# Notes to the Condensed Consolidated Accounts (Unaudited)

(Financial figures are expressed in Hong Kong Dollar)

## 1. Basis of Preparation and Accounting Policies

These unaudited condensed consolidated accounts are prepared in accordance with Hong Kong Accounting Standard ("HKAS") 34: Interim Financial Reporting, issued by the Hong Kong Institute of Certified Public Accountants.

These unaudited condensed consolidated accounts should be read in conjunction with the 2005 annual accounts.

The accounting policies and methods of computation used in the preparation of these accounts are consistent with those used in the annual accounts for the year ended 31 December 2005 except that the Group has adopted the revised HKAS 27 – Consolidated and Separate Financial Statements, which is effective for accounting periods beginning on or after 1 January 2006.

The adoption of the revised HKAS 27 has resulted in a change in accounting policy relating to the consolidation of special purpose entities (including trusts) of the Group. Trusts could not be consolidated under the previous HKAS 27 prior to 2006 as they were not considered as subsidiaries under the Hong Kong Companies Ordinance. The Companies (Amendment) Ordinance 2005, effective for accounting periods beginning on or after 1 January 2006, has removed the legal constraint that prevented a Hong Kong incorporated company from consolidating in its group accounts special purpose entities (including trusts) that are required to be consolidated under Hong Kong Financial Reporting Standards ("HKFRSs") but did not meet the legal definition of a subsidiary under the then Hong Kong Companies Ordinance, and HKAS 27 has been revised accordingly.

In 2005, the Board of HKEx approved an Employees' Share Award Scheme ("Share Award Scheme"), under which shares of HKEx ("Awarded Shares") may be awarded to an Executive Director and employees of the Group. The Group has set up a trust, The HKEx Employees' Share Award Scheme ("HKEx Employee Share Trust"), for the purpose of administering the Share Award Scheme and holding the Awarded Shares before they vest. As HKEx has the power to govern the financial and operating policies of the HKEx Employee Share Trust and derive benefits from the contributions of the employees who have been awarded the Awarded Shares through their continued employment with the Group, the Group is required to consolidate the HKEx Employee Share Trust under the revised HKAS 27 in 2006.

## 1. Basis of Preparation and Accounting Policies (Continued)

The effects of adopting the revised HKAS 27 on the condensed consolidated profit and loss account for the six months ended 30 June 2006 and six months ended 30 June 2005 were as follows:

	Six months ended 30 Jun 2006 \$'000	Six months ended 30 Jun 2005 \$'000
Increase in staff costs and related expenses	9	_
Total decrease in profit	9	
Decrease in earnings per share	0.00 cents	_

The effects of adopting the revised HKAS 27 on the condensed consolidated balance sheet as at 30 June 2006 and 31 December 2005 were as follows:

	At 30 Jun 2006 \$'000	At 31 Dec 2005 \$'000
Increase/(decrease) in assets Contributions to Share Award Scheme Cash and cash equivalents	(30,093) 20	(30,037)
Increase/(decrease) in liabilities/equity Accounts payable, accruals and other liabilities Shares held for Share Award Scheme Retained earnings	5 (30,694) 616	1 (30,028) 10

Following the adoption of the revised HKAS 27, the accounting policies of the Group have been revised as follows:

#### (a) Subsidiaries

Subsidiaries are entities over which the Group has the power to govern the financial and operating policies generally accompanying a holding of more than one half of the voting rights or issued share capital.

## (b) Shares held for Share Award Scheme

Where the HKEx Employee Share Trust purchases shares issued by HKEx, the consideration paid, including any directly attributable incremental costs, is presented as "Shares held for Share Award Scheme" and deducted from total equity.

## 1. Basis of Preparation and Accounting Policies (Continued)

#### (c) Dividends

Dividends disclosed in the consolidated profit and loss account represent interim dividend paid and final and special dividends proposed/declared for the year (based on the issued share capital less the number of shares held for the Share Award Scheme as at the balance sheet date).

Dividends declared are recognised as liabilities in the Group's accounts in the year the dividends are approved by the shareholders.

Further, as disclosed in the 2005 annual accounts, the Group adopted HKAS 39 and HKFRS 4 (Amendments): Financial Guarantee Contracts in the fourth quarter of 2005. The adoption of the Amendments had the following impact on equity as at 30 June 2005:

\$'000

Decrease in equity Retained earnings

(19,909)

The Group manages a significant portfolio of investments. Securities and derivative financial instruments (i.e. forward foreign exchange contracts) held for trading purposes (such as those of the Corporate Funds), and securities or bank deposits with embedded derivatives of the Margin Funds and the Corporate Funds whose economic characteristics and risks are not closely related to the host investments ("structured securities" or "structured deposits") are classified as financial assets/liabilities at fair value through profit or loss with changes in fair value recognised in the profit and loss account. Securities not held for trading (such as those held for the Clearing House Funds, Compensation Fund Reserve Account and Margin Funds (other than structured securities or structured deposits)) are classified as available-for-sale financial assets with changes in fair value recognised in the investment revaluation reserve.

#### 2. Turnover

Turnover comprises trading fees and trading tariff from securities and options traded on The Stock Exchange of Hong Kong Limited ("Stock Exchange") and derivatives contracts traded on Hong Kong Futures Exchange Limited ("Futures Exchange"), Stock Exchange listing fees, clearing and settlement fees, depository, custody and nominee services fees, income from sale of information, investment income (including investment income net of interest expenses of Clearing House Funds) and other income, which are **disclosed as Income** in the condensed consolidated profit and loss account.

# 3. Segment Information

The Group's income is derived solely from business activities in Hong Kong. An analysis of the Group's income and results for the period by business segment is as follows:

		Six month	s ended 30 Ju	n 2006	
	Cash Market \$'000	Derivatives Market \$'000	Clearing Business \$'000	Information Services \$'000	Group \$'000
Income Operating expenses	811,202	279,013	619,756	185,277	1,895,248
Direct costs	211,119	59,316	163,083	21,938	455,456
Indirect costs	63,557	19,472	47,993	10,010	141,032
	274,676	78,788	211,076	31,948	596,488
Segment results	536,526	200,225	408,680	153,329	1,298,760
Share of profits less losses of associates	1	-	9,251	_	9,252
Segment profits before taxation Taxation	536,527	200,225	417,931	153,329	1,308,012 (199,701)
Profit attributable					(277), (27)
to shareholders					1,108,311
		Six month	s ended 30 Jui	n 2005	
	Cash Market \$'000	Derivatives Market \$'000	Clearing Business \$'000	Information Services \$'000	Group \$'000
Income Operating expenses	530,107	197,041	348,067	163,250	1,238,465
	530,107	197,041 57,119	348,067 151,786	23,613	1,238,465
Operating expenses		,	,	ŕ	
Operating expenses Direct costs	213,826	57,119	151,786	23,613	446,344
Operating expenses Direct costs	213,826 56,760	57,119 17,695	151,786 38,805	23,613 10,914	446,344 124,174
Operating expenses Direct costs Indirect costs	213,826 56,760 270,586	57,119 17,695 74,814	151,786 38,805 190,591	23,613 10,914 34,527	446,344 124,174 570,518
Operating expenses Direct costs Indirect costs  Segment results Share of profits	213,826 56,760 270,586 259,521	57,119 17,695 74,814	151,786 38,805 190,591 157,476	23,613 10,914 34,527	446,344 124,174 570,518 667,947

## 3. Segment Information (Continued)

The Cash Market business mainly refers to the operations of the Stock Exchange, which covers all products traded on the Cash Market platforms, such as equities, debt securities, unit trusts, callable bull/bear contracts, warrants and rights. Currently, the Group operates two Cash Market platforms, the Main Board and the Growth Enterprise Market ("GEM"). The major sources of income of the business are trading fees, trading tariff and listing fees. Costs of the Listing Function are treated as segment costs under the Cash Market. Costs of the Listing Function are further explained in note 5.

The **Derivatives Market** business refers to the derivatives products traded on the Futures Exchange and stock options traded on the Stock Exchange, which includes the provision and maintenance of trading platforms for a range of derivatives products, such as equity and interest rate futures and options. Its income mainly comprises trading fees and investment income on the Margin Funds invested.

The Clearing Business refers to the operations of the three Clearing Houses, namely Hong Kong Securities Clearing Company Limited ("HKSCC"), The SEHK Options Clearing House Limited ("SEOCH") and HKFE Clearing Corporation Limited ("HKCC"), which are responsible for clearing, settlement and custodian activities and the related risk management of the Cash and Derivatives Markets operated by the Group. Its income is derived primarily from investment income earned on the Clearing House Funds and fees from providing clearing, settlement, depository, custody and nominee services.

The **Information Services** business is responsible for developing, promoting, compiling and sales of real-time, historical as well as statistical market data and issuer information. Its income comprises primarily income from sale of Cash Market and Derivatives Market data.

In addition to the above, central income (mainly investment income of the Corporate Funds) and central costs (mainly costs of the support functions that centrally provide services to all of the business segments) are allocated to the business segments and included in the segment income and costs.

