



China South City Holdings Limited 華南城控股有限公司

(incorporated in Hong Kong with limited liability)
(於香港註冊成立的有限公司)

Stock Code 股份代號 : 1668

INTERIM REPORT 中期報告 2017/18





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CORPORATE INFORMATION

公司資料

Board of Directors Executive Directors

Mr. Cheng Chung Hing (*Chairman*)^{(2)(3)*}
Mr. Fung Sing Hong Stephen (*Vice Chairman*) (*FCPA*)
Mr. Song Chuan (*Chief Executive Officer*)
Ms. Cheng Ka Man Carman

Non-Executive Directors

Dr. Ma Kai Cheung *SBS, BBS***
Mr. Sun Kai Lit Cliff *BBS, JP****
Dr. Ma Wai Mo***
Mr. Cheng Tai Po
Mr. Leung Moon Lam *BBS****
Mr. Lin Ching Hua

Independent Non-Executive Directors

Mr. Leung Kwan Yuen Andrew *GBS, SBS, JP* ⁽¹⁾⁽²⁾⁽³⁾
Mr. Li Wai Keung ⁽¹⁾⁽²⁾⁽³⁾
Mr. Hui Chiu Chung *JP* ⁽¹⁾
Mr. Yung Wing Ki Samuel *SBS, MH, JP* ⁽¹⁾

Chief Financial Officer

Mr. Tsoi Yiu Ting (*FCCA*)

Company Secretary

Ms. Tse Man Yu Michelle (*FCPA*)

Auditor

Ernst & Young

Legal Advisors

As to Hong Kong law

Linklaters

Reed Smith Richards Butler

As to China law

Commerce & Finance Law Offices

- (1) Member of Audit Committee
(2) Member of Remuneration Committee
(3) Member of Nomination Committee

- * Re-designated as Chairman of the Group and ceased to act as Co-Chairman of the Group, and remains as Executive Director of the Company with effect from 25 July 2017.
** Resigned as Co-Chairman of the Group and remains as Non-Executive Director of the Company with effect from 25 July 2017.
*** Resigned as Non-Executive Directors of the Company and were appointed as Honourable Advisers of the Group with effect from 25 July 2017.

董事會 執行董事

鄭松興先生(*主席*)^{(2)(3)*}
馮星航先生(*副主席*)(*FCPA*)
宋川先生(*行政總裁*)
鄭嘉汶女士

非執行董事

馬介璋博士*銀紫荊星章、銅紫荊星章***
孫啟烈先生*銅紫荊星章、太平紳士****
馬偉武博士***
鄭大報先生
梁滿林先生*銅紫荊星章****
林璟驊先生

獨立非執行董事

梁君彥先生*金紫荊星章、銀紫荊星章、太平紳士*⁽¹⁾⁽²⁾⁽³⁾
李偉強先生⁽¹⁾⁽²⁾⁽³⁾
許照中先生*太平紳士*⁽¹⁾
容永祺先生*銀紫荊星章、榮譽勳章、太平紳士*⁽¹⁾

集團首席財務總監

蔡耀庭先生(*FCCA*)

公司秘書

謝文瑜女士(*FCPA*)

核數師

安永會計師事務所

法律顧問

香港法律

年利達律師事務所

禮德齊伯禮律師行

中國法律

通商律師事務所

- (1) 審核委員會成員
(2) 薪酬委員會成員
(3) 提名委員會成員

- * 自2017年7月25日起調任為集團主席，不再擔任集團聯席主席，並繼續擔任本公司之執行董事。
** 自2017年7月25日起辭任集團聯席主席，並繼續擔任本公司之非執行董事。
*** 自2017年7月25日起辭任本公司之非執行董事，並獲委任為本集團之榮譽顧問。

Principal Bankers

Agricultural Bank of China Limited
Bank of China Limited
Bank of Communications Co., Ltd.
China CITIC Bank Corporation Limited
China Construction Bank Corporation
Industrial and Commercial Bank of China Limited
Industrial Bank Co., Ltd.
Shanghai Pudong Development Bank Co., Ltd.
The Export-Import Bank of China
The Hongkong and Shanghai Banking Corporation Limited

Registered Office

Room 2205, Sun Life Tower
The Gateway, 15 Canton Road
Tsimshatsui
Kowloon
Hong Kong

Share Registrar

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

Listing Information

Share Listing

The Stock Exchange of Hong Kong Limited
Stock code: 1668

Senior Notes Listing

The Company's 5.75% 3 years senior notes due 2020
The Company's 6.75% 5 years senior notes due 2021
The Company's 7.25% 5 years senior notes due 2022
The Singapore Exchange Securities Trading Limited

Website

www.chinasouthcity.com

Investor Relations

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主要往來銀行

中國農業銀行股份有限公司
中國銀行有限公司
交通銀行股份有限公司
中信銀行股份有限公司
中國建設銀行股份有限公司
中國工商銀行股份有限公司
興業銀行股份有限公司
上海浦東發展銀行股份有限公司
中國進出口銀行
香港上海滙豐銀行有限公司

註冊辦事處

香港
九龍
尖沙咀
廣東道15號港威大廈
永明金融大樓2205室

證券登記處

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

上市資料

股份上市

香港聯合交易所有限公司
股份代號：1668

優先票據上市

本公司於2020年到期的5.75% 3年期優先票據
本公司於2021年到期的6.75% 5年期優先票據
本公司於2022年到期的7.25% 5年期優先票據
新加坡證券交易所有限公司

網站

www.chinasouthcity.com

投資者關係

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華南城

CHINA SOUTH CITY 深圳
SHENZHEN 圳



● Outlet mall in operation
運營中的奧特萊斯商城



● International E-commerce Logistics Center
in CSC Shenzhen
於深圳華南城的國際電商物流中心



● Marketing campaign in CSC Shenzhen
於深圳華南城舉行的宣傳活動

● Birdview – CSC Shenzhen
深圳華南城鳥瞰圖



華南城

CHINA SOUTH CITY 南昌
NANCHANG 昌



● ATLANTIS shop in CSC Nanchang
於南昌華南城的亞特蘭蒂斯門店



● Residential properties in CSC Nanchang
於南昌華南城的住宅物業



● Building materials Expo at CSC Nanchang
於南昌華南城舉辦的家居建材博覽會

● Birdview – CSC Nanchang
南昌華南城鳥瞰圖



華南城

CHINA SOUTH CITY 南寧
NANNING 寧



● 1668 Square in CSC Nanning
於南寧華南城的1668廣場



● CSC Nanning in operation
運營中的南寧華南城



● Residential properties in CSC Nanning
於南寧華南城的住宅物業

● Birdview – CSC Nanning
南寧華南城鳥瞰圖



華南城

CHINA SOUTH CITY 西安
XI'AN 安



● Hardware & Machinery Trade Center
in CSC Xi'an
於西安華南城的五金機電交易中心



● Car show at CSC Xi'an
於西安華南城舉辦的車展



● Subway line No. 3 passing through CSC Xi'an
貫通西安華南城的地鐵3號線

● Birdview – CSC Xi'an
西安華南城鳥瞰圖



華南城

CHINA SOUTH CITY

HARBIN

哈爾濱



● Residential properties in CSC Harbin
於哈爾濱華南城的住宅物業



● Cross country rally at CSC Harbin
於哈爾濱華南城舉辦的越野拉力賽



● China Green Food International Expo City in CSC Harbin
於哈爾濱華南城的中國綠色食品國際博覽城

● Birdview – CSC Harbin
哈爾濱華南城鳥瞰圖



華南城

CHINA SOUTH CITY 鄭
ZHENGZHOU 州



● Marketing campaign in CSC Zhengzhou
於鄭州華南城舉行的宣傳活動



● The extension of subway line No. 2 passing through
CSC Zhengzhou has commenced operation
貫通鄭州華南城的地鐵2號線延長線已正式投入運營



● The launch for sale of properties at CSC
Zhengzhou
鄭州華南城的物業開盤活動

● Birdview – CSC Zhengzhou
鄭州華南城鳥瞰圖



華南城

CHINA SOUTH CITY 合
HEFEI 肥



● Residential properties in CSC Hefei
於合肥華南城的住宅物業



● Outlet mall in CSC Hefei
於合肥華南城的奧特萊斯商場



● Cycling event at CSC Hefei
於合肥華南城舉辦的騎行活動

● Birdview – CSC Hefei
合肥華南城鳥瞰圖



華南城

CHINA SOUTH CITY 重慶
CHONGQING 慶



● The launch for sale of properties at CSC Chongqing
重慶華南城的物業開盤活動



● International Hardware & Materials
Trade Center in CSC Chongqing
於重慶華南城的國際五金機電交易中心



● ATLANTIS shop in CSC Chongqing
於重慶華南城的亞特蘭蒂斯門店

● Birdview – CSC Chongqing
重慶華南城鳥瞰圖



CHAIRMAN'S STATEMENT

主席報告

On behalf of the board of directors (the "Board") of China South City Holdings Limited (the "Company"), together with its subsidiaries ("China South City" or the "Group"), I am pleased to report the unaudited consolidated interim results of the Group for the six months ended 30 September 2017 ("1H FY2017/18" or the "Period").

Results and Dividend

China's economy continued its firm growth in the first three quarters of 2017 under the implementation of supply-side structural reforms, with gross domestic product ("GDP") expanding 6.9% year-on-year, above the central government's annual target of 6.5%. Driven by domestic infrastructure spending and recovery in exports, China's manufacturing sector posted solid growth during the Period. China's manufacturing Purchasing Manager's Index ("PMI") stood at 52.4% in September 2017, reached its new high since May 2012 and marked the fourteenth-straight month of expansion of the manufacturing sector.

On the back of a better-than-expected economic environment and the gradual maturing of its projects, China South City strategically increased the proportion of sales from its residential ancillary and accelerated the provision of its various ancillary services for the tenants of its integrated logistics and trade centers with a view to gradually unlocking the intrinsic value hidden behind the investment it made throughout the previous years. During the Period, the Group achieved a notable contracted sales growth of 26.3% to HK\$5,449.8 million (1H FY2016/17: HK\$4,315.6 million), while revenue increased by 25.2% to HK\$3,620.4 million (1H FY2016/17: HK\$2,892.8 million), out of which recurring revenue grew by 25.0% to reach HK\$920.5 million (1H FY2016/17: HK\$736.5 million).

The Group's net profit attributable to owners of the parent increased by 15.6% to HK\$990.5 million (1H FY2016/17: HK\$856.9 million), while its core net profit attributable to owners of the parent (being net profit attributable to owners of the parent excluding fair value gains on investment properties and related tax effects and profit or loss on purchase and redemption of senior notes) increased by 28.4% to HK\$331.9 million (1H FY2016/17: HK\$258.6 million). Basic earnings per share increased to HK12.37 cents (1H FY2016/17: HK10.70 cents).

The Board does not recommend the payment of an interim dividend for the six months ended 30 September 2017 (1H FY2016/17: Nil).

本人謹代表華南城控股有限公司(「本公司」)之董事會(「董事會」)，連同其附屬公司(「華南城」或「本集團」)，欣然呈報本集團截至2017年9月30日止六個月(「2017/18財政年度上半年」或「本期間」)未經審核的綜合中期業績。

業績及股息

在供給側結構性改革實施下，於2017年首三個季度中國經濟持續穩固增長，國內生產總值同比增長6.9%，高於中央政府訂下6.5%的年度目標。在國內基礎設施支出增加及出口復甦的推動下，中國製造業於本期間實現穩固增長。於2017年9月，中國製造業採購經理指數(「採購經理指數」)為52.4%，達自2012年5月以來的新高，標誌著製造業已連續第十四個月保持擴張發展。

在經濟環境優於預期及各項發展漸趨成熟的支持下，華南城策略性地增加住宅配套銷售的比例，同時加快為綜合商貿物流及交易中心的商戶提供多種配套服務，務求逐步釋放本公司在過往投資中所累積的潛在價值。於本期間，本集團的合約銷售額顯著同比增長26.3%至54.498億港元(2016/17財政年度上半年：43.156億港元)，而收入增加25.2%至36.204億港元(2016/17財政年度上半年：28.928億港元)，其中持續性收入增長25.0%至9.205億港元(2016/17財政年度上半年：7.365億港元)。

本集團母公司擁有人應佔淨利潤增加15.6%至9.905億港元(2016/17財政年度上半年：8.569億港元)，而其母公司擁有人應佔核心淨利潤(即未計投資物業公平值收益及相關稅款影響和購買及贖回優先票據之損益的母公司擁有人應佔淨利潤)增加28.4%至3.319億港元(2016/17財政年度上半年：2.586億港元)。每股基本盈利增加至12.37港仙(2016/17財政年度上半年：10.70港仙)。

董事會不建議派付截至2017年9月30日止六個月中期股息(2016/17財政年度上半年：無)。

Review of the Market and Operations Unique Business Model Begins to Bear Fruit

China South City has a diversified and flexible business model with a portfolio of projects occupying a strategic footprint in major provincial capitals and municipality in China. Tenants are spread over multiple industries and the Group is able to tactically adjust its sales mix according to the stage of development of the project and market demand in different localities. This allows the Group to smooth-out income streams and mitigates the impacts of cyclical fluctuations in order to ensure long-term business sustainability. The successful replication of the Group's projects across geographies continues to demonstrate the merits of this business model.

After years of solid development, the Group has entered into a new stage of growth. As one of the leading developers and operators of large-scale integrated logistics and trade centers in China, the Group has made significant investment in its core business at the early stage of development including land acquisition and construction of the integrated logistics and trade centers.

With more projects maturing and opening, the demand for residential ancillary and property management services is rapidly growing. Capitalizing on its prudent yet flexible business model, the Group has strategically ramped up the development and sales of residential projects, which generate a good cash inflow from the contracted sales.

市場及運營回顧 獨有商業模式進入收成階段

華南城擁有多元且靈活的商業模式，項目策略性佈局於中國主要省會及直轄市。商戶分佈在各種業態，本集團可根據不同地區的项目發展階段及市場需求對其銷售組合作出戰略性調整。此舉使本集團得以穩定收入來源，及減輕周期性波動所帶來的影響，從而確保業務長遠的持續發展。本集團成功把項目複製於其他地區，繼續彰顯此商業模式的優勢。

經過多年的穩健發展，本集團已進入新的增長階段。作為中國領先的大型綜合商貿物流及商品交易中心開發商和運營商之一，本集團於發展初期對核心業務作出大量投資，其中包括土地收購以及綜合商貿物流及商品交易中心的建設。

隨著更多的項目日漸成熟及投入運營，市場對住宅配套設施及物業管理服務的需求與日俱增。本集團憑藉其審慎且靈活的商業模式，戰略性地增加住宅項目的發展與銷售，從而產生良好的合約銷售現金流。



● Residential properties in CSC Nanchang
於南昌華南城的住宅項目



● Residential properties in CSC Nanning
於南寧華南城的住宅項目

Consistent Recurring Income Growth

As its existing projects continued to scale up and mature, the Group continued to draw on the strength of its diversified and flexible business model and ramp up the development of its five key recurring businesses, namely rental business, property management, E-commerce, logistics and warehousing services, as well as outlet operations. The Group recorded satisfactory growth in its total recurring income to HK\$920.5 million (1H FY2016/17: HK\$736.5 million) during the Period, representing an increase of 25.0%. Revenue generated from rental, property management, E-commerce, logistics and warehousing services and outlet operations reached HK\$361.5 million, HK\$247.1 million, HK\$85.4 million, HK\$86.1 million and HK\$130.6 million respectively (1H FY2016/17: HK\$353.5 million, HK\$153.2 million, HK\$63.4 million, HK\$74.9 million and HK\$83.2 million respectively).

During the Period, the Group's leasable area underwent a steady growth as more projects gradually commenced operations. The Group further scaled up its operations in its existing projects and diversified its tenant mix through introducing new tenants from new-economy industries, such as eSports. The operating performance of the Group has been further enhanced, with the rental income and property management fee steadily increased by 20.1% to HK\$608.6 million.

Outlet operations generated great recurring income for the Group during the Period and remained as one of its revenue drivers. After years of development, the Group has established a reputable brand for its outlet business and has become the preferred outlet partner to many brands. Through establishing a long-term strategic cooperation with renowned brands, the Group further scaled up its outlet business and achieved encouraging results during the Period with new stores opened in China South City Hefei ("CSC Hefei") and China South City Chongqing ("CSC Chongqing").

"Internet Plus" remains a core strategy of China South City's fourth-generation integrated logistics and trading platform. As part of our online-offline initiative, the Group uses E-commerce not only to improve the business of the tenants of its projects, but also to induce online B2B businesses to open physical stores in the Group's projects. Capitalizing on the Group's extensive tenant base and strong offline trade center operating capability, a new online B2B industrial metal hardware procurement and trading platform is expected to be launched in the second half of FY2017/18.

持續性收入不斷增長

隨著現有項目規模的不斷擴大及日趨成熟，本集團繼續發揮其多元且靈活的商業模式優勢，繼而加快發展租賃業務、物業管理、電子商貿、物流及倉儲服務以及奧特萊斯運營等五大持續性業務。於本期間，本集團的持續性收入總額錄得令人滿意的增長，增長25.0%至9.205億港元(2016/17財政年度上半年：7.365億港元)。來自租金、物業管理、電子商貿、物流及倉儲服務以及奧特萊斯運營的收入分別為3.615億港元、2.471億港元、8,540萬港元、8,610萬港元及1.306億港元(2016/17財政年度上半年：分別為3.535億港元、1.532億港元、6,340萬港元、7,490萬港元及8,320萬港元)。

於本期間，隨著更多的項目逐步投入運營，本集團的可租賃面積亦有穩步增長。本集團透過引進電子競技等新經濟行業的新商戶，進一步擴大現有項目的運營規模及多元化商戶組合，提升了本集團的運營表現，租金收入及物業管理費收入穩步增加20.1%至6.086億港元。

於本期間，奧特萊斯運營為本集團帶來大量的持續性收入，是驅動其收入的因素之一。經過多年發展，本集團已於奧特萊斯業務領域打造了良好的品牌信譽度，成為眾多品牌的首選奧特萊斯合作夥伴。通過與知名品牌建立長期戰略合作關係，本集團進一步拓展其奧特萊斯業務，於本期間內在合肥華南城及重慶華南城開設新店，並取得令人鼓舞的成績。

「互聯網+」仍然是華南城第四代綜合商貿物流及商品交易平台的一項核心戰略。作為線上線下計劃的一部分，本集團不僅利用電子商貿優化項目商戶的業務，亦吸引線上B2B業務在本集團項目內開設實體商舖。憑藉本集團廣泛的商戶基礎及強大的線下交易中心運營實力，本集團計劃於2017/18財政年度下半年推出一個全新的線上B2B五金工業產品採購及交易平台。

On the back of China's rapid development of E-commerce, the Group utilized its abundant land bank to step up the development of logistics and warehousing business. It continued to uplift its competitiveness through strategically upgrading its logistics and warehousing facilities to ensure the quality of services. In addition, the Group is planning to expand its operations by offering customized warehouses to leading third-party logistics and E-commerce companies to enhance tenant structure and improve rental level.

Proactive Financial and Cash Management

After years of endeavor, the Group has established extensive and diversified financing channels, including both onshore and offshore, to finance its gradual expansion while maintaining a stable and healthy financial position. Besides traditional banking facilities, the Group consistently pursues a financial strategy by diversifying its funding channels with various onshore and offshore capital and inter-bank market instruments in order to optimize its capital structure and debt maturity profile. In addition, the Group proactively adjusts its business development strategies, the pace of land acquisition and other capital expenditure in concurrence with its cash flow in order to preserve liquidity as well as to keep its growth momentum. The goal is to maximizing shareholder value in the long run by building a strong and stable capital base to sustain its future business development. As at 30 September 2017, gearing ratio was about 85.6% while maintaining a relatively high cash and cash equivalents as well as restricted cash level, which amounted to HK\$9,285.2 million. The Group will continue to adopt a proactive financial management strategy and endeavor to achieve better cash management to balance business development with financial stability, thereby creating the maximum value for its shareholders.

Prospects

China's determination to deepen its structural reforms has increased the momentum and vitality of its economic and social development. With the Chinese Government sketching out the blueprint at the 19th National Congress of the Communist Party of China ("19th National Congress") to deepen the supply-side reforms with an emphasis on the manufacturing sector and industrial upgrades, it is expected that the related measures will boost the demand for the Group's fourth-generation integrated logistics and trade centers.

在中國電子商貿快速發展的背景下，本集團憑藉其豐富的土地儲備，加快物流及倉儲業務的發展，並通過戰略性升級其物流及倉儲設施，以確保服務質量，讓競爭力得以持續提升。另外，本集團計劃向領先的第三方物流及電子商貿公司提供訂制倉儲，以擴大運營，優化租戶結構及提升租金水平。

積極的財務及現金管理

經過多年的努力，本集團已建立了廣泛及多元化的境內外融資渠道，在保持財務狀況穩健的前提下，為逐步拓展進行融資。除傳統的銀行融資外，本集團一貫奉行通過各項境內外資本及銀行間市場工具拓寬融資渠道的財務策略，藉此優化資本結構及債務到期組合。此外，本集團積極調整業務發展戰略、土地收購及其他資本開支的步伐以配合現金流，從而維持流動性及保持增長勢頭，通過建立堅實穩定的資本基礎以維持未來的業務發展，長遠而言實現股東價值的最大化。於2017年9月30日，資本負債比率約為85.6%，而現金及現金等價物及受限制現金維持在相對較高的水平，為92.852億港元。本集團將繼續採取積極的財務管理策略，並致力實現更佳的資金管理，務求在財務穩定及業務發展上取得平衡，為股東創造最大價值。

前景

中國堅持深化結構性改革，為其經濟及社會發展帶來源源動力與活力。隨著中央政府於中國共產黨第19次全國代表大會(「十九大」)上勾劃出深化供給側改革的藍圖，提出以製造業及產業升級為重點，預期有關措施將推動對本集團第四代綜合商貿物流及商品交易中心需求的增長。

Looking ahead to the second half of the fiscal year, the Group will continue to adopt a prudent yet cautiously optimistic approach to ensure stable and sustainable growth. As the Group is gradually entering into a new phase of its development, it will strategically allocate more resources to residential ancillary expansion. While trade centers are the backbone of the Group's business, the Group will step up its efforts to optimize the operation of existing trade centers and recurring businesses as its projects continue to scale up and mature. Also, the increasing traffic brought by the residential properties nearby is expected to further drive business performance of the trade centers and other ancillary facilities.

In the coming year, the Group will continue to strike a balance between sustainable business development and efficient financial management. The management expects the Group to achieve an annual sales target of HK\$10 billion to HK\$12 billion for the fiscal year ended 31 March 2018 ("FY2017/18"). As at 30 September 2017, the Group had achieved HK\$5,449.8 million in Contracted Sales. In relation to recurring business, as the new projects have progressively entered into operation phase and new residential projects are being gradually delivered, the Group will strive to keep its growth momentum and develop more diverse and stable revenue streams.

Finally, on behalf of the Board, I wish to express my deepest gratitude to the Group's valued shareholders, customers and business partners for their trust and continued support for the Group. I would also like to thank the management and staff for their dedication and wholehearted commitment, which have helped to make China South City grow from strength to strength.

Cheng Chung Hing
Chairman & Executive Director

Hong Kong, 30 November 2017

展望本財政年度下半年，本集團將繼續採取審慎樂觀的態度，確保穩定及可持續增長。隨著逐步進入新的發展階段，本集團將策略性地分配更多資源用於擴展住宅配套。與此同時，商品交易中心仍然是本集團業務的支柱，隨著項目不斷擴大及愈趨成熟，本集團將致力優化現有商品交易中心及持續性業務的運營。此外，附近住宅物業所帶來的人流日益增多，預期這將進一步提升商品交易中心及其他配套設施的業務表現。

在未來一年，本集團會繼續在可持續業務發展及有效財務管理之間取得平衡。管理層預計本集團截至2018年3月31日止財政年度（「2017/18財政年度」）將實現100億港元至120億港元的年度銷售目標。截至2017年9月30日，本集團已實現54.498億港元的合約銷售。在持續性業務方面，隨著新項目逐漸進入運營階段及新住宅項目陸續交付，本集團將致力保持其增長勢頭，發展更多元化且穩定的收入來源。

最後，本人謹代表董事會，向本集團的尊貴股東、客戶以及業務夥伴一直以來對本集團的信任及支持致以最誠懇的感謝，同時亦感謝管理層及員工對協助華南城日益壯大所作的貢獻及全心投入。

鄭松興
主席兼執行董事

香港，2017年11月30日

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

Business Model Overview

China South City has a diversified portfolio of projects occupying a strategic footprint in eight provincial capitals and municipality in China. The Group aims to provide modern, integrated operating platforms with ancillary services to facilitate the business development of small and medium-sized enterprises (“SMEs”), through utilizing both online and offline channels, in order to provide a comfortable and affordable environment for its tenants to work, live and entertain in the same locality where they work.

Due to the scale of the Group’s project, project development usually spans long economic cycles. Different projects at different stages of development tailor different industries and services according to the needs of local market. While the trade centers and logistics and warehousing are usually the first to be developed in a project, demand for residential housing steps up once the trade centers have gradually opened up and become more mature and accessible. Upon which, the Group develops residential facilities to meet the demand in the projects. The Group may tactically adjust its sales mix between residential properties and trade centers according to the stage of project development and local demand. The Group selectively retains a portion of its developments, including trade centers, commercial and other ancillary facilities, as investment properties to generate stable and long term revenue stream.

Contributions from outlets operations, E-commerce, trade fairs and exhibitions, as well as the property management and logistics and warehouse services business will gradually increases in accordance with the increasing activities in and around the projects. These multiple and stable recurring income streams contribute to the long term business sustainability by mitigating the impacts of cyclical fluctuations in the trade center and property markets, which in turn contribute to the long term development of China South City.

Healthy Growth in Contracted Sales and Recurring Income

The business of China South City has further improved under the backdrop of a improving economy. In order to adapt to the economic new normal, the Chinese Government endeavored to deepen supply-side structural reform by encouraging industrial upgrades and accelerating the development of high-end manufacturing, internet technology and middle and high level consumption to support the real economy. The key economic indicators of the first three quarters – GDP, PMI, import and export growth – also pointed to solid progress in China’s economic development and industrial upgrades.

商業模式概況

華南城擁有多元化的項目組合，戰略性佈局於中國八個省會及直轄市。通過利用線上及線下渠道，本集團致力提供現代化的綜合運營平台及配套服務以協助中小企業開展業務，為商戶在工作園區提供舒適且實惠的工作、生活及娛樂環境。

鑒於本集團的項目規模，項目開發一般跨越長時間的經濟周期。處於不同發展階段的各項目按當地市場的需求來訂製不同的業態及服務。商品交易中心和物流及倉儲一般為項目中較先開發的部份，當商品交易中心逐漸投入運營，且發展日趨成熟及交通日益便利時，住宅需求將逐步提升。因此，本集團開發住宅設施以滿足項目的居住需求。本集團將根據項目開發階段及當地需求，戰略性地調整住宅物業與商品交易中心之間的銷售組合。本集團選擇性地保留一部分發展項目，包括商品交易中心、商業及其他配套設施作為投資性物業，以提供穩定且長期的收入來源。

來自奧特萊斯運營、電子商貿、貿易博覽會及展覽會，以及物業管理及倉儲物流服務等業務的貢獻，將隨著項目及周邊地區的活動日益增加而逐步遞增。這些多元及穩定的持續性收入可減輕商品交易中心市場及房地產市場的周期性波動所帶來的影響，為實現長遠業務可持續性作出貢獻，進而有助於華南城業務的長遠發展。

合約銷售及持續性收入穩健增長

在經濟形勢逐步向好的背景下，華南城各業務都穩步提升。為順應經濟新常態，中國政府致力透過鼓勵產業升級及加快發展高端製造業、互聯網技術及中高端消費，從而深化供給側結構性改革以支持實體經濟。中國首三個季度的主要經濟指標—國內生產總值、採購經理指數及進出口增長均顯示中國經濟建設及產業升級正穩步推進。

In light of the gradually maturing of China South City projects and the favorable economic development, demand for residential ancillaries continued to be favorable during the Period. Taking advantages on this trend, the Group strategically accelerated the development and sales of residential facilities and stepped up the provision of ancillary services during the Period to cater for the rapidly growing demand from its customers. While the Group generated more revenue from the sales of residential properties in the Period, trade centers are still the backbone of the Group's business. In response to the change in the market, efforts have been made to reposition certain portion of the Group's properties development portfolio to improve sales and attract new tenants. This is reflected by the healthy growth in contract sales and recurring income during the Period. With the increase in leasable GFA and GFA under management, the Group also saw its recurring income growing satisfactorily, mainly driven by the growth in rental income, property management and outlet operations.

The growth in all segments of recurring income reflected an increase in business activities in the projects of the Group. As more and more projects have commenced operations and become accessible, the Group saw increasing demand for its ancillary facilities and services by the occupants and its employees within China South City projects.

During the Period, the Group's total revenue increased by 25.2% to HK\$3,620.4 million (1H FY2016/17: HK\$2,892.8 million). Its recurring income grew by 25.0% year-on-year from HK\$736.5 million in 1H FY2016/17 to HK\$920.5 million, accounting for 25.4% of the total revenue (1H FY2016/17: 25.5%). Gross profit margin was 41% (1H FY2016/17: 43%). Net profit attributable to owners of the parent was HK\$990.5 million (1H FY2016/17: HK\$856.9 million). Basic earnings per share amounted to HK12.37 cents (1H FY2016/17: HK10.70 cents).

鑒於華南城項目日趨成熟及經濟發展情況良好，本期間的住宅配套設施需求持續向好。乘著此勢頭，本集團於本期間戰略性地加快開發及銷售住宅設施，並加強配套設施服務，以滿足商家快速增長的需求。儘管本集團於本期間的住宅物業銷售收入增加，惟商品交易中心仍為本集團的業務支柱。因應市場的變化，本集團已調整部分物業發展組合以改善銷售及吸引新商戶，此反映於本期間合約銷售及持續性收入的穩健增長。隨著可租賃建築面積及在管理建築面積增加，在租金收入、物業管理及奧特萊斯運營出現增長的推動下，本集團的持續性收入亦取得令人滿意的增長。

持續性收入中各分部的增長，反映本集團項目的業務活動不斷增加。隨著項目逐漸投入運營及交通日益便利，華南城項目內商家及僱員對園區內的配套設施及服務的需求將不斷上升。

於本期間，本集團的總收入增加25.2%至36.204億港元(2016/17財政年度上半年：28.928億港元)，其中，持續性收入由2016/17財政年度上半年的7.365億港元同比增長25.0%至9.205億港元，佔總收入的25.4%(2016/17財政年度上半年：25.5%)。毛利率為41%(2016/17財政年度上半年：43%)。母公司擁有人應佔淨利潤為9.905億港元(2016/17財政年度上半年：8.569億港元)。每股基本盈利為12.37港仙(2016/17財政年度上半年：10.70港仙)。

Outlet Operations

In the third quarter of 2017, China reported a 6.9% growth in GDP. Greater disposable income and urbanization in China have emerged as dominant economic growth drivers and brought about changes in consumer behavior. Under this environment, outlet business offering discounted branded products with quality shopping experience and after-sale services has become more popular and achieved rapid growth in recent years.

Despite the competition from E-commerce, outlet business generated strong recurring income for China South City during the Period. The outlet business continuously delivers value-for-money branded products and high-quality shopping experiences to customers. On the back of the well-established project portfolio and improved accessibility, the outlet business continued to record sustained growth and supported the Group's projects by driving a steady visitor flow.

Over the years, the Company has demonstrated a proven track record in its outlet operations and successively achieved satisfactory results. As at 30 September 2017, the Group operated 9 outlet malls mainly in its existing projects. During the Period, the sub-outlet chain – ATLANTIS were expanded to Shenzhen, Nanchang, Nanning, Harbin and Chongqing. As at 30 September 2017, the Group's outlets business (including ATLANTIS) housed over 700 renowned domestic and international brands and occupied a total operating GFA of approximately 393,000 sq. m..

奧特萊斯運營

於2017年第三季度，中國國內生產總值錄得6.9%的增長。可支配收入增加及中國城鎮化已成為經濟增長的主要驅動力，同時帶來消費者行為的轉變。在此氛圍下，提供折扣品牌產品、優質購物體驗及售後服務的奧特萊斯業務於近年愈趨普及且快速增長。

儘管有來自電子商貿的競爭，奧特萊斯運營仍於本期間內為華南城創造強勁的持續性收入。奧特萊斯運營不斷為客戶提供物有所值的品牌產品及優質的購物體驗。憑藉完善的項目組合及日益便利的交通，奧特萊斯運營持續錄得顯著增長，並為本集團項目帶來穩定訪客量。

多年來，本公司在奧特萊斯運營方面有良好佳績並連續取得令人滿意的業績。截至2017年9月30日，已有9家奧特萊斯商場主要於本集團的現有項目中運營。於本期間，奧特萊斯項下的連鎖店品牌—亞特蘭蒂斯亦已拓展至深圳、南昌、南寧、哈爾濱及重慶。截至2017年9月30日，本集團的奧特萊斯業務(含亞特蘭蒂斯)擁有的知名國內及國際品牌逾700個，經營建築面積合共約39.3萬平方米。



● Outlet mall in CSC Zhengzhou in operation
於鄭州華南城運營中的奧特萊斯商場



● Outlet town under trial operation in CSC Chongqing
重慶華南城於試運營中的奧特萊斯小鎮

During the Period, the Group's outlet operation recorded a gross mall sales turnover of approximately RMB610.2 million (1H FY2016/17: RMB414.7 million, represented a year-on-year increase of approximately 47.1%) and generated a recurring income of HK\$130.6 million (1H FY2016/17: HK\$83.2 million, represented a year-on-year increase of approximately 56.9%). In terms of sales turnover, China South City Shenzhen ("CSC Shenzhen") remained the largest contributor, followed by China South City Xi'an ("CSC Xi'an").

E-commerce Development

China remains the country with the most internet users, demonstrating the importance of implementing the "Internet Plus" strategy to strengthen and upgrade the country's economy and industry. At China's recently concluded 19th National Congress, General Secretary Xi Jinping proposed to speed up the country's transformation into a strong and advanced manufacturing country. China will push for a deeper integration of the Internet, Big Data, Artificial Intelligence with the real economy. As "Internet Plus" remains a core strategy of China South City's fourth generation integrated logistics and trading platform, the Group is set to harness the opportunities arising from the related policies.

A key initiative of our Group is to develop its online-offline ecosystem, which leverages E-commerce to improve its tenants' businesses while providing brick-and-mortar space for online businesses to expand their offline presence in our integrated logistics and trade centers.

A new online B2B industrial metal hardware procurement and trading platform is currently being developed. The initial product will be focused on industrial metal hardware products. This business will provide an online B2B industrial metal hardware procurement and trade service to enterprise clients by working closely with quality suppliers within the China South City's ecosystem.

於本期間，本集團的奧特萊斯運營錄得約人民幣6.102億元銷售總額(2016/17財政年度上半年：人民幣4.147億元，同比增長約47.1%)，貢獻1.306億港元(2016/17財政年度上半年：8,320萬港元，同比增長約56.9%)的持續性收入。就銷售額而言，深圳華南城仍為最大貢獻來源，其次為西安華南城。

電子商貿發展

中國目前為擁有最多互聯網用戶的國家，足證實施「互聯網+」戰略以增強及提升國家經濟及產業的重要性。於中國最近結束的十九大上，習近平總書記提出要加快國家向強大先進製造國的轉型。中國將推動互聯網、大數據、人工智能與實體經濟的深度融合。由於「互聯網+」仍為華南城第四代綜合商貿物流及商品交易平台的一項核心戰略，故本集團將致力把握相關政策帶來的機遇。

發展線上線下生態圈是本集團的重要舉措，利用電子商貿優化商戶業務的同時，也為擁有線上業務的商戶提供實體空間，擴大其於我們綜合商貿物流及商品交易中心的線下使用。

本集團現時正開發新的線上B2B五金工業產品採購及交易平台，初步產品重心將集中於五金工業產品。透過與華南城生態圈內的優質供應商緊密合作，該業務將為企業客戶提供線上B2B五金工業產品採購及交易服務。

Logistics & Warehousing Services

The provision of integrated logistics and warehousing services differentiates the Group's integrated logistics and trade centers from the traditional wholesale markets. The Group's logistics and warehouse facilities, strategically located in major provincial capitals and municipality, are well connected to key domestic logistics nodes. The growing maturity of the Group's projects, coupled with China's E-commerce boom, has created a strong demand for its warehousing facilities and logistics services from projects' tenants as well as E-commerce companies and third party logistics providers. In order to cope with the increasing demand in quality warehousing facilities, the Group has commenced to ramp up and upgrade its logistics and warehousing facilities and services in selective locations with an aim to improve tenant mix and further expand the business. During the Period, this segment's revenue increased by 15.0% to HK\$86.1 million.

物流與倉儲服務

提供綜合性的物流與倉儲服務，令本集團的綜合商貿物流及商品交易中心從傳統批發市場中脫穎而出。本集團的物流及倉儲設施戰略性地佈局於主要省會及直轄市，連接國內關鍵物流節點。隨著本集團的項目日趨成熟，加上中國電子商貿蓬勃發展，令項目商戶、電子商貿公司及第三方物流供應商對倉儲設施及物流服務產生強勁需求。為了迎合市場對高品質倉儲設施的需求，本集團正在選定的地點上增加及提升其物流及倉儲設施及服務，旨在改善商戶組合及進一步拓展此業務。於本期間，此分部的收入增加15.0%至8,610萬港元。



● Logistics and warehousing services in CSC Shenzhen
於深圳華南城的倉儲物流服務



● Logistics and warehousing services in CSC Zhengzhou
於鄭州華南城的倉儲物流服務

The Group has also brought in a new dedicated team to further develop its logistics and warehousing business. Capitalizing on the geographical advantages of its existing projects, the Group strived to upgrade the standard of warehousing services and expand the range of services in order to attract and cater to higher end customers. The Group is planning to provide warehouse and inventory management services to some of its strategic customers in order to deepen its service offerings and strengthened customer loyalty.

本集團已組建新的專業團隊進一步發展物流及倉儲業務。利用現有項目的地理位置優勢，本集團致力提升倉儲服務水準並擴大服務範圍，以吸引及迎合高端商家。本集團亦計劃向部份戰略客戶提供物流及存貨管理服務，進一步深化服務範圍並加強客戶忠誠度。

Rental Incomes and Property Management

The progressive increase in rental and property management income is a reflection of the gradual ramp up of operation brought about by the gradual opening of new projects and maturity of the existing projects.

With the increasing GFA of China South City projects sold and rented, the Group's rental and property management income achieved a satisfactory growth and reached HK\$608.6 million in 1H FY2017/18, up 20.1% year-on-year. As more projects commence operation, the Group believes recurring revenue generated from rentals and property management will continue to increase, generating stable cash inflows for the Group.

All of the Group's projects are managed by its wholly-owned subsidiary, Shenzhen First Asia Pacific Management Company Limited ("First Asia Pacific") and its corporate partners. First Asia Pacific is one of the very few property management companies that are capable of managing both trade and logistic centers as well as residential properties. The Group intends to position First Asia Pacific as one of the leading property management companies in the future and has embarked on a new plan to gradually lifting its servicing standards and facilities which may include using mobile applications with a range of property management functions.

租金收入及物業管理

本集團的新項目陸續開業，加上現有項目的運營逐漸成熟，使整體業務進一步擴張，並帶動租金及物業管理收入逐步增長。

隨著華南城項目已出售及已出租建築面積不斷增加，於2017/18財政年度上半年，本集團的租金及物業管理收入增長令人滿意，達6.086億港元，同比上升20.1%。就更多項目開始運營，本集團相信來自租金及物業管理的持續性收入將繼續增加，為本集團帶來穩定現金流。

本集團所有項目均由其全資附屬公司—深圳第一亞太物業管理有限公司(「第一亞太」)及其企業夥伴所管理。第一亞太為少數兼具管理商品交易中心以及住宅物業能力的物業管理公司。本集團有意於未來將第一亞太發展成一家領先的物業管理公司，並已著手提升其服務水準及設施的新規劃，當中包括使用具備多種物業管理功能的流動應用程式。



● Fire drill in CSC Shenzhen
於深圳華南城進行消防演習



● Property management team in CSC Shenzhen
於深圳華南城的物業管理團隊

HOBA Furnishing

The Group owns a 75% stake of Shenzhen HOBA Home Furnishing Chain Store Co., Ltd. (“HOBA Furnishing”). HOBA is principally engaged in the operation of furnishing centers in the PRC, supplying middle-to-high-end quality home furnishing products and accessories. Its shares were quoted on the National Equities Exchange and Quotations System (also known as the “New Third Board”) in China.

During the Period, due to factors like tenancy expiry, government demolition and business condition, four stores of HOBA Furnishing were closed. As at 30 September 2017, HOBA Furnishing operated six stores in China, this resulted in perceptible drop in revenue of HOBA Furnishing when compared year-on-year, which also affected the growth rate of the Group’s rental income. For the brand’s long term development, the Group is repositioning the HOBA brand and plans to introduce online-offline initiatives for furnishing business and explore cooperation opportunities with some leading online E-commerce platforms.

Trade Fairs

The Group organized a number of trade exhibitions and conventions across its projects, leveraging its large-scale trading platforms in major provincial capitals and municipality in China together with its long-term relationships and extensive experience in co-organizing trade fairs with local governments. The events were well-received by many international and local exhibitors, not only boosting visitors and business traffic to these projects, but also creating more business opportunities for its trade centers. This further enhanced the brand awareness and recognition of China South City.

Events at a Glance

ITFCEWC cum the Silk Road International Expo

The 21st Investment & Trade Forum for Cooperation between East & West China (“ITFCEWC”) cum 2017 Silk Road International Expo were held in Xi’an in June 2017. The five-day event included the exhibition of electronic machinery & hardware products in the five northwestern provinces, International Food Festival, Silk Road Culture and Arts Festival, etc.. During the event, the “Silk Road Commodity Trade fair” was hosted by CSC Xi’an to exhibit quality goods from silk road countries and regions. Leveraging its convention and exhibition facilities and easily accessible logistic network, CSC Xi’an not only integrated the resources of countries along the Silk Road but also promoted full cooperation, driving trade and logistics development in Xi’an.

好百年家居

本集團持有深圳市好百年家居連鎖股份有限公司(「好百年家居」)75%股權。好百年家居主要在中國從事家居中心運營，專營中高檔品質的家居產品及配件。好百年家居的股份於中國的全國中小企業股份轉讓系統(俗稱「新三板」)掛牌。

於本期間，由於租約到期、政府拆遷及運營情況等因素，好百年家居關停了4家門店。截至2017年9月30日，好百年家居於中國經營6家門店，這使好百年家居的收入同比有較大下調，這亦影響了本集團租金收入的增長率。本集團正重新將好百年家居品牌定位，為品牌長遠發展作準備，並計劃就家居業務推出新的線上線下計劃，並與若干領先的線上電子商貿平台探討合作機遇。

貿易博覽會

本集團憑藉其佈局於主要省會及直轄市的大型商貿平台，配合與各當地政府長期合作關係及合辦貿易博覽會的豐富經驗，於旗下項目內籌辦多場貿易展會及會議。該等博覽會反應熱烈，吸引眾多國際及地方參展商，不僅提升了項目內的訪客及業務流量，更為商品交易中心帶來更多商機，進一步提升華南城的品牌知名度與認受性。

活動回顧

西洽會暨絲博會

第二十一屆中國東西部分合作與投資貿易洽談會暨2017絲綢之路國際博覽會(「西洽會暨絲博會」)於2017年6月在西安舉行。為期五天的博覽會包括西北五省智能五金機電精品展、國際美食節、絲綢之路文化藝術節等，當中，「絲博會絲綢之路商品貿易展」於西安華南城舉辦，展示絲綢之路沿線國家和地區之特色商品。西安華南城利用自身會議展覽與商貿物流的雙重優勢，一方面為絲路沿線國家的資源整合，並且為全方位合作做出積極貢獻，推動西安商貿物流產業的發展。

China-Russia Expo and Harbin International Economic and Trade Fair

The 4th China-Russia Expo and The 28th Harbin International Economic and Trade Fair – China South City Sub-venue kicked off in China South City Harbin (“CSC Harbin”) in June 2017. Harbin International Economic and Trade Fair was become the window of China to the world, which laying the platform for the economic and trade cooperation with Northeast Asia and the world. It is regarded as a leading exhibition for Sino-Russia on economic, trade and technological cooperation and received great attention from governments at all levels. Enterprises and institutions from both domestic and overseas participated actively in the exhibition, which bought tremendous visitors and business opportunities to CSC Harbin, and enhance the status of CSC Harbin in Northeast Asia Economic Zone.

China-ASEAN Expo and Light Industrial Exhibition

The 14th China-ASEAN Expo, co-hosted by Ministry of Commerce of the PRC and the Economic and Trade Departments of ten ASEAN counterparts and the China-ASEAN Expo Secretariat took place in Nanning in September 2017. The four-day event attracted exhibitors from 68 countries and regions and heavy visitor flow. During the event, China-ASEAN Expo and Light Industrial Exhibition was hosted by China South City Nanning (“CSC Nanning”) for the 8th consecutive year, this has firmly established CSC Nanning as a hub for light industrial products trading between China and ASEAN countries, strengthening the trade links and cultural exchanges between both sides, and increased the Group’s brand recognition in the region and among ASEAN countries.

中國－俄羅斯博覽會及哈爾濱國際經濟貿易洽談會

第四屆中國－俄羅斯博覽會暨第二十八屆哈爾濱國際經濟貿易洽談會－華南城分會場於2017年6月在哈爾濱華南城隆重舉辦。哈爾濱國際經濟貿易洽談會是中國對外開放的窗口和開展與東北亞及世界各國經貿合作的重要平台，是中俄經貿科技合作的重要展會，得到了各級政府的重視。海內外企業和機構參展踴躍，為哈爾濱華南城帶來大量客流與商機，並提升哈爾濱華南城在東北亞經濟區域內的地位。

中國－東盟博覽會輕工展

第十四屆中國－東盟博覽會由中國商務部和東盟10國政府經貿主管部門及東盟秘書處共同主辦，於2017年9月在南寧舉行。為期四天的展會共迎來68個國家和地區採購商及大量參展客商。當中，中國－東盟博覽會輕工展已連續八年於南寧華南城舉辦，該展會使南寧華南城成為中國與東盟各國之間輕工產品商貿物流的重要平台，有力推動雙方貿易往來和人文互通，同時加強本集團品牌於區內乃至東盟成員國間的認受性。

Financial Management

The main objective of the Group's financial management is to maximize shareholders' value in the long run by building a strong and stable capital base to sustain the Group's future business development. To achieve this, the Group actively manages its financing structure through different onshore and offshore bank loans as well as inter-bank and capital market instruments in order to achieve an optimal capital structure and maturity profile. During the Period, the Group's gearing ratio has moderately increased to 85.6% from 78.2% as at the end of last fiscal year, but it dropped slightly from 88.1% when compared with same period of last fiscal year. The increase was due mainly to a moderate increase of debt for, amongst others, land bank acquisition in strategic locations for the sustainability of its long term growth. The Group will continue to maintain a sound credit profile amongst investors and banks, maintain the flexibility of multi-channels financing sources from both onshore and offshore banking and financing products as well as ample liquidity. As at 30 September 2017, the Group's cash and cash equivalents and restricted cash amounted to HK\$9,285.2 million.

During the Period, the Group proactively adjusted its business development strategies, the pace of land acquisition and other capital expenditure in concurrence with its cash flows from operating and financing activities, in order to preserve liquidity as well as to keep its growth momentum. Cost control has shown satisfactory result with further decline in both selling and distribution expenses as well as administrative expenses to an aggregate of HK\$825.7 million (1H FY2016/17: HK\$958.7 million), representing 22.8% of revenue (1H FY2016/17: 33.1%) through various cost control measures, rationalization programs and merging of certain departments to increase management efficiency.

財務管理

本集團的主要財務管理目標是通過建立堅實穩定的資本基礎以維持本集團未來的業務發展，長遠而言實現最大股東價值。為實現該目標，本集團通過不同的境內外銀行貸款以及銀行間及資本市場工具積極管理融資架構，以實現最佳資本架構及債務到期組合。於本期間，本集團的資本負債率由上一財政年度末的78.2%緩升至85.6%，而與去年同期的88.1%比較則略有下調。緩升的主要原因是由於本集團在一些戰略性地點增加土地儲備，為長遠可持續發展作準備。本集團將繼續於投資者及銀行間維持良好的信貸狀況，並透過境內外銀行及融資產品進行多渠道且靈活的融資安排，並保持較充裕的流動性。於2017年9月30日，本集團的現金及現金等價物以及受限制現金為92.852億港元。

於本期間，本集團積極調整其業務發展戰略、土地收購、其他資本開支的步伐，以配合運營及融資活動的現金流，從而維持流動性及保持增長勢頭。成本控制方面顯現出令人滿意的結果，通過多項成本控制措施、人員精簡計劃和部分部門合併，以提高管理效率，銷售、分銷開支及行政開支進一步下降至合共8.257億港元(2016/17財政年度上半年：9.587億港元)，佔收入的22.8%(2016/17財政年度上半年：33.1%)。

Land Bank

The Group's strategy is executed through a unique business model, under which it intends to retain part of its commercial properties, such as logistic and warehousing facilities and offices. The Group retains at least half of its trade center units for self-use or long-term rental purposes, while disposing the remaining half of its trade center units and residential properties based on its cash flow needs for further development.

With a view to reserve for the long-term prospects as well as the broadening of its revenue base, the Group will from time to time acquire new plots of land in areas strategically important to the Group. During the Period, the Group acquired new plots of land in CSC Hefei and CSC Chongqing. The aggregated site areas were approximately 764,700 sq.m., of which approximately 180,800 sq.m. is expected to be built for commercial use, approximately 365,700 sq.m. is expected to be built for residential use and approximately 218,200 sq.m. is expected to be built for logistics and warehousing facilities. The enlarged land bank helps to drive the Group's sustainable future growth.

土地儲備

本集團的策略主要是通過自身獨有的商業模式，規劃保留部分商業物業，如物流及倉儲設施以及辦公樓等。本集團計劃至少保留一半商品交易中心商舖作為自營或長期出租用途，並將另一半商品交易中心商舖及住宅物業進行出售，以配合項目發展所需的現金流。

為長遠發展作儲備，同時為拓寬收入基礎，本集團將不時在具有重要戰略意義的地點新購土地。本集團於本期間在合肥及重慶合共新購面積約764,700平方米的土地，其中預計約180,800平方米將用作商業用途、約365,700平方米將用作住宅用途以及約218,200平方米將用作物流及倉儲設施。土地儲備的增加，將有助於帶動本集團未來的可持續增長。

Details of the land bank as of 30 September 2017 are as follows:

截至2017年9月30日的土地儲備詳情如下：

Project	Completed Properties ⁽¹⁾	Properties under Development	Properties to be Completed by FY2017/18	Properties Planned for Future Development on GFA Acquired ⁽²⁾	Total Planned GFA ⁽³⁾	Total Planned GFA for Acquired land ⁽⁴⁾			
							Sold	Unsold	Estimated
項目	已竣工物業 ⁽¹⁾		發展中物業	將於2017/18財政年度竣工的物業	按已購土地建築面積已規劃作未來發展物業 ⁽²⁾	總規劃建築面積 ⁽³⁾	已購土地規劃總建築面積 ⁽⁴⁾ (佔總規劃建築面積百分比)		
(sq. m.) (平方米)	已售	未出售		估計	估計	估計			
CSC Shenzhen	深圳華南城	809,800	1,582,500	185,000	–	66,700	2,644,000	2,644,000	100%
CSC Nanchang	南昌華南城	1,165,000	835,000	400,800	400,800	2,229,900	7,297,000	4,630,700	63%
CSC Nanning	南寧華南城	570,700	1,054,800	324,200	324,200	530,300	4,880,000	2,480,000	51%
CSC Xi'an	西安華南城	698,600	867,000	228,500	228,500	2,882,500	17,500,000	4,676,600	27%
CSC Harbin	哈爾濱華南城	473,600	1,053,600	546,200	301,500	2,666,000	12,000,000	4,739,400	39%
CSC Zhengzhou	鄭州華南城	1,127,600	1,513,500	2,033,300	310,000	4,008,300	12,000,000	8,682,700	72%
CSC Hefei	合肥華南城	980,100	666,700	1,570,400	486,100	2,775,800	12,000,000	5,993,000	50%
CSC Chongqing	重慶華南城	235,000	1,203,600	385,200	–	4,608,600	12,430,000	6,432,400	52%
Total	總計	6,060,400	8,776,700	5,673,600	2,051,100	19,768,100	80,751,000	40,278,800	50%

Notes:

附註：

- | | |
|---|--|
| <p>(1) Represents the GFA for which the construction of all constituent buildings had been completed, including properties held for sales, warehouse and trade centers properties held for rental purpose as well as self-use properties.</p> | <p>(1) 代表已完成建設的各類型物業的建築面積，包括持作銷售物業、倉儲及作出租的商品交易中心物業，以及自用物業。</p> |
| <p>(2) Represents the remaining GFA after deducting the completed properties and properties under development from the total planned GFA for acquired land.</p> | <p>(2) 代表扣除已竣工物業及發展中物業後的已購土地的總規劃建築面積餘額。</p> |
| <p>(3) Represents the GFA planned upon establishment of the projects. The actual land and GFA to be acquired or built are subject to different factors and may vary subsequently.</p> | <p>(3) 代表項目設立時的規劃建築面積，後續實際取得的土地或建設的面積受多種因素影響，可能會有所變更。</p> |
| <p>(4) Represents the planned GFA for the land acquired including completed properties and properties under development. The actual GFA to be built may vary subsequently according to needs of the Group.</p> | <p>(4) 代表已購得之土地的規劃建築面積包括已竣工物業及發展中物業，後續實際建設的面積可能會因應本集團的需要而有所變更。</p> |

China South City Shenzhen

CSC Shenzhen, the Group's first project, is strategically located at the heart of the Guangdong-Hong Kong-Macao Big Bay Area amid an extensive transportation network. The project is situated at the Pinghu Logistics Park in Longgang District of Shenzhen, occupying a site area of approximately 1.06 million sq. m. and comprising a total planned GFA of approximately 2.64 million sq. m.

With the local government further advancing the development of Longgang District as an innovation center in the east of Shenzhen, the district's ancillary facilities such as logistics, healthcare and education will continue to improve and bring more convenience to occupants of China South City. In addition, transportation facilities around the project have been improving. According to Shenzhen Metro planning, the subway line 10 which will pass through CSC Shenzhen is expected to be open for traffic by 2020. Upon completion, this subway line will further improve accessibility, generate more business opportunities and increase visitor traffic to the project. At present, CSC Shenzhen's operations cover industries such as textile & clothing, leather & accessories, electronic parts, printing, paper products & packaging, hotel supplies, tea & teaware, cross-border products, E-commerce, metals and chemicals, plastics materials, outlets and home furnishing, etc.

As at 30 September 2017, trade centers and ancillary facilities at phase I, phase II and part of phase III with a total GFA of approximately 2.39 million sq. m. were in operation. The project is currently under phase III development. As at 30 September 2017, construction of GFA of approximately 185,000 sq. m. is underway.

In 1H FY2017/18, CSC Shenzhen recorded no Contracted Sales (1H FY2016/17: HK\$632.4 million, including a GFA of 300 sq. m. of trade center (mall style) at an average selling price ("ASP") of HK\$29,300/sq. m, and a GFA of 51,000 sq. m. of office units at an ASP of HK\$12,200/sq. m.).

深圳華南城

深圳華南城為本集團旗下首個項目，策略性位處粵港澳大灣區的核心地帶，坐擁完善的交通網絡。項目位於深圳龍崗區平湖物流園區，佔地面積約為106萬平方米，總規劃建築面積約264萬平方米。

隨著當地政府推動龍崗區作為深圳東部創新中心的建設，區內包括物流、醫療、教育等配套設施將繼續完善，為華南城商家的經營帶來更多便利。同時項目周邊的交通配套亦在進一步完善。根據深圳地鐵規劃，途經深圳華南城的地鐵10號線預計於2020年建成通車，屆時將進一步提升項目的交通便利，為深圳華南城的運營帶來更多的商機及客流。目前深圳華南城經營態包括紡織服裝、皮革皮具、電子配件、印刷、紙製品及包裝、酒店用品、茶葉茶具、跨境商品、電子商務、五金化工、塑膠、奧特萊斯及家居家品等。

截至2017年9月30日，總建築面積約239萬平方米的一期、二期及部分三期物業的商品交易中心及配套設施均已投入運營。項目現時正進行第三期發展。截至2017年9月30日，建築面積約185,000平方米的工程已展開建設。

於2017/18財政年度上半年，深圳華南城無錄得合約銷售(2016/17財政年度上半年：6.324億港元，其中商品交易中心單位(商場形式)以29,300港元/平方米售出300平方米，辦公樓單位以12,200港元/平方米售出51,000平方米)。

China South City Nanchang

China South City Nanchang (“CSC Nanchang”) is located at the transportation hub for Yangtze River Delta and the Pearl River Delta Economic Zone. Situated in Honggutun New District of Nanchang, the capital of Jiangxi Province, the project is readily accessible to suppliers, manufacturers and merchants via major highways, the largest port on the Gan River and a complete freight network which includes a cargo marshal yard, a container terminus and an international airport, coupled with Nanchang West Railway Station – a principal high-speed rail station located just 1.2 km from CSC Nanchang. As a new business center for Nanchang, Honggutun New District’s administrative, commercial and cultural functions are becoming more apparent by the day. In addition, the gradual completion of daily-supporting amenities within the new district is driving visitor traffic and generating business opportunities, laying a solid foundation for the development of CSC Nanchang.

CSC Nanchang has a total planned land area of approximately 2.81 million sq. m. and a total planned GFA of approximately 7.30 million sq. m.. The trial operations of CSC Nanchang cover industries such as building & decoration materials, small commodities, textile & clothing, leather & accessories, healthy & green products and outlets, etc. As the first provincial-level E-commerce Model Base in Jiangxi and University Students’ E-commerce Business Incubator in Nanchang, through a profound integration of wholesale and E-commerce resources, it has created a closer co-operation between the E-commerce start-ups and manufacturing enterprises, thereby helping SMEs within the project to transform and upgrade their businesses.

As at 30 September 2017, CSC Nanchang has a total GFA of approximately 2.0 million sq. m. completed, including approximately 1.07 million sq. m. of trade centers, approximately 882,100 sq. m. of residential ancillary and approximately 44,300 sq. m. of warehousing facilities. During the Period, construction of a GFA of approximately 135,300 sq. m. of residential ancillary facilities was completed. As at 30 September 2017, construction of a GFA of approximately 400,800 sq. m. is underway and expected to be completed in FY2017/18.

In 1H FY2017/18, CSC Nanchang recorded total Contracted Sales of HK\$810.7 million (1H FY2016/17: HK\$1,977.8 million), including a GFA of 1,100 sq. m. of trade center units (detached style) at an ASP of HK\$8,100/sq.m. (1H FY2016/17: 14,000 sq. m. at an ASP of HK\$8,900/sq. m.) and a GFA of 93,900 sq. m. of residential ancillary at an ASP of HK\$8,500/sq. m. (1H FY2016/17: 209,500 sq. m. at an ASP of HK\$8,800/sq. m.). Nil in trade center units (mall style) (1H FY2016/17: Nil) were sold during the Period.

南昌華南城

南昌華南城位於長三角及珠三角經濟區的交通樞紐。項目坐落於江西省省會南昌市紅谷灘新區，毗連主要高速公路及贛江的最大港口，並擁有完善的貨運網絡，包括鐵路編組站，鐵海聯運集裝箱堆場及國際機場，且距離主要高鐵車站—南昌西客站僅1.2公里，為供應商、生產商及商家提供方便的交通連接。紅谷灘新區作為南昌市新型商務中心，其行政、商業及文化功能日漸顯現，同時新區內生活配套的逐步完善帶動了客流及商流的集聚，為南昌華南城的發展奠定基礎。

南昌華南城總規劃佔地面積約281萬平方米，總規劃建築面積約730萬平方米。目前試運營的業態包括家居建材、小商品、紡織服裝、皮具皮革、健康綠色食品及奧特萊斯等。南昌華南城作為江西省首個省級電子商務示範基地及省級南昌市大學生電子商務創業孵化基地，通過深入整合批發及電商資源，創造電子商貿創業與生產企業的無縫對接，協助項目內中小企業推進轉型及升級。

截止2017年9月30日，南昌華南城總建築面積約200萬平方米的建設已竣工，包括約107萬平方米的商品交易中心、約882,100平方米的住宅配套及約44,300平方米的倉儲設施。於本期間，建築面積約135,300平方米的住宅配套設施已竣工。截止2017年9月30日，建築面積約400,800平方米的工程已展開建設，預期可於2017/18財政年度竣工。

於2017/18財政年度上半年，南昌華南城錄得合約銷售總額8.107億港元(2016/17財政年度上半年：19.778億港元)，以平均售價8,100港元/平方米售出建築面積1,100平方米的商品交易中心單位(單幢式)(2016/17財政年度上半年：以平均售價8,900港元/平方米售出建築面積14,000平方米)及以平均售價8,500港元/平方米售出建築面積93,900平方米的住宅配套(2016/17財政年度上半年：以平均售價8,800港元/平方米售出209,500平方米)。本期間暫無商品交易中心(商場形式)銷售(2016/17財政年度上半年：無)。

China South City Nanning

CSC Nanning is located at Nanning, the capital of the Guangxi Zhuang Autonomous Region and a critical gateway between China and ASEAN countries. It is easily accessible by railway stations, highways and an international airport. According to the City Railway Transportation Network of Nanning City (2020) (Revised) announced by Bureau of Planning and Management of Nanning City, it is in principle approved that subway line 4 will be extended and passing through CSC Nanning, and hence CSC Nanning will be more accessible to downtown and be connected to Longgang Business District in Nanning. Strategically located in close proximity to Southeast Asia and enjoying the advantage of a tariff waiver on cross-border trade activities within the China-ASEAN Free Trade Area, CSC Nanning endeavors to serve as a key hub for cross-border trade catering to the demand from the Northern Bay Region and Southeast Asia.

CSC Nanning has a planned net land area of approximately 1.83 million sq. m. and a total planned GFA of approximately 4.88 million sq. m.. CSC Nanning was conferred as "China-ASEAN Plaza" in 2011, aiming to forge a regional trade and logistics hub. CSC Nanning was awarded as "National AAA Class Tourist Attraction" as well. The project is under trial operations and it covers industries such as textile & clothing, small commodities, ASEAN products, home furnishing, tea & teaware, E-commerce, integrated foodstuff, automobile, eSports, logistics and outlets, etc. Through organizing a series of exhibitions, such as the China-ASEAN Expo and Light Industrial Exhibition, International Automobile Exhibition and Spring Tea Festival, traffic flow to the project as well as regional brand recognition of the project were enhanced. As the Group's nationwide project network maturing, together with further improvement of the ancillary facilities and services, CSC Nanning also proactively adopted measures to enrich tenant mix. During the Period, CSC Nanning also brings out the first urban complex project – 1668 Square. This project involves Vienna Hotel, Chengsheng Baihui Supermarket, China Film Jiabo Cineplex in order to satisfy area residents demand on entertainment, leisure and shopping, increasing CSC Nanning's overall comprehensive business attributes. Meanwhile, CSC Nanning continued to provide micro-credit services for SMEs in the project, providing them with financial support for their business development.

The construction of CSC Nanning is still underway and has a total GFA of approximately 1.63 million sq. m. completed, including approximately 896,600 sq. m. of trade centers, approximately 692,100 sq. m. of residential ancillary and approximately 36,800 sq. m. of warehousing facilities. During the Period, construction of a GFA of approximately 71,400 sq. m. of residential ancillary facility was completed. As at 30 September 2017, construction of a GFA of approximately 324,200 sq. m. is underway and expected to be completed in FY2017/18.

In 1H FY2017/18, CSC Nanning recorded total Contracted Sales of HK\$425.8 million (1H FY2016/17: HK\$474.7 million), including a GFA of 900 sq. m. of trade center units (mall style) at an ASP of HK\$9,000/sq. m. (1H FY2016/17: 300 sq. m. at an ASP of HK\$19,300/sq. m.), a GFA of 49,000 sq. m. of residential ancillary at an ASP of HK\$8,400/sq. m. (1H FY2016/17: 69,100 sq. m. at an ASP of HK\$6,700/sq. m.), and a GFA of 700 sq. m. of office units at an ASP of HK\$9,700/sq. m. (1H FY2016/17: 500 sq. m. of office units at an ASP of HK\$9,900/sq. m.).

南寧華南城

南寧華南城位於廣西壯族自治區首府南寧市，是中國與東盟成員國之間的重要窗口，項目與火車站、高速公路及國際機場連接，交通便利。南寧市規劃管理局發布了關於南寧市城市軌道交通線網(2020年)修編，當中已原則性通過將地鐵4號線延長並通過南寧華南城。屆時，南寧華南城將與市中心及南寧五象新區龍崗商務中心區緊密連接。坐擁毗鄰東南亞的策略性地理優勢，受惠於中國—東盟自由貿易區於跨境貿易活動豁免關稅的優勢，南寧華南城致力成為重要的跨境貿易樞紐，以滿足北部灣及東南亞地區的需求。

南寧華南城的規劃淨佔地面積約183萬平方米，總規劃建築面積約488萬平方米。南寧華南城於2011年被授予「中國—東盟商品交易中心」，旨在打造成為區域性商貿物流基地。南寧華南城亦被評為「國家AAA級旅遊景區」。項目處於試運營階段，試運營的業態包括紡織服裝、小商品、東盟產品、家居家品、茶葉茶具、電子商貿、綜合食品、汽車、電子競技、物流及奧特萊斯等。通過舉辦中國—東盟博覽會輕工展及國際汽車展覽、春茶節等一系列展覽活動帶旺項目人氣並提升品牌的區域知名度。隨著本集團在全國的項目網路佈局日漸成熟，配套設施及服務得到進一步完善，南寧華南城亦採取了積極的措施，豐富其租戶組合。於本期間，南寧華南城亦推出首個城市綜合體項目—1668廣場，該項目包括維也納酒店、城盛百匯超市、中影嘉博影城等，以滿足片區居民的娛樂、休閒及購物的需求，提升了南寧華南城整體綜合商業屬性。同時南寧華南城繼續推進針對中小企業的小額貸款服務，為項目內商家的發展提供金融支援。

南寧華南城仍處於開發建設階段，其中總建築面積約163萬平方米的建設已竣工，包括約896,600平方米的商品交易中心、約692,100平方米的住宅配套及約36,800平方米的倉儲設施。於本期間，建築面積約71,400平方米的住宅配套設施已竣工。截至2017年9月30日，建築面積約324,200平方米的工程已展開建設，預期可於2017/18財政年度竣工。

於2017/18財政年度上半年，南寧華南城錄得合約銷售總額4.258億港元(2016/17財政年度上半年：4.747億港元)，包括以平均售價9,000港元/平方米售出建築面積900平方米的商品交易中心單位(商場形式)(2016/17財政年度上半年：以19,300港元/平方米售出300平方米)，及以平均售價8,400港元/平方米售出建築面積49,000平方米的住宅配套設施(2016/17財政年度上半年：以6,700港元/平方米售出69,100平方米)，及以平均售價9,700港元/平方米售出建築面積700平方米的辦公樓單位(2016/17財政年度上半年：以9,900港元/平方米售出建築面積500平方米)。

China South City Xi'an

CSC Xi'an is located at the Xi'an International Trade and Logistics Park in Shaanxi Province, built as a key project by the local government, the park is an open economic pilot zone and a core function area for the modern service industry, aiming to become the largest international transit hub port and logistics distribution center along the Silk Road Economic Belt and to act as an important strategic platform for the "Belt and Road" initiative. Xi'an International Trade and Logistics Park was brought into and classified as one of the three largest area of the China (Shaanxi) Pilot Free Trade Zone, which will further promote the economic development of the park. The project is highly accessible and enjoys geographical advantages via the Xi'an City Expressway and Beijing-Kunming Expressway, Lianyungang-Khorgos Expressway, Shanghai-Shaanxi Expressway, Baotou-Maoming Expressway and other national highways, forming an intricate spider network which opens to all directions.

Leveraging the strategic location of Xi'an International Trade and Logistics Park, CSC Xi'an enjoys access to an extensive transportation network connected to a railway container terminal and the largest bonded area in the northwestern region of China, along with two planned subway lines that cross the project site. The subway line 3 which passes through the CSC Xi'an has commenced operations from November 2016. In addition, a new stadium is slated to be built at the International Trade and Logistics Park to host the 14th National Games of the People's Republic of China in 2021, which is expected to greatly boost visitor traffic in the region. This subway line and the new stadium will generate more business opportunities and visitor traffic for the Xi'an International Trade and Logistics Park, and further enhance the value of CSC Xi'an.

The operations of CSC Xi'an cover industries such as machinery & hardware, textile & clothing, leather & fur, automobile & parts, building & decoration materials, advertising signs, cross border E-commerce, Central Asia & ASEAN product exhibition center and outlets, etc. Leveraging its geographical advantage in the starting point of the Silk Road Economic Belt, CSC Xi'an is actively poised to capture the immense opportunities arising from the "Belt and Road" initiative.

CSC Xi'an has a total planned land area of approximately 10.0 million sq. m. and a total planned GFA of approximately 17.5 million sq. m.. The project is currently under construction with a total GFA of approximately 1.57 million sq. m. completed, including approximately 1.49 million sq. m. of trade centers, approximately 55,800 sq. m. of warehousing facilities and approximately 23,300 sq. m. of ancillary facilities. As at 30 September 2017, construction of a GFA of approximately 228,500 sq. m. is underway and expected to be completed in FY2017/18.

In 1H FY2017/18, CSC Xi'an recorded total Contracted Sales of HK\$327.6 million (1H FY2016/17: HK\$162.3 million), including a GFA of 52,500 sq. m. of trade center units (detached style) at an ASP of HK\$6,200/sq. m. (1H FY2016/17: 25,600 sq. m. at an ASP of HK\$6,200/sq. m.). Nil in trade center units (mall style) (1H FY2016/17: 300 sq. m. at an ASP of HK\$15,900/sq. m.) was sold during the Period.

西安華南城

西安華南城坐落於陝西省西安市國際港務區內，港務區是當地政府重點打造的開放型經濟先導區與現代服務業核心功能區，旨在成為絲綢之路經濟帶上最大國際中轉樞紐港與商貿物流集散地，是聯接「一帶一路」戰略的重要平台。西安國際港務區已被劃入為中國（陝西）自由貿易試驗區三大片區之一，這將進一步推動港務區經濟的發展。西安市國際港務區交通便利，區位優勢明顯，通往區內的西安繞城高速公路與京昆高速、連霍高速、陝滬高速、包茂高速等全國高速公路網緊密相連，形成「米」字型高速公路網路。

西安華南城坐擁西安國際港務區的策略位置，盡享便利交通，接連通往鐵路集裝箱中心及中國西北地區最大保稅區的龐大交通網絡，並處於兩條已規劃地下鐵路項目的沿線。途徑西安華南城的地鐵3號線已於2016年11月通車運營。此外，用來舉辦2021年第十四屆中華人民共和國全運會的新體育中心將於國際港務區落成，屆時將為本地區帶來巨大客流。此地鐵線路和體育中心將有利於為國際港務區聚集更多客流與商機，並進一步增加西安華南城項目的價值。

西安華南城項目營業態包括五金機電、紡織服裝、皮革皮草、汽摩汽配、家居建材、廣告標牌、跨境電商、中亞與東盟產品展示中心及奧特萊斯等。憑藉作為絲綢之路經濟帶起點的地理位置優勢，西安華南城積極蓄勢，以把握「一帶一路」倡議帶來的龐大商機。

西安華南城總規劃佔地面積約1,000萬平方米，總規劃建築面積約1,750萬平方米。項目仍在建設階段，其中總建築面積約157萬平方米已竣工，包括約149萬平方米的商品交易中心，約55,800平方米的倉儲設施及約23,300平方米的配套設施。截至2017年9月30日，建築面積約228,500平米的工程已展開建設，預期可於2017/18財政年度竣工。

於2017/18財政年度上半年，西安華南城錄得合約銷售總額3.276億港元(2016/17財政年度上半年：1.623億港元)，包括以平均售價6,200港元/平方米售出建築面積52,500平方米的商品交易中心單位(單幢式)(2016/17財政年度上半年：以6,200港元/平方米售出25,600平方米)。本期間暫無商品交易中心單位(商場形式)銷售(2016/17財政年度上半年：以15,900港元/平方米售出300平方米)。

China South City Harbin

Located at the Daowai District of Harbin, the capital of Heilongjiang Province, CSC Harbin fully utilises its advantageous location in Northeast China, a premier hub for cross-border trade with countries in Northeastern Asian. Its proximity to the China-Russia border helps to facilitate economic activities within the region. Leveraging the opportunities arising from the area's development potential, CSC Harbin endeavors to become the largest integrated logistics and trade center in Northeast China.

Leveraging its own geographical location and local industries advantages, CSC Harbin actively promotes regional economic and trade development. During the Period, CSC Harbin intensified the co-operation with Russia Khabarovsk City and other merchants, and integrated Heilongjiang Province green food resources, actively building as the core hub for Northeast Asia green food exhibition and trade. Currently, the planned operations of CSC Harbin's cover industries such as green food, hardware & construction materials, small commodities, hotel supplies, automobile and parts, agricultural industry, leather & fur and outlets, etc.

The project has a planned land area of approximately 10.0 million sq. m. and a total planned GFA of approximately 12.0 million sq. m.. CSC Harbin is currently under construction and has a total GFA of approximately 1.53 million sq. m. completed, including approximately 1.13 million sq. m. of trade centers, approximately 317,700 sq. m. of residential ancillary, approximately 59,200 sq. m. of logistics and warehousing facilities and approximately 22,500 sq. m. of ancillary facilities. During the Period, construction of a GFA of approximately 358,000 sq. m. of trade centers was completed. As at 30 September 2017, construction of GFA of approximately 546,200 sq. m. is underway, of which approximately 301,500 sq. m. are expected to be completed in FY2017/18.

In 1H FY2017/18, CSC Harbin recorded total Contracted Sales of HK\$88.9 million (1H FY2016/17: HK\$54.1 million), including a GFA of 1,700 sq. m. of trade center units (detached style) at an ASP of HK\$8,300/sq. m. (1H FY2016/17: 1,500 sq. m. at an ASP of HK\$8,900/sq. m.) and a GFA of 16,900 sq. m. of residential ancillary at an ASP of HK\$4,400/sq. m. (1H FY2016/17: 8,000 sq. m. at an ASP of HK\$4,700/sq. m.). Nil in trade center units (mall style) (1H FY2016/17: 300 sq. m. at an ASP of HK\$11,300/sq. m.) were sold during the Period.

哈爾濱華南城

哈爾濱華南城位於黑龍江省省會哈爾濱市道外區，盡享中國東北部的地理優勢，是東北亞國家的跨境貿易主要樞紐。加上鄰近中俄邊界，配合該地區的經濟活動需要，哈爾濱華南城將充分把握該區域發展潛力所帶來的機遇，致力成為中國東北部最大的綜合商貿物流及商品交易中心。

哈爾濱華南城利用自身地理位置及當地產業優勢，積極推進區域經濟貿易的發展。於本期間，哈爾濱華南城積極深化與俄羅斯哈巴羅夫斯克市等商戶合作，並整合黑龍江省綠色食品資源，積極打造成東北亞綠色食品展示交易的核心樞紐。哈爾濱華南城目前規劃經營的業態包括綠色食品、五金建材、小商品、酒店用品、汽摩汽配、農資產業、皮草皮革及奧特萊斯等。

項目規劃佔地面積約1,000萬平方米，總規劃建築面積約1,200萬平方米。哈爾濱華南城正處於建設期中，其中總建築面積約153萬平方米的建設已竣工，包括約113萬平方米的商品交易中心、約317,700平方米的住宅配套、約59,200平方米的倉儲設施及約22,500平方米的配套設施已竣工。於本期間，建築面積約358,000萬平方米的商品交易中心已竣工。截止2017年9月30日，建築面積約546,200平方米的工程已展開建設，其中約301,500平方米預期可於2017/18財政年度竣工。

於2017/2018財政年度上半年，哈爾濱華南城錄得合約銷售總額8,890萬港元(2016/2017財政年度上半年：5,410萬港元)，包括以平均售價8,300港元/平方米售出建築面積1,700平方米的商品交易中心單位(單幢式)(2016/2017財政年度上半年：以平均售價8,900港元/平方米售出1,500平方米)，及以平均售價4,400港元/平方米售出建築面積16,900平方米的住宅配套(2016/2017財政年度上半年：以平均售價4,700港元/平方米售出8,000平方米)。本期間暫無商品交易中心單位(商場形式)銷售(2016/2017財政年度上半年：以平均售價11,300港元/平方米售出300平方米)。

China South City Zhengzhou

China South City Zhengzhou (“CSC Zhengzhou”) is located at the Airport Economy Zone (“AEZ”) of Zhengzhou, the capital of Henan Province. The experimental zone is the only state-level AEZ with a complete network which includes an international airport, high-speed train, intercity train, metro and highway and acts as an integrated transport hub providing seamless connectivity. The project is highly accessible and enjoys extensive transportation links – it is a mere 16 km away from Zhengzhou Xinzheng International Airport and only a couple of kilometers away from the Beijing-Guangzhou Railway Freight Station and the Beijing-Hong Kong-Macao Highway. The south extension of subway line 2 which connects the downtown area to the AEZ of Zhengzhou and passes through CSC Zhengzhou with three stops has commenced trial operation officially. Also, the East 3rd Ring South Station of Zhengzhou Ring Expressway which is close to CSC Zhengzhou has been in service. These added lines will generate more business opportunities and visitor traffic for the project.

CSC Zhengzhou has a total planned net land area of approximately 7.0 million sq. m. and a total planned GFA of approximately 12.0 million sq. m., CSC Zhengzhou continued to expand the logistics and warehousing facilities to meet the local demands. In addition, the outlet mall in CSC Zhengzhou had commenced operation and is expected to enrich the business diversity of the project. During the period, CSC Zhengzhou started to sell residential ancillary and the sales were satisfactory. The operations of CSC Zhengzhou cover industries such as building & decoration materials, small commodities, machinery & hardware, automobile & parts, non-staple food, clothing, E-commerce and outlets, etc.

CSC Zhengzhou is currently under development and has a total GFA of approximately 2.64 million sq. m. completed, including approximately 2.35 million sq. m. of trade centers, approximately 264,100 sq. m. of warehousing facilities and approximately 22,100 sq. m. of ancillary facilities. As at 30 September 2017, construction of a GFA of approximately 2.03 million sq. m. is underway, of which approximately 310,000 sq. m. are expected to be completed in FY2017/18.

In 1H FY2017/18, CSC Zhengzhou recorded total Contracted Sales of HK\$997.7 million (1H FY2016/17: HK\$56.2 million), including a GFA of 7,400 sq. m. of trade center units (mall style) at an ASP of HK\$12,000/sq.m. (1H FY2016/17: 1,700 sq. m. at an ASP of HK\$12,600/sq. m.), a GFA of 90,900 sq. m. of residential ancillary at an ASP of HK\$9,700/sq. m. (1H FY2016/17: Nil) and a GFA of 3,200 sq. m. of trade center units (detached style) at an ASP of HK\$7,900/sq. m. (1H FY2016/17: 4,400 sq. m. at an ASP of HK\$7,900/sq. m.).

鄭州華南城

鄭州華南城位於河南省省會鄭州市的航空港經濟綜合實驗區。該實驗區乃目前全國唯一一個國家級航空港經濟綜合實驗區，是集國際航空、高鐵、城際鐵路、地鐵、高速公路於一體，可實現綜合樞紐的無縫銜接。項目享有廣闊的運輸網路，四通八達，與鄭州新鄭國際機場相距僅16公里，與京廣鐵路貨運站及京港澳高速亦只數公里之遙。沿鄭州華南城設有三個車站及連接航空港經濟綜合實驗區至市中心的鄭州地鐵2號線延長線已正式運營，毗鄰鄭州華南城的鄭州繞城高速東三環南站也已開通，為鄭州華南城聚集更多商流和客流。

鄭州華南城總規劃淨佔地面積約700萬平方米，總規劃建築面積約為1,200萬平方米。鄭州華南城將繼續加強其物流及倉儲等配套設施方面的業務，進一步滿足華南城及周邊市場的需求。此外，本集團的奧特萊斯業務已在鄭州華南城開業運營，進一步豐富項目生態圈，匯聚更多客流與商機。於本期間，鄭州華南城住宅配套開始發售，銷售狀況良好。鄭州華南城目前運營的業態包括建材、小商品、五金機電、汽摩汽配、副食品、服裝、電子商貿以及奧特萊斯等。

鄭州華南城正處於發展階段，其中建築面積約264萬平方米的建設已竣工，包括約235萬平方米的商品交易中心、約264,100平方米的倉儲設施及約22,100平方米的配套設施。截至2017年9月30日，建築面積約203萬平方米的工程已展開建設，其中約310,000平方米預期可於2017/18財政年度竣工。

於2017/18財政年度上半年，鄭州華南城錄得合約銷售總額9.977億港元(2016/17財政年度上半年：5,620萬港元)，包括以平均售價12,000港元/平方米售出建築面積7,400平方米的商品交易中心單位(商場形式)(2016/17財政年度上半年：以平均售價12,600港元/平方米售出1,700平方米)，以平均售價9,700港元/平方米售出建築面積90,900平方米的住宅配套(2016/17財政年度上半年：無)，及以平均售價7,900港元/平方米售出建築面積3,200平方米的商品交易中心單位(單幢式)(2016/17財政年度上半年：以平均售價7,900港元/平方米售出4,400平方米)。

China South City Hefei

CSC Hefei is located at Hefei, the capital of Anhui Province, a transport and economic hub at the heart of Eastern China. CSC Hefei benefits from its strategic location in the Hefei Taohua Industrial Park, its well-developed infrastructure, as well as a planned transportation system which includes railways, highways and river transportation across China.

During the Period, coping with the market demand, CSC Hefei strategically increased the land bank and speeded up the development of ancillary facilities, among which the residential ancillary has been met with strong demands, contributing to a significant increase in the contracted sales. Outlets successfully commenced its trial operation and the first batch of logistics and storage facilities have also been put into use. Currently, the planned operations of CSC Hefei cover industries such as automobile & parts, hardware, building & decoration materials, textile & clothing, outlets, small commodities, and non-staple food, etc.

CSC Hefei has a total planned net land area of approximately 10.0 million sq. m. and a total planned GFA of approximately 12.0 million sq. m.. CSC Hefei is currently under construction and has a total GFA of approximately 1.65 million sq. m. completed, including approximately 1.30 million sq. m. of trade centers, approximately 328,200 sq. m. of residential ancillary and approximately 20,800 sq. m. of ancillary facilities. During the Period, construction of a GFA of approximately 160,900 sq. m. of trade centers and residential ancillary were completed. As at 30 September 2017, construction of a GFA of approximately 1.57 million sq. m. is underway, of which approximately 486,100 sq. m. are expected to be completed in FY2017/18.

In 1H FY2017/18, CSC Hefei recorded total Contracted Sales of HK\$2,038.7 million (1H FY2016/17: HK\$859.2 million), including a GFA of 1,100 sq. m. of trade center units (detached style) at an ASP of HK\$10,400/sq. m. (1H FY2016/17: Nil) and a GFA of 218,000 sq. m. of residential ancillary at an ASP of HK\$9,300/sq. m. (1H FY2016/17: 132,600 sq. m. at an ASP of HK\$6,500/sq. m.).

合肥華南城

合肥華南城位處安徽省省會合肥市，為華東地區心臟地帶的交通及經濟樞紐。坐落於桃花工業園，合肥華南城盡享完善基礎建設的策略地利，並配備規劃的鐵路、高速公路及河運運輸系統連接全中國。

於本期間，合肥華南城因應市場需求，策略性地增加土地儲備的同時，加快建設配套設施。其中住宅配套項目備受當地追捧，帶動合約銷售錄得強勁增長。奧特萊斯順利試運營，首批物流及倉儲設施亦投入使用。目前，合肥華南城規劃經營的業態包括汽摩汽配、五金、家居建材、紡織服裝、奧特萊斯、小商品及副食品等。

合肥華南城總規劃淨佔地面積約1,000萬平方米，總規劃建築面積約1,200萬平方米。合肥華南城正在建設中，其中建築面積約165萬平方米的建設已竣工，包括約130萬平方米的商品交易中心及約328,200平方米的住宅配套，以及約20,800平方米的配套設施。於本期間，建築面積約160,900平方米的商品交易中心及住宅配套已竣工。截止2017年9月30日，建築面積約157萬平方米的工程已展開建設，其中約486,100平方米預期可於2017/18財政年度竣工。

於2017/18財政年度上半年，合肥華南城錄得合約銷售總額20.387億港元(2016/17財政年度上半年：8.592億港元)，包括以平均售價10,400港元/平方米售出建築面積1,100平方米的商品交易中心單位(單幢式)(2016/17財政年度上半年：無)，及以平均售價9,300港元/平方米售出建築面積218,000平方米的住宅配套(2016/17財政年度上半年：以平均售價6,500港元/平方米售出建築面積132,600平方米)。

China South City Chongqing

CSC Chongqing is strategically located at the Banan District of Chongqing Municipality, the first of the Group's municipal projects. The project is highly accessible to the city center and other regions given its strategic location in the Chongqing Highway Logistics Base, the state-level transportation infrastructure and large highway base in the western region. The transportation network around the project has been developed rapidly, coupled with the growing maturity of business circles in Banan district laying a good foundation for the future transportation convenience and business environment of the project. With the announcement by the Chongqing government of the establishment of a southern new town which located at the heart of CSC Chongqing, the Group envisages CSC Chongqing will have a promising potential for future development and appreciation. The planned operations of CSC Chongqing cover industries such as small commodities, hotel supplies, hardware & machinery, non-staple food & tea, building & decoration materials, textiles & clothing, automobile & parts, outlets and cultural tourism, etc. In addition, the outlet town commenced trial operation in September 2017, initially forming the fashion brand discount center in southern Chongqing.

CSC Chongqing has a total planned net land area of approximately 5.6 million sq. m. and a total planned GFA of approximately 12.4 million sq. m.. CSC Chongqing is currently under construction and has a total GFA of approximately 1.44 million sq. m. completed, including approximately 1.26 million sq. m. of trade centers, approximately 34,000 sq. m. of ancillary facilities and approximately 145,600 sq. m. of warehouse facilities. As at 30 September 2017, construction of GFA of approximately 385,200 sq. m. is underway.

In 1H FY2017/18, CSC Chongqing recorded total Contracted Sales of HK\$760.4 million (1H FY2016/17: HK\$98.9 million), including a GFA of 104,800 sq. m. of residential ancillary at an ASP of HK\$6,600/sq. m. (1H FY2016/17: Nil) and a GFA of 7,800 sq. m. of trade center units (detached style) at an ASP of HK\$8,500/sq. m. (1H FY2016/17: 12,400 sq. m. at an ASP of HK\$8,000/sq. m.).

重慶華南城

重慶華南城策略性地位處於重慶市巴南區，為本集團首個落戶直轄市的項目。坐擁西部國家級大型交通基礎—重慶公路物流基地的策略性地利，項目連接完善的高速公路網絡，可連接貫通市中心及全國其他地區。重慶華南城周邊的交通網絡建設發展快速，伴隨巴南區商業圈的發展逐漸成形，為項目未來的交通配套及商業環境奠定了良好的基礎。隨著重慶市政府宣佈於重慶華南城的核心地帶成立南部新城，本集團預計重慶華南城未來發展及升值潛力可觀。重慶華南城目前規劃經營業態包括小商品、酒店用品、五金機電、副食品及茶葉、建材家居、紡織服裝、汽摩汽配、奧特萊斯及文化旅遊等。此外，奧特萊斯小鎮已經於2017年9月投入試運營，初步形成了重慶南部的時尚品牌折扣中心。

重慶華南城總規劃淨佔地面積約560萬平方米，總規劃建築面積約1,240萬平方米。重慶華南城目前正處於在建階段，其中總建築面積約144萬平方米的建設已竣工，包括約126萬平方米的商品交易中心、約34,000平方米配套設施及約145,600平方米倉儲設施。截至2017年9月30日，建築面積約385,200平方米的工程已開展建設。

於2017/18財政年度上半年，重慶華南城錄得合約銷售總額7.604億港元(2016/17財政年度上半年：9,890萬港元)，包括以平均售價6,600港元/平方米售出建築面積104,800平方米的住宅配套(2016/17財政年度上半年：無)，及以平均售價8,500港元/平方米售出建築面積7,800平方米的商品交易中心單位(單幢式)(2016/17財政年度上半年：以平均售價8,000港元/平方米售出12,400平方米)。

Financial Review

For the Period, when compared with the same period of last year, the Group reported an increase in revenue of 25.2% to HK\$3,620.4 million (1H FY2016/17: HK\$2,892.8 million), and net profit attributable to owners of the parent increased by 15.6% to HK\$990.5 million (1H FY2016/17: HK\$856.9 million). Excluding the effects of fair value gains on investment properties and related tax effects and profit or loss on purchase and redemption of senior notes, core net profit attributable to owners of the parent for the Period as adjusted increased by 28.4% to HK\$331.9 million (1H FY2016/17: HK\$258.6 million). Basic earnings per share increased to HK12.37 cents (1H FY2016/17: HK10.70 cents).

Revenue

Revenue for the Period increased by 25.2% to HK\$3,620.4 million (1H FY2016/17: HK\$2,892.8 million) when compared to the same period of last year. The increase during the Period was mainly attributable to more properties sold and delivered in CSC Nanchang and CSC Nanning and growing recurring income.

財務回顧

與去年同期比較，於本期間，本集團的收入增加25.2%至36.204億港元(2016/17財政年度上半年：28.928億港元)；母公司擁有人應佔淨利潤增加15.6%至9.905億港元(2016/17財政年度上半年：8.569億港元)。撇除投資物業公平值收益及相關稅款影響和購買及贖回優先票據之利潤或損益，調整後的本期間母公司擁有人應佔核心淨利潤增加28.4%至3.319億港元(2016/17財政年度上半年：2.586億港元)。每股基本盈利增加至12.37港仙(2016/17財政年度上半年：10.70港仙)。

收入

與去年同期比較，本期間的收入增加25.2%至36.204億港元(2016/17財政年度上半年：28.928億港元)，本期間內之增長主要原因是由於南昌華南城及南寧華南城有較多的物業銷售及交付，以及持續性收入的增長。

For the six months ended

30 September

截至9月30日止六個月

		2017	2016	Change
		2017年	2016年	變幅
		HK\$'000	HK\$'000	%
		千港元	千港元	%
Sales of properties and finance lease income	物業銷售及融資租賃收入	2,699,895	2,156,313	25.2
<i>Sales of trade center units</i>	銷售交易中心商舖	760,375	1,209,415	-37.1
<i>Sales of residential properties</i>	銷售住宅物業	1,928,020	887,778	117.2
<i>Finance lease income</i>	融資租賃收入	11,500	59,120	-80.5
Recurring income	持續性收入	920,475	736,486	25.0
<i>Rental income</i>	租金收入	361,484	353,457	2.3
<i>Property management service income</i>	物業管理服務收入	247,121	153,168	61.3
<i>E-commerce income</i>	電子商貿收入	85,395	63,438	34.6
<i>Other revenue</i>	其他收入	226,475	166,423	36.1
		3,620,370	2,892,799	25.2

Sales of Properties and Finance Lease Income

Revenue from sales of properties increased by 28.2% to HK\$2,688.4 million (1H FY2016/17: HK\$2,097.2 million). The increase during the Period was mainly attributable to the sales and delivery of properties in CSC Nanchang and CSC Nanning. Sales for each project are as follows:

銷售物業及融資租賃收入

銷售物業收入增加28.2%至26.884億港元(2016/17財政年度上半年：20.972億港元)。本期間內之增長主要原因是由於南昌華南城及南寧華南城的物業銷售及交付。各項目的銷售情況如下：

		Average selling price (before deduction of sales tax*) (HK\$/sq. m.) 平均售價(扣除銷售稅前*) (港元/平方米)		GFA sold (sq. m.) 已售建築面積 (平方米)		Sales revenue (before deduction of sales tax*) HK\$ million 銷售收入(扣除銷售稅前*) (百萬港元)		Sales revenue (net of sales tax*) HK\$ million 銷售收入(扣除銷售稅後*) (百萬港元)	
		2017 2017年	2016 2016年	2017 2017年	2016 2016年	2017 2017年	2016 2016年	2017 2017年	2016 2016年
CSC Shenzhen	深圳華南城	-	31,000	-	300	-	8.8	-	8.4
CSC Nanchang	南昌華南城								
- Trade center units	- 交易中心商舖	8,400	9,000	300	82,800	2.4	777.7	2.3	736.0
- Residential properties	- 住宅物業	9,200	9,000	126,600	20,600	1,169.1	179.4	1,106.7	169.7
CSC Nanning	南寧華南城								
- Trade center units	- 交易中心商舖	8,800	18,000	1,000	300	9.7	5.8	9.6	5.6
- Residential properties	- 住宅物業	7,800	7,000	92,600	14,100	724.3	93.5	702.1	88.3
CSC Xi'an	西安華南城	5,500	8,000	27,700	10,800	152.9	91.5	151.9	86.6
CSC Harbin	哈爾濱華南城								
- Trade center units	- 交易中心商舖	7,900	11,000	30,500	1,800	242.2	20.0	234.2	18.0
- Residential properties	- 住宅物業	5,000	5,000	23,800	74,900	120.0	353.2	119.2	334.5
CSC Zhengzhou	鄭州華南城	10,200	11,000	28,600	22,700	291.3	248.0	285.8	235.0
CSC Hefei	合肥華南城								
- Trade center units	- 交易中心商舖	11,800	8,000	1,400	4,400	16.4	35.6	16.3	34.0
- Residential properties	- 住宅物業	-	6,000	-	51,200	-	312.2	-	295.3
CSC Chongqing	重慶華南城	8,400	8,000	7,500	11,600	62.6	90.7	60.3	85.8
Total	總計	N/A不適用	N/A不適用	340,000	295,500	2,790.9	2,216.4	2,688.4	2,097.2

* Sales tax represents business tax and surcharges on or before 30 April 2016 and value-added-tax and surcharