合約現金流量之現 值計算,按該金融負債之原始實 際利率貼現。產生的交易成本或 費用按經修改金融負債之賬面值 調整於餘下期間攤銷。金融負債 賬面值之任何調整於修改日期於 損益賬中確認。

#### 截至二零一八年六月三十日止六個月

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SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTD) 3.1 Impacts and changes in accounting policies of application financial Instruments (Contd) 3.1.2 Summary of effects arising from initial application of HKFR 3.1.2 Summary of effects arising from initial application of HKAS 39 initial application, 1st January, 2018. Anable the measurement of ECL under HKFRS 9 and HKAS 39 initial application, 1st January, 2018. Anable financial assets and financial assets action initial application initial application in there initial application, 1st January, 2018. Anable financial assets and financial assets action initial application initial application initial application financial assets and financial assets action initial application initial application initial application initial initial application initial ap	Non-substantial modification of financial liabilities (d)	Opening balance at 1st January, 2018
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- 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)
  - 3.1 Impacts and changes in accounting policies of application on HKFRS 9 Financial Instruments (Cont'd)

## 3.1.2 Summary of effects arising from initial application of HKFRS 9 (Cont'd)

(a) Available-for-sale ("AFS") financial assets

From AFS financial assets to financial assets at FVTOCI

The Group elected to present in OCI for the fair value changes of its equity investments previously classified as AFS financial assets, of which HK\$21.6 million related to unquoted equity investments previously measured at cost less impairment under HKAS 39. These investments are not held for trading and not expected to be sold in the foreseeable future. At the date of initial application of HKFRS 9, HK\$282.6 million were reclassified from AFS financial assets to financial assets at FVTOCI, of which HK\$21.6 million related to unquoted equity investments previously measured at cost less impairment under HKAS 39. In addition, impairment losses previously recognised of HK\$121.6 million attributable to owners of the Company were transferred from accumulated profits to investment revaluation reserve as at 1st January, 2018.

From AFS financial assets to financial assets at FVTPL

At the date of initial application of HKFRS 9, the Group's equity investments of HK\$41.4 million were reclassified from AFS financial assets to financial assets at FVTPL. The fair value gain of HK\$16.4 million attributable to owners of the Company as at 1st January, 2018 was transferred from investment revaluation reserve to accumulated profits.

截至二零一八年六月三十日止六個月

- 3. 主要會計政策概要(續)
  - 3.1 採用香港財務報告準則第9號「金融工 具」之會計政策的影響及變動(續)
    - 3.1.2 首次採用香港財務報告準則第9 號產生的影響概述(續)
      - (a) 可供出售(「可供出售」) 金 融資產

由可供出售金融資產移至 透過其他全面收益按公平 價值處理之金融資產

本集團選擇於其他全面收 益旱列其股本投資(先前分 類為可供出售金融資產)之 公平價值變動,其中21.6 百萬港元與先前根據香港 會計準則第39號按成本減 減值計量之未報價股本投 資有關。該等投資並非持 作買賣,亦不預期於可見 將來出售。於首次採用香 港財務報告準則第9號日 期,282.6百萬港元由可供 出售金融資產重新分類至 透過其他全面收益按公平 價值處理之金融資產,當 中21.6百萬港元與先前根 據香港會計準則第39號按 成本減減值計量之未報價 股本投資有關。此外,於 二零一八年一月一日,先 前確認之本公司股東應佔 121.6百萬港元減值虧損已 由累計溢利轉移至投資重 估儲備。

由可供出售金融資產移至 透過損益賬按公平價值處 理之金融資產



- 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)
  - 3.1 Impacts and changes in accounting policies of application on HKFRS 9 Financial Instruments (Cont'd)

## 3.1.2 Summary of effects arising from initial application of HKFRS 9 (Cont'd)

(b) Financial assets at FVTPL and/or designated at FVTPL

At the date of initial application, the Group no longer applied designation as measured at FVTPL for the convertible notes and the portfolio of financial assets which is managed and its performance is evaluated on a fair value basis, as these financial assets are required to be measured at FVTPL under HKFRS 9. As a result, the fair value of these investments of HK\$5,436.3 million were reclassified from financial assets designated at FVTPL to financial assets at FVTPL. There was no impact on the amounts recognised in relation to other financial assets at FVTPL from the application of HKFRS 9.

(c) Impairment under ECL model

Loss allowances for other financial assets at amortised cost comprising mainly of amounts due from associates, amounts due from joint ventures, loans and advances to consumer finance customers, mortgage loans, trade and other receivables, amounts due from brokers, short-term pledged bank deposits and bank balances, bank deposits and cash and cash equivalents, are measured on 12m ECL basis and there had been no significant increase in credit risk since initial recognition, except for certain loans and advances to consumer finance customers, mortgage loans and term loans which are measured on lifetime ECL basis as for those credit risk had increased significantly since initial recognition. For undrawn loan commitments, an ECL of HK\$27.8 million which is included in provisions has been recognised.

截至二零一八年六月三十日止六個月

- 3. 主要會計政策概要(續)
  - 3.1 採用香港財務報告準則第9號「金融工 具」之會計政策的影響及變動(續)
    - 3.1.2 首次採用香港財務報告準則第9 號產生的影響概述(續)
      - (b) 透過損益賬按公平價值處 理及/或指定為透過損益 賬按公平價值處理之金融 資產
        - 於首次採用日期,本集團 不再就可换股票據指定為 透過損益賬按公平價值處 理,所管理的金融資產 組合表現基於公平價值評 估,而該等金融資產須根 據香港財務報告準則第9號 透過損益賬按公平價值處 理。因此, 5,436.3百萬港 元之該等投資由指定為透 過損益賬按公平價值處理 之金融資產重新分類至透 過損益賬按公平價值處理 之金融資產。採用香港財 務報告準則第9號對就透過 損益賬按公平價值處理之 其他金融資產所確認的相 關金額概無影響。
      - (c) 預期信貸虧損模型項下之 減值

按攤銷成本列賬之其他金 融資產虧損撥備主要包括 聯營公司欠款、合營公司 欠款、私人財務客戶貸款 及墊款、按揭貸款、貿易 及其他應收款項、經紀欠 款、短期抵押銀行存款及 银行結餘、銀行存款以及 現金及現金等價物乃按12 個月之預期信貸虧損基準 計量,而首次確認後信貸 風險概無顯著增加,惟按 全期預期信貸虧損計量之 若干私人財務客戶貸款及 墊款、按揭貸款及有期貸 款除外,原因是該等信貸 風險自首次確認後已大幅 上升。就未提用貸款承擔 而言,計入準備之預期信 貸虧損27.8百萬港元已予 確認。

ALLIED PROPERTIES (H.K.) LIMITED 聯合地產(香港)有限公司

- 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)
  - 3.1 Impacts and changes in accounting policies of application on HKFRS 9 Financial Instruments (Cont'd)

## 3.1.2 Summary of effects arising from initial application of HKFRS 9 (Cont'd)

(c) Impairment under ECL model (Cont'd)

As at 1st January, 2018, the additional credit loss allowance of HK\$106.6 million and deferred tax assets of HK\$28.2 million have been recognised against accumulated profits of HK\$25.4 million and non-controlling interests of HK\$53.0 million. The additional loss allowance is charged against the respective asset.

All loss allowances for financial assets including loans and advances to consumer finance customers, loan commitments, mortgage loans, term loans and payments on behalf of customers as at 31st December, 2017 reconcile to the opening loss allowance as at 1st January, 2018 is as follows: 截至二零一八年六月三十日止六個月

- 3. 主要會計政策概要(續)
  - 3.1 採用香港財務報告準則第9號「金融工 具」之會計政策的影響及變動(續)
    - 3.1.2 首次採用香港財務報告準則第9 號產生的影響概述(續)
      - (c) 預期信貸虧損模型項下之 減值(續)

於二零一八年一月一日, 額外信貸虧損撥備106.6 百萬港元及遞延税項資 產28.2百萬港元已對照累 計溢利25.4百萬港元及非 控股權益53.0百萬港元確 認。額外虧損撥備對照相 應資產扣除。

金融資產的全部虧損撥備 包括於二零一七年十二月 三十一日之私人財務客戶 貸款及墊款、貸款承擔、 按揭貸款、有期貸款及代 客戶付款與於二零一八年 一月一日之期初虧損撥備 之對賬如下:

		Loans and advances to consumer finance customers 私人財務客戶 貸款及墊款 HK\$ Million 百萬港元	Loan commitments 貨款承擔 HK\$ Million 百萬港元	Mortgage Ioans 按揭貸款 HK\$ Million 百萬港元	Term loans 有期貸款 HK\$ Million 百萬港元	Payments on behalf of customers 代客戶付款 HK\$ Million 百萬港元	Total 總計 HK\$ Million 百萬港元
At 31st December, 2017 – HKAS 39	於二零一七年十二月三十一日 一香港會計準則第39號	663.3	-	5.0	86.6	6.6	761.5
Amounts remeasured through opening accumulated profits	透過期初累計溢利重新 計量之金額	77.5	27.8	0.2	1.1	-	106.6
Amounts written off (Note)	撤銷數額(註解)	(122.7)				(6.3)	(129.0)
At 1st January, 2018	於二零一八年一月一日	618.1	27.8	5.2	87.7	0.3	739.1

Note: Amounts written off resulted from the refinement

of the write-off policy on the initial application of HKFRS 9.

註解:撇銷數額產生自首次採用香 港財務報告準則第9號時撇 銷政策之改進。



- 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)
  - 3.1 Impacts and changes in accounting policies of application on HKFRS 9 Financial Instruments (Cont'd)

## 3.1.2 Summary of effects arising from initial application of HKFRS 9 (Cont'd)

(d) Financial liabilities with non-substantial modification

Under HKAS 39, the Group revised the effective interest rates for non-substantial modification with no gain or loss being recognised in profit or loss. At the date of initial application, the carrying amounts of financial liabilities previously modified were adjusted downward by HK\$10.9 million to reflect the change in accounting policies as stated in note 3.1.1, with corresponding adjustments credited to the accumulated profits and non-controlling interests as at 1st January, 2018 of HK\$6.0 million and HK\$4.9 million respectively.

(e) Interests in associates

The Group's share of adjustment arising from initial application of HKFRS 9 by an associate led to a debit to investment revaluation reserve as at 1st January, 2018 by HK\$37.9 million with a corresponding credit to accumulated profits as at 1st January, 2018 by HK\$37.9 million.

In addition, the net effects arising from the initial application of HKFRS 9 resulted in a decrease in the carrying amounts of interests in associates of HK\$5.4 million with corresponding adjustments debited to accumulated profits and non-controlling interests as at 1st January, 2018 by HK\$3.1 million and HK\$2.3 million respectively. 截至二零一八年六月三十日止六個月

- 3. 主要會計政策概要(續)
  - 3.1 採用香港財務報告準則第9號「金融工 具」之會計政策的影響及變動(續)
    - 3.1.2 首次採用香港財務報告準則第9 號產生的影響概述(續)
      - (d) 非重大修改之金融負債

根據香港會計準則第39 號,本集團就非重大修改 修訂實際利率,概無於 損益確認收益或虧損。於 首次採用時期,先前經修 改的金融負債賬面值下附 註3.1.1所述的會計政策變 動,相應調整6.0百萬港元 及4.9百萬港元分別計入於 二零一八年一月一日之累 計溢利及非控股權益。

(e) 於聯營公司之權益

本集團應佔一間聯營公司 首次採用香港財務報告準 則第9號產生之調整,導致 扣自於二零一八年一月一 日之投資重估儲備37.9百 萬港元,相應計入於二零 一八年一月一日之累計溢 利37.9百萬港元。

此外,首次採用香港財務 報告準則第9號產生的淨效 應導致於聯營公司之權益 賬面值減少5.4百萬港元, 相應調整3.1百萬港元及2.3 百萬港元分別扣自於二零 一八年一月一日之累計溢 利及非控股權益。

## 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

# 3.2 Impacts on opening condensed consolidated statement of financial position arising from the application of all new standards

As a result of the changes in the entity's accounting policies above, the opening unaudited condensed consolidated statement of financial position had to be restated. The following table shows the adjustments recognised for each individual line item. 截至二零一八年六月三十日止六個月

- 3. 主要會計政策概要(續)
  - 3.2 採用全部新訂準則對期初簡明綜合財 務狀況表之影響

由於上述實體會計政策之變動,期初 未經審核簡明綜合財務狀況表須予以 重列。下表展示各列項目所作出之調 整。

		At 31st December, 2017 Audited 於二零一七年 十二月三十一日 經審核 HK\$ Million 百萬港元	Reclassification 重新分類 HK\$ Million 百萬港元	Remeasurement/ Impairment allowances 重新計量/ 減值撥備 HK\$ Million 百萬港元	At 1st January, 2018 Restated 於二零一八年 一月一日 經重列 HK\$ Million 百萬港元
Non-current assets	非流動資產				
Investment properties	投資物業	9,537.1	-	-	9,537.1
Property, plant and equipment	物業、廠房及設備	1,084.9	-	-	1,084.9
Prepaid land lease payments	預繳地價	4.4	-	-	4.4
Goodwill	商譽	2,498.7	-	-	2,498.7
Intangible assets	無形資產	887.5	-	-	887.5
Interests in associates	於聯營公司之權益	13,288.0	-	(5.4)	13,282.6
Interests in joint ventures	於合營公司之權益	3,163.7	-	-	3,163.7
Available-for-sale financial assets	可供出售金融資產	324.0	(324.0)	-	-
Financial assets at fair value through other comprehensive income	透過其他全面收益按公平價值處理之 金融資產		282.6		282.6
Amounts due from associates	並融員座 聯營公司欠款	275.2	202.0	_	202.0
Loans and advances to consumer finance	一年後到期之私人財務客戶貸款及	27 5.2	_	_	27 J.2
customers due after one year	型款	2,322.8	_	90.0	2,412.8
Mortgage loans	按揭貸款	1,243.1	-	1.5	1,244.6
Deferred tax assets	遞延税項資產	649.6	-	28.2	677.8
Financial assets at fair value through	透過損益賬按公平價值處理之				
profit or loss	金融資產	5,033.7	41.4	-	5,075.1
Trade and other receivables	貿易及其他應收款項	505.8			505.8
		40,818.5		114.3	40,932.8
<b>Current assets</b> Other inventories Financial assets at fair value through	<b>流動資產</b> 其他存貨 透過損益賬按公平價值處理之	0.2	-	_	0.2
profit or loss	金融資產	6,199.1	-	-	6,199.1
Prepaid land lease payments Loans and advances to consumer finance	預繳地價 一年由到期之利 / 財政安丘岱封乃	0.1	-	-	0.1
customers due within one year	一年內到期之私人財務客戶貸款及 墊款	6,840.8	-	(167.5)	6,673.3
Mortgage loans	按揭貸款	877.3	-	(1.7)	875.6
Trade and other receivables	貿易及其他應收款項	3,162.6	-	(1.1)	3,161.5
Amounts due from brokers	經紀欠款	725.9	-	-	725.9
Amounts due from associates	聯營公司欠款	228.1	-	-	228.1
Amounts due from joint ventures	合營公司欠款	9.1	-	-	9.1
Tax recoverable	可收回税項 短期組織無期支持	5.9 1.2	-	-	5.9 1.2
Short-term pledged bank deposit Bank deposits	短期銀行抵押存款 銀行存款	1.2 787.7	-	-	787.7
Cash and cash equivalents	現金及現金等價物	2,409.7	-	-	2,409.7
		21,247.7		(170.3)	21,077.4



## 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

3.2 Impacts on opening condensed consolidated statement of financial position arising from the application of all new standards (Cont'd)

截至二零一八年六月三十日止六個月

3. 主要會計政策概要(續)

3.2 採用全部新訂準則對期初簡明綜合財務狀況表之影響(續)

		At 31st December, 2017 Audited 於二零一七年 十二月三十一日 經審核 HK\$ Million 百萬港元	Reclassification 重新分類 HK\$ Million 百萬港元	Remeasurement/ Impairment allowances 重新計量/ 減值撥備 HK\$ Million 百萬港元	At 1st January, 2018 Restated 於二零一八年 一月一日 經重列 HK\$ Million 百萬港元
Current liabilities Trade and other payables	<b>流動負債</b> 貿易及其他應付款項	425.5	-	_	425.5
Financial liabilities for repurchase agreements Financial liabilities at fair value through	回購協議下之金融負債 透過損益賬按公平價值處理之	1,071.0	-	-	1,071.0
profit or loss	金融負債	161.1	-	-	161.1
Amount due to a holding company	欠一間控股公司款項	14.9	-	-	14.9
Amounts due to associates	欠聯營公司款項	7.4	-	-	7.4
Amounts due to joint ventures Tax payable	欠合營公司款項 應付税項	0.1 156.6	-	-	0.1 156.6
Bank and other borrowings due	一年內到期之銀行及	130.0	-	_	150.0
within one year	其他借貸	2,784.9	-	-	2,784.9
Notes payable	應付票據	1,077.0	-	-	1,077.0
Provisions	撥備	70.7		27.8	98.5
		5,769.2		27.8	5,797.0
Net current assets	流動資產淨值	15,478.5		(198.1)	15,280.4
Total assets less current liabilities	總資產減流動負債	56,297.0		(83.8)	56,213.2
<b>Capital and reserves</b> Share capital Reserves	<b>股本及儲備</b> 股本 儲備	4,250.6 30,768.6		(22.5)	4,250.6 30,746.1
Equity attributable to owners of the Company	本公司股東應佔 權益	35,019.2		(22.5)	34,996.7
Shares held for employee ownership scheme	為僱員股份擁有計劃持有股份	(7.6)	-	_	(7.6)
Employee share-based compensation reserve	以股份支付之僱員酬金儲備	5.1	-	-	5.1
Share of net assets of subsidiaries	應佔附屬公司淨資產	12,277.6		(50.4)	12,227.2
Non-controlling interests	非控股權益	12,275.1		(50.4)	12,224.7
Total equity	權益總額	47,294.3		(72.9)	47,221.4
Non-current liabilities Bank and other borrowings due after one year Notes payable Deferred tax liabilities Provisions	<b>非流動負債</b> 一年後到期之銀行及其他借貸 應付票據 遞延税項負債 撥備	1,740.4 6,930.4 328.6 3.3	- - - -	(10.9)	1,740.4 6,919.5 328.6 3.3
		9,002.7		(10.9)	8,991.8
		56,297.0		(83.8)	56,213.2

#### 4. SEGMENTAL INFORMATION

Analysis of the Group's revenue and results by reportable and operating segments is as follows:

截至二零一八年六月三十日止六個月

#### 4. 分部資料

本集團按可報告及經營分部劃分之收入及 業績分析如下:

#### Six months ended 30th June, 2018 截至二零一八年六月三十日止六個月

			観主―苓一八千八月二十日止八個月			
		Investment and finance 投資及金融 HK\$ Million 百萬港元	Consumer finance 私人財務 HK\$ Million 百萬港元	Property rental, hotel operations and management services 物業租賃、 酒店業務及 管理服務 HK\$ Million 百萬港元	Others 其他 HK\$ Million 百萬港元	Total 總額 HK\$ Million 百萬港元
Segment revenue	分部收入	336.9	1,737.7	259.7	44.1	2,378.4
Less: inter-segment revenue	減:分部間之收入	(2.0)		(7.3)		(9.3)
Segment revenue from external customers	來自外部客戶之分部收入	334.9	1,737.7	252.4	44.1	2,369.1
Segment results Reversal of impairment loss on interests in associates	分部業績 撥回於聯營公司之 權益之減值虧損	903.6	609.2	615.6	3.3	2,131.7 89.0
Finance costs	融資成本					(214.1)
Share of results of associates	應佔聯營公司業績					391.5
Share of results of joint ventures	應佔合營公司業績	3.1	-	275.2	-	278.3
Profit before taxation	除税前溢利					2,676.4
Taxation	税項					(124.7)
Profit for the period	本期間溢利					2,551.7



#### 4. SEGMENTAL INFORMATION (CONT'D)

截至二零一八年六月三十日止六個月

#### 4. 分部資料(續)

		Six months ended 30th June, 2017 截至二零一七年六月三十日止六個月				
		Investment and finance 投資及金融 HK\$ Million 百萬港元	Consumer finance 私人財務 HK\$ Million 百萬港元	Property rental, hotel operations and management services 物業租賃、 酒店業務及 管理服務 HK\$ Million 百萬港元	Others 其他 HK\$ Million 百萬港元	Total 總額 HK\$ Million 百萬港元
Segment revenue Less: inter-segment revenue	分部收入 減:分部間之收入	324.7 (2.5)	1,474.7	229.1 (5.7)	39.6	2,068.1 (8.2)
Segment revenue from external customers	來自外部客戶之分部收入	322.2	1,474.7	223.4	39.6	2,059.9
Segment results Reversal of impairment loss on interest in an associate	分部業績 撥回於一間聯營公司之 權益之減值虧損	802.6	623.2	541.0	1.4	1,968.2 4.8
Impairment loss on interest in an associate Finance costs Share of results of associates Share of results of joint ventures	於一間聯營公司之 權益之減值虧損 融資成本 應佔聯營公司業績 應佔合營公司業績	(19.2)	_	487.9	_	(118.7) (170.7) 894.5 468.7
Profit before taxation Taxation	除税前溢利 税項	. ,				3,046.8 (137.1)
Profit for the period	本期間溢利					2,909.7

Inter-segment transactions have been entered into on terms agreed by the parties concerned.

分部間之交易乃按有關訂約各方所議定之 條款訂立。



#### 4. SEGMENTAL INFORMATION (CONT'D)

截至二零一八年六月三十日止六個月

#### 4. 分部資料(續)

The geographical information of revenue is disclosed as follows:

收入之地域資料披露如下	:
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		Six months ended 30th June 截至六月三十日止六個月		
		2018 二零一八年	2017 二零一七年	
		HK\$ Million	HK\$ Million	
		百萬港元	百萬港元	
Revenue from external customers	按營運地點劃分的外部客戶			
by location of operations	所得收入			
Hong Kong	香港	1,727.0	1,619.0	
Mainland China	中國內地	637.6	435.4	
Others	其他	4.5	5.5	
		2,369.1	2,059.9	

#### 5. CHANGES IN VALUES OF PROPERTIES

#### 5. 物業價值變動

		Six months ended 30th June, 截至六月三十日止六個月	
		2018 二零一八年	2017 二零一七年
		HK\$ Million 百萬港元	HK\$ Million 百萬港元
Changes in values of properties comprise:	物業價值變動包括:		
Net increase in fair value of investment properties Impairment loss (recognised)	投資物業之公平價值 增加淨額 (確認)撥回酒店物業之	647.2	450.8
reversed for hotel property	減值虧損	(1.0)	2.5
		646.2	453.3

NET IMPAIRMENT LOSSES ON FINANCIAL

**INSTRUMENTS/BAD AND DOUBTFUL DEBTS** 

截至二零一八年六月三十日止六個月

#### 6. 金融工具之減值虧損淨額/呆壞賬

		Six months end 截至六月三十 2018 二零一八年 HK\$ Million	日止六個月 2017 二零一七年 HK\$ Million
		百萬港元	百萬港元
Loans and advances to consumer finance customers Net impairment losses Bad and doubtful debts	私人財務客戶貸款 及墊款 減值虧損淨額 呆壞賬	(448.6)	(185.4)
		(448.6)	(185.4)
Mortgage loans Net impairment gains Bad and doubtful debts	按揭貸款 減值收益淨額 呆壞賬	2.1	(0.4)
		2.1	(0.4)
Trade and other receivables Net impairment gains Bad and doubtful debts	貿易及其他應收款項 減值收益淨額 呆壞賬	3.5	(11.9)
		3.5	(11.9)
		(443.0)	(197.7)

The Group has applied the impairment measurement requirement in accordance with HKFRS 9 without restating comparative information which was prepared under HKAS 39 as detailed in note 3.1.1. Included in the net impairment gains (losses) are recoveries of amounts previously written off of HK\$98.2 million for the period ended 30th June, 2018. For prior period, the amounts of HK\$75.2 million were included in bad and doubtful debts.

本集團已根據香港財務報告準則第9號, 採用減值計量規定,惟並無重列比較資 料,有關資料乃根據香港會計準則第39號 編製,詳情載於附註3.1.1。減值收益(虧 損)淨額包括截至二零一八年六月三十日 止期間收回先前撇賬額98.2百萬港元。就 過往期間而言,賬款75.2百萬港元則計入 呆壞賬。

#### 7. FINANCE COSTS

#### 7. 融資成本

		Six months ended 30th June, 截至六月三十日止六個月		
		2018 二零一八年 HK\$ Million 百萬港元	2017 二零一七年 HK\$ Million 百萬港元	
Total finance costs included in:	計入下列項目內之 融資成本總額:			
Cost of sales and other direct costs Finance costs	銷售成本及其他直接成本 融資成本	81.3 214.1	83.3 170.7	
		295.4	254.0	



6.
8.

截至二零一八年六月三十日止六個月

PROFIT BEFORE TAXATION		益利	
		Six months end 截至六月三十	
		2018 二零一八年 HK\$ Million 百萬港元	2017 二零一七年 HK\$ Million 百萬港元
Profit before taxation has been arrived at after charging:	除税前溢利 已扣除:		
Amortisation of intangible assets Amortisation of prepaid land lease	無形資產攤銷 預繳地價	1.0	0.9
payments	攤銷	0.1	0.1
Depreciation	折舊	38.7	41.3
<ul> <li>Impairment loss on interest in an associate (included in other operating expenses)</li> <li>Loss on disposal of a joint venture (included in other operating expenses)</li> <li>Net loss on disposal/write-off of</li> </ul>	於一間聯營公司之權益之 減值虧損(計入其他 經營費用) 出售一間合營公司之 虧損(計入其他經營 費用) 出售/撤銷物業、廠房及	- 0.4	- 118.7
property, plant and equipment	設備之虧損淨額	0.4	0.7
and after crediting:	並已計入:		
Dividend income from listed equity securities Dividend income from unlisted	上市股本證券 股息收入 非上市股本證券	2.4	6.6
equity securities	股息收入	2.3	_
Net realised gain on disposal of an associate (included in other income) Reversal of impairment loss on	出售一間聯營公司之已變現 收益淨額(計入其他收入) 撥回於聯營公司之權益之	36.8	-
interests in associates (included in other income) *	減值虧損(計入 其他收入)*	89.0	4.8

Sun Hung Kai & Co. Limited ("SHK") disposed of 70% interest in its wholly-owned subsidiary Sun Hung Kai Financial Group Limited ("SHKFGL") in June 2015 and classified the remaining 30% equity interest as an associate. The recoverable amount was measured at fair value less cost of disposal of SHKFGL. The fair value was measured by discounted cash flow approach at the reporting date using a discount rate of 16.6%. As part of the disposal, the Group was awarded a put right on the 30% equity interest of SHKFGL. This put right recorded a valuation loss during the period of HK\$15.0 million classified under net gain on financial assets and liabilities at FVTPL. It led to a reversal of impairment loss of HK\$82.4 million (2017: Nil) included in the amount of reversal of impairment loss on interests in associates for the period ended 30th June, 2018.

於二零一五年六月,新鴻基有限公司(「新鴻 基」)出售其全資附屬公司新鴻基金融集團有限 公司(「新鴻基金融集團」)之70%權益,並將餘 下30%股權分類作一間聯營公司處理。可收回 金額以新鴻基金融集團的公平價值減出售成本 計量。結算日公平價值以貼現率16.6%的折現 現金流方法所計量。作為出售事項的一部分, 本集團獲授予新鴻基金融集團的30%股權的認 沽權。該認沽權於本期間錄得估值虧損15.0百 萬港元,歸類於透過損益賬按公平價值處理之 金融資產及負債收益淨額。其於截至二零一八 年六月三十日止期間導致撥回減值虧損82.4百 萬港元(二零一七年:無),計入撥回於聯營公 司之權益之減值虧損金額。

截至二零一八年六月三十日止六個月

9.	TAXATION
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TAXATION	9. 税項		
		Six months end 截至六月三十	
		2018 二零一八年 HK\$ Million	2017 二零一七年 HK\$ Million
		百萬港元	百萬港元
The income tax charged (credited) comprises:	所得税支出(抵免) 包括:		
Current tax Hong Kong People's Republic of China ("PRC")	本期税項 香港 中華人民共和國(「中國」)及	99.6	91.5
and other jurisdictions	中華八氏共和國(1中國)]及 其他司法地區	73.6	14.7
		173.2	106.2
Deferred tax	遞延税項	(48.5)	30.9
		124.7	137.1

Hong Kong Profits Tax is calculated at the rate of 16.5% of the estimated assessable profits for both reporting periods.

PRC subsidiaries are subject to PRC Enterprise Income Tax at 25% (2017: 25%).

Taxation arising in other jurisdictions is calculated on the estimated assessable profits for the period at the rates of taxation prevailing in the countries in the relevant jurisdictions.

Deferred tax recognised in other comprehensive income was immaterial in both periods presented.

香港利得税於兩個報告期內均按估計應課 税溢利之税率16.5%計算。

於中國之附屬公司須付25%(二零一七 年:25%)中國企業所得税。

來自其他司法地區之税項按期內估計應課 税溢利以有關司法地區內各國之現行税率 計算。

兩個呈列期內,於其他全面收益中確認之 遞延税項並不重大。



# **10. EARNINGS PER SHARE**

The calculation of basic and diluted earnings per share attributable to owners of the Company is based on the following data:

截至二零一八年六月三十日止六個月

#### 10. 每股盈利

本公司股東應佔每股基本及攤薄盈利乃根 據以下數據計算:

		Six months ended 30th June, 截至六月三十日止六個月		
		2018 二零一八年		
		HK\$ Million 百萬港元	HK\$ Million 百萬港元	
Earnings Earnings for the purpose of basic earnings per share (profit attributable to owners of the Company) Adjustments to profit in respect of impact of contingently issuable shares under the employee ownership	<u>盈利</u> 就計算每股基本盈利之 盈利(本公司 股東應佔溢利) 就一間附屬公司之僱員 股份擁有計劃而可能發行 股份之影響對溢利	1,885.2	2,359.6	
scheme of a subsidiary	作出調整	(0.3)	(0.1)	
Earnings for the purpose of diluted earnings per share	就計算每股攤薄 盈利之盈利	1,884.9	2,359.5	
Number of shares	股份數目	Million shares 百萬股	Million shares 百萬股	
Weighted average number of shares in issue for the purpose of basic and diluted earnings per share	就計算每股基本及攤薄 盈利之已發行股份 加權平均數	6,812.2	6,812.2	

# 11. DIVIDEND

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The Board does not recommend the declaration of an interim dividend for the six months ended 30th June, 2018 (2017: Nil).

截至二零一八年六月三十日止六個月

#### 11. 股息

董事會不建議宣派截至二零一八年六月 三十日止六個月之中期股息(二零一七 年:無)。

			Six months ended 30th June, 截至六月三十日止六個月		
		2018 二零一八年 HK\$ Million 百萬港元	2017 二零一七年 HK\$ Million 百萬港元		
Dividends recognised as distribution during the period: 2017 interim dividend (in lieu of a final dividend) of HK8 cents per share (2017: 2016 interim dividend (in lieu of a final dividend) of	期內確認 分派之股息: 二零一七年中期股息(代替 末期股息)每股8港仙 (二零一七年:二零一六年 中期股息(代替末期股息)				
HK8 cents per share)	每股8港仙)	545.0	545.0		

#### **12. INVESTMENT PROPERTIES**

12. 投資物業

		Hong Kong 香港 HK\$ Million 百萬港元	PRC 中國 HK\$ Million 百萬港元	USA 美國 HK\$ Million 百萬港元	UK 英國 HK\$ Million 百萬港元	Total 總計 HK\$ Million 百萬港元
Fair value	公平價值					
At 1st January, 2017	於二零一七年一月一日	7,963.3	49.5	265.9	-	8,278.7
Exchange adjustments	匯兑調整	-	3.7	2.0	18.3	24.0
Transferred from properties held for sale	轉撥自待出售物業	44.1	_	-	_	44.1
Additions	增加	1.8	_	_	205.4	207.2
Increase (decrease) in fair value	於損益確認之公平價值					
recognised in profit or loss	增加(減少)	996.1	1.4		(14.4)	983.1
At 31st December,	於二零一七年					
2017	十二月三十一日	9,005.3	54.6	267.9	209.3	9,537.1
Exchange adjustments	匯兑調整	-	(1.1)	1.2	(4.1)	(4.0)
Additions	增加	0.3	-	-	-	0.3
Increase (decrease) in fair value	於損益確認之公平價值					
recognised in profit or loss	增加(減少)	652.9		(0.3)	(5.4)	647.2
At 30th June, 2018	於二零一八年六月三十日	9,658.5	53.5	268.8	199.8	10,180.6



#### 12. INVESTMENT PROPERTIES (CONT'D)

The fair values of the Group's investment properties on the dates of transfer, acquisition and at the reporting dates have been arrived at on the basis of a valuation carried out at these dates by Norton Appraisals Holdings Limited, Whitney & Associates and Savills (UK) Limited, firms of independent and qualified professional valuers not connected with the Group.

For properties located in Hong Kong, PRC and the United Kingdom ("UK"), the fair value was determined based on the investment approach, where the market rentals of all lettable units of the properties are assessed and discounted at the market yield expected by investors for this type of properties. The market rentals are assessed by taking into account the current passing rents and the reversionary income potential of tenancies. For the properties which are currently vacant, the valuation was based on capitalisation of the hypothetical and reasonable market rents with a typical lease term or direct comparison approach. The discount rate is determined by reference to the yields derived from analysing the sales transactions of similar properties in Hong Kong, PRC and UK, and adjusted to take into account the market expectation from property investors to reflect factors specific to the Group's investment properties.

For property located in the United States of America ("USA"), the fair value was determined based on the sales comparison approach – land analysis, where the market sales of the observable transactions in neighbourhood areas are assessed and adjusted to take into account the location, size, condition and physical characteristic of this investment property.

There has been no change from the valuation technique used in the prior periods. In estimating the fair value of the properties, the highest and best use of the properties is their current use. 截至二零一八年六月三十日止六個月

#### 12. 投資物業(續)

本集團投資物業於轉讓、收購日期及於結 算日之公平價值已根據Norton Appraisals Holdings Limited、Whitney & Associates 及Savills (UK) Limited於該等日期進行之 估值釐定,該等公司均為與本集團概無關 連的獨立合資格專業估值師。

就位於香港、中國及英國(「英國」)的物業 而言,公平價值乃根據投資法釐定,據 此,物業的全部可出租單位的市值租金乃 作評估,並按投資者預期此類物業之市值 回報貼現。評估市值租金時,已考慮到現 有租金及租約調整收入潛力。就目前空置 之物業而言,估值乃根據假設及合理市值 租金之市值,連同典型租期,或採用直接 比較法作出。貼現率乃參考香港、中國及 英國類似物業之銷售交易之分析之結果釐 定,並已作調整,以計入物業投資者之市 場預則,反映本集團投資物業特有之因 素。

就位於美利堅合眾國(「美國」)之物業而 言,公平價值乃根據銷售比較法一土地分 析釐定,據此,鄰近地區市場上出售之可 觀察交易乃作評估並考慮該投資物業的位 置、規模、條件及物理特性作出調整。

過往期間採用的估值方法並無變動。在估 計物業公平價值時,物業的最大及最佳用 途為其當前用途。

# **13. FINANCIAL ASSETS AND LIABILITIES**

The following tables provide analyses of financial assets and liabilities of the Group that are measured at cost less impairment and at fair value subsequent to initial recognition. 截至二零一八年六月三十日止六個月

#### 13. 金融資產及負債

本集團之金融資產及負債按成本扣除減值 計量及於首次確認後按公平價值計量,其 分析載於下表。

		At 30th June, 2018 於二零一八年六月三十日			
			Fair value 公平價值		
		Level 1 第一級 HK\$ Million 百萬港元	Level 2 第二級 HK\$ Million 百萬港元	Level 3 第三級 HK\$ Million 百萬港元	Total 總計 HK\$ Million 百萬港元
Financial assets at fair value through other comprehensive income Equity securities listed in Hong Kong Equity securities listed outside Hong Kong Unlisted overseas equity securities	透過其他全面收益按公平價值 處理之金融資產 香港上市之股本證券 香港以外地區上市之股本證券 非上市海外股本證券	43.7 179.6	-	21.6	43.7 179.6 21.6
Analysed for reporting purposes as non-current assets	為呈報目的分析為 非流動資產	223.3		21.6	244.9
Financial assets at fair value through profit or loss	透過損益賬按公平價值 處理之金融資產				
Equity securities listed in Hong Kong Equity securities listed outside Hong Kong Forward currency contract Options and futures listed in Hong Kong	香港上市之股本證券 香港以外地區上市之股本證券 遠期貨幣合約 香港上市之期權及期貨	186.8 1,416.5 - -	- 19.0 19.7	- - -	186.8 1,416.5 19.0 19.7
Options and futures listed outside Hong Kong	香港以外地區上市之 期權及期貨	-	7.9	-	7.9
Unlisted put right for shares in an associate Unlisted call option for club memberships Unlisted call option for shares listed outside	非上市之一間聯營公司 股份認沽權 非上市之會所會籍認購期權 香港以外地區上市股份之	- -	- -	1,038.0 12.1	1,038.0 12.1
Unlisted call option for shares listed outside Hong Kong Contracts for difference Unlisted bonds issued by listed companies	非上市認購期權 差價合約 上市公司發行之非上市債券	- - -	- 9.8 183.9	5.6 _ _	5.6 9.8 183.9
Unlisted bonds issued by unlisted companies Listed bonds and notes issued by listed companies	非上市公司發行之非上市債券 上市公司發行之 上市債券及票據	-	1,170.5 1,421.2	-	1,170.5 1,421.2
Unlisted convertible preferred and ordinary shares issued by an unlisted company	一間非上市公司發行之非上市可換股優先股及普通股	-		- 117.7	117.7
Unlisted preferred shares issued by an unlisted company	一間非上市公司發行之 非上市優先股 開北 上市公司發行之	-	-	21.1	21.1
Unlisted redeemable preferred shares issued by an unlisted company Unlisted shares issued by	一間非上市公司發行之 非上市可贖回優先股 一間非上市公司發行之	-	61.6	-	61.6
an unlisted company Unlisted convertible bonds issued by	非上市股份 一間非上市公司發行之	-	-	38.0	38.0
an unlisted company Unlisted overseas equity securities with	非上市可换股債券 含股份認沽權之非上市	-	-	21.0	21.0
a put right for shares ´ Unlisted overseas investment funds Unlisted trust issued by	海外股本證券 非上市海外投資基金 一間非上市公司發行之	-	231.7	814.6 5,364.8	814.6 5,596.5
an unlisted company	非上市信託		29.5		29.5
	<u>жана<i>Шесц</i>) к</u> и	1,603.3	3,154.8	7,432.9	12,191.0
Analysed for reporting purposes as: Non-current assets Current assets	為呈報目的所作之分析: 非流動資產 流動資產				6,250.2 5,940.8
					12,191.0





#### 13.

截至二零一八年六月三十日止六個月

FINANCIAL ASSETS AND LIABILITIES (CONT'D)		13. 金融資產及負債(續)			
			At 30th Ju 於二零一八年		
			Fair value 公平價值		
		Level 1 第一級 HK\$ Million 百萬港元	Level 2 第二級 HK\$ Million 百萬港元	Level 3 第三級 HK\$ Million 百萬港元	Total 總計 HK\$ Million 百萬港元
Financial liabilities at fair value	透過損益賬按公平價值處理之				
through profit or loss	金融負債				
Held for trading	持作交易用途		2.6		
Futures and options listed in Hong Kong	香港上市之期貨及期權	-	2.6	-	2.0
Futures and options unlisted in Hong Kong	香港非上市之期貨及期權	-	20.8	-	20.
Futures and options listed outside Hong Kong Futures and options unlisted outside	香港以外地區上市之期貨及期權 香港以外地區非上市之	-	0.3	-	0.3
Hong Kong	期貨及期權	-	5.6	-	5.0
Over the counter equity derivatives Short position in equity securities under	場外股本衍生工具 股票借貸協議下股本	-	-	12.4	12.4
stock borrowing arrangement	證券之淡倉	_	130.6	-	130.
Contracts for difference	差價合約	-	8.2	-	8.2
Forward currency contract	遠期貨幣合約		28.0		28.
Analysed for reporting purposes as	為呈報目的分析為				
current liabilities	流動負債		196.1	12.4	208.5

		At 31st December, 2017 於二零一七年十二月三十一日				
			Fair value 公平價值		Cost less	
		Level 1 第一級 HK\$ Million 百萬港元	Level 2 第二級 HK\$ Million 百萬港元	Level 3 第三級 HK\$ Million 百萬港元	impairment 成本扣除減值 HK\$ Million 百萬港元	Total 總計 HK\$ Million 百萬港元
Available-for-sale financial assets Equity securities listed in Hong Kong Equity securities listed outside Hong Kong Unlisted overseas equity securities	<b>可供出售金融資產</b> 香港上市之股本證券 香港以外地區上市之股本證券 非上市海外股本證券	47.2 213.8		41.4	21.6	47.2 213.8 63.0
Analysed for reporting purposes as non-current assets	為呈報目的分析為 非流動資產	261.0		41.4	21.6	324.0



#### 截至二零一八年六月三十日止六個月

# 13. FINANCIAL ASSETS AND LIABILITIES (CONT'D)

13. 金融資產及負債(續)

		At 31st December, 2017 於二零一七年十二月三十一日				
			Fair value 公平價值		Cost less	
		Level 1 第一級 HK\$ Million 百萬港元	Level 2 第二級 HK\$ Million 百萬港元	Level 3 第三級 HK\$ Million 百萬港元	impairment 成本扣除減值 HK\$ Million 百萬港元	Tota 總計 HK\$ Million 百萬港元
Financial assets at fair value through profit or loss	透過損益賬按公平價值 處理之金融資產					
Held for trading investments Equity securities listed in Hong Kong Equity securities listed outside	持作交易投資 香港上市之股本證券 香港以外地區上市之	453.7	-	-	-	453.7
Hong Kong Exchange-traded funds listed in	在海口 股本證券 香港上市之交易所	743.4	-	-	-	743.4
Hong Kong Over the counter equity derivatives	買賣基金 場外股本衍生工具	3.6	-	- 0.7	-	3.6 0.7
Forward currency contract Unlisted currency options	遠期貨幣合約 非上市貨幣期權 非上市之一間聯營公司	-	15.2 3.1	-	-	15.2 3.1
Unlisted put right for shares in an associate Unlisted call option for club	非上市之 间柳宫公司 股份認沽權 非上市之會所會籍	-	-	1,053.0	-	1,053.0
memberships Unlisted call option for shares listed	認購期權 香港以外地區上市股份之	-	-	10.9	-	10.9
outside Hong Kong Contracts for difference	非上市認購期權 差價合約	-	- 8.6	10.9	-	10.9
Unlisted bonds issued by listed companies Unlisted bonds issued by unlisted	左頃 日約 上市公司發行之非上市債券 非上市公司發行之	-	18.2	-	-	8.6 18.2
companies Listed bonds and notes issued by unlisted	非上市債券 上市公司發行之	-	1,000.9	-	-	1,000.9
companies Listed bonds issued by listed companies	非上市債券及票據 上市公司發行之上市債券		302.0 2,172.3			302.0 2,172.3
		1,200.7	3,520.3	1,075.5		5,796.5
Investments designated as at fair value through profit or loss Unlisted convertible preferred and ordinary	指定為透過損益賬按公平 價值處理之投資 一間非上市公司發行之非上					
shares issued by an unlisted company Unlisted convertible preferred shares issued	市可換股優先股及普通股 一間非上市公司發行之	-	117.3	-	-	117.3
by an unlisted company Unlisted convertible bonds issued by	非上市可换股優先股 非上市公司發行之	-	-	17.1	-	17.1
unlisted companies Unlisted overseas equity securities with a	非上市可换股債券 含股份認沽權之	-	-	21.0	-	21.0
put right for shares Unlisted overseas investment funds	非上市海外股本證券 非上市海外投資基金		167.2	811.5 4,302.2	-	811.5 4,469.4
			284.5	5,151.8		5,436.3
		1,200.7	3,804.8	6,227.3		11,232.8
Analysed for reporting purposes as: Non-current assets	為呈報目的所作之分析: 非流動資產					5,033.7
Current assets	流動資產					6,199.1
						11,232.8



# 13. FINANCIAL ASSETS AND LIABILITIES (CONT'D)

截至二零一八年六月三十日止六個月

# 13. 金融資產及負債(續)

		At 31st December, 2017 於二零一七年十二月三十一日					
			Fair value 公平價值		Cost less impairment 成本扣除減值 HK\$ Million 百萬港元	Total 總計 HK\$ Million 百萬港元	
		Level 1 第一級 HK\$ Million 百萬港元	Level 2 第二級 HK\$ Million 百萬港元	Level 3 第三級 HK\$ Million 百萬港元			
Financial liabilities at fair value through profit or loss	透過損益賬按公平價值 處理之金融負債						
Held for trading Futures and options listed outside	持作交易用途 香港以外地區上市之						
Hong Kong	期貨及期權	2.5	-	-	-	2.5	
Foreign currency contracts	貨幣期貨	-	52.8	-	-	52.8	
Unlisted overseas options	非上市海外期權	-	1.4	-	-	1.4	
Over the counter equity derivatives Short position in equity securities under	場外股本衍生工具 股票借貸協議下股本	-	-	8.8	-	8.8	
stock borrowing arrangement	證券之淡倉	-	82.9	-	-	82.9	
Contracts for difference	差價合約		12.7			12.7	
Analysed for reporting purposes as	為呈報目的分析為						
current liabilities	流動負債	2.5	149.8	8.8		161.1	



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for the six months ended 30th June, 2018

#### 13. FINANCIAL ASSETS AND LIABILITIES (CONT'D)

Financial assets at FVTOCI are intended to be held for a continuing strategic or long-term purpose. As there are no sufficient market comparables as input to measure the fair value reliably, some of the unlisted equity investments are measured at cost less impairment for the year ended 31st December, 2017.

On the basis of its analysis of the nature, characteristics and risks of the equity securities, the Group has determined that presenting them by nature and type of issuers is appropriate.

Fair values are grouped from level 1 to 3 based on the degree to which the fair values are observable.

Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 fair value measurements are those derived from input other than quoted prices included within level 1 that are observable for the assets or liabilities, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 fair value measurements are those derived from valuation techniques that include input for the assets or liabilities that are not based on observable market data.

The fair values of bonds under level 2 at the reporting date were derived from quoted prices from pricing services. The fair values of stock borrowings, forward currency contract and contracts for difference under level 2 at the reporting date were derived from observable market prices of the underlying financial assets or liabilities.

The fair value of level 3 financial assets and liabilities are mainly derived from an unobservable range of data. In estimating the fair value of a financial asset or a financial liability under level 3, the Group engages external valuers or establishes appropriate valuation techniques internally to perform the valuation which are reviewed by the relevant management of the group companies. 截至二零一八年六月三十日止六個月

#### 13. 金融資產及負債(續)

透過其他全面收益按公平價值處理之金融 資產擬持作持續策略或長期用途。由於沒 有足夠市場比較資料作為輸入數據從而可 靠地計量公平價值,於截至二零一七年 十二月三十一日止年度部分非上市股本投 資按成本扣除減值計量。

基於股本證券之性質、特點及風險分析, 本集團釐定以發行人性質及類別呈列實屬 適宜。

公平價值按其可觀察度分類為一至三級。

第一級公平價值計量按相同的資產或負債 於活躍市場的報價(無調整)計算。

第二級公平價值計量乃除第一級計入之報 價外,就資產或負債可直接(即價格)或間 接(即自價格衍生)觀察輸入數據得出。

第三級公平價值計量乃計入並非根據可觀 察市場數據之資產或負債之估值方法得 出。

於結算日,屬第二級之債券之公平價值乃 源自定價服務所報之價格。於結算日,屬 第二級之借入股票、遠期貨幣合約及差價 合約之公平價值乃源自相關金融資產或負 債之可觀察市場價格。

第三級金融資產及負債之公平價值主要以 所牽涉無法觀察之數據系列計算。在估計 第三級之金融資產或金融負債之公平價值 時,本集團委聘外部估值師或由內部設立 合適之估值方法以進行估值,並由集團公 司之相關管理層審閱。



#### 13. FINANCIAL ASSETS AND LIABILITIES (CONT'D)

The following tables provide further information regarding the valuation of material financial assets under level 3.

截至二零一八年六月三十日止六個月

# 13. 金融資產及負債(續)

下表提供有關第三級重大金融資產估值之 進一步資料。

	<b>At 30th June, 2018</b> 於二零一八年六月三十日						
	Valuation technique 估值方法	Unobservable inputs 不可觀察輸入數據	Input values 輸入數據值	Fair value 公平價值 HK\$ Million 百萬港元			
Financial assets at fair value through profit or loss 透過損益賬按公平價值處理之金融資產							
Unlisted put right for shares in an associate 非上市之一間聯營公司股份認沽權	Option model 期權模型	Volatility 波幅	31.0%	1,038.0			
		Risk free rate 無風險利率	1.38%				
		Equity growth rate 權益增長率	0.0%				
		Estimated equity value 權益價值估值	HK\$1,115.0 million 1,115.0百萬港元				
Unlisted convertible preferred and ordinary shares issued by an unlisted company 一間非上市公司發行之非上市可換股優先股及 普通股	Market comparable approach 市場比較法	Price-to-sales ratio 市銷率	10.52x	117.7			
Unlisted overseas equity securities with a put right for shares	Market comparable approach and	Price-to-book ratio 市賬率	1.08x	814.6			
含股份認沽權之非上市海外股本證券	option model 市場比較法及	Volatility 波幅	5.0%				
	期權模型	Discount rate 折現率	2.6%				
		Equity growth rate 權益增長率	0.0%				
Unlisted overseas investment funds 非上市海外投資基金	Net asset value* 資產淨值*	n/a 不適用	n/a 不適用	5,364.8			



# 13. FINANCIAL ASSETS AND LIABILITIES (CONT'D)

截至二零一八年六月三十日止六個月

FINANCIAL ASSETS AND LIABILITIES (CONT'D)		13. 金融資產及負債(續)				
		At 31st December 於二零一七年十二月				
	Valuation technique 估值方法	Unobservable inputs 不可觀察輸入數據	Input values 輸入數據值	Fair value 公平價值 HK\$ Millior 百萬港元		
Held for trading investments 持作交易投資						
Unlisted put right for shares in an associate 非上市之一間聯營公司股份認沽權	Option model 期權模型	Volatility 波幅	31.0%	1,053.0		
		Risk free rate 無風險利率	1.0%			
		Equity growth rate 權益增長率	0.5%			
		Estimated equity value 權益價值估值	HK\$1,084.0 million 1,084.0百萬港元			
Financial assets designated as at fair value through profit or loss 指定為透過損益賬按公平價值處理之金融資產						
Unlisted overseas equity securities with a put right for shares	Market comparable approach and	Price-to-book ratio 市賬率	1.06x	811.5		
含股份認沽權之非上市海外股本證券	option model 市場比較法及	Volatility 波幅	5.1%			
	期權模型	Discount rate 折現率	2.1%			
		Equity growth rate 權益增長率	0.1%			
Unlisted overseas investment funds 非上市海外投資基金	Net asset value* 資產淨值*	n/a 不適用	n/a 不適用	4,302.2		

represent fair value of the unlisted overseas investment funds.

The management believes that possible changes in the input values and business or economic circumstances would not cause significant change in fair value of the financial assets and liabilities under level 3.

基金之公平價值。

管理層相信,輸入數據值及經營環境或經 濟環境之可能變化均不會引致在第三級內 之金融資產及負債之公平價值有重大改 變。



#### 13. FINANCIAL ASSETS AND LIABILITIES (CONT'D)

The reconciliation of financial assets and liabilities under level 3 fair value measurements is as follows: 截至二零一八年六月三十日止六個月

#### 13. 金融資產及負債(續)

第三級公平價值計量下之金融資產及負債 對賬如下:

2018	
二零一八年	

		Balance at 1st January, 2018 於二零一八年 一月一日 之結餘 HK\$ Million 百萬港元	Transfer* 轉移* HK\$ Million 百萬港元		gains or losses 收益或虧損 Other comprehensive income 其他全面收益 HK\$ Million 百萬港元	Purchase 購買 HK\$ Million 百萬港元	Disposal 出售 HK\$ Million 百萬港元	Balance at 30th June, 2018 於二零一八年 六月三十日 之結餘 HK\$ Million 百萬港元	Unrealised gain or loss for six months ended 30th June, 2018 截至 二零一八十日 止六個月 之未變 點 HK\$ Million 百萬港元
Financial assets at fair value through other comprehensive income	透過其他全面收益 按公平價值處理之 金融資產	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	1 19/870	1 19/8/0	19/676	ц <u>щ</u> лвло	1 19/876	1 1 1 1 1 1 1	1 19/8/10
Unlisted overseas equity securities	非上市海外股本證券	21.6	-	-	-	-	-	21.6	-
Financial assets at fair value through profit or loss	透過損益賬按公平價值 處理之金融資產								
Over the counter equity derivatives Unlisted put right for shares in		0.7	-	(0.7)	-	-	-	-	(0.7)
an associate Unlisted call option for club	公司股份認沽權 非上市之會所會籍	1,053.0	-	(15.0)	-	-	-	1,038.0	(15.0)
memberships Unlisted call option for shares	認購期權 香港以外地區上市股份	10.9	-	1.2	-	-	-	12.1	1.2
listed outside Hong Kong Unlisted convertible preferred and ordinary shares issued by an	之非上市認購期權 一間非上市公司發行之 非上市可換股優先股	10.9	-	(5.3)	-	-	-	5.6	(5.3)
unlisted company Unlisted convertible preferred shares issued by an unlisted	及普通股 一間非上市公司發行之 非上市可换股	-	117.3	0.4	-	-	-	117.7	0.4
company Unlisted shares issued by	優先股 非上市公司發行之	17.1	-	0.1	-	3.9	-	21.1	0.1
unlisted company Unlisted convertible bonds	非上市股份 非上市公司發行之	41.4	-	(3.4)	-	-	-	38.0	(3.4)
issued by unlisted companies Unlisted overseas equity securities	非上市可换股債券 含股份認沽權之	21.0	-	-	-	-	-	21.0	-
with a put right for shares Unlisted overseas	非上市海外股本證券 非上市海外投資	811.5	-	3.1	-	-	-	814.6	3.1
investment funds	基金	4,302.2	-	583.5	-	619.9	(140.8)	5,364.8	546.1
Financial liabilities at fair value through profit or loss	透過損益賬按公平價值 處理之金融負債								
Over the counter equity derivatives	場外股本衍生工具	(8.8)		(3.6)				(12.4)	(3.6)

\* The group has transferred the financial asset from level 2 to level 3 on 1st January, 2018 as no observable inputs are available.

本集團於二零一八年一月一日將金融資產由第 二級轉移至第三級,並無可觀察輸入數據。

\*



#### 截至二零一八年六月三十日止六個月

# 13. FINANCIAL ASSETS AND LIABILITIES (CONT'D)

**13. 金融資產及負債(續)** 

Unlisted put right for shares in 非上市之一開聯替公司 an associate 股份認活權 1,052.0 1.0 1,053.0 1.0 Unlisted call option for club 非上市之會所會籍 memberships 認購期權 8.3 2.6 10.9 2.6 Unlisted call option for shares 香港以外地區上市股份 listed outside Hong Kong 之非上市認購期權 12.4 (0.3) (1.2) 10.9 (0.3) Investments designated as at 指定為按公平價值 fair value 處理之投資 Unlisted convertible preferred 一間非上市公司發行之 shares issued by an unlisted 非上市可換股債券 3.9 0.1 - 17.0 - 17.1 0.1 Unlisted convertible bonds 非上市可換股債券 3.9 0.1 - 17.0 - 21.0 0.1 Unlisted corresas equity securities 海外股本證券 826.1 (14.6) 811.5 (14.6) Unlisted overseas equity securities 海外股本證券 826.1 (14.6) 811.5 (14.6) Unlisted overseas investment funds 非上市海外投資基金 2,871.6 922.7 - 666.5 (158.6) 4,302.2 900.5						2017 二零一七年			
$2017$ Other $k = x^2 - t = x^2$ for the year $d = x^2 - t = x^2$ competensive $t = x^2 + t = x^2$ for the year $d = x^2 + t = x^2$ ga $x = x^2 + t = x^2$ for the year         for the year $d = x^2 + t = x^2 + t = x^2$ ga $x = x^2 + t = x^2$ for the year         for the year           Available-for-sale financial assets         ga fat fat fat fat fat fat fat fat fat fa								31st December,	• · · · • • • • •
Available-for-sale financial asset:         可供出售金融资產           Unlisted overseas equity securities         非上市海外限本證券         42.2         -         (0.8)         -         -         41.4         -           Held for trading investments         持作交易投資         -         -         0.7         0.3           Over the counter equity derivatives         場外資幣俗生         0.1         (0.1)         -         -         -         (0.1)           Unlisted all optinght for shares in associate         取份證常證         1,052.0         1.0         -         -         1,053.0         1.0           Unlisted all option for club         非上市之會解音瘤         1,052.0         1.0         -         -         10.9         2.6           Unlisted all option for club         非上市之會解音瘤         8.3         2.6         -         -         10.9         2.6           Unlisted all option for shares         審腸期離         12.4         (0.3)         -         -         10.9         0.3           Investments designated as at fair value         fair value         g星之发資         -         -         17.0         -         17.1         0.1           Unlisted convertible preferred			2017 於二零一七年 一月一日 之結餘 HK\$ Million	損益 HK\$ Million	comprehensive income 其他全面收益 HK\$ Million	購買 HK\$ Million	出售 HK\$ Million	於二零一七年 十二月 三十一日 之結餘 HK\$ Million	for the year 年內 未變現收益 或虧損 HK\$ Million
Held for trading investments       持た交易投資       場外後本位生工具       0.4       0.3       -       -       0.7       0.3         Over the counter equity derivatives       工具       0.1       (0.1)       -       -       0.7       0.3         Over the counter equity derivatives       工具       0.1       (0.1)       -       -       -       0.7       0.3         Unlisted put right for shares in #上市之一間聯營公司       an associate       股份認法權       1,052.0       1.0       -       -       -       1,053.0       1.0         Unlisted call option for club       #上市之會所會籍       8.3       2.6       -       -       10.9       2.6         Unlisted call option for shares       香港以外地區上市股份       12.4       (0.3)       -       -       (1.2)       10.9       (0.3)         Investments designated as at fair value       #定為投公平價值       #定当社市認購幣權       12.4       (0.3)       -       -       (1.2)       10.9       (0.3)         Insted convertible preferred       -       -       17.0       -       17.1       0.1         Unlisted convertible bonds       非上市立公司發行之       -       -       17.0       -       17.0       0.1         Unlisted convertible bonds       非上市で公司發行之									
Over the counter equity derivatives         場外股本稻生工具         0.4         0.3         -         -         -         0.7         0.3           Over the counter currency         場外貨幣稻生         0.1         0.1         -         -         -         0.7         0.3           Over the counter currency         場外貨幣稻生         0.1         0.1         -         -         -         0.1         0.1           Unlisted put right for shares in #Lit=2         用聯營公司         an associate         服务留幣僅         1.052.0         1.0         -         -         -         0.1         0.1           Unlisted call option for club         #Lit=2         創業期權         8.3         2.6         -         -         -         10.9         2.6           Unlisted call option for shares         香港以外地區上市設份         吉洋主意書館公         -         -         (1.2)         10.9         (0.3)           Investments designated as at fizab能公平價值         fair value            -         0.1         -         17.0         -         17.1         0.1           Unlisted convertible prefered         -         -         0.1         -         17.0         -         17.0         0.1         10.1         Unlisted convertib	Unlisted overseas equity securities	非上帀海外股本證券	42.2	-	(0.8)	-	-	41.4	-
Unlisted put right for shares in an associate $\# \pm n = 2 = 0$ Unlisted call option for club $\# \pm n = 2 = 26$ $\# \pm n = 2 = 26$ $\# \pm n = 2 = 26$ Unlisted call option for club $\# \pm n = 2 = 26$ $\# \pm n = 2 = 26$ $\# \pm n = 26$ Unlisted call option for shares $\# \pm n = 26$ Unlisted call option for shares $\# \pm n = 26$ $\# \pm n = 166$ $\# \pm n = 166$ $\# \pm n = 166$ $\# \pm n = 166666$ $\# \pm n = 16666666666666666666666666666666666$	Over the counter equity derivatives	場外股本衍生工具	0.4	0.3	-	-	-	0.7	0.3
an associate         股份認法權         1,052.0         1.0         -         -         -         1,053.0         1.0           Unlisted call option for club         非上市之會所會籍              1.0          -         -         1,053.0         1.0           Unlisted call option for club         非上市之會所會籍             -         -         10.9         2.6           Unlisted call option for shares         香港以外地區上市股份            -         -         (1.2)         10.9         (0.3)           Investments designated as at fair salue               -         -         (1.2)         10.9         (0.3)           Investments designated as at fair salue                   0.3)           Investments designated as at fair salue                1.0         1.0          1.0         1.0                 <			0.1	(0.1)	-	-	-	-	(0.1)
memberships 認購期權 8.3 2.6 10.9 2.6 Unlisted call option for shares 香港以外地區上市股份 listed outside Hong Kong 之非上市認購期權 12.4 (0.3) (1.2) 10.9 (0.3) Investments designated as at 指定為按公平價值 fair value 處理之投資 Unlisted convertible preferred 一間非上市公司發行之 shares issued by an unlisted 非上市可換股 company 優先股 - 0.1 - 17.0 - 17.1 0.1 Unlisted convertible bonds 非上市公司發行之 issued by unlisted companies 非上市公司發行之 issued by unlisted companies 非上市公司發行之 issued by unlisted companies 非上市立執股債券 3.9 0.1 - 17.0 - 21.0 0.1 Unlisted overseas equity securities 含股份認活權之非上市 with a put right for shares 海外股本證券 826.1 (14.6) 811.5 (14.6) Unlisted overseas investment funds 非上市海外投資基金 2,871.6 922.7 - 666.5 (158.6) 4,302.2 900.5 Financial liabilities 持作交易用送之 held for trading 金融負債 Over the counter equity derivatives Over the counter equity derivatives Over the counter currency 場外貨幣衍生	an associate	股份認沽權	1,052.0	1.0	-	-	-	1,053.0	1.0
listed outside Hong Kong之非上市認購期權12.4(0.3)(1.2)10.9(0.3)Investments designated as at fair value指定為按公平價值 處理之投資 Unlisted convertible preferred +上市可換股 company一同非上市公司發行之 -0.1-17.0-17.10.1Unlisted convertible bonds非上市可換股債券 issued by unlisted companies issued by unlisted companies #上市可換股債券 Other the put right for shares Unlisted overseas equity securities mith a put right for shares 世前海外股本證券 非上市海外投資基金 2,871.60.1-17.0-21.00.1Financial liabilities held for trading Over the counter equity derivatives Over the counter currency特件交易用途之 場外散幣箱生(2.9)(5.9)(8.8)(5.9)	memberships	認購期權	8.3	2.6	-	-	-	10.9	2.6
fair value處理之投資Unlisted convertible preferred一間非上市公司發行之 shares issued by an unlisted非上市可換股 company-0.1-17.0-17.10.1Unlisted convertible bonds非上市公司發行之 issued by unlisted companies非上市可換股債券3.90.1-17.0-21.00.1Unlisted convertible companies非上市可換股債券3.90.1-17.0-21.00.1Unlisted overseas equity securities with a put right for shares海外股本證券826.1(14.6)811.5(14.6)Unlisted overseas investment funds非上市海外投資基金2,871.6922.7-666.5(158.6)4,302.2900.5Financial liabilities held for trading Over the counter equity derivatives Wex 衛生工具(2.9)(5.9)(8.8)(5.9)Over the counter currency場外股本衛生工具(2.9)(5.9)(8.8)(5.9)			12.4	(0.3)	-	-	(1.2)	10.9	(0.3)
Unlisted convertible bonds 非上市公司發行之 issued by unlisted companies 非上市可换股債券 3.9 0.1 - 17.0 - 21.0 0.1 Unlisted overseas equity securities 含股份認沽權之非上市 with a put right for shares 海外股本證券 826.1 (14.6) 811.5 (14.6) Unlisted overseas investment funds 非上市海外投資基金 2,871.6 922.7 - 666.5 (158.6) 4,302.2 900.5 Financial liabilities 持作交易用途之 held for trading 金融負債 Over the counter equity derivatives 場外股本衍生工具 (2.9) (5.9) (8.8) (5.9) Over the counter currency 場外貨幣衍生	<b>fair value</b> Unlisted convertible preferred	<b>處理之投資</b> 一間非上市公司發行之							
Unlisted overseas equity securities 合股份認法權之非上市 with a put right for shares 海外股本證券 826.1 (14.6) 811.5 (14.6) Unlisted overseas investment funds 非上市海外投資基金 2,871.6 922.7 - 666.5 (158.6) 4,302.2 900.5 Financial liabilities 持作交易用途之 held for trading 金融負債 Over the counter equity derivatives 揭外股本衍生工具 (2.9) (5.9) (8.8) (5.9) Over the counter currency 場外貨幣衍生			-	0.1	-	17.0	-	17.1	0.1
with a put right for shares       海外股本證券       826.1       (14.6)       -       -       -       811.5       (14.6)         Unlisted overseas investment funds       非上市海外投資基金       2,871.6       922.7       -       666.5       (158.6)       4,302.2       900.5         Financial liabilities       持作交易用途之       -       -       -       -       8       (5.9)         Over the counter equity derivatives       場外股本衍生工具       (2.9)       (5.9)       -       -       -       (8.8)       (5.9)         Over the counter currency       場外貨幣衍生       (2.9)       (5.9)       -       -       -       (8.8)       (5.9)			3.9	0.1	-	17.0	-	21.0	0.1
Financial liabilities     持作交易用途之       held for trading     金融負債       Over the counter equity derivatives     場外股本衍生工具     (2.9)     (5.9)     -     -     -     (8.8)     (5.9)       Over the counter currency     場外貨幣衍生      (2.9)     (5.9)     -     -     -     (8.8)     (5.9)	with a put right for shares	海外股本證券		( )	-	-	-		(14.6)
held for trading金融負債Over the counter equity derivatives場外股本衍生工具(2.9)(5.9)(8.8)(5.9)Over the counter currency場外貨幣衍生第(8.8)(5.9)	Unlisted overseas investment funds	非上市海外投資基金	2,871.6	922.7	-	666.5	(158.6)	4,302.2	900.5
Over the counter currency 場外貨幣衍生	held for trading	金融負債	(5-1)					(5-2)	
derivatives 工具 (1.9) <u>1.9</u> <u> 1.9</u>		場外貨幣衍生			-	-	-	(8.8)	(5.9)
	derivatives	工具	(1.9)	1.9	_	_	_	_	1.9



截至二零一八年六月三十日止六個月

14. 私人財務客戶貸款及墊款

# 14. LOANS AND ADVANCES TO CONSUMER FINANCE CUSTOMERS

		2018 於二零一八年	At 31st December, 2017 於二零一七年 十二月三十一日 HK\$ Million 百萬港元
Loans and advances to consumer finance customers Hong Kong Mainland China Less: impairment allowance	私人財務客戶貸款 及墊款 香港 中國內地 減:減值撥備	6,746.2 2,958.4 (658.3)	6,544.2 3,282.7 (663.3)
Analysed for reporting purposes as: Non-current assets Current assets	為呈報目的所作之分析: 非流動資產 流動資產	9,046.3 2,478.0 6,568.3 9,046.3	9,163.6 2,322.8 6,840.8 9,163.6

The following is an aged analysis for the loans and advances to consumer finance customers that were past due at the reporting date but not impaired: 以下為於結算日已逾期但無減值之私人財 務客戶貸款及墊款之賬齡分析:

		At	17 年 日 on
Less than 31 days past due 31 to 60 days	逾期少於31日 31至60日	<b>424.6</b> 538 <b>46.7</b> 100	
61 to 90 days	61至90日	<b>15.9</b> 52	
91 to 180 days	91至180日	<b>82.0</b> 117	
Over 180 days	180日以上	<b>15.6</b> 31	.4
		<b>584.8</b> 840	).7



截至二零一八年六月三十日止六個月

# 15. MORTGAGE LC

MORTGAGE LOANS		15.	按揭貸款		
				At	At
				30th June,	31st December,
				2018	2017
				於二零一八年	於二零一七年
				六月三十日	十二月三十一日
				HK\$ Million	HK\$ Million
				百萬港元	百萬港元
Mortgage loans	按揭貸款				
Hong Kong	香港			3,029.6	2,125.4
Less: impairment allowance	減:減值撥備			(3.8)	,

		3,025.8	2,120.4
Analysed for reporting purposes as: Non-current assets Current assets	為呈報目的所作之分析: 非流動資產 流動資產	1,933.2 1,092.6	1,243.1 877.3
		3,025.8	2,120.4

The following is an aged analysis for the mortgage loans that were past due at the reporting date but not impaired:

以下為於結算日已逾期但無減值之按揭貸 款之賬齡分析:

		2018 於二零一八年 六月三十日	At 31st December, 2017 於二零一七年 十二月三十一日 HK\$ Million 百萬港元
Less than 31 days past due	逾期少於31日	64.9	218.0
31 to 60 days	31至60日	151.1	6.5
61 to 90 days	61至90日	7.3	4.1
91 to 180 days	91至180日	8.3	_
Over 180 days	180日以上		8.8
		231.6	237.4

截至二零一八年六月三十日止六個月

#### 16. TRADE AND OTHER RECEIVABLES

16. 貿易及其他應收款項

		2018 於二零一八年	At 31st December, 2017 於二零一七年 十二月三十一日 HK\$ Million 百萬港元
Secured term loans Unsecured term loans Less: impairment allowance	有抵押有期貸款 無抵押有期貸款 減:減值撥備	3,104.2 862.8 (80.7)	2,223.4 1,293.9 (86.6)
		3,886.3	3,430.7
Trade receivables – accounts receivable from customers Less: impairment allowance	應收貿易賬款-來自客戶 之應收款項 減:減值撥備	48.2 (0.8)	45.9 (1.1)
		47.4	44.8
Guarantee and consultancy fee receivables Payments on behalf of customers* Less: impairment allowance	應收保證費及 顧問費 代客戶付款* 減:減值撥備	- - -	0.5 6.3 (6.6)
Other receivables Deposits Others	其他應收款項 按金 其他	53.5 146.1	0.2 57.4 99.5
		199.6	156.9
Trade and other receivables at amortised cost Prepayments	按攤銷成本列賬之貿易及 其他應收款項 預付款項	4,133.3 6.3	3,632.6 35.8
		4,139.6	3,668.4
Analysed for reporting purposes as: Non-current assets Current assets	為呈報目的所作之分析: 非流動資產 流動資產	398.8 3,740.8	505.8 3,162.6
		4,139.6	3,668.4

\* The Group has provided guarantees to guarantee the repayment of debts owed by the loan guarantee customers to their lenders. At 30th June, 2018, the outstanding guarantee amount was HK\$3.5 million (at 31st December, 2017: HK\$19.2 million). Payments on behalf of customers represented payments made by the Group to reimburse the beneficiaries of the guarantees ("Holders") for losses the Holders incurred because the customers failed to make payments when due in accordance with the term of the corresponding debt instruments. 本集團提供保證以保證貸款保證客戶償還所欠 其貸方之債務。於二零一八年六月三十日, 有關保證之結餘為3.5百萬港元(於二零一七年 十二月三十一日:19.2百萬港元)。代客戶付款 指由於客戶未能按照相應債務工具之期限於到 期時支付款項,本集團付款以向擔保之受益人 (「持有人」)償付持有人由此產生之損失。

\*

# 16. TRADE AND OTHER RECEIVABLES (CONT'D)

The following is an aged analysis of the trade and other receivables based on the date of invoice/contract note at the reporting date:

截至二零一八年六月三十日止六個	月
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### 16. 貿易及其他應收款項(續)

以下為於結算日之貿易及其他應收款項根 據發票/合約單據日期作出之賬齡分析:

		2018 於二零一八年	At 31st December, 2017 於二零一七年 十二月三十一日 HK\$ Million 百萬港元
Less than 31 days	少於31日	26.6	27.3
31 to 60 days	31至60日	10.5	10.6
61 to 90 days	61至90日	6.5	6.5
91 to 180 days	91至180日	2.8	1.8
Over 180 days	180日以上	0.8	0.8
Term loans and trade and other	並無賬齡之有期貸款及	47.2	47.0
receivables without aging	貿易及其他應收款項	4,167.6	3,679.9
Less: impairment allowances	減:減值撥備	(81.5)	
Trade and other receivables at amortised cost	按攤銷成本列賬之貿易及 其他應收款項	4,133.3	3,632.6

#### 17. BANK DEPOSITS, CASH AND CASH EQUIVALENTS

# 17. 銀行存款、現金及現金等價物

		2018 於二零一八年 六月三十日	31st December, 2017 於二零一七年 十二月三十一日 HK\$ Million
Bank balances and cash Fixed deposits with banks with a term	銀行結餘及現金 於三個月內到期之	2,428.1	1,915.2
within 3 months	成二個方內到朔之 銀行定期存款	465.3	494.5
Cash and cash equivalents Short-term pledged bank deposits and	現金及現金等價物 短期抵押銀行存款	2,893.4	2,409.7
bank balances Fixed deposits with banks with a term	及銀行結餘 於四至十二個月內到期之	20.0	1.2
between 4 to 12 months	銀行定期存款	583.5	787.7
		3,496.9	3,198.6



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#### **18. TRADE AND OTHER PAYABLES**

The following is an aged analysis of the trade and other payables based on the date of invoice/contract note at the reporting date:

#### 截至二零一八年六月三十日止六個月

#### 18. 貿易及其他應付款項

以下為於結算日之貿易及其他應付款項根 據發票/合約單據日期作出之賬齡分析:

		<b>2018</b> 於二零一八年 六月三十日	31st December, 2017 於二零一七年 十二月三十一日 HK\$ Million
Less than 31 days	少於31日	33.0	51.4
31 to 60 days	31至60日	6.3	8.8
61 to 90 days	61至90日	4.4	9.2
91 to 180 days	91至180日	1.3	_
Over 180 days	180日以上	0.8	0.1
Accrued staff costs, other accrued	並無賬齡之應付員工成本、	45.8	69.5
expenses and other payables without aging	其他應計費用及 其他應付款項	240.3	356.0
		286.1	425.5

# 19. FINANCIAL LIABILITIES FOR REPURCHASE 19. 回購協議下之金融負債 AGREEMENTS

		At	At
		30th June,	31st December,
		2018	2017
		於二零一八年	於二零一七年
		六月三十日	十二月三十一日
		HK\$ Million	HK\$ Million
		百萬港元	百萬港元
Financial liabilities for repurchase of	透過損益賬按公平價值處理之		
debt instruments at FVTPL	回購債務工具金融負債	1,143.8	1,071.0

As at 30th June, 2018, debt instruments which are classified as financial assets at FVTPL with carrying amount of HK\$1,330.4 million (at 31st December, 2017: HK\$1,280.2 million) were sold under repurchase agreements with other financial institutions. All repurchase agreements are due within 12 months from the end of the reporting period.

於二零一八年六月三十日,賬面值為 1,330.4百萬港元(於二零一七年十二月 三十一日:1,280.2百萬港元)之分類為透 過損益賬按公平價值處理之金融資產之債 務工具根據與其他財務機構訂立之回購協 議售出。所有回購協議均於報告期末起計 12個月內到期。



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for the six months ended 30th June, 2018

截至二零一八年六月三十日止六個月

# 20. BANK AND OTHER BORROWINGS

# 20. 銀行及其他借貸

		2018 於二零一八年	At 31st December, 2017 於二零一七年 十二月三十一日 HK\$ Million 百萬港元
Bank loans Other borrowings	銀行貸款 其他借貸	6,284.9 46.6	4,490.3 35.0
		6,331.5	4,525.3
Analysed as: Secured Unsecured	列為: 有抵押 無抵押	1,832.8 4,498.7 6,331.5	990.0 3,535.3 4,525.3
Bank loans are repayable as follows: On demand or within one year More than one year but not exceeding two years	銀行貸款償還期限如下: 要求時償還或一年內 一年以上但不 超過兩年	1,986.7 1,916.4	1,752.9
More than two years but not exceeding five years Bank loans with a repayment on demand clause are repayable as follows:	兩年以上但不 超過五年 具有按要求償還條文之 銀行貸款償還 期限如下:	-	309.6
Within one year More than one year but not	一年內 一年以上但不	1,851.8	1,018.0
exceeding two years More than two years but not exceeding five years	超過兩年 兩年以上但不 超過五年	56.0 474.0	
Other borrowings are repayable	其他借貸於五年後	6,284.9	4,490.3
over five years	兵他间貢於五千後 償還	46.6	35.0
L	<b>进,</b> 須扒 左击 <i>横</i> 要加扒	6,331.5	4,525.3
Less: Amount repayable within one year shown under current liabilities	減:須於一年內償還列於 流動負債之款項	(4,368.5)	(2,784.9)
Amount due after one year	一年後到期之款項	1,963.0	1,740.4



截至二零一八年六月三十日止六個月

21. NOTES PAY	ABLE
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NOTES PAYABLE		ł	
		2018 於二零一八年	At 31st December, 2017 於二零一七年 十二月三十一日 HK\$ Million 百萬港元
US dollar denominated notes ("US\$ Notes") 4.75% US dollar denominated notes maturing in May 2021 ("4.75% Notes") 4.65% US dollar denominated notes maturing in September 2022	美元票據 (「美元票據」) 於二零二一年五月到期 之4.75%美元票據 (「4.75%票據」) 於二零二二年九月到期 之4.65%美元票據	2,747.3	2,742.4
("4.65% Notes")	(「4.65%票據」)	4,296.5	4,280.3
<ul> <li>HK dollar denominated notes</li> <li>2.8% HK dollar denominated notes maturing in November 2018 ("2.8% Notes")</li> <li>3.1% HK dollar denominated notes maturing in February 2019 ("3.1% Notes")</li> </ul>	<ul> <li>港元票據</li> <li>於二零一八年十一月到期</li> <li>之2.8%港元票據</li> <li>(「2.8%票據」)</li> <li>於二零一九年二月到期</li> <li>之3.1%港元票據</li> <li>(「3.1%票據」)</li> </ul>	454.8 248.3	448.2
Renminbi denominated notes 6.9% Renminbi denominated notes maturing in May 2018 ("6.9% Notes")	人民幣票據 於二零一八年五月到期 之6.9%人民幣票據 (「6.9%票據」)		536.5
		7,746.9	8,007.4
Analysed for reporting purposes as: Current liabilities Non-current liabilities	為呈報目的所作之分析: 流動負債 非流動負債	801.1 6,945.8	1,077.0 6,930.4
		7,746.9	8,007.4

The US\$ Notes were issued by Sun Hung Kai & Co. (BVI) Limited, a subsidiary of SHK, under a US\$2.0 billion guaranteed medium term note programme.

新鴻基之附屬公司Sun Hung Kai & Co. (BVI) Limited根據20億美元擔保中期票據 發行計劃發行了美元票據。



ALLIED PROPERTIES (H.K.) LIMITED 聯合地產(香港)有限公司

#### 21. NOTES PAYABLE (CONT'D)

The 4.75% Notes are listed on the Stock Exchange. The nominal value of the 4.75% Notes after eliminating the intra-group holdings was US\$354.9 million or equivalent to HK\$2,785.1 million (at 31st December, 2017: US\$354.9 million or equivalent to HK\$2,774.6 million) at the reporting date. The fair value of the 4.75% Notes after eliminating the intra-group holdings based on the price quoted from pricing service at the reporting date was HK\$2,873.7 million (at 31st December, 2017: HK\$2,882.2 million) which was categorised as level 2.

The 4.65% Notes are listed on the Stock Exchange. The nominal value of the 4.65% Notes after eliminating the intra-group holdings was US\$540.8 million or equivalent to HK\$4,244.0 million (at 31st December, 2017: US\$540.8 million or equivalent to HK\$4,228.0 million) at the reporting date. The fair value of the 4.65% Notes after eliminating the intra-group holdings based on the price quoted from pricing service at the reporting date was HK\$4,190.8 million (at 31st December, 2017: HK\$4,291.1 million) which was categorised as level 2.

The fair value of the 2.8% Notes based on the price quoted from pricing service at the reporting date was HK\$455.3 million (at 31st December, 2017: HK\$449.0 million) which was categorised as level 2.

On 5th February, 2018, under the guaranteed medium term note programme, Sun Hung Kai & Co. (BVI) Limited further issued HK\$245.5 million 3.1% Notes at discount for a net consideration of HK\$245.1 million. The 3.1% Notes will be mature on 5th February, 2019. The fair value of the 3.1% Notes based on the price quoted from pricing service at the reporting date was HK\$248.6 million which was categorised as level 2.

The 6.9% Notes matured in May 2018 and the outstanding balance was repaid.

#### 22. SHARE CAPITAL

截至二零一八年六月三十日止六個月

# 21. 應付票據(續)

4.75% 票據已於聯交所上市。於結算日, 經扣除集團間持有之票據後,4.75% 票據 之面值為354.9百萬美元或相當於2,785.1 百萬港元(於二零一七年十二月三十一 日:354.9百萬美元或相當於2,774.6百萬 港元)。於結算日,經扣除集團間持有之 票據後,根據定價服務所報價格,4.75% 票據之公平價值為2,873.7百萬港元(於二 零一七年十二月三十一日:2,882.2百萬 港元),分類為第二級。

4.65% 票據已於聯交所上市。於結算日, 經扣除集團間持有之票據後,4.65% 票據 之面值為540.8百萬美元或相當於4,244.0 百萬港元(於二零一七年十二月三十一 日:540.8百萬美元或相當於4,228.0百萬 港元)。於結算日,經扣除集團間持有之 票據後,根據定價服務所報價格,4.65% 票據之公平價值為4,190.8百萬港元(於二 零一七年十二月三十一日:4,291.1百萬 港元),分類為第二級。

於結算日,根據定價服務所報價格, 2.8%票據之公平價值為455.3百萬港元 (於二零一七年十二月三十一日:449.0百 萬港元),分類為第二級。

於二零一八年二月五日,根據擔保中期票 據發行計劃,Sun Hung Kai & Co. (BVI) Limited以折讓價進一步發行245.5百萬港 元之3.1%票據,代價淨額為245.1百萬港 元。3.1%票據將於二零一九年二月五日 到期。於結算日,根據定價服務所報價 格,3.1%票據之公平價值為248.6百萬港 元,分類為第二級。

6.9%票據已於二零一八年五月到期,而 未償還結餘已償還。

#### 22. 股本

		Number of shares 股份數目	<b>Value</b> 價值 HK\$ Million 百萬港元
Issued and fully paid: At 1st January, 2017, 31st December, 2017, 1st January, 2018 and 30th June, 2018	已發行及繳足: 於二零一七年一月一日、 二零一七年十二月三十一日、 二零一八年一月一日及 二零一八年六月三十日	6,812,201,460	4,250.6



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### 23. CONTINGENT LIABILITIES

截至二零一八年六月三十日止六個月

# 23. 或然負債

At the end of the reporting period, the Group had guarantees as follows:

於報告期末,本集團作出之保證如下:

		At	At
		30th June,	31st December,
		2018	2017
		於二零一八年	於二零一七年
		六月三十日	十二月三十一日
		HK\$ Million	HK\$ Million
		百萬港元	百萬港元
Indemnities on banking facility made	對給予一間合營公司		
available to joint venture	銀行保證所作的擔保	111.0	112.7

#### 24. COMMITMENTS

24. 承擔

(a) Other commitments

Other commitments		(a)	其他承擔	
			2018 於二零一八年	於二零一七年 十二月三十一日 HK\$ Million
Capital commitments for funds Other capital commitments	基金資本承擔 其他資本承擔		601.8 3.2 605.0	332.9 2.0 334.9

#### (b) Operating lease commitments

At the end of the reporting period, the Group had commitments for future aggregate minimum lease payments under non-cancellable operating leases related to its office premises and office equipment which fall due as follows:

# (b) 經營租約承擔

於報告期末,本集團根據有關其辦公 室物業及辦公室設備不可撤銷經營租 約而於下列期間到期支付之日後承擔 最低租約款項總額如下:

		At	At
		30th June,	31st December,
		2018	2017
			於二零一七年
		六月三十日	十二月三十一日
		HK\$ Million	HK\$ Million
		百萬港元	百萬港元
Within one year	一年內	140.4	149.9
In the second to fifth year inclusive	第二至第五年(包括首尾兩年)	126.1	154.2
		266.5	304.1



#### 24. COMMITMENTS (CONT'D)

#### (b) Operating lease commitments (Cont'd)

The lease payments represent rentals payable by the Group for its office premises and office equipment under operating lease arrangements. Leases are generally negotiated for terms ranging from one to five years. The lease commitments include rental payable to a holding company of HK\$0.3 million (at 31st December, 2017: HK\$0.4 million), an associate of HK\$2.7 million (at 31st December, 2017: HK\$1.6 million) and a joint venture of HK\$55.0 million (at 31st December, 2017: HK\$67.6 million).

#### (c) Loan commitments

截至二零一八年六月三十日止六個月

#### 24. 承擔(續)

#### (b) 經營租約承擔(續)

租約付款指本集團根據經營租約安排 就其辦公室物業及辦公室設備應付之 租金。租約之年期一般經磋商為期一 至五年。租約承擔包括應付一間控股 公司之租金0.3百萬港元(於二零一七 年十二月三十一日:0.4百萬港元)、 應付一間聯營公司之租金2.7百萬港 元(於二零一七年十二月三十一日: 1.6百萬港元)及應付一間合營公司 之租金55.0百萬港元(於二零一七年 十二月三十一日:67.6百萬港元)。

#### (c) 貸款承擔

		At	At
		30th June,	31st December,
		2018	2017
		於二零一八年	於二零一七年
		六月三十日	十二月三十一日
		HK\$ Million	HK\$ Million
		百萬港元	百萬港元
Within one year	一年內	1,327.6	1,262.4

#### 25. PLEDGE OF ASSETS

At the end of the reporting period, certain of the Group's investment properties and land and buildings with an aggregate carrying value of HK\$8,304.8 million (at 31st December, 2017: HK\$7,766.9 million), bank deposits and bank balances of HK\$20.0 million (at 31st December, 2017: Nil) together with certain securities in respect of a listed subsidiary with investment cost of HK\$276.6 million (at 31st December, 2017: HK\$2,539.1 million (at 31st December, 2017: HK\$2,251.5 million) granted to the Group. Facilities amounting to HK\$1,832.8 million (at 31st December, 2017: HK\$990.0 million) were utilised at the end of the reporting period.

At the end of the reporting period, a bank deposit of HK\$nil (at 31st December, 2017: HK\$1.2 million) was pledged to secure a guarantee issued to third parties by a bank in favour of a subsidiary to the extent of HK\$nil (at 31st December, 2017: HK\$1.2 million).

#### 25. 資產抵押

於報告期末,本集團賬面總值8,304.8百 萬港元(於二零一七年十二月三十一日: 7,766.9百萬港元)之若干投資物業及土地 及樓宇、銀行存款及銀行結餘20.0百萬港 元(於二零一七年十二月三十一日:無), 連同一間上市附屬公司投資成本276.6百 萬港元(於二零一七年十二月三十一日: 276.6百萬港元)之若干證券,已用作多 達2,539.1百萬港元(於二零一七年十二月 三十一日:2,251.5百萬港元)授予本集團 之貸款及一般銀行信貸之抵押。於報告期 末,已提用信貸額1,832.8百萬港元(於二 零一七年十二月三十一日:990.0百萬港 元)。

於報告期末,銀行存款零港元(於二零 一七年十二月三十一日:1.2百萬港元)已 用作銀行為一間附屬公司向第三方發出的 多達零港元(於二零一七年十二月三十一 日:1.2百萬港元)的擔保之抵押。

# 26. RELATED PARTY TRANSACTIONS

During the period, the Group entered into the following significant transactions with related parties.

#### (a) Summary of transactions

截至二零一八年六月三十日止六個月

#### 26. 有關連人士交易

期內,本集團與有關連人士訂立以下重大 交易。

#### (a) 交易概要

		(Income)/E (收入)∕ Six months end 截至六月三十 2018 二零一八年 HK\$ Million	·支出 ed 30th June, 日止六個月 2017 二零一七年 HK\$ Million
		百萬港元	百萬港元
A holding company Rent, property management, air-conditioning fee and other property related service fee	一間控股公司 租金、物業管理、 空調費及其他物業 相關服務費		
income	收入	(2.7)	(3.5)
Share of management service	應佔管理服務		
expenses	費用	20.4	17.5
Share of administrative expenses	應佔行政費用	0.2	0.1
Fellow subsidiaries	同系附屬公司		
Interest expense	利息費用	6.2	6.1
A			
Associates	<b>聯營公司</b> 签理及服務费		
Management and service fees	管理及服務費	( <b>)</b> [)	(2, 7)
income	收入 学习辅入弗乃奈印弗	(2.5)	(2.7)
Loan referral fee and participation fee income	貸款轉介費及參與費 收入	(1.9)	(29.0)
Interest income	利息收入	(1.9)	(29.0) (1.2)
Manager's fee	管理人費用	(1.3)	(1.2)
Rent, property management and	程建八頁 用金、物業管理	(1.3)	(1.3)
air-conditioning fee income	及空調費收入	(1.0)	(0.4)
Interest expense	利息費用	2.8	3.4
Service fees expenses	服務費用	2.3	2.9
Rent and property management fee	租金及物業管理費	2.3	1.9
Brokerage expenses	經紀費用	1.8	1.5
Insurance premiums paid	已付保險費	0.8	2.0
I start mentioned	人燃入日		
Joint ventures	合營公司		
Administration, agency, management and services	行政、代理、 管理及		
fee income	服務費收入	(2.9)	(2.8)
Rent, property management and	租金、物業管理及	(2.9)	(2.0)
air-conditioning fee	空調費	14.7	11.2
Director of the Company	本公司董事		
Rental income	租金收入	(0.5)	(2.0)
Entities controlled by a director	一間控股公司董事控制		
of a holding company	之實體		
Rental income	租金收入	(6.5)	(6.5)



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for the six months ended 30th June, 2018

截至二零一八年六月三十日止六個月

# 26. RELATED PARTY TRANSACTIONS (CONT'D)

(b) Key management personnel compensation

# (b) 主要管理層人員酬金

26. 有關連人士交易(續)

		Six months ended 30th June, 截至六月三十日止六個月	
		2018 二零一八年 HK\$ Million 百萬港元	2017 二零一七年 HK\$ Million 百萬港元
Short-term benefits (Note) Post-employment benefits	短期福利(註解) 退休福利	36.7 0.3	36.4
		37.0	36.7

- Note: As informed by Allied Group Limited, the Company's holding company, 2017 discretionary bonuses were released in July 2018.
- (c) During the period, loans of HK\$188.5 million (2017: HK\$46.0 million) were advanced to associates and HK\$70.4 million (2017: HK\$44.0 million) were repaid by associates.
- (d) During the period, a loan of HK\$40.0 million (2017: Nil) was advanced from a joint venture.
- (e) During the period, HK\$66.7 million (2017: Nil) was paid to an associate for subscription of the unlisted redeemable preferred shares issued by it.
- (f) During the period, sales proceeds of HK\$119.8 million (2017: Nil) was received from an associate for disposal of another associate to it.

註解:按本公司之控股公司聯合集團有限公司 告之,二零一七年度之酌情花紅已於二 零一八年七月發放。

- (c) 期內,已向聯營公司墊支188.5百萬 港元(二零一七年:46.0百萬港元) 之貸款及獲聯營公司償還70.4百萬港 元(二零一七年:44.0百萬港元)之貸 款。
- (d) 期內,已從一間合營公司墊支40.0百 萬港元(二零一七年:無)之貸款。
- (e) 期內,已向一間聯營公司支付66.7百 萬港元(二零一七年:無)作為認購該 聯營公司發行之非上市可贖回優先 股。
- (f) 期內,已從一間聯營公司收取119.8 百萬港元(二零一七年:無)銷售所得 款項作為向其出售另一間聯營公司。

#### 27. FINANCIAL RISK MANAGEMENT

The Group is exposed to financial risks through its use of financial instruments in its ordinary course of operations and investing activities. The principal financial risks inherent in the Group's business are market risk (includes equity risk, interest rate risk and foreign exchange risk), credit risk and liquidity risk. The Group's risk management objective is to enhance shareholders' value while retaining exposure within acceptable thresholds. Risk management is managed and controlled through relevant group companies.

The Group's risk management governance structure is designed to cover all business activities and to ensure all relevant risk classes are properly managed and controlled by relevant group companies. The Group has adopted a sound risk management and organisational structure equipped with comprehensive policies and procedures which are reviewed regularly and enhanced when necessary in response to changes in markets, the Group's operating environment and business strategies. The Group's relevant independent control functions play an important role in the provision of assurance to the relevant board of directors and senior management that a sound internal risk management mechanism is implemented, maintained and adhered to.

#### (a) Market Risk

#### (i) Equity Risk

There are many asset classes available for investment in the marketplace. One of the Group's key business undertakings is investing in equity and is concentrated in the investment and finance operating segment. Market risk arising from any equity investments is driven by the daily fluctuations in market prices or fair values. The ability to mitigate such risk depends on the availability of any hedging instruments and the diversification level of the investment portfolios undertaken by the segment. More importantly, the knowledge and experience of the trading staff of the segment managing the risk are also vital to ensure exposure is being properly hedged and rebalanced in the most timely manner. Proprietary trading across the segment is subject to limits approved by senior management of the relevant group companies. Valuation of these instruments is measured on a "mark-to-market" and "mark-to-fair value" basis depending on whether they are listed or unlisted. Value at Risk ("VaR") and stress tests are employed in the assessment of risk. Meanwhile other non-VaR limits such as "maximum loss" and "position" limits are also set out to restrict excessive risk undertakings. VaR and stress tests are approaches which are widely used in the financial industry as tools to quantify risk by combining the size of a position and the extent of a potential market movement into a potential financial impact.

截至二零一八年六月三十日止六個月

#### 27. 金融風險管理

本集團因其於日常業務過程及投資活動中 利用金融工具而承受金融風險。本集團的 業務存在的主要金融風險為市場風險(包 括股票風險、利率風險及外匯風險)、信 貸風險及流動資金風險。本集團的風險管 理目標是將所面對的風險局限於可接受水 平內之餘,同時致力提高股東價值。風險 管理乃透過相關集團公司管理及監控。

本集團的風險管治架構旨在涵蓋所有業務 活動,以確保所有有關風險類別已由相關 集團公司妥為管理及監控。本集團已採納 一個妥善的風險管理與組織架構,並附有 完善的政策及程序,有關政策及程序會 定期進行檢討,並在有需要時因應市場、 本集團經營環境及業務策略之變動而加 強。本集團的有關獨立監控職能擔任重要 角色,向相關董事會及高級管理層確保實 施、維持及遵守穩健的內部風險管理機 制。

#### (a) 市場風險

(i) 股票風險

市場內有不少可供投資的資產類 別,而本集團所進行之主要業務 之一為股票投資並集中於投資及 金融業務分部。任何股票投資所 產生之市場風險皆因每日市價或 公平價值波動而起,緩和該等風 險的能力視乎有否預備任何對沖 工具及分部所擁有投資組合的分 散程度。更重要的是,分部進行 交易之員工必須擁有管理風險的 知識及經驗,確保風險在最適當 的時機下獲妥善對沖及重整。分 部之自營買賣活動須受相關集團 公司之高級管理層審批之限額限 制,並視乎該等工具為上市或非 上市按「市場價格」及「公平價格」 計算價值。評估風險時會使用風 險值(「風險值」)及壓力測試。同 時,亦設定其他非風險值限額如 「虧蝕上限」及「持倉」限額以限制 所面對的超限風險。風險值及壓 力測試獲金融業廣泛使用,透過 結合持倉之規模及潛在市場變化對財務產生之潛在影響,作為量 化風險的工具。

#### 27. FINANCIAL RISK MANAGEMENT (CONT'D)

#### (a) Market Risk (Cont'd)

(i) Equity Risk (Cont'd)

The Group's market-making and proprietary trading positions and their financial performance are reported daily to the relevant senior management of the group companies in the segment for review. Relevant internal audit also performs regular checks to ensure there is adequate compliance in accordance with the established market risk limits and internal guidelines.

(ii) Interest Rate Risk

Interest rate risk is the risk of loss due to changes in interest rates. The Group's interest rate risk exposure arises predominantly from term financing in the investment and finance segment and loans and advances to consumer finance customers in consumer finance segment and bank and other borrowings. Interest spreads are managed with the objective of maximising spreads to ensure consistency with liquidity and funding obligations.

Prices of debt securities will be monitored by reviewing daily quotes from brokers and debt securities valuation will be performed monthly to assess the change in fair value for the month.

(iii) Foreign Exchange Risk

Foreign exchange risk is the risk to earnings or capital arising from movements in foreign exchange rates.

The Group's foreign exchange risk primarily arises from currency exposures originating from proprietary trading positions, and loan and advances denominated in foreign currencies, mainly in Australian dollars, Renminbi, Euros and British pounds. Foreign exchange risk is managed and monitored by senior management of the relevant group companies. The risk arising from open currency positions are subject to management approved limits and are monitored and reported daily.

#### 截至二零一八年六月三十日止六個月

#### 27. 金融風險管理(續)

- (a) 市場風險(續)
  - (i) 股票風險(續)

本集團所有營造市場及自營買賣 活動持倉狀況及財務表現,均每 日匯報予分部內集團公司之相關 高級管理層以供審閱。相關內部 審核部門亦會作出定期審查,確 保充份遵守既訂市場風險限額及 內部指引。

(ii) 利率風險

利率風險為利率變動所引致虧損 之風險。本集團的利率風險主要 來自投資及金融分部之有期放款 以及私人財務分部之私人財務客 戶貸款及墊款以及銀行及其他借 貸。本集團管理息差,目的在於 盡量令息差符合資金之流動性及 需求。

債務證券價格將透過審閱經紀的 每日報價進行監察,而債務證券 估值將按月進行,以評估該月份 的公平價值變動。

(iii) 外匯風險

外匯風險乃外幣匯率變動對盈利 或資本造成之風險。

本集團之外匯風險主要來自自營 買賣活動持倉狀況及以外幣列值 之貸款及墊款,主要為澳元、人 民幣、歐元及英鎊。外匯風險由 相關集團公司之高級管理層作出 管理及監察。就外幣未平倉合約 產生之外匯風險須受由管理層審 批之限額限制,並須每日受其監 控及向其匯報。

#### 27. FINANCIAL RISK MANAGEMENT (CONT'D)

#### (b) Credit Risk

Credit risk arises from the failure of a customer or counterparty to meet settlement obligations. As long as the Group lends, trades and deals with third parties, there will be credit risk exposure.

The Group's credit procedures, governed by the relevant executive committee of the relevant group companies, sets out the credit approval processes and monitoring procedures, which are established in accordance with sound business practices.

For investment in debt securities, basically only debt securities with sound credit standing would be considered. Trading accounts are only opened with reputable security broker/banks.

#### (c) Liquidity Risk

The goal of liquidity management is to mitigate risk that a given security or asset cannot be traded quickly enough in the market to prevent a loss or make the required profit. Another goal is to enable the Group, even under adverse market conditions, to actively manage and match funds inflow against all maturing repayment obligations to achieve maximum harmony on cash flow management.

The Group manages its liquidity position to ensure a prudent and adequate liquidity ratio. This is achieved by a transparent and collective monitoring approach across the Group involving the management of the relevant group companies.

#### 28. CRITICAL ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Group's accounting policies, the management of the Company are required to make judgments, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources.

The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

#### 截至二零一八年六月三十日止六個月

#### 27. 金融風險管理(續)

#### (b) 信貸風險

客戶或交易對手未能履行交收責任, 將導致信貸風險。一旦本集團借款予 第三方,並與之交易及買賣,即會有 信貸風險。

本集團信貸程序(受相關集團公司有 關執行委員會規管)詳列批准信貸及 監管程序。該等程序乃按照良好的商 業慣例而制定。

就債務證券的投資而言,基本上只會 考慮信用狀況良好的債務證券,並只 會於知名買賣證券經紀/銀行開立買 賣賬戶。

#### (c) 流動資金風險

流動資金管理旨在減輕指定抵押品或 資產未能迅速在市場上買賣以防止損 失或賺取所需溢利的風險,以及使本 集團即使在不利的市場條件下亦可就 所有到期償還責任靈活管理及配合資 金流入,並達到現金流量管理之高度 和諧性。

本集團監管其流動資金狀況,確保有 審慎而充裕之流動資金比率。本集團 相關集團公司管理層以高透明度及集 體方式進行監察。

#### 28. 主要會計判斷及估計不確定因素之主 要來源

採用本集團會計政策時,本公司管理層須 對無法依循其他途徑得知的資產及負債賬 面值作出判斷、估計及假設。

該等估計及相關假設按照過往經驗及被視 為相關的其他因素作出。實際結果或有別 於該等估計。

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for the six months ended 30th June, 2018

#### 28. CRITICAL ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY (CONT'D)

The estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

In preparing the unaudited condensed consolidated financial statements, the significant judgments 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 audited consolidated financial statements for the year ended 31st December, 2017, except for expected credit loss allowance as detailed in notes 3, 14 and 15.

The measurement of ECL under HKFRS 9 across all categories of financial assets requires judgment, in particular, the estimation of the amount and timing of future cash flows and collateral values when determining impairment losses and the assessment of a significant increase in credit risk. These estimates are driven by a number of factors, changes in which can result in different levels of allowances. At each reporting date, the Group assesses whether there has been a significant increase in credit risk for exposures since initial recognition by comparing the risk of default occurring over the expected life between the reporting date and the date of initial recognition. The Group considers reasonable and supportable information that is relevant and available without undue cost or effort for this purpose. This includes quantitative and gualitative information and also, forwardlooking analysis.

截至二零一八年六月三十日止六個月

#### 28. 主要會計判斷及估計不確定因素之主 要來源(續)

該等估計及相關假設會持續審閱。如會計 估計修訂只會影響當前期間,則於當期確 認有關會計估計修訂;如修訂會影響當前 及未來期間,則會在當前及未來期間確認 有關修訂。

管理層於編製未經審核簡明綜合財務報表 時就採用本集團會計政策所作出之重大判 斷以及估計不確定因素之主要來源,與截 至二零一七年十二月三十一日止年度之經 審核綜合財務報表所採用者相同,惟附 註3、14及15詳述之預期信貸虧損撥備除 外。

根據香港財務報告準則第9號對所有類別 的金融資產進行預期信貸虧損計量須作出 判斷,特別是在釐定減值虧損及評估信貸 風險的大幅增加時,對未來現金流量及抵 押價值的金額及發生的時間的估計。該等 估計受多項因素推動,當中有關的變動可 能導致須作出不同程度的撥備。於各結算 日,本集團會將通過對由結算日至初始確 認日,本集團會將通過對由結算日至初始確 認日期之間的預計年期內發生的違約風險 進行比較,以評估自初始確認以來信貸風 險是否有顯著增加。本集團就此會考慮相 關及毋須付出過度成本或努力而可用的合 理及具支持理據的資料,當中包括量化及 質化資料以及前瞻性分析。

#### 29. EVENT AFTER THE REPORTING DATE

A buy-back contract was entered into between SHK and Asia Financial Services Company Limited ("AFSC") on 20th July, 2018 relating to an off-market share buy-back by SHK of 145,000,000 shares of SHK, representing approximately 6.73% of the total number of issued shares of SHK, held by AFSC. According to the buy-back contract upon completion, the buy-back price per share of HK\$4.75 will be reduced by HK26 cents (being the aggregate of SHK's 2017 second interim dividend of HK14 cents per share paid on 28th June, 2018 and 2018 interim dividend of HK12 cents per share declared on 15th August, 2018 and payable on 12th September, 2018) to HK\$4.49. The total consideration will be reduced by HK\$37.7 million from HK\$688.8 million to HK\$651.1 million. The completion of the share buy-back will take place on 17th September, 2018 or such other date as SHK and AFSC may agree in writing. After the completion of the share buy-back, the Company's shareholding in SHK will be increased from approximately 57.29% to approximately 61.43% assuming there are no other changes in the number of issued shares of SHK.

截至二零一八年六月三十日止六個月

#### 29. 結算日後之事項

於二零一八年七月二十日,新鴻基與 Asia Financial Services Company Limited (「AFSC」)簽立有關新鴻基於場外進行新 鴻基股份回購145.000.000股股份(相當 於AFSC持有新鴻基已發行股份總數約 6.73%)之回購合約。根據回購合約,於 完成時每股回購價將由4.75港元下調26港 仙(即新鴻基於二零一八年六月二十八日 支付二零一七年第二次中期股息14港仙 以及二零一八年八月十五日宣派並於二零 一八年九月十二日應付之二零一八年中期 股息12港仙之總和)至4.49港元。總代價 將由688.8百萬港元下調37.7百萬港元至 651.1百萬港元。股份回購將於二零一八 年九月十七日或新鴻基及AFSC可能以書 面協定之其他日期完成。於股份回購完成 後,假設新鴻基已發行股份數目並無其他 變動,則本公司於新鴻基之持股量將由約 57.29%增加至約61.43%。



Report on Review of Condensed Consolidated 簡明綜合財務報表審閱 **Financial Statements** 

# Deloitte.

#### TO THE BOARD OF DIRECTORS OF ALLIED PROPERTIES (H.K.) LIMITED

#### Introduction

We have reviewed the condensed consolidated financial statements of Allied Properties (H.K.) Limited (the "Company") and its subsidiaries (collectively referred to the "Group") set out on pages 4 to 65, which comprise the condensed consolidated statement of financial position as of 30th June, 2018 and the related condensed consolidated statement of profit or loss, statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the six-month period then ended, and certain explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34 "Interim Financial Reporting" ("HKAS 34") issued by the Hong Kong Institute of Certified Public Accountants. The directors of the Company are responsible for the preparation and presentation of these condensed consolidated financial statements in accordance with HKAS 34. Our responsibility is to express a conclusion on these condensed consolidated financial statements based on our review, and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

#### **Scope of Review**

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

#### Conclusion

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

**Deloitte Touche Tohmatsu** Certified Public Accountants Hong Kong

20th August, 2018

報告



#### 致聯合地產(香港)有限公司董事會

# 引言

我們已審閱載於第4頁至第65頁聯合地產(香 港)有限公司(「貴公司」)及其附屬公司(統稱為 「貴集團」)之簡明綜合財務報表,其包括於二 一八年六月三十日之簡明綜合財務狀況表與 截至該日止六個月期間之相關簡明綜合損益 表、損益及其他全面收益表、權益變動表和現 金流量表及若干説明附註。香港聯合交易所有 限公司證券上市規則規定,就在約期務資料編 製之報告必須符合當中有關條文以及香港會計 師公會頒佈之香港會計準則第34號「中期財務 報告」(「香港會計準則第34號」)。 貴公司董 事須負責根據香港會計準則第34號編製及呈列 該等簡明綜合財務報表。我們的責任為根據審 閲對該等簡明綜合財務報表發表結論,並按照 委聘之協定條款僅向作為實體之 閣下報告結論,而並無其他目的。我們不會就本報告內容 向任何其他人士負上或承擔任何責任。

#### 審閲範圍

我們已根據香港會計師公會頒佈之香港審閱委 聘準則第2410號「實體獨立核數師對中期財務 資料之審閱」進行審閱。審閱此等簡明綜合財 務報表包括主要向負責財務和會計事務之人員 查詢,並應用分析和其他審閱程序。審閱範圍 遠小於根據香港核數準則進行審核之範圍,故 不能令我們保證將知悉在審核中可能發現之所 有重大事項。因此,我們不發表審核意見。

#### 結論

按照我們之審閱,並無發現任何事項,令我們 相信簡明綜合財務報表在各重大方面未有根據 香港會計準則第34號編製。

德勤 • 關黃陳方會計師行 執業會計師 香港

二零一八年八月二十日



The Board does not recommend the payment of an interim dividend for the six months ended 30th June, 2018 (2017: Nil).

# **Financial Highlights**

中期股息

董事會不建議派發截至二零一八年六月三十日 止六個月之中期股息(二零一七年:無)。

財務摘要

		Six months ended 30th June, 截至六月三十日止六個月	
		2018	2017
		二零一八年	二零一七年
		HK\$ Million	HK\$ Million
		百萬港元	百萬港元
Revenue	收入	2,369.1	2,059.9
Profit for the period attributable to	本公司股東應佔		
owners of the Company	期間溢利	1,885.2	2,359.6
Equity attributable to owners of the	於報告期末		
Company at the end of the	本公司股東		
reporting period	應佔權益	36,088.7	32,900.0
Return on equity attributable to	本公司股東應佔權益		
owners of the Company	回報率	5.2%	7.2%
Earnings per share	每股盈利	HK27.67 cents港仙	HK34.64 cents港仙
		At	At
		30th June,	31st December,
		2018	2017
		於二零一八年	於二零一七年
		六月三十日	十二月三十一日
Net asset value per share attributable	本公司股東應佔每股		
to owners of the Company	資產淨值	HK\$5.3港元	HK\$5.1港元
Gearing ratio	資本負債比率	<b>29.3</b> %	26.7%

# 68 Financial Review

#### **Financial Results**

The revenue of the Group for the period was HK\$2,369.1 million (2017: HK\$2,059.9 million). The increase is mainly due to higher interest income arising from loan business and the consumer finance business.

The profit attributable to the owners of the Company for the period was HK\$1,885.2 million (2017: HK\$2,359.6 million), a decrease of HK\$474.4 million, or 20.1%.

The decrease in profit attributable to the owners of the Company was primarily a mixed result of:-

- lower contribution from associate Tian An China Investments Company Limited ("TACI");
- good performance of the principal investments of Sun Hung Kai & Co. Limited ("SHK"); and
- a higher fair value gain on revaluation of investment properties of the Group.

#### Earnings per share

Earnings per share amounted to HK27.67 cents (2017: HK34.64 cents).

# 財務回顧

#### 財務業績

期內,本集團收入為2,369.1百萬港元(二零 一七年:2,059.9百萬港元)。增加主要乃由於 貸款業務及私人財務業務產生之利息收入增加 所致。

期內,本公司股東應佔溢利為1,885.2百萬港元(二零一七年:2,359.6百萬港元),減少 474.4百萬港元或20.1%。

本公司股東應佔溢利減少乃主要由於下列各項 的綜合影響:-

- 聯營公司天安中國投資有限公司(「天安」)
   之貢獻減少;
- 新鴻基有限公司(「新鴻基」)的主要投資表
   現良好;及
- 本集團重估投資物業之公平價值收益增加。

每股盈利

每股盈利為27.67港仙(二零一七年:34.64港仙)。



#### Financial Resources, Liquidity and Capital Structure

The Group is principally financed by cash inflow from operating activities and banking facilities granted by the banks. The banking facilities of the Group are reviewed from time to time and new banking facilities will be obtained or renewed to meet the funding requirements for capital commitments, investments and operations of the Group.

The 4.75% US dollar denominated notes ("4.75% Notes") are listed on The Stock Exchange of Hong Kong Limited. The nominal value of the 4.75% Notes after eliminating the intra-group holdings was US\$354.9 million or equivalent to HK\$2,785.1 million (at 31st December, 2017: US\$354.9 million or equivalent to HK\$2,774.6 million) at the reporting date.

The 4.65% US dollar denominated notes ("4.65% Notes") are listed on The Stock Exchange of Hong Kong Limited. The nominal value of the 4.65% Notes after eliminating the intra-group holdings was US\$540.8 million or equivalent to HK\$4,244.0 million (at 31st December, 2017: US\$540.8 million or equivalent to HK\$4,228.0 million) at the reporting date.

On 5th February, 2018, under the guaranteed medium term note programme, Sun Hung Kai & Co. (BVI) Limited further issued HK\$245.5 million 3.1% HK dollar denominated notes ("3.1% Notes") at discount for a net consideration of HK\$245.1 million. The 3.1% Notes will be mature on 5th February, 2019.

The 6.9% Renminbi denominated notes matured in May 2018 and the outstanding balance was repaid.

At 30th June, 2018, the Group's net borrowings amounted to HK\$10,581.5 million (at 31st December, 2017: HK\$9,334.1 million), representing bank and other borrowings and notes payable totalling HK\$14,078.4 million (at 31st December, 2017: HK\$12,532.7 million) less bank deposits, bank balances and cash of HK\$3,496.9 million (at 31st December, 2017: HK\$3,198.6 million) and the Group had equity attributable to owners of the Company of HK\$36,088.7 million (at 31st December, 2017: HK\$35,019.2 million). Accordingly, the Group's gearing ratio of net borrowings to equity attributable to owners of the Company was 29.3% (at 31st December, 2017: 26.7%).

#### 財務資源、流動資金及股本結構

本集團之資金主要來自經營業務之現金流入及 銀行授出之銀行信貸。本集團會不時審視銀行 信貸額並會借入新銀行信貸或重續信貸額,以 滿足本集團在資本承擔、投資及營運方面之資 金需求。

4.75%美元票據(「4.75%票據」)已於香港聯合 交易所有限公司上市。於結算日,經扣除集團 間持有之票據後,4.75%票據之面值為354.9 百萬美元或相當於2,785.1百萬港元(於二零 一七年十二月三十一日:354.9百萬美元或相 當於2,774.6百萬港元)。

4.65%美元票據(「4.65%票據」)已於香港聯合 交易所有限公司上市。於結算日,經扣除集團 間持有之票據後,4.65%票據之面值為540.8 百萬美元或相當於4,244.0百萬港元(於二零 一七年十二月三十一日:540.8百萬美元或相 當於4,228.0百萬港元)。

於二零一八年二月五日,根據擔保中期票據發 行計劃,Sun Hung Kai & Co. (BVI) Limited以 折讓價進一步發行245.5百萬港元之3.1%港元 票據(「3.1%票據」),代價淨額為245.1百萬港 元。3.1%票據將於二零一九年二月五日到期。

6.9%人民幣票據已於二零一八年五月到期,而 未償還結餘已償還。

於二零一八年六月三十日,本集團之借貸淨 額為10,581.5百萬港元(於二零一七年十二月 三十一日:9,334.1百萬港元),相當於銀行及 其他借貸及應付票據合共14,078.4百萬港元 (於二零一七年十二月三十一日:12,532.7百 萬港元)減銀行存款、銀行結餘及現金3,496.9 百萬港元(於二零一七年十二月三十一日: 3,198.6百萬港元),而本集團之本公司股東 應佔權益為36,088.7百萬港元(於二零一七年 十二月三十一日:35,019.2百萬港元)。因 此,本集團借貸淨額與本公司股東應佔權益之 資本負債比率為29.3%(於二零一七年十二月 三十一日:26.7%)。



# Financial Resources, Liquidity and Capital Structure (Cont'd)

#### 財務資源、流動資金及股本結構(續)

		2018 於二零一八年	At 31st December, 2017 於二零一七年 十二月三十一日 HK\$ Million 百萬港元
Bank loans are repayable as follows: On demand or within one year More than one year but not exceeding	銀行貸款償還期限如下: 要求時償還或一年內 一年以上但不超過	1,986.7	1,752.9
two years More than two years but not exceeding five years Bank loans with a repayment on demand	兩年 兩年以上但不超過 五年 具有按要求償還條文之	1,916.4	1,395.8 309.6
clause are repayable as follows: Within one year More than one year but not exceeding	銀行貸款償還期限如下: 一年內 一年以上但不超過	1,851.8	1,018.0
two years More than two years but not exceeding five years	兩年 兩年以上但不超過 五年	56.0 474.0	
		6,284.9	4,490.3
Other borrowings are repayable over five years	其他借貸於五年後 償還	46.6	35.0
Renminbi denominated notes are repayable within one year US dollar denominated notes are repayable as follows:	人民幣票據於一年內 償還 美元票據償還期限 如下:	-	536.5
Within one year More than one year but not exceeding	一年內 一年以上但不超過	98.0	92.3
five years HK dollar denominated notes are	五年 港元票據於一年內	6,945.8	6,930.4
repayable within one year	償還	703.1	448.2
		7,746.9	8,007.4
		14,078.4	12,532.7

At 30th June, 2018, the current ratio (current assets/current liabilities) of the Group was 3.0 times (at 31st December, 2017: 3.7 times).

Other than the Renminbi denominated notes, US dollar denominated notes and HK dollar denominated notes, most of the bank and other borrowings of the Group are charged at floating interest rates. There are no known seasonal factors in the Group's borrowing profile.

於二零一八年六月三十日,本集團之流動比率 (流動資產/流動負債)為3.0倍(於二零一七年 十二月三十一日:3.7倍)。

除人民幣票據、美元票據以及港元票據外,本 集團之大部分銀行及其他借貸均按浮動利率計 息。本集團之借貸組合並無已知季節性因素。

#### **Material Acquisition and Disposal**

There were no material acquisitions or disposals of subsidiaries, associates or joint ventures during the period.

#### **Segment Information**

Detailed segmental information in respect of the revenue and profit or loss is shown in note 4 to the condensed consolidated financial information on pages 31 to 33.

#### **Risk of Foreign Exchange Fluctuation**

The Group is required to maintain foreign currency exposure to cater for its recurring operating activities and present and potential investment activities, meaning it will be subject to reasonable exchange rate exposure. However, the Group will closely monitor this risk exposure as required.

#### **Contingent Liabilities**

Details regarding the contingent liabilities are set out in note 23 to the condensed consolidated financial statements on page 57.

#### **Pledge of Assets**

Details regarding the pledge of assets are set out in note 25 to the condensed consolidated financial statements on page 58.

#### **Event after the Reporting Date**

Details regarding the event after the reporting date are set out in note 29 to the condensed consolidated financial statements on page 65.

#### 重大收購及出售事項

期內概無任何附屬公司、聯營公司或合營公司 之重大收購或出售。

# 分部資料

有關收入及損益之詳細分部資料列載於第31頁 至第33頁簡明綜合財務資料附註4。

#### 外幣匯兑波動風險

本集團需要就經常性營運活動以及現有及潛在 投資活動而持有外匯結餘,此亦表示本集團會 承受一定程度之匯率風險。然而,本集團將按 需要密切監控所承擔之風險。

### 或然負債

有關或然負債之詳情載於第57頁簡明綜合財務 報表附註23。

## 資產抵押

有關資產抵押之詳情載於第58頁簡明綜合財務 報表附註25。

### 結算日後之事項

有關結算日後之事項之詳情載於第65頁簡明綜 合財務報表附註29。



# Properties

#### Hong Kong

- The Group's rental income from its Hong Kong property portfolio was at a steady level compared to the same period in 2017.
- The net gain in the value of the Group's property portfolio, including investment properties owned by SHK was HK\$646.2 million during the period, higher than that of 2017 by HK\$192.9 million.
- The hotel division reported an increase in average room rates and occupancies, resulting in an increased contribution.
- Allied Kajima Limited, the Group's 50% joint venture, holding various properties including Allied Kajima Building, Novotel Century Hong Kong hotel, Sofitel Philippine Plaza Hotel and the Wanchai Jaffe Road hotel redevelopment, reported a decrease in its profit contribution by 43.6% mainly due to lower fair value gain of its property portfolio during the period. Foundation work on the Jaffe Road hotel site is in progress.

#### Mainland PRC

- The profit attributable to the owners of TACI was HK\$836.9 million (2017: HK\$1,671.1 million).
- The decrease in profit of TACI was mainly due to the absence of an one-off gain of HK\$1,634.0 million on disposal of a subsidiary which was recorded in last period. Although there was no one-off gain from disposal of a subsidiary, TACI booked substantial sales and contributions from its ongoing development projects.
- Rental income was up by 20% as compared with 2017, due to improved yield and additional investment properties coming on stream.
- There are a total of 15 cyberparks over 12 cities. The overall contribution of TACI's cyberpark unit has increased during the period. Those cyberparks on the Pearl River Delta have been contributing most and TACI will concentrate on developing new cyberparks and urban renewal projects in this region where it has ample manpower and marketing resources.
- Phase 2 of TACI's urban renewal project, Tian An Cloud Park, in Huawei New City Area in the Longgang District of Shenzhen is under construction and part of the Phase 2 is expected to be completed in second half of 2018, with the remaining part to be completed in first half of 2019.
- Asiasec Properties Limited reported a profit attributable to its shareholders of HK\$78.2 million (2017: HK\$115.5 million).

(Further details can be found in TACI's interim report 2018)

# 業務回顧

# 物業

香港

- 本集團來自香港物業組合的租金收入較二 零一七年同期保持穩定。
- 計及新鴻基持有之投資物業,本集團之物 業組合期內之價值增加淨額為646.2百萬 港元,較二零一七年增加192.9百萬港元。
- 酒店分部錄得平均房租及入住率增加,故 貢獻增加。
- 本集團擁有50%權益之合營公司Allied Kajima Limited持有多項物業,包括聯合 鹿島大廈、香港諾富特世紀酒店、Sofitel Philippine Plaza Hotel及灣仔謝斐道酒店 重建,錄得溢利貢獻減少43.6%,主要由 於其物業組合於期內公平價值收益減少所 致。謝斐道酒店地盤的地基工程正在進行 中。

#### 中國內地

- 天安股東應佔溢利為836.9百萬港元(二零 一七年:1,671.1百萬港元)。
- 天安之溢利減少乃主要由於缺少去年同 期錄得出售一間附屬公司的一次性收益 1,634.0百萬港元。雖然天安並無出售一 間附屬公司帶來之一次性收益,惟持續進 行中之發展項目仍錄得重大銷售及貢獻。
- 租金收入較二零一七年上升20%,由於收益率改善及陸續增加投資物業所致。
- 共有15個數碼城,分佈在12個城市。期 內天安數碼城業務的整體貢獻增加。位於 珠江三角洲的數碼城作出大部分貢獻,天 安將在其擁有充足的人力及營銷資源的 該區域集中發展新的數碼城及城市更新項 目。
- 天安位於深圳龍崗華為新城片區的城市更 新項目天安雲谷的第二期正在建設當中, 並預期部分第二期將於二零一八年下半年 竣工,剩餘部分則將於二零一九年上半年 竣工。
- 亞證地產有限公司錄得其股東應佔溢利為 78.2百萬港元(二零一七年:115.5百萬港 元)。

(進一步詳情載於天安二零一八年中期業績報 告內)



#### **Financial Services**

#### Investment and Finance

- The profit attributable to owners of SHK was HK\$1,058.0 million (2017: HK\$780.1 million). The better performance during the period was mainly due to improved contribution from its principal investment portfolios. A steady performance from United Asia Finance Limited ("UAF"), the 58% owned subsidiary of SHK, also contributed significantly.
- The total investment assets of SHK's principal investment portfolio amounted to HK\$17,056.3 million at the end of June 2018 and this division which included the structured finance business contributed a pre-tax contribution of HK\$680.4 million to SHK (2017: HK\$432.3 million).
- Sun Hung Kai Credit Limited ("SHKC") made a pre-tax profit contribution of HK\$48.8 million (2017: HK\$12.3 million). Its loan portfolio reached HK\$3 billion at the end of June 2018 from HK\$2 billion at the end of last year.

#### Consumer Finance

- Profit attributable to owners of UAF for the period amounted to HK\$505.6 million (2017: HK\$500.6 million).
- During the period, UAF has adopted a more prudent approach towards credit approvals in the mainland China because of worse-than-expected general credit conditions in the market.
- For UAF's business in Hong Kong, its contribution for the first half of 2018 increased steadily during the period. Business performance remains satisfactory despite keen market competition.
- At the end of the period, the consolidated consumer finance gross loan balance amounted to HK\$9.7 billion, representing a decrease of HK\$0.1 billion from the end of 2017. During the period, the number of online transactions under the mainland China business surpassed those offline, and the initial success of this O2O ("online to offline") strategy meant UAF could reduce its physical branch network. UAF closed 12 branches in mainland China during the period, leaving 73 branches on the mainland China operating at the period end and 49 branches in Hong Kong.

(Further details can be found in SHK's interim report 2018)

業務回顧(續)

# 金融服務

投資及金融

- 新鴻基股東應佔溢利為1,058.0百萬港元 (二零一七年:780.1百萬港元)。期內取 得較好表現主要有賴其主要投資組合的貢 獻改善。新鴻基擁有58%股權之附屬公司 亞洲聯合財務有限公司(「亞洲聯合財務」) 的表現穩定,亦對此有重大貢獻。
- 於二零一八年六月底,新鴻基的主要投資組合的投資資產總值為17,056.3百萬港元,該分部(包括結構性融資業務)為新鴻基作出除税前貢獻680.4百萬港元(二零一七年:432.3百萬港元)。
- 新鴻基信貸有限公司(「新鴻基信貸」)作出 除税前溢利貢獻48.8百萬港元(二零一七 年:12.3百萬港元)。其貸款組合由去年 底的20億港元升至二零一八年六月底的 30億港元。

#### 私人财務

- 期內,亞洲聯合財務股東應佔溢利為 505.6百萬港元(二零一七年:500.6百萬 港元)。
- 期內,由於中國內地市場整體信貸環境遜 於預期,故亞洲聯合財務對審批中國內地 信貸採取更為審慎的態度。
- 亞洲聯合財務的香港業務方面,其於二零 一八年上半年的貢獻於期內穩步上揚。儘 管市場競爭熾熱,業務表現仍令人滿意。
- 於期末,綜合私人財務貸款結餘總額為97 億港元,較二零一七年底減少1億港元。 期內,中國內地業務的線上交易數量已 超逾線下交易,而此項O2O(「線上到線 下」)策略的初步成功意味著亞洲聯合財務 可減少實體分行網絡。亞洲聯合財務於期 內關閉12家中國內地分行,於期末有73 家中國內地分行及49家香港分行在營運。

(進一步詳情載於新鴻基二零一八年中期報告內)

#### **Employees**

The total number of headcount of the Group at 30th June, 2018 was 4,742 (at 31st December, 2017: 5,005). The net decrease in headcount is mainly the result of the branch consolidation of UAF in mainland China, as the business migrated further online. The Group reviews remuneration packages from time to time. In addition to salary payments, other staff benefits include contributions to employee provident funds, medical subsidies and a discretionary bonus scheme.

# **Business Outlook**

While significant risk factors such as geopolitical issues and the pace of the US interest rate hike still remain, the current trade war between USA and China has added further uncertainty to the economic outlook. It is expected that there may be further increases in interest rates and this will continue to exert pressure upon the local economy.

For the consumer finance business, uncertainties face the market especially in mainland China. UAF will maintain a prudent stance in the short term whilst seeking growth and opportunity for efficiency gains with its O2O strategy.

The limited supply of land of Hong Kong when compared to demand remains a major issue for the local economy. It is expected the recent increase in mortgage interest rates will have a cool down effect on the property market, although the effect may not be significant.

For the mainland property market, there are ongoing various measures by the authorities to regulate the high housing demand and cool down the overheated property market.

With the Group's solid financial position and diversified income streams, the Board will continue to adopt a prudent approach in implementing the Group's stated strategies for the benefit of the Group and all its shareholders. 業務回顧(續)

#### 僱員

於二零一八年六月三十日,本集團之總人數為 4,742名(於二零一七年十二月三十一日:5,005 名)。員工人數錄得淨減少,主要由於亞洲聯 合財務於中國內地因為業務進一步遷移線上而 實施分行整合所致。本集團不時檢討薪酬福 利。除支付薪金外,僱員尚有其他福利,包括 僱員公積金供款計劃、醫療津貼及酌情花紅計 劃。

# 業務展望

地緣政治問題及美國加息步伐等重大風險因素 仍然存在,當前中美貿易戰更為經濟前景進一 步增添不確定因素。預期利率可能繼續增加, 將對本地經濟持續造成壓力。

私人財務業務方面,市場(尤其是中國內地)面 臨不明朗因素,亞洲聯合財務短期內須維持審 慎態度,同時亦透過O2O策略尋求增長及擴張 機遇。

香港土地供不應求仍是本地經濟面對的一大難 題。預期近期按揭貸款利率增加會為物業市場 帶來降溫效果,但影響未必顯著。

就中國內地物業市場方面,監管機構持續實施 不同的政策以控制高企的房屋需求及冷卻過熱 的房地產市場。

在本集團穩健的財務狀況及多元化收入來源 下,董事會將繼續以審慎態度落實本集團既定 策略,讓本集團及其全體股東得益。



# **Directors' Interests**

At 30th June, 2018, Messrs. Lee Seng Hui and Steven Samuel Zoellner, Directors, had the following interests in the shares or underlying shares of the Company and its associated corporations, within the meaning of Part XV of the Securities and Futures Ordinance ("SFO"), as recorded in the register required to be kept under Section 352 of the SFO:

# 董事之權益

於二零一八年六月三十日,根據證券及期貨條例(「證券及期貨條例」)第352條規定所存置之 登記冊所載,董事李成輝先生及Steven Samuel Zoellner先生於本公司及其相聯法團(釋義見證 券及期貨條例第XV部)之股份或相關股份中持 有以下權益:

Name of Directors 董事姓名	Name of companies 公司名稱	Number of shares interested 擁有股份 之數目	Approximate % of the total number of issued shares 佔已發行股份總數 之概約百分比	Nature of interests 權益性質
Lee Seng Hui 李成輝	the Company 本公司	5,278,911,521 (Note 1) (附註1)	77.49%	Other Interests 其他權益
Steven Samuel Zoellner	the Company 本公司	64,402 (Note 3) (附註3)	0.00%	Personal interests (held as beneficial owner) 個人權益(以實益擁有人身份持有)
	Sun Hung Kai & Co. Limited ("SHK") (Note 2) 新鴻基有限公司 (「新鴻基」)(附註2)	49,200 (Note 4) (附註4)	0.00%	Personal interests (held as beneficial owner) 個人權益(以實益擁有人身份持有)

Notes:

- 1. The interests include the holding of: (i) an interest in 1,973,216,190 shares of the Company ("Shares") held by Capscore Limited ("Capscore"); (ii) an interest in 45,903,120 Shares held by Citiwealth Investment Limited ("Citiwealth"); (iii) an interest in 2,121,437,331 Shares held by Sunhill Investments Limited ("Sunhill"); (iv) an interest in 968,354,880 Shares held by Allied Group Limited ("AGL"); and (v) 170,000,000 Shares held as holder of security interest by a wholly-owned subsidiary of SHK. Capscore, Citiwealth and Sunhill are all wholly-owned subsidiaries of AGL while SHK is an indirect non wholly-owned subsidiary of the Company, which in turn is a non wholly-owned subsidiary of AGL. AGL was therefore deemed to have an interest in the Shares in which Capscore, Citiwealth, Sunhill and SHK were interested. Mr. Lee Seng Hui together with Ms. Lee Su Hwei and Mr. Lee Seng Huang are the trustees of Lee and Lee Trust, being a discretionary trust. The Lee and Lee Trust controlled approximately 74.95% of the total number of issued shares of AGL (inclusive of Mr. Lee Seng Hui's personal interests) and was therefore deemed to have an interest in 5,278,911,521 Shares in which AGL was interested.
- 2. SHK is the indirect non wholly-owned subsidiary of the Company. Therefore, SHK is an associated corporation of the Company within the meaning of Part XV of the SFO.
- 3. This represents an interest in 64,402 Shares.
- 4. This represents an interest in 49,200 shares of SHK.
- 5. All interests stated above represent long positions.

Save as disclosed above, at 30th June, 2018, none of the Directors and chief executive of the Company had any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations, within the meaning of Part XV of the SFO, as recorded in the register required to be kept under Section 352 of the SFO or as otherwise notified to the Company and The Stock Exchange of Hong Kong Limited ("Stock Exchange") pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers ("Model Code") as set out in Appendix 10 of the Rules Governing the Listing of Securities on the Stock Exchange ("Listing Rules").

附註:

- 1. 該權益包括:由(i) Capscore Limited(「Capscore」)持 有之1,973,216,190股本公司股份(「股份」)之權益; (ii)開鵬投資有限公司(「開鵬」)持有之45,903,120股 股份之權益;(iii)陽山投資有限公司(「陽山」)持有之 2,121,437,331股股份之權益;(iv)聯合集團有限公司 (「聯合集團」)持有之968,354,880股股份之權益;及 (v)新鴻基之全資附屬公司以抵押權益持有人身份持 有之170,000,000股股份。Capscore、開鵬及陽山均 為聯合集團之全資附屬公司,而新鴻基為本公司之間 接非全資附屬公司,而本公司則為聯合集團之非全資 附屬公司。因此,聯合集團被視作擁有Capscore、開 鵬、陽山及新鴻基所持股份之權益。李成輝先生連同 李淑慧女士及李成煌先生均為Lee and Lee Trust(全 權信託)之信託人。Lee and Lee Trust控制聯合集團 已發行股份總數約74.95%(包括李成輝先生之個人權 益),因此,Lee and Lee Trust被視為擁有聯合集團擁 有之5,278,911,521股股份之權益。
- 新鴻基為本公司之間接非全資附屬公司。因此,新鴻 基為本公司之相聯法團(釋義見證券及期貨條例第XV 部)。
- 3. 該權益指於64,402股股份之權益。
- 4. 該權益指於新鴻基49,200股股份之權益。
- 5. 上述所有權益均屬好倉。

除上文所披露者外,於二零一八年六月三十 日,本公司之各董事及最高行政人員概無於本 公司或其任何相聯法團(釋義見證券及期貨條 例第XV部)之任何股份、相關股份或債權證中 擁有須記錄於根據證券及期貨條例第352條規 定所存置之登記冊內,或根據香港聯合交易所 有限公司(「聯交所」)證券上市規則(「上市規 則」)附錄十所載之上市發行人董事進行證券交 易的標準守則(「標準守則」)須另行知會本公司 及聯交所之任何權益或淡倉。 To the best of Directors' knowledge, at 30th June, 2018, the following shareholders of the Company had interests in the shares or underlying shares of the Company as recorded in the register required to be kept under Section 336 of the SFO:

盡董事所知,於二零一八年六月三十日,根據 證券及期貨條例第336條規定所存置之登記冊 所載持有本公司股份或相關股份權益之本公司 股東如下:

Name of shareholders	Number of shares interested 擁有股份	Approximate % of the total number of issued shares 佔已發行 股份總數之	Notes
股東名稱	之數目	概約百分比	附註
	5,278,911,521	77.49%	1
Lee and Lee Trust	5,278,911,521	77.49%	2, 3

#### Notes:

#### 附註:

1.

- 1. The interests include the holding of: (i) an interest in 1,973,216,190 shares of the Company ("Shares") held by Capscore Limited ("Capscore"); (ii) an interest in 45,903,120 Shares held by Citiwealth Investment Limited ("Citiwealth"); (iii) an interest in 2,121,437,331 Shares held by Sunhill Investments Limited ("Sunhill"); (iv) an interest in 968,354,880 Shares held by AGL; and (v) 170,000,000 Shares held as holder of security interest by a wholly-owned subsidiary of Sun Hung Kai & Co. Limited ("SHK"). Capscore, Citiwealth and Sunhill are all wholly-owned subsidiary of the Company, which in turn is a non wholly-owned subsidiary of AGL. AGL was therefore deemed to have an interest in the Shares in which Capscore, Citiwealth, Sunhill and SHK were interested.
- 2. This represents the same interests of AGL in 5,278,911,521 Shares.
- 3. Mr. Lee Seng Hui, Director, together with Ms. Lee Su Hwei and Mr. Lee Seng Huang are the trustees of Lee and Lee Trust, being a discretionary trust. The Lee and Lee Trust controlled approximately 74.95% of the total number of issued shares of AGL (inclusive of Mr. Lee Seng Hui's personal interests) and was therefore deemed to have an interest in the Shares in which AGL was interested.
- 4. All interests stated above represent long positions.

- 該權益包括由:(i) Capscore Limited(「Capscore」)持 有之1,973,216,190股本公司股份(「股份」)之權益; (ii)開鵬投資有限公司(「開鵬」)持有之45,903,120股 股份之權益;(iii)陽山投資有限公司(「陽山」)持有之 2,121,437,331股股份之權益;(iv)聯合集團持有之 968,354,880股股份之權益;及(v)新鴻基有限公司 (「新鴻基」)之全資附屬公司」以抵押權益持有人身份持 有之170,000,000股股份。Capscore、開鵬及陽山均 為聯合集團之全資附屬公司,而新鴻基為本公司之間 接非全資附屬公司,而本公司則為聯合集團之非全資 附屬公司。因此,聯合集團被視作擁有Capscore、開 鵬、陽山及新鴻基所持股份之權益。
- 該權益指聯合集團於5,278,911,521股股份之相同權益。
- 董事李成輝先生連同李淑慧女士及李成煌先生均為 Lee and Lee Trust(全權信託)之信託人。Lee and Lee Trust控制聯合集團已發行股份總數約74.95%(包括李 成輝先生之個人權益),因此,Lee and Lee Trust被視 作擁有聯合集團擁有之股份之權益。
- 4. 上述所有權益均屬好倉。



# **Corporate Governance and Other Information**

#### CORPORATE GOVERNANCE CODE

During the six months ended 30th June, 2018, the Company has applied the principles of, and complied with, the applicable code provisions of the Corporate Governance Code and Corporate Governance Report ("CG Code") as set out in Appendix 14 of the Listing Rules, except for certain deviations which are summarised below:

#### Code Provisions B.1.2 and C.3.3

Code provisions B.1.2 and C.3.3 of the CG Code stipulate that the terms of reference of the remuneration committee and audit committee should include, as a minimum, those specific duties as set out in the respective code provisions.

The terms of reference of the remuneration committee ("Remuneration Committee") adopted by the Company are in compliance with the code provision B.1.2 of the CG Code except that the Remuneration Committee shall make recommendations to the Board on the remuneration packages of the Executive Directors only and not senior management (as opposed to executive directors and senior management under the code provision).

The terms of reference of the audit committee ("Audit Committee") adopted by the Company are in compliance with the code provision C.3.3 of the CG Code except that the Audit Committee (i) shall recommend (as opposed to implement under the code provision) the policy on the engagement of the external auditors to supply non-audit services; (ii) only possesses the effective ability to scrutinise (as opposed to ensure under the code provision) whether management has performed its duty to have effective risk management and internal control systems; and (iii) can promote (as opposed to ensure under the code provision) the co-ordination between the internal and external auditors, and check (as opposed to ensure under the code provision) whether the internal audit function is adequately resourced.

The reasons for the above deviations were set out in the Corporate Governance Report contained in the Company's Annual Report for the financial year ended 31st December, 2017. The Board considers that the Remuneration Committee and the Audit Committee should continue to operate according to the relevant terms of reference as adopted by the Company. The Board will review the terms at least annually and make appropriate changes if considered necessary.

#### 企業管治守則

於截至二零一八年六月三十日止六個月內,除 下列摘要之若干偏離行為外,本公司已應用及 一直遵守上市規則附錄十四所載之企業管治守 則及企業管治報告(「企業管治守則」)之原則及 適用之守則條文:

#### 守則條文B.1.2及C.3.3

企業管治守則之守則條文B.1.2及C.3.3規定薪 酬委員會及審核委員會在職權範圍方面應最低 限度包括相關守則條文所載之該等特定職責。

本公司已採納之薪酬委員會(「薪酬委員會」)之 職權範圍乃遵照企業管治守則之守則條文B.1.2 之規定,惟薪酬委員會僅會就執行董事(不包 括高級管理人員)(而非守則條文所述之執行董 事及高級管理人員)之薪酬待遇向董事會提出 建議。

本公司已採納之審核委員會(「審核委員會」) 之職權範圍乃遵照企業管治守則之守則條文 C.3.3之規定,惟審核委員會(i)應就委聘外聘 核數師提供非核數服務之政策作出建議(而非 守則條文所述之執行);(ii)僅具備有效能力監 察(而非守則條文所述之確保)管理層已履行其 職責建立有效之風險管理及內部監控系統;及 (iii)可推動(而非守則條文所述之確保)內部和 外聘核數師之工作得到協調,及檢閱(而非守 則條文所述之確保)內部審計功能是否獲得足 狗資源運作。

有關上述偏離行為之理由已載於本公司截至二 零一七年十二月三十一日止財政年度年報之企 業管治報告內。董事會認為薪酬委員會及審核 委員會應繼續根據本公司已採納之有關職權範 圍運作。董事會將最少每年檢討該等職權範圍 一次,並在其認為需要時作出適當更改。

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#### CODE OF CONDUCT REGARDING SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code as its code of conduct regarding securities transactions by the Directors. All Directors have confirmed, following a specific enquiry by the Company, that they have fully complied with the required standard as set out in the Model Code throughout the period under review.

#### CHANGES IN DIRECTORS' INFORMATION

Pursuant to Rule 13.51B(1) of the Listing Rules, the changes in information on Directors are as follows:

# Positions held with the Company and other members of the Group

Mr. Li Chi Kong ("Mr. Li") retired from his positions as an Executive Director and a member of the Executive Committee and was re-designated as a Non-Executive Director of the Company both with effect from 1st July, 2018. Also from the same date, Mr. Li has become general consultant to Allied Group Limited ("AGL", the Company's holding company).

#### Change in proposed length of services with the Company

Prior to 1st July, 2018, no service contract or letter of appointment was entered into between Mr. Li and the Company. Subsequent to the re-designation on 1st July, 2018, a letter of appointment was entered into between Mr. Li and the Company for a specific term commenced from 1st July, 2018 and expiring on 30th June, 2020, subject to retirement and re-election at the annual general meetings of the Company in accordance with the Articles of Association of the Company or any other applicable laws from time to time whereby a Director shall vacate his office.

#### 董事進行證券交易之行為守則

本公司已採納標準守則作為其董事進行證券交 易之行為守則。經本公司作出特定查詢後,所 有董事確認彼等於回顧期內已完全遵守標準守 則所規定之標準。

### 董事之資料變更

根據上市規則第13.51B(1)條,董事之資料變更如下:

#### 於本公司及本集團其他成員公司擔任之職位

李志剛先生(「李先生」)退任執行董事及執行委員會成員的職位,並調任為本公司非執行董 事,均自二零一八年七月一日起生效。並由當 日起,李先生成為聯合集團有限公司(「聯合集 團」,本公司之控股公司)之顧問。

#### 出任本公司董事的建議任期之變更

於二零一八年七月一日前,李先生與本公司並 無訂立服務合約或委任函件。緊隨於二零一八 年七月一日之調任,李先生與本公司訂立了一 份委任函件,特定任期由二零一八年七月一日 起至二零二零年六月三十日止,惟須按照本公 司組織章程細則之規定,在本公司股東週年大 會上退任及膺選連任,或須不時按任何其他適 用之法例而離任。



#### CHANGES IN DIRECTORS' INFORMATION (Cont'd)

# Changes in Directors' emoluments and the basis of determining Directors' emoluments

As informed by AGL, the monthly salaries of the Chief Executive and Executive Director, namely Mr. Lee Seng Hui, and an Executive Director, namely Mr. Mark Wong Tai Chun, were increased by approximately 32% and 4% respectively with effect from 1st January, 2018 as compared with 2017. From 1st July, 2018, the management services fees to be charged by AGL to the Company in respect of Mr. Li's new position in the Company is currently estimated to be HK\$520,000 on an annual basis.

The change in emoluments of the Chairman, namely Mr. Arthur George Dew, was attributable to the 3% increase of services fee with effect from 1st January, 2018 as compared with 2017.

Bonuses for the year ended 31st December, 2017 were paid to the Chairman, namely Mr. Arthur George Dew, the Chief Executive and Executive Director, namely Mr. Lee Seng Hui, and two Executive Directors, namely Messrs. Li Chi Kong and Mark Wong Tai Chun, by AGL. Of the total bonuses paid by AGL, the amounts of HK\$1,233,000, HK\$21,983,000, HK\$903,000 and HK\$827,000 for Messrs. Arthur George Dew, Lee Seng Hui, Li Chi Kong and Mark Wong Tai Chun respectively were allocated and charged to AGL's listed subsidiaries, including the Company.

All such remuneration is directly paid by AGL and allocated and charged to AGL's listed subsidiaries, including the Company, pursuant to the sharing of administrative services and management services agreement entered into between AGL and its listed subsidiaries, including the Company.

Save as disclosed above, upon specific enquiry made by the Company and following confirmations from Directors, there is no change in the information of the Directors required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules since the Company's last published annual report.

# Audit Committee Review

The Audit Committee has reviewed with management the accounting principles and practices adopted by the Group and discussed internal controls and financial reporting matters including a general review of the unaudited interim financial report for the six months ended 30th June, 2018. In carrying out this review, the Audit Committee has relied on a review conducted by the Group's external auditors in accordance with Hong Kong Standard on Review Engagements 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Hong Kong Institute of Certified Public Accountants, and on the interim results announcements of the listed associates, as well as reports obtained from management. The Audit Committee has not undertaken detailed independent audit checks.

#### 董事之資料變更(續)

#### 董事酬金及計算董事酬金的基準之變更

按聯合集團告知,自二零一八年一月一日起, 行政總裁兼執行董事李成輝先生及執行董事 王大鈞先生之月薪較二零一七年分別上調約 32%及4%。自二零一八年七月一日起,聯合 集團就李先生於本公司之新職位而向本公司收 取之管理服務費用現時估計為每年520,000港 元。

主席狄亞法先生之酬金變動乃由於自二零一八 年一月一日起生效之服務費較二零一七年增加 3%所致。

主席狄亞法先生、行政總裁兼執行董事李成輝 先生,及兩名執行董事李志剛先生及王大鈞先 生截至二零一七年十二月三十一日止年度之花 紅由聯合集團支付。由聯合集團支付之花紅 總額中,支付予狄亞法先生、李成輝先生、 李志剛先生及王大鈞先生並分配及計入聯合集 團之上市附屬公司(包括本公司)之費用分別為 1,233,000港元、21,983,000港元、903,000港 元及827,000港元。

所有該等酬金由聯合集團直接支付,及根據聯 合集團與其上市附屬公司(包括本公司)訂立之 行政服務及管理服務分攤協議分配及計入聯合 集團之上市附屬公司(包括本公司)之費用內。

除上文所披露者外,經本公司作出特定查詢 並獲董事確認後,自本公司最近期刊發之年 報以來,有關董事之資料並無根據上市規則第 13.51B(1)條須予披露之變動。

# 審核委員會之審閱

審核委員會連同管理層已審閱本集團所採納之 會計原則及慣例,並就內部監控及財務匯報事 項進行商討,包括對截至二零一八年六月三十 日止六個月之未經審核中期財務報告作出概括 之審閱。審核委員會乃倚賴本集團外聘核數師 按照香港會計師公會頒佈之香港審閱工作準則 第2410號「由實體的獨立核數師對中期財務資 料的審閱」所作出之審閱結果、上市聯營公司 之中期業績公佈,以及管理層之報告進行上述 審閱。審核委員會並無進行詳細之獨立核數審 查。



# Purchase, Sale or Redemption of Shares

購回、出售或贖回股份

Neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's shares during the six months ended 30th June, 2018.

本公司或其任何附屬公司概無於截至二零一八 年六月三十日止六個月內購回、出售或贖回本 公司之任何股份。

On behalf of the Board **Arthur George Dew** *Chairman* 

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Hong Kong, 20th August, 2018

香港,二零一八年八月二十日

承董事會命

主席

狄亞法



# ALLIED PROPERTIES (H.K.) LIMITED

聯合地產(香港)有限公司