# 4. Trading Fees and Trading Tariff

	Six months ended 30 Jun 2006 \$'000	Six months ended 30 Jun 2005 \$'000	Three months ended 30 Jun 2006 \$'000	Three months ended 30 Jun 2005 \$'000
Trading fees and trading tariff were derived from: Securities traded on				
the Cash Market Derivatives contracts traded	448,962	234,760	232,872	111,017
on the Derivatives Market	172,872	117,855	91,409	58,918
	621,834	352,615	324,281	169,935

## 5. Stock Exchange Listing Fees

Stock Exchange listing fees and costs of Listing Function comprised the following:

	Six months ended 30 Jun 2006				Six months ended 30 Jun 2005			
	Equity	,			Equity			
	Main Board \$'000	GEM \$'000	Debt & Derivatives \$'000	Total \$'000	Main Board \$'000	GEM \$'000	Debt & Derivatives \$'000	Total \$'000
Income								
Annual listing fees	121,371	12,413	870	134,654	117,501	12,929	926	131,356
Initial and subsequent issue listing fees	17,801	2,430	55,690	75,921	22,782	2,520	35,092	60,394
Prospectus vetting fees	1,230	240	60	1,530	1,185	165	110	1,460
Other listing fees	860	440	-	1,300	1,816	546	-	2,362
Total income	141,262	15,523	56,620	213,405	143,284	16,160	36,128	195,572
Costs of Listing Function								
Direct costs								
Staff costs and related expenses	57,196	15,429	2,915	75,540	48,125	12,908	2,609	63,642
Information technology and	,	,	,	ĺ	ĺ	,	,	,
computer maintenance expenses	943	248	-	1,191	772	216	-	988
Premises expenses	6,902	1,842	<b>40</b> 7	9,151	3,210	859	185	4,254
Legal and professional fees	3,018	492	-	3,510	1,635	757	1	2,393
Depreciation	2,093	636	29	2,758	3,718	1,063	142	4,923
Other operating expenses	10,408	2,607	132	13,147	10,841	2,830	96	13,767
Total direct costs	80,560	21,254	3,483	105,297	68,301	18,633	3,033	89,967
Total indirect costs	13,448	2,885	2,170	18,503	13,786	2,677	2,018	18,481
Contribution	47,254	(8,616)	50,967	89,605	61,197	(5,150)	31,077	87,124

## 5. Stock Exchange Listing Fees (Continued)

	Three months ended 30 Jun 2006				Three months ended 30 Jun 2005			
	Equity				Equ	iity		
	Main Board \$'000	GEM \$'000	Debt & Derivatives \$'000	Total \$'000	Main Board \$'000	GEM \$'000	Debt & Derivatives \$'000	Total \$'000
Income								
Annual listing fees	61,225	6,217	437	67,879	59,050	6,450	466	65,966
Initial and subsequent	v =,== v	-,		-,,-,	,	-,		,
issue listing fees	6,504	1,150	26,727	34,381	10,716	1,180	18,700	30,596
Prospectus vetting fees	645	105	50	800	770	105	20	895
Other listing fees	318	334	-	652	1,126	286	_	1,412
Total income	68,692	7,806	27,214	103,712	71,662	8,021	19,186	98,869
Costs of Listing Function								
Direct costs								
Staff costs and related expenses	29,297	7,207	1,532	38,036	24,482	6,485	1,306	32,273
Information technology and	., .,	.,	,,,,	,	, -	-,	,	, , , ,
computer maintenance expenses	579	153	-	732	401	123	_	524
Premises expenses	3,890	953	237	5,080	1,616	422	87	2,125
Legal and professional fees	399	252	-	651	1,174	332	1	1,507
Depreciation	952	282	15	1,249	1,804	509	62	2,375
Other operating expenses	5,021	1,107	39	6,167	5,445	1,503	24	6,972
Total direct costs	40,138	9,954	1,823	51,915	34,922	9,374	1,480	45,776
Total indirect costs	6,916	1,417	1,091	9,424	6,999	1,345	1,064	9,408
Contribution	21,638	(3,565)	24,300	42,373	29,741	(2,698)	16,642	43,685

Listing fee income is fees paid by issuers to enable them to gain access to the Stock Exchange and enjoy the privileges and facilities by being admitted, listed and traded on the Stock Exchange.

The direct costs listed above are regulatory in nature, which comprise costs of the Listing Function on vetting Initial Public Offerings ("IPOs") and enforcing the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited and disseminating information relating to listed companies. Indirect costs comprise costs of support services and other central overheads attributable to the Listing Function.

#### 6. Investment Income

	Six months ended 30 Jun 2006 \$'000	Six months ended 30 Jun 2005 \$'000	Three months ended 30 Jun 2006 \$'000	Three months ended 30 Jun 2005 \$'000
Interest income  – bank deposits  – listed available-for-sale financial assets  – unlisted available-for-sale financial assets	279,615 8,203 68,720	68,571 4,898 34,487	148,697 4,824 49,102	48,501 3,287 16,189
Interest expenses (note a)	356,538 (206,661)	107,956 (19,234)	202,623 (116,271)	67,977 (16,330)
Net interest income	149,877	88,722	86,352	51,647
Net realised and unrealised gains/(losses) and interest income on financial assets and financial liabilities at fair value through profit or loss On designation  – bank deposits with embedded derivatives	_	266	_	_
Held for trading				
<ul><li>listed securities</li><li>unlisted securities</li><li>exchange differences</li></ul>	38,820 17,629 6,791 63,240	36,450 3,861 (9,698) 30,613	(1,754) 9,995 6,756 14,997	25,860 12,655 (12,321) 26,194
Dividend income	63,240	30,879	14,997	26,194
<ul> <li>listed financial assets at fair</li> <li>value through profit or loss</li> <li>Other exchange differences on</li> </ul>	3,678	3,411	2,567	2,430
loans and receivables	127	(939)	47	(1,078)
Total investment income	216,922	122,073	103,963	79,193
Total investment income was derived from: Corporate Funds (note b) Margin Funds Clearing House Funds	99,532 94,172 23,218	42,343 69,153 10,577	35,721 55,853 12,389	33,975 38,518 6,700
	216,922	122,073	103,963	79,193

(a) The significant increase in interest expenses was mainly attributable to the increase in Margin Fund size, rising interest rates and a change in the benchmarked interest rate payable on cash margin deposits from 1 June 2005 onwards. In 2006, interest was paid on cash margin deposits based on the savings rate. Prior to 1 June 2005, interest was not always paid to the Participants as the interest rates payable on the cash margin deposits were often lower than the retention interest rates charged by HKCC and SEOCH on such cash margin deposits.

## 6. Investment Income (Continued)

(b) Investment income derived from Corporate Funds included investment income of Compensation Fund Reserve Account of \$972,000 (2005: \$498,000) and \$517,000 (2005: \$312,000) for the six months and three months ended 30 June 2006 respectively.

## 7. Other Income

	Six months ended 30 Jun 2006 \$'000	Six months ended 30 Jun 2005 \$'000	Three months ended 30 Jun 2006 \$'000	Three months ended 30 Jun 2005 \$'000
Network, terminal user, dataline				
and software sub-license fees	77,928	66,134	42,730	35,196
Participants' subscription and	ŕ	,	ŕ	·
application fees	17,016	17,282	8,501	8,576
Brokerage on direct IPO applications	17,104	6,188	13,840	1,523
Trading booth user fees	4,371	_	2,391	_
Fair value gain of an				
investment property (note 15)	1,000	2,600	400	2,600
Accommodation income on cash				
margin deposits in non-contract				
settlement currencies and securities				
deposited by Participants as				
alternatives to cash deposits of the				
Margin Funds	820	1,494	462	784
Miscellaneous income	5,728	6,153	2,961	3,427
	123,967	99,851	71,285	52,106

## 8. Staff Costs and Related Expenses

Staff costs and related expenses comprised the following:

	Six months ended 30 Jun 2006 \$'000	Six months ended 30 Jun 2005 \$'000	Three months ended 30 Jun 2006 \$'000	Three months ended 30 Jun 2005 \$'000
Salaries and other short-term employee benefits	283,921	246,140	145,327	122,750
Employee share-based	200,721	210,110	143,527	122,730
compensation benefits (note 25)	13,730	11,345	6,510	5,985
Termination benefits	160	-	_	_
Retirement benefit costs (note a):				
– ORSO Plan	25,934	25,144	12,874	12,574
– MPF Scheme	173	133	81	69
	323,918	282,762	164,792	141,378

## 8. Staff Costs and Related Expenses (Continued)

(a) The Group has sponsored two defined contribution post-retirement benefit plans – the Hong Kong Exchanges and Clearing Provident Fund Scheme ("ORSO Plan") and the AIA-JF Premium MPF Scheme ("MPF Scheme"). The retirement benefit costs charged to the condensed consolidated profit and loss account represent contributions paid and payable by the Group to the ORSO Plan and the MPF Scheme and related fees. No contribution payable was outstanding as at 30 June 2006 and 31 December 2005.

## 9. Information Technology and Computer Maintenance Expenses

	Six months	Six months	Three months	Three months
	ended	ended	ended	ended
	30 Jun 2006	30 Jun 2005	30 Jun 2006	30 Jun 2005
	\$'000	\$'000	\$'000	\$'000
Costs of services and goods: - consumed by the Group - directly consumed by Participants	65,470	72,827	33,023	36,096
	28,331	26,236	14,314	14,061
	93,801	99,063	47,337	50,157

## 10. Other Operating Expenses

	Six months ended 30 Jun 2006 \$'000	Six months ended 30 Jun 2005 \$'000	Three months ended 30 Jun 2006 \$'000	Three months ended 30 Jun 2005 \$'000
Provision for/(reversal of provision for)				
impairment losses of trade receivables	412	(372)	297	68
Insurance	8,056	8,202	4,049	4,104
Financial data subscription fees	2,237	2,757	1,098	1,198
Custodian and fund management fees	4,145	3,891	2,126	1,948
Bank charges	4,774	1,788	2,795	1,043
Repair and maintenance expenses	4,285	3,774	2,593	2,012
Other miscellaneous expenses	33,944	30,902	17,239	16,789
	57,853	50,942	30,197	27,162

#### 11. Taxation

Taxation charge/(credit) in the condensed consolidated profit and loss account represented:

	Six months ended 30 Jun 2006 \$'000	Six months ended 30 Jun 2005 \$'000	Three months ended 30 Jun 2006 \$'000	Three months ended 30 Jun 2005 \$'000
Provision for Hong Kong Profits Tax for the period (note a) Deferred taxation	205,309 (5,608)	114,849 (9,063)	116,204 (2,484)	62,225 (5,212)
	199,701	105,786	113,720	57,013

(a) Hong Kong Profits Tax has been provided for at 17.5 per cent (2005: 17.5 per cent) on the estimated assessable profit for the period.

#### 12. Dividend

	Six months ended 30 Jun 2006 \$'000	Six months ended 30 Jun 2005 \$'000	Three months ended 30 Jun 2006 \$'000	Three months ended 30 Jun 2005 \$'000
Interim dividend declared of \$0.94 (2005: \$0.49) per ordinary share based on issued share capital as at balance sheet date (note a)  Less: Dividend for shares held by	1,000,962	519,988	1,000,962	519,988
HKEx Employee Share Trust	(912)	_	(912)	_
	1,000,050	519,988	1,000,050	519,988

(a) Actual 2005 interim dividend paid was \$520,567,000, of which \$579,000 was paid on shares issued for employee share options exercised after 30 June 2005.

## 13. Earnings Per Share

The calculation of the basic and diluted earnings per share is as follows:

(a) Basic earnings per share

	Six months ended 30 Jun 2006	Six months ended 30 Jun 2005	Three months ended 30 Jun 2006	Three months ended 30 Jun 2005
Profit attributable to shareholders (\$'000)	1,108,311	570,796	629,472	325,375
Weighted average number of ordinary shares in issue less shares held				
for Share Award Scheme	1,062,829,246	1,058,595,023	1,063,538,851	1,060,247,198
Basic earnings per share	\$1.04	\$0.54	\$0.59	\$0.31

#### 13. Earnings Per Share (Continued)

#### (b) Diluted earnings per share

	Six months ended 30 Jun 2006	Six months ended 30 Jun 2005	Three months ended 30 Jun 2006	Three months ended 30 Jun 2005
Profit attributable to shareholders (\$'000)	1,108,311	570,796	629,472	325,375
Weighted average number of ordinary shares in issue less shares held for Share Award Scheme Effect of employee share options Effect of Awarded Shares	1,062,829,246 11,255,801 957,434	1,058,595,023 5,713,196	1,063,538,851 11,584,907 955,590	1,060,247,198 4,582,829 –
Weighted average number of ordinary shares for the purpose of calculating diluted earnings per share	1,075,042,481	1,064,308,219	1,076,079,348	1,064,830,027
Diluted earnings per share	\$1.03	\$0.54	\$0.58	\$0.31

#### 14. Fixed Assets

The total cost of additions to fixed assets of the Group during the six months to 30 June 2006 was \$28,022,000 (2005: \$14,064,000) which mainly represented costs incurred in the renovation of the Trading Hall and the Exhibition Hall (2005: mainly related to purchase of computer systems, hardware and software). The total cost and net book value of disposals and write-offs of fixed assets during the six months to 30 June 2006 were \$19,674,000 and \$1,012,000 respectively (2005: \$1,375,000 and \$1,000 respectively).

The Group's leasehold buildings included in fixed assets were revalued as at 30 June 2006 on the basis of their depreciated replacement costs calculated by Jones Lang LaSalle, an independent firm of qualified property valuers. A revaluation gain of \$43,000 (\$52,000 net of applicable deferred taxes of \$9,000) was credited to the leasehold buildings revaluation reserve during the six months ended 30 June 2006 (note 26), and a revaluation gain of \$62,000 was credited to other income in the condensed consolidated profit and loss account to offset previous impairment losses charged to the profit and loss account. For the six months ended 30 June 2005, a revaluation deficit of \$452,000 (\$548,000 net of applicable deferred taxes of \$96,000) was charged to the leasehold buildings revaluation reserve.

#### 15. Investment Property

The Group's investment property was revalued as at 30 June 2006 on the basis of its open market value by Jones Lang LaSalle, an independent firm of qualified property valuers. The fair value gain during the six months ended 30 June 2006 of \$1,000,000 (2005: \$2,600,000) was credited to the condensed consolidated profit and loss account under other income (note 7).

#### 16. Investments in Associates

	At 30 Jun 2006 \$'000	At 31 Dec 2005 \$'000
Share of net assets of associates Goodwill (note a)	15,166 50,207	14,374 50,207
	65,373	64,581
(a) Goodwill		
	At 30 Jun 2006 \$'000	At 31 Dec 2005 \$'000
At 1 Jan Further acquisition of 6% interest in Computershare Hong Kong Investor	50,207	24,941
Services Limited on 3 May 2005	_	25,266
At 30 Jun 2006/31 Dec 2005	50,207	50,207
Represented by: Opening value upon adoption of HKFRS 3 Cost Accumulated impairment	24,941 25,266	25,321 25,266 (380)
	50,207	50,207

#### (b) Details of the unlisted associates as at 30 June 2006 were as follows:

Name	Place of incorporation	Principal activities	Particulars of shares held	Interest held
Computershare Hong Kong Investor Services Limited ("CHIS")	Hong Kong	Provision of share registration services	7,317 Class A ordinary shares	30%
ADP Wilco Processing Services Limited (in liquidation) ("AWPS")	Hong Kong	Provision of transaction processing services to Stock Exchange Participants		30%

AWPS has an accounting year end of 30 June, which is not coterminous with the Group's accounting year end. In March 2006, the Group received liquidation proceeds of \$1,312,000 from the dissolution of AWPS which were marginally higher than the book value of the investment. The gain on liquidation of \$6,000 was credited to other income in the condensed consolidated profit and loss account. AWPS was officially dissolved in July 2006.

# 17. Clearing House Funds

	At 30 Jun 2006 \$'000	At 31 Dec 2005 \$'000
Net assets of the Clearing House Funds were as follows: HKSCC Guarantee Fund SEOCH Reserve Fund HKCC Reserve Fund	340,369 493,582 1,866,918	342,679 376,758 620,973
	2,700,869	1,340,410
Net assets of the Clearing House Funds were composed of: Available-for-sale financial assets, at fair value  - listed debt securities  - unlisted debt securities  Time deposits with original maturities over three months Cash and cash equivalents	130,696 185,119 - 2,385,754	98,896 125,241 30,290 1,091,233
Less: Other liabilities	2,701,569 (700)	1,345,660 (5,250)
	2,700,869	1,340,410
The Clearing House Funds were funded by: Clearing Participants' cash contributions (note a) Designated reserves (note 27):	2,094,598	751,751
<ul> <li>Clearing houses' contributions</li> <li>Forfeiture of a defaulted Clearing Participant's contributions</li> <li>Accumulated investment income net of expenses</li> </ul>	320,200	320,200
attributable to: - Clearing Participants' contributions - Clearing houses' contributions	217,438 68,243	204,213 63,635
Revaluation reserve (note 26(b))	607,809 (1,538)	589,976 (1,317)
	2,700,869	1,340,410
The maturity profile of the net assets of the Clearing House Funds was as follows:  Amounts maturing after more than twelve months Amounts maturing within twelve months	- 2,700,869	98,896 1,241,514
	2,700,869	1,340,410

<sup>(</sup>a) Amount included Participants' additional deposits of \$1,731,498,000 (31 December 2005: \$393,701,000).

#### 17. Clearing House Funds (Continued)

(b) The HKSCC Guarantee Fund provides resources to enable HKSCC to discharge the liabilities and obligations of defaulting Broker Participants in Central Clearing and Settlement System ("CCASS") arising from their Stock Exchange trades accepted for settlement on the Continuous Net Settlement ("CNS") basis and defective securities deposited into CCASS. The SEOCH Reserve Fund and the HKCC Reserve Fund were established for the exclusive purpose of supporting SEOCH and HKCC to fulfil their counterparty obligations in the event that one or more of their Clearing Participants fail to meet their obligations to SEOCH and HKCC respectively.

## 18. Compensation Fund Reserve Account

	At 30 Jun 2006 \$'000	At 31 Dec 2005 \$'000
Net assets of the Compensation Fund Reserve Account were composed of:		
Available-for-sale financial assets, at fair value		
<ul> <li>unlisted debt securities</li> </ul>	-	18,488
Cash and cash equivalents	49,786	30,240
Less: Other liabilities	49,786 (10,394)	48,728 (10,318)
	39,392	38,410
The Fund represented: Accumulated investment and other income net of		
expenses included in designated reserves (note 27) Revaluation reserve (note 26(b))	39,392	38,420 (10)
	39,392	38,410
The maturity profile of the net assets of the Compensation Fund Reserve Account was as follows:		
Amounts maturing within twelve months	39,392	38,410

The Securities and Futures Commission ("SFC") is responsible for maintaining the Unified Exchange Compensation Fund ("Compensation Fund"). By virtue of Schedule 10 of the Securities and Futures Ordinance ("SFO"), the Stock Exchange's obligation under the repealed Securities Ordinance ("SO") to deposit with the SFC and keep deposited \$50,000 in respect of each Stock Exchange Trading Right in the Compensation Fund remains. The Stock Exchange maintains an account known as the Compensation Fund Reserve Account for all receipts and payments in relation to the Compensation Fund under the Rules of the Exchange, in particular the following:

- (i) The interest received from the SFC on the statutory deposits paid in respect of each Stock Exchange Trading Right into the Compensation Fund maintained by the SFC;
- (ii) Amounts received or paid out in relation to each of the Stock Exchange Trading Rights granted or revoked by the Stock Exchange respectively; and
- (iii) Amounts reserved for the replenishment to the Compensation Fund.

The Compensation Fund is further explained in note 31(a).

## 19. Accounts Receivable, Prepayments and Deposits

The Group's accounts receivable, prepayments and deposits amounted to \$4,978,551,000 (31 December 2005: \$3,286,835,000). These mainly represented the Group's CNS money obligations receivable under the T+2 settlement cycle, which accounted for 92 per cent (31 December 2005: 88 per cent) of the total accounts receivable, prepayments and deposits. CNS money obligations receivable mature within two days after the trade date. Fees receivable are due immediately or up to 30 days depending on the type of services rendered. The majority of the remaining accounts receivable, prepayments and deposits would mature within three months.

## 20. Margin Funds on Derivatives Contracts

	At 30 Jun 2006 \$'000	At 31 Dec 2005 \$'000
The Margin Funds comprised: SEOCH Clearing Participants' Margin Funds HKCC Clearing Participants' Margin Funds	1,384,046 15,714,768	1,506,962 12,141,619
	17,098,814	13,648,581
The net assets of the Margin Funds comprised: Available-for-sale financial assets, at fair value — listed debt securities — unlisted debt securities Time deposits with original maturities over three months Cash and cash equivalents Margin receivable from Clearing Participants	510,028 6,945,916 56,348 10,200,506 11,183	438,542 3,390,291 100,018 9,686,026 33,704
Less: Other liabilities	17,723,981 (625,167)	13,648,581
	17,098,814	13,648,581
The Group's liabilities in respect of the Margin Funds were as follows:  Margin deposits from SEOCH and HKCC  Participants on derivatives contracts	17,098,814	13,648,581
The maturity profile of the net assets of Margin Funds was as follows:  Amounts maturing after more than twelve months Amounts maturing within twelve months	235,000 16,863,814	1,114,326 12,534,255
	17,098,814	13,648,581

# 21. Financial Assets/Liabilities at Fair Value through Profit or Loss

	At 30 Jun 2006 \$'000	At 31 Dec 2005 \$'000
Analysis of financial assets at fair value through profit or loss:		
Held for trading  Equity securities, at fair value  – listed in Hong Kong  – listed outside Hong Kong	140,580 135,805	139,220 173,349
	276,385	312,569
Held for trading  Debt securities, at fair value  - listed in Hong Kong  - listed outside Hong Kong  - unlisted	58,316 1,206,900 1,170,260 2,435,476	86,509 1,070,100 1,172,015
Held for trading Derivative financial instruments, at fair value – forward foreign exchange contracts	646	2,328,624
	2,712,507	2,643,788
Analysis of financial liabilities at fair value through profit or loss:		
Held for trading  Derivative financial instruments, at fair value  – forward foreign exchange contracts	8,035	1,443

## 22. Accounts Payable, Accruals and Other Liabilities

The Group's accounts payable, accruals and other liabilities amounted to \$5,518,421,000 (31 December 2005: \$3,641,071,000, as restated). These mainly represented the Group's CNS money obligations payable under the T+2 settlement cycle, which accounted for 83 per cent (31 December 2005: 79 per cent) of the total accounts payable, accruals and other liabilities. CNS money obligations mature within two days after the trade date. The majority of the remaining accounts payable, accruals and other liabilities would mature within three months.

## 23. Provisions

	Reinstatement costs \$'000	Employee benefit costs \$'000	Total \$'000
At 1 Jan 2006 Provision for the period Amount used during the period Amount paid during the period At 30 Jun 2006	24,128	25,613	49,741
	1,850	18,985	20,835
	(1,850)	(16,820)	(18,670)
	-	(736)	(736)
	24,128	27,042	51,170
	,	At 30 Jun 2006 \$'000	At 31 Dec 2005 \$'000
Analysis of provisions:		27,042	27,145
Current		24,128	22,596
Non-current		51,170	49,741

# 24. Share Capital, Share Premium and Shares Held for Share Award Scheme

	At 30 Jun 2006 \$'000	At 31 Dec 2005 \$'000
Authorised: 2,000,000,000 shares of \$1 each	2,000,000	2,000,000

Issued and fully paid:

	Number of shares of \$1 each	Share capital \$'000	Share premium \$'000	Shares held for Share Award Scheme (note b) \$'000	Total \$'000
At 1 Jan 2005 Shares issued under employee share	1,056,638,846	1,056,639	104,034	-	1,160,673
option schemes (note a) Transfer from employee share-based	6,116,000	6,116	41,263	-	47,379
compensation reserve (note 25) Shares purchased for	-	-	5,108	_	5,108
Share Award Scheme	(958,000)	_	_	(30,028)	(30,028)
At 31 Dec 2005, as restated	1,061,796,846	1,062,755	150,405	(30,028)	1,183,132
At 1 Jan 2006, as previously reported Initial adoption of	1,062,754,846	1,062,755	150,405	-	1,213,160
revised HKAS 27	(958,000)	_	_	(30,028)	(30,028)
At 1 Jan 2006, as restated Shares issued under employee share	1,061,796,846	1,062,755	150,405	(30,028)	1,183,132
option schemes (note a) Transfer from employee share-based	2,098,500	2,098	21,940	-	24,038
compensation reserve (note 25)	-	-	5,473	-	5,473
Shares purchased for Share Award Scheme	(12,000)	_	_	(666)	(666)
At 30 Jun 2006	1,063,883,346	1,064,853	177,818	(30,694)	1,211,977

# 24. Share Capital, Share Premium and Shares Held for Share Award Scheme (Continued)

- (a) During the period, employee share options granted under the Pre-Listing Share Option Scheme ("Pre-Listing Scheme") and the Post-Listing Share Option Scheme ("Post-Listing Scheme") were exercised to subscribe for 2,098,500 shares (year ended 31 December 2005: 6,116,000 shares) in HKEx at an average consideration of \$11.45 per share (year ended 31 December 2005: \$7.75 per share), of which \$1.00 per share was credited to share capital and the balance was credited to the share premium account.
- (b) During the period, the HKEx Employee Share Trust acquired 12,000 HKEx shares (year ended 31 December 2005: 958,000 shares) through purchases on the open market and held the shares for the Share Award Scheme (note 25(c)). The total amount paid to acquire the shares during the period was \$666,000 (year ended 31 December 2005: \$30,028,000) and has been deducted from shareholders' equity.

## 25. Employee Share-based Compensation Reserve

	2006 \$'000	2005 \$'000
At 1 Jan	34,980	17,061
Employee share-based compensation benefits (note a)	13,730	22,955
Transfer to share premium upon exercise of employee		
share options (note 24)	(5,473)	(5,108)
Share of reserve of an associate	348	72
At 30 Jun 2006/31 Dec 2005	43,585	34,980

(a) Employee share-based compensation benefits represent the fair value of employee services estimated to be received in exchange for the grant of the relevant options and Awarded Shares over the relevant vesting periods, the total of which is based on the fair value of the options and Awarded Shares at grant date. The amount for each period is determined by spreading the fair value of the options and Awarded Shares over the relevant vesting periods and is recognised as staff costs and related expenses (note 8) with a corresponding increase in the employee share-based compensation reserve.

## 25. Employee Share-based Compensation Reserve (Continued)

- (b) Share options
  - (i) Share options were granted to an Executive Director and employees of the Group to subscribe for shares in HKEx in accordance with the terms and conditions of the Share Option Schemes approved by the shareholders of HKEx at an extraordinary general meeting held on 31 May 2000. Share options granted are subject to a vesting scale in tranches of 25 per cent each per annum starting from the second anniversary and fully vested in the fifth anniversary of the date of grant, providing that the grantees remain under the employ of the Group. The vested share options are exercisable within ten years of the grant date.

During 2005, options for the subscription of 5,884,000 shares were granted under the Post-Listing Scheme to a number of employees on 26 January 2005 which are exercisable between 26 January 2007 and 25 January 2015 at an exercise price of \$19.25 per share.

Shares are issued when options are exercised. The Group has no legal or constructive obligations to repurchase or settle the options in cash.

(ii) Movements in the number of shares issuable under options granted and their related weighted average exercise prices were as follows:

	Six months ended 30 Jun 2006			r ended Dec 2005
	Average exercise price per share	Number of shares issuable under options granted	Average exercise price per share \$	Number of shares issuable under options granted
Pre-Listing Scheme Outstanding at 1 Jan Exercised	6.88 6.88	2,126,000 (1,150,000)	6.88 6.88	6,680,000 (4,554,000)
Outstanding at 30 Jun 2006/ 31 Dec 2005	6.88	976,000	6.88	2,126,000
Post-Listing Scheme Outstanding at 1 Jan Granted Exercised Forfeited	15.80 - 17.00 18.12	16,574,000 - (948,500) (214,000)	13.78 19.25 10.27 18.05	13,218,000 5,884,000 (1,562,000) (966,000)
Outstanding at 30 Jun 2006/ 31 Dec 2005	15.70	15,411,500	15.80	16,574,000
Total	15.17	16,387,500	14.79	18,700,000

#### 25. Employee Share-based Compensation Reserve (Continued)

- (b) Share options (Continued)
  - (iii) Had all the outstanding employee share options been fully exercised on 30 June 2006, the Group would have received \$248,637,000 in proceeds. The market value of the shares issued based on the closing price of \$49.95 per share on that date would have been \$818,556,000. The theoretical gains made by the employees or Executive Director concerned would have been as follows:

	Number of shares issuable under options granted at 30 Jun 2006	Exercise price	Gain per share \$	Aggregate gain \$'000
Pre-Listing Scheme – granted to employees on 20 Jun 2000	976,000	6.88	43.07	42,037
Post-Listing Scheme	<i>&gt;</i>	0.00	40.07	12,007
- granted to an Executive Director on				
2 May 2003	2,460,000	8.28	41.67	102,508
- granted to an employee on 14 Aug 2003	844,000	12.45	37.50	31,650
- granted to an employee on 18 Aug 2003	1,476,000	12.49	37.46	55,291
– granted to an employee on 15 Jan 2004	822,000	17.30	32.65	26,838
<ul> <li>granted to employees on 31 Mar 2004</li> </ul>	4,341,500	16.96	32.99	143,226
– granted to an employee on 17 May 2004	150,000	15.91	34.04	5,106
– granted to employees on 26 Jan 2005	5,318,000	19.25	30.70	163,263
				569,919

#### (c) Awarded Shares

(i) On 14 September 2005, the Board of HKEx approved the Share Award Scheme under which Awarded Shares may be awarded to an Executive Director and employees of the Group in accordance with the terms and conditions of the Share Award Scheme. Awarded Shares awarded and the income derived therefrom are subject to a vesting scale in tranches of 25 per cent each per annum starting from the second anniversary and fully vested in the fifth anniversary of the date of award, providing that the awardees remain under the employ of the Group.

Pursuant to the rules of the Share Award Scheme, upon awarding of the Awarded Shares, the number of HKEx shares awarded will be acquired from the market at the cost of HKEx by the trustee of the HKEx Employee Share Trust, which has been set up for the purpose of administering the Share Award Scheme. Dividends on the Awarded Shares are used to acquire further HKEx shares and allocated to the awardees on a pro rata basis. The Awarded Shares will be held by the trustee until the end of each vesting period.

960,000 Awarded Shares were awarded in 2005 to a number of employees which will be transferred to the employees at nil consideration upon vesting between 19 December 2007 and 19 December 2010. In 2006, 10,000 shares were acquired through reinvesting dividends received, of which 9,803 shares have been allocated to awardees.

## 25. Employee Share-based Compensation Reserve (Continued)

- (c) Awarded Shares (Continued)
  - (ii) Movements in the number of Awarded Shares awarded and their related average fair value were as follows:

	Six months ended 30 Jun 2006			ended Dec 2005
	Average fair value per share \$	Number of Awarded Shares awarded	Average fair value per share \$	Number of Awarded Shares awarded
Outstanding at 1 Jan Awarded	31.20	960,000	31.20	960,000
Dividends reinvested and allocated to awardees	N/A	9,803	-	_
Forfeited Outstanding at 30 Jun 2006/	31.20	(12,700)	_	
31 Dec 2005	31.20	957,103	31.20	960,000

The fair value of the Awarded Shares awarded was based on the fair value (i.e. market value) of HKEx shares at award date, taking into account the expected dividends during the vesting periods.

- (iii) As at 30 June 2006, 12,897 shares (12,700 forfeited shares and 197 shares acquired through reinvesting dividends derived therefrom) were held by the HKEx Employee Share Trust and would be allocated to awardees in future (31 December 2005: Nil).
- (iv) Had all the outstanding Awarded Shares been fully vested on 30 June 2006, the theoretical gains of the employees based on the closing price of \$49.95 per share on that date would have been \$47,807,000.

#### 26. Revaluation Reserves

	At 30 Jun 2006 \$'000	At 31 Dec 2005 \$'000
Leasehold buildings revaluation reserve Investment revaluation reserve (note b and note c)	2,268 (21,306)	2,225 (39,311)
	(19,038)	(37,086)

- (a) The revaluation reserves are segregated for their respective specific purposes and are stated net of applicable deferred taxes.
- (b) Included gross investment revaluation deficits of \$1,538,000 and \$Nil which were attributable to investments of the Clearing House Funds and the Compensation Fund Reserve Account respectively (31 December 2005: \$1,317,000 and \$10,000 respectively). The revaluation deficit is not expected to have any impact to the Group's profit and loss account as the available-for-sale financial assets are expected to be held till maturity and the deficit will gradually reduce to zero.
- (c) Included share of investment revaluation reserve of an associate of \$19,000 (31 December 2005: \$21,000).

## 27. Designated Reserves

	At 30 Jun 2006 \$'000	At 31 Dec 2005 \$'000
Clearing House Funds reserves		
- HKSCC Guarantee Fund reserve	253,222	250,444
<ul> <li>SEOCH Reserve Fund reserve</li> </ul>	63,400	56,346
<ul> <li>HKCC Reserve Fund reserve</li> </ul>	291,187	283,186
Compensation Fund Reserve Account reserve Development reserve (note b)	607,809 39,392	589,976 38,420 72,245
	647,201	700,641

- (a) These reserves are segregated for their respective purposes.
- (b) Development reserve was set aside for systems development for the Stock Exchange and the betterment of the securities market. During the six months ended 30 June 2006, \$72,245,000 (2005: \$3,221,000) of the reserve was utilised and transferred to the Group's retained earnings (note 28) for funding projects that were for the betterment of the securities market.

## 28. Retained Earnings (Including Proposed/Declared Dividends)

	2006 \$'000	As restated 2005 \$'000
At 1 Jan, as previously reported Retained earnings Proposed/declared dividends	1,775,631 680,163	1,658,055 496,620
Effect of initial adoption of revised HKAS 27	2,455,794 10	2,154,675
At 1 Jan, as restated Profit for the period/year (note a)	2,455,804 1,108,311	2,154,675 1,339,558
Surplus of investment income net of expenses of Clearing House Funds for the period/year transferred to Clearing House Funds reserves  Investment and other income net of expenses of Compensation Fund Reserve Account for the	(17,833)	(29,350)
period/year transferred to Compensation Fund Reserve Account reserve Transfer from Development reserve	(972) 72,245	(1,303) 11,008
Dividends: 2005/2004 final dividend Dividend on shares issued for employee share options	(679,550)	(19,645)
exercised after 31 Dec 2005/31 Dec 2004	(1,038)	(498,217)
2005 interim dividend Dividend on shares issued for employee share options exercised after 30 Jun 2005	-	(519,988) (579)
		(520,567)
At 30 Jun 2006/31 Dec 2005	2,936,967	2,455,804
Representing: Retained earnings Proposed/declared dividends	1,936,917 1,000,050	1,776,254 679,550
At 30 Jun 2006/31 Dec 2005	2,936,967	2,455,804

(a) The Group's profit for the period/year included a net profit attributable to investment and other income net of expenses after taxation of the Clearing House Funds and Compensation Fund Reserve Account for an aggregate amount of \$18,805,000 (year ended 31 December 2005: \$30,653,000).

## 29. Notes to the Condensed Consolidated Cash Flow Statement

(a) Reconciliation of profit before taxation to net cash inflow from operating activities:

	Six months ended 30 Jun 2006 \$'000	Six months ended 30 Jun 2005 \$'000
Profit before taxation	1,308,012	676,582
Adjustments for:		
Net interest income	(149,877)	(88,722)
Net realised and unrealised gains and interest income on financial assets and financial liabilities		
at fair value through profit or loss	(63,240)	(30,879)
Amortisation of lease premiums for land	273	273
Fair value gain of an investment property	(1,000)	(2,600)
Depreciation	50,260	85,680
Employee share-based compensation benefits	13,730	11,345
Reversal of impairment loss of a leasehold building	(62)	_
Provision for/(reversal of provision for)		
impairment losses of trade receivables	412	(372)
Changes in provisions	(421)	1,609
Share of profits less losses of associates	(9,252)	(8,635)
Gain on liquidation of an associate	(6)	_
Loss on disposal of fixed assets	674	_
Net (increase)/decrease in financial assets and		
financial liabilities at fair value through profit or loss	(31,471)	104,551
Fair value gains of hedging instruments		
retained in hedging reserve	139	_
Settlement of amounts transferred from retained		
earnings to Clearing House Funds and		
Compensation Fund Reserve Account	(18,805)	(6,308)
(Increase)/decrease in accounts receivable,		
prepayments and deposits	(1,687,424)	316,381
Increase/(decrease) in other current liabilities	1,762,179	(348,355)
	/	
Net cash inflow from operations	1,174,121	710,550
Interest received	279,615	68,571
Cash received on financial assets	4 4 4 4 6	47.700
at fair value through profit or loss	46,468	41,188
Interest paid	(206,428)	(19,204)
Hong Kong Profits tax paid	(53,881)	(107,349)
Net cash inflow from operating activities	1,239,895	693,756

(b) The net assets of the Clearing House Funds, Compensation Fund Reserve Account and Margin Funds are held in segregated accounts for specific purposes. Movements in individual items of the net assets of the funds during the period therefore did not constitute any cash or cash equivalent transactions to the Group.

#### 30. Commitments

Commitments in respect of capital expenditures:

	At 30 Jun 2006 \$'000	At 31 Dec 2005 \$'000
Contracted but not provided for Authorised but not contracted for	10,218 74,385	18,130 118,838
	84,603	136,968

The commitments in respect of capital expenditures were mainly for the development and purchases of computer systems.

## 31. Contingent Liabilities

(a) The Compensation Fund is a fund set up under the repealed SO for the purpose of compensating any person (other than a Stock Exchange Participant) dealing with a Stock Exchange Participant for any pecuniary losses suffered as a result of a default by the Stock Exchange Participant. According to section 109(3) of the SO, the maximum compensation amount is \$8 million for each Stock Exchange Participant's default. Under section 113(5A) of the SO, the Stock Exchange may, upon satisfying certain conditions, and with the approval of the SFC, allow an additional payment to successful claimants before apportionment. Under section 107(1) of the SO, the Stock Exchange has contingent liabilities to the Compensation Fund as it is obligated to replenish the Compensation Fund upon the SFC's request. The amounts to be replenished should be equal to the amount paid in connection with the satisfaction of the claims, including any legal and other expenses paid or incurred in relation to the claims but capped at \$8 million per default. As at 30 June 2006, there were outstanding claims received in respect of 4 Stock Exchange Participants (31 December 2005: 5).

Pursuant to the SFO, the Stock Exchange issued a notice on 3 April 2003 inviting claims against the Compensation Fund in relation to any default of a Stock Exchange Participant occurring before 1 April 2003. The claims period expired on 3 October 2003 and no claims were received in response to that notice. Claims made after the claims period are, unless the Stock Exchange otherwise determines, barred. As at 30 June 2006, no such claims had been received in response to the said notice.

Following the implementation of the new compensation arrangements under the SFO, an Investor Compensation Fund has been established to replace the existing Compensation Fund, the Commodity Exchange Compensation Fund and the Dealers' Deposit Schemes for non-exchange participant dealers. Pursuant to the SFO, Exchange Participants are no longer required to make deposits to the Investor Compensation Fund and the Stock Exchange is not required to replenish the Investor Compensation Fund. Hence, deposits to the Commodity Exchange Compensation Fund were returned to the Futures Exchange by the SFC in January 2004. The Futures Exchange had in turn reimbursed holders of Futures Exchange Trading Rights their contributions to the Commodity Exchange Compensation Fund. Similarly, deposits to the Compensation Fund would be returned to the Stock Exchange in accordance with the SFO pending completion of any determination of outstanding claims and replenishment to the Compensation Fund.

#### 31. Contingent Liabilities (Continued)

(b) The Stock Exchange has undertaken to indemnify the Collector of Stamp Revenue against any loss of revenue resulting from any underpayment or default or delay in payment of stamp duty by its Participants, up to \$200,000 in respect of the default of any one Participant. In the unlikely event that all of its 426 trading Participants as at 30 June 2006 (31 December 2005: 429) defaulted, the maximum contingent liability of the Stock Exchange under the indemnity would amount to \$85 million (31 December 2005: \$86 million).

The carrying amount of the financial guarantee contract recognised in the Group's balance sheet in accordance with HKAS 39 and HKFRS 4 (Amendments) was \$19,909,000 (31 December 2005: \$19,909,000).

(c) HKEx gave an undertaking on 6 March 2000 in favour of HKSCC to contribute an amount not exceeding \$50 million in the event of HKSCC being wound up while it is a wholly-owned subsidiary of HKEx or within one year after HKSCC ceases to be a wholly-owned subsidiary of HKEx, for payment of the debts and liabilities of HKSCC contracted before HKSCC ceases to be a wholly-owned subsidiary of HKEx, and for the costs, charges and expenses of winding up.

## 32. Non-cash Collateral Received from Participants

Under existing rules of the clearing houses, Participants may lodge cash or approved non-cash collateral to satisfy their Clearing House contributions and Margin Fund obligations. In accordance with HKAS 39, only cash collateral is recognised as assets and liabilities on the balance sheet.

As at 30 June 2006, the amount of non-cash collateral received from Participants and the amount utilised for covering part of their Clearing House Fund contributions and Margin Fund obligations were as follows:

	At 30 Jun 2006		At 31 D	ec 2005
	Amount received \$'000	Amount utilised \$'000	Amount received \$'000	Amount utilised \$'000
Clearing House Funds				
Bank guarantees	404,000	317,809	333,900	58,603
Margin Funds				
Equity securities, listed in Hong Kong	1,072,541	8,237	439,591	_
US Treasury Bills	421,736	339,407	191,965	141,086
Bank guarantees	144,000	100,000	100,000	_
	1,638,277	447,644	731,556	141,086
	2,042,277	765,453	1,065,456	199,689

#### 33. Material Related Party Transactions

Certain Directors of HKEx are investor participants of HKSCC ("Investor Participants") or directors and/or shareholders of (i) Stock Exchange Participants and Futures Exchange Participants ("Exchange Participants"), Clearing Participants and Investor Participants; (ii) companies listed on the Stock Exchange; and (iii) Exchange Participants for buying shares on behalf of HKSCC. Securities and derivatives contracts traded by, and fees levied on, these Exchange Participants, Clearing Participants and Investor Participants, fees levied on these listed companies and fees paid to these Exchange Participants for buying shares on behalf of HKSCC are all undertaken in the ordinary course of business of the Group on the standard terms and conditions applicable to all other Exchange Participants, Clearing Participants, Investor Participants, listed companies and Exchange Participants for buying shares on behalf of HKSCC.

In addition to the above, the Group has entered into the following transactions with related parties:

#### (a) Related companies with common directors

	Six months ended 30 Jun 2006 \$'000	Six months ended 30 Jun 2005 \$'000	Three months ended 30 Jun 2006 \$'000	Three months ended 30 Jun 2005 \$'000
Rental payments (including air conditioning and cleaning service charges) to Shine Hill Development				
Limited ("Shine Hill")	1,757	2,668	386	1,337

On 16 February 2005, the Futures Exchange as the tenant renewed the lease in respect of the tenancy of an office premises ("Lease") with Shine Hill as the landlord for a term of two years commencing 1 January 2005. The Futures Exchange is a wholly-owned subsidiary of HKEx. Shine Hill is a subsidiary of Great Eagle Holdings Limited ("Great Eagle"). Dr LO Ka Shui was an Independent Non-executive Director of HKEx prior to his retirement on 26 April 2006 and is the deputy chairman, managing director and substantial shareholder of Great Eagle. The Lease was an arm's length transaction entered into on normal commercial terms. The rental payments for the six months and three months ended 30 June 2006 disclosed above represented expenses incurred up to 26 April 2006.

# 33. Material Related Party Transactions (Continued)

## (b) Transactions with associates

	Six months ended 30 Jun 2006 \$'000	Six months ended 30 Jun 2005 \$'000	Three months ended 30 Jun 2006 \$'000	Three months ended 30 Jun 2005 \$'000
Income received and receivable from/(expenses paid and payable to) associates:  CHIS				
– Dividend income	7,500	12,668	4,500	7,868
<ul> <li>Share registration service fees</li> <li>AWPS</li> </ul>	(254)	(269)	(131)	(111)
<ul> <li>Liquidation proceeds</li> </ul>	1,312	_	_	_

#### (c) Key management personnel compensation

	Six months	Six months	Three months	Three months
	ended	ended	ended	ended
	30 Jun 2006	30 Jun 2005	30 Jun 2006	30 Jun 2005
	\$'000	\$'000	\$'000	\$'000
Salaries and other short-term employee benefits Employee share-based	29,227	25,968	16,056	13,353
compensation benefits Retirement benefit costs	4,605	4,864	2,233	2,505
	2,776	2,754	1,388	1,377
	36,608	33,586	19,677	17,235

## (d) Amounts due from/(to) related parties

	At 30 Jun 2006 \$'000	At 31 Dec 2005 \$'000
Amounts due from:		
– An associate	_	5,284
<ul> <li>Related companies with common directors</li> </ul>	_	867
Amounts due to:		
– An associate	(97)	(14)
<ul> <li>Related companies with common directors</li> </ul>	_	(113)

#### 33. Material Related Party Transactions (Continued)

- (e) Post-retirement benefit plans
  - Details of transactions with the Group's post-retirement benefit plans are included in note 8.
- (f) Save as aforesaid, the Group has entered into other transactions in the ordinary course of business with companies where there are common directors but the amounts were immaterial.

## 34. Financial Risk Management

The Group's activities expose it to a variety of financial risks: market risk (including foreign exchange risk, equity price risk and interest rate risk), liquidity risk and credit risk. The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's performance.

The Group's investment policy is to prudently invest all funds managed by the Group in a manner which will satisfy liquidity requirements, safeguard financial assets and manage risks while optimising return on investments.

Investment and fund management is governed by investment policies and risk management guidelines approved by the Board. Investment restrictions and guidelines form an integral part of risk control. Fund-specific restrictions and guidelines are set according to the investment objectives of each fund. In addition, specific limits are set for each fund to control risks (e.g. permissible asset type, asset allocation, liquidity, credit, counterparty concentration, maturity, foreign exchange and interest rate risks) of the investments.

#### (a) Market risk

Market risk is the risk of loss arising from movements in observable market variables such as foreign exchange rates, equity and commodity prices and interest rates. The Group is exposed to market risk primarily through its investments held.

#### (a) Market risk (Continued)

Funds available for investment comprise three main categories: Corporate Funds (mainly share capital and retained earnings of the Group), Clearing House Funds and Margin Funds received (which exclude non-cash collateral and contributions receivable from Participants).

An Investment Advisory Committee, comprised of Non-executive Directors of HKEx and an external member from the financial community, advises the Board on portfolio management and monitors the risk and performance of HKEx's investments. A Treasury team in the Finance Department is dedicated to the day-to-day management and investment of the funds. Three external fund managers have also been appointed to manage part of the Corporate Funds since July 2001. The external fund managers are stable and financially strong financial institutions and each has a worldwide aggregate fund size of a minimum of US\$10 billion under management.

#### (i) Foreign exchange risk

Foreign exchange risk is the risk of loss due to adverse movements in foreign exchange rates relating to investments and transactions denominated in foreign currencies. When seeking to optimise the returns on its funds available for investment, the Group may invest in non-HKD securities from time to time. Forward foreign exchange contracts and foreign currency deposits have been used to hedge the currency exposure of the Group's non-HKD investments, highly probable forecast transactions and liabilities to mitigate risks arising from fluctuations in exchange rates. As at 30 June 2006, the aggregate net open foreign currency positions amounted to HK\$2,178 million, of which HK\$213 million were non-USD exposures (31 December 2005: HK\$2,031 million, of which HK\$160 million were non-USD exposures), and the total nominal value of outstanding forward foreign exchange contracts amounted to HK\$430 million (31 December 2005: HK\$275 million). All forward foreign exchange contracts would mature within four months (31 December 2005: one month).

Foreign currency margin deposits received by the Group are hedged by investments in the same currencies.

- (a) Market risk (Continued)
  - (i) Foreign exchange risk (Continued)

The Group had entered into the following hedges as at 30 June 2006:

#### Cash flow hedges

In 2005, the Group designated a bank deposit of 8,500,000 Swedish Krona ("SEK") as a cash flow hedge for hedging the foreign exchange risk of forecast information technology and computer maintenance expenses of SEK 8,500,000 from August to December 2005. During the period ended 30 June 2006, SEK 3,027,000 of the deposit was used to pay the said expenses.

In 2006, the Group designated bank deposits of SEK 17,680,000 as cash flow hedges for hedging the foreign exchange risk of forecast information technology and computer maintenance expenses of SEK 17,680,000 from May to December 2006. As at 30 June 2006, no payment had been made to settle any of the forecast expenses.

As at 30 June 2006, the fair value of the bank deposits designated as cash flow hedges held by the Group was \$24,965,000 (31 December 2005: \$8,281,000). The fair value gain on the bank deposits remaining in the hedging reserve as of 30 June 2006 will be released to the profit and loss account between July to December 2006 when the forecast expenses being hedged materialise.

The ineffectiveness of cash flow hedges charged to the profit and loss account during the six months ended 30 June 2006 amounted to \$3,000 (30 June 2005: \$Nil).

#### Fair value hedges

In 2005, the Group designated a bank deposit of SEK 11,000,000 as a fair value hedge held by the Group to hedge against the foreign exchange risk of financial liabilities of the Group of SEK 11,000,000. SEK 7,556,000 of the deposit was used to settle the financial liability during the period ended 30 June 2006.

In 2006, the Group designated bank deposits of SEK 9,100,000 as fair value hedges to hedge against the foreign exchange risk of financial liabilities of the Group of SEK 9,100,000. As at 30 June 2006, no payment had been made to settle any of the financial liabilities.

#### (a) Market risk (Continued)

#### (i) Foreign exchange risk (Continued)

#### Fair value hedges (Continued)

As at 30 June 2006, the fair value of the bank deposits designated as fair value hedges was \$13,525,000 (31 December 2005: \$10,717,000). The fair value gain on the bank deposits during the period ended 30 June 2006 was \$795,000 (2005: \$Nil) whereas the fair value loss on the financial liabilities being hedged during the same period was \$795,000 (2005: \$Nil).

#### (ii) Equity and commodity price risk

The Group is exposed to equity price risk as equities are held as part of the Corporate Fund's investments. Equity price risk is capped by an asset allocation limit. The Group is not exposed to commodity price risk as investment in commodities is not permitted under the Group's Investment Policy.

#### (iii) Interest rate risks

There are two types of interest rate risk:

- Fair value interest rate risk the risk that the value of a financial instrument will fluctuate because of changes in market interest rates; and
- Cash flow interest rate risk the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

The Group is exposed to both fair value and cash flow interest rate risks as the Group has significant assets and liabilities which are interest-bearing.

#### (iv) Risk management

Risk management techniques, such as Value-at-Risk ("VaR") based on historical simulation and portfolio stress testing, are used to identify, measure and control foreign exchange risk, equity price risk and interest rate risks of the Group's investments. VaR measures the expected maximum loss over a given time interval (a holding period of 10 trading days is used by the Group) at a given confidence level (95 per cent confidence interval is adopted by the Group) based on historical data (one year is used by the Group). The Board sets a limit on total VaR of the Group and VaR is monitored on a weekly basis.

#### (a) Market risk (Continued)

#### (iv) Risk management (Continued)

VaR is a statistical measure of risks and has limitations associated with the assumptions employed. Historical simulation assumes that actual observed historical changes in market indices, such as interest rates, foreign exchange rates and equity prices, reflect possible future changes. This implies that the approach is vulnerable to sudden changes in market behaviour. The use of a 10-day holding period assumes that the positions can be unwound in 10 trading days and the holding period may be insufficient at times of severe illiquidity. Also, VaR does not necessarily reflect all aspects of risks that affect the price of financial instruments and may underestimate real market risk exposure. In addition, VaR does not factor in the possibility of catastrophic risk but the use of stress testing for abnormal market conditions can mitigate this limitation.

The VaR for each risk factor and the total VaR of the investments of the Group during the period were as follows:

	Six months ended 30 Jun 2006			Six months ended 30 Jun 2005		
	Average \$million	Highest \$million	Lowest \$million	Average \$million	Highest \$million	Lowest \$million
Foreign exchange risk	6.2	7.4	4.9	5.0	6.1	3.8
Equity price risk	10.8	13.0	9.0	7.7	8.3	6.6
Interest rate risk	11.5	13.9	9.0	22.5	24.0	21.2
Total VaR	17.4	19.7	15.9	24.5	26.9	22.6

VaR for each risk factor is the independently derived largest potential loss due to fluctuations solely in that risk factor. The individual VaRs did not add up to the total VaR as there was diversification effect due to correlation amongst the risk factors. Moreover, in respect of the highest and lowest VaRs during the period, the highest and lowest VaRs in each market did not necessarily occur on the same day.

#### (b) Liquidity risk

Liquidity risk is the risk that funds will not be available to meet liabilities as they fall due, and it results from amount and maturity mismatches of assets and liabilities. Investments of the Group are kept sufficiently liquid to meet the operating needs and possible liquid requirements of the Clearing House Funds and Margin Funds. The Group also sets a limit on the minimum level of cash or bank deposits held for the Corporate Funds, and the minimum level of investments to be held that would mature the same day and the next day for the Clearing House Funds and Margin Funds.

## (b) Liquidity risk (Continued)

The financial liabilities of the Group as at 30 June 2006 are analysed into relevant maturity buckets based on their contractual maturity dates in the table below:

				un 2006		
	Up to 1 month \$'000	> 1 month to 3 months \$'000	> 3 months to 1 year \$'000	> 1 year to 5 years \$'000	Not Determinable \$'000	Total \$'000
Current liabilities  Margin deposits from Clearing  Participants on derivatives						
Participants on derivatives contracts	17,098,814	-	-	-	-	17,098,814
Accounts payable, accruals and other liabilities Financial liabilities at fair value	5,419,526	33,015	51,345	144	14,391	5,518,421
through profit or loss (note i) Participants' admission fees received	290,711 1,000	- 150	42,431 300	-	- 200	333,142 1,650
rarucipants aumission rees received	22,810,051	33,165	94,076	144		22,952,027
Non-current liabilities	22,010,001	00,100	71,070		11,071	
Participants' admission fees received Participants' contributions	-	-	-	-	80,000	80,000
to Clearing House Funds Financial guarantee contract (note ii)	- -	- -	- -	- -	2,094,598 85,200	2,094,598 85,200
	_	-	_	-	2,259,798	2,259,798
Total	22,810,051	33,165	94,076	144	2,274,389	25,211,825
	At 31 Dec 2005 (as restated)					
	Up 1 mon \$'00	th to 3 m		months to 1 year I \$'000	Not Determinable \$'000	Total \$'000
Current liabilities						
Margin deposits from Clearing Participant on derivatives contracts Accounts payable, accruals and other liabi	13,648,58		- ,405	- 191	- 13,910	13,648,581 3,641,071
Financial liabilities at fair value through profit or loss (note i)	153,97		-	-	-	153,973
Participants' admission fees received	17,400,01		150 ,555	1,300 1,491	200 14,110	2,550 17,446,175
Non-current liabilities Participants' admission fees received		_	_		80,150	80,150
Participants' contributions to Clearing House Funds		_	_	_	751,751	751,751
Financial guarantee contract (note ii)		_	_	-	85,800	85,800
		_	-	-	917,701	917,701
Total	17,400,01	9 30	,555	1,491	931,811	18,363,876

- (b) Liquidity risk (Continued)
  - (i) The amount disclosed is based on the gross contractual amounts to be exchanged under the forward foreign exchange contracts under financial liabilities at fair value through profit or loss, which is different from the carrying amount (i.e. fair value) in the condensed consolidated balance sheet. The corresponding gross contractual amounts receivable under these forward foreign exchange contracts were \$325,107,000 (31 December 2005: \$152,530,000).
  - (ii) The amount disclosed for financial guarantee contracts represented the amount of contingent liabilities at the balance sheet date.

The Group employs projected cash flow analysis to manage liquidity risk by forecasting the amount of cash required and monitoring the working capital of the Group to ensure that all liabilities due and known funding requirements could be met. In addition, banking facilities have been put in place for contingency purposes. As at 30 June 2006, the Group's total available banking facilities amounted to \$1,611 million (31 December 2005: \$1,608 million), of which \$1,500 million (31 December 2005: \$1,500 million) were repurchase facilities to augment the liquidity of the Margin Funds.

#### (c) Credit risk

(i) Investment and accounts receivable-related risk

The Group is exposed to credit risk, which is the risk that a counterparty will be unable to pay amounts in full when due. It arises primarily from the Group's investments and trade receivables. Impairment provisions are made for losses that have been incurred at the balance sheet date. The Group limits its exposure to credit risk by rigorously selecting the counterparties (i.e. deposit-takers, bond issuers and debtors) and by diversification. As at 30 June 2006, the bonds held were of investment grade and had a weighted average credit rating of Aa2 (31 December 2005: Aa2), and there were no financial assets whose terms were renegotiated (31 December 2005: \$Nil). Deposits are placed only with the note-issuing banks in Hong Kong, investment grade licensed banks and restricted licence banks approved by the Board from time to time. All investments are subject to a maximum concentration limit approved by the Board and there was no significant concentration risk to a single counterparty. The Group mitigates its exposure to risks relating to accounts receivable from its Participants by requiring the Participants to meet the Group's established financial requirements and criteria for admission as Participants.

#### (c) Credit risk (Continued)

#### (ii) Clearing and settlement-related risk

In the normal course of business, the clearing houses of the Group, HKSCC, SEOCH and HKCC, act as the counterparties to eligible trades concluded on the Stock Exchange and the Futures Exchange through the novation of the obligations of the buyers and sellers. HKSCC is also responsible for the good title to the securities deposited and accepted in the CCASS depository. As a result, the Group has considerable market risk and credit risk since the Participants' ability to honour their obligations in respect of their trades and securities deposited may be adversely impacted by economic conditions affecting the Cash and Derivatives Markets. If the Participants default on their obligations on settlement or there are defects in the title of securities deposited and accepted in the CCASS depository, the Group could be exposed to potential risks not otherwise accounted for in these accounts.

The Group mitigates its exposure to risks described above by requiring the Participants to meet the Group's established financial requirements and criteria for admission as Participants, monitoring compliance with risk management measures such as position limits established by the Group and requiring Clearing Participants to contribute to the Clearing House Funds set up by HKSCC, SEOCH and HKCC. HKSCC also retains recourse against those Participants whose securities are deposited and accepted in the CCASS depository. Moreover, insurance has been taken out by the Group to cover the risks.

Position limits are imposed by HKCC to regulate or limit the maximum number or value of gross and net positions which can be held or controlled by the Participants based on their liquid capital. Bank guarantees may also be accepted to extend Participants' position limits. As of 30 June 2006, bank guarantees of \$1,165,000,000 (31 December 2005: \$915,400,000) were accepted for such purpose.

In addition to the above, the Group has set aside \$1,500 million of retained earnings for the purpose of strengthening the risk management regime of the clearing houses and supporting their roles as central counterparties.

(c) Credit risk (Continued)

#### (iii) Exposure to credit risk

As at 30 June 2006, the financial assets and financial liabilities of the Group that were exposed to credit risk and their maximum exposure were as follows:

	At 30 Ju	n 2006	As restated At 31 Dec 2005		
	Carrying amount in balance sheet \$'000	Maximum exposure to credit risk \$'000	Carrying amount in balance sheet \$'000	Maximum exposure to credit risk \$'000	
Financial assets					
Clearing House Funds:					
Available-for-sale financial assets	315,815	315,815	224,137	224,137	
Time deposits with original					
maturities over three months	_	-	30,290	30,290	
Cash and cash equivalents	2,385,754	2,385,754	1,091,233	1,091,233	
Compensation Fund Reserve Account:					
Available-for-sale financial assets	_	-	18,488	18,488	
Cash and cash equivalents	49,786	49,786	30,240	30,240	
Time deposit with maturity					
over one year	38,835	38,835	38,768	38,768	
Other assets	18,548	18,548	17,162	17,162	
Accounts receivable and deposits#	4,950,933	4,950,933	3,250,197	3,250,197	
Margin Funds on derivatives contracts:					
Available-for-sale financial assets	7,455,944	7,455,944	3,828,833	3,828,833	
Time deposits with original					
maturities over three months	56,348	56,348	100,018	100,018	
Cash and cash equivalents	10,200,506	10,200,506	9,686,026	9,686,026	
Margin receivable from Clearing					
Participants	11,183	11,183	33,704	33,704	
Financial assets at fair value					
through profit or loss	2,712,507	2,712,507	2,643,788	2,643,788	
Time deposits with original					
maturities over three months	49,121	49,121	116,622	116,622	
Cash and cash equivalents	2,062,256	2,062,256	1,359,133	1,359,133	
Financial liabilities					
Undertaking to indemnify the					
Collector of Stamp Revenue	(19,909)	85,200	(19,909)	85,800	

<sup>#</sup> Certain debtors were required to place cash deposits with the Group to mitigate the maximum exposure to credit risk.

#### (c) Credit risk (Continued)

#### (iv) Financial assets that were past due but not impaired

As at 30 June 2006, the age analysis of the trade receivables of the Group that were past due but not determined to be impaired according to the period past due was as follows:

	At 30 Jun 2006 \$'000	At 31 Dec 2005 \$'000
Up to 6 months Over 6 months to 1 year Over 1 year to 3 years* Over 3 years*	31,907 - 6,838 1,813	141,277 - 8,521 142
Total	40,558	149,940

\* No provision for impairment losses has been made against trade receivables amounting to \$8,510,000 (31 December 2005: \$8,521,000) as the balances can be recovered from the Clearing House Funds.

The fair value of cash deposits placed by the related trade debtors with the Group was \$2,917,000 (31 December 2005: \$3,600,000).

#### (v) Financial assets that were impaired at balance sheet date

As at 30 June 2006, trade receivables of the Group amounting to \$4,741,000 (31 December 2005: \$4,329,000) were determined to be impaired and full provision had been made. These receivables were outstanding for over 180 days as at the balance sheet date or were due from companies with financial difficulties. The factors the Group considered in determining whether the financial assets were impaired were disclosed in the 2005 annual accounts. No cash deposits had been placed by the related trade debtors with the Group (31 December 2005: \$Nil).

#### (vi) Outstanding balances from debtors which were not recognised as income

As soon as a loan or receivable becomes impaired, the Group may continue to provide services or facilities to the debtors concerned but no further accounts receivable will be recognised on balance sheet as economic benefits may not flow to the Group. The revenue concerned is not recognised but tracked as doubtful deferred revenue and will only be recognised as income when received. As at 30 June 2006, the amount of doubtful deferred revenue amounted to \$37,397,000 (31 December 2005: \$37,643,000).

(d) Fair values of financial assets and financial liabilities not reported at fair values

Summarised in the following table are the carrying amounts and fair values of financial assets and financial liabilities not presented in the Group's balance sheet at their fair values. The carrying amounts of short-term receivables (i.e. accounts receivable, deposits and cash and cash equivalents) and short-term payables (i.e. accounts payable and other liabilities) approximated their fair values, and accordingly no disclosure of the fair values of these items is presented.

	Carrying in baland		Fair value		
	30 Jun 2006 \$'000	At 31 Dec 2005 \$'000	At 30 Jun 2006 \$'000	At 31 Dec 2005 \$'000	
Financial assets					
Time deposit with maturity over one year	38,835	38,768	36,026	36,659	
Other financial assets included in other non-current assets (note i)	18,548	17,162	16,644	15,550	
Financial liabilities					
Participants' admission fees received included in non-current liabilities (note i)	80,000	80,150	76,223	76,732	
Participants' contributions to					
Clearing House Funds:		•======================================			
<ul> <li>Minimum contributions (note i)</li> </ul>	363,100	358,050	345,958	342,779	
<ul> <li>Participants' additional deposits</li> </ul>	1,731,498	393,701	1,731,498	393,701	
Financial guarantee contract (note ii)	19,909	19,909	17,603	20,526	

- (i) The fair values are based on cash flows discounted using Hong Kong Government bond rates of a tenor similar to the contractual maturity of the respective assets/liabilities, adjusted by an estimated credit spread. Assets/liabilities without a contractual maturity are assumed to mature exactly one year after the balance sheet date. The discount rates used range from 4.96 per cent to 5.05 per cent as at 30 June 2006 (31 December 2005: 4.46 per cent to 4.64 per cent).
- (ii) The fair values are based on the fees charged by financial institutions for granting such guarantees discounted using a ten-year Hong Kong Government bond rate to perpetuity. The discount rate was 4.84 per cent as at 30 June 2006 (31 December 2005: 4.18 per cent).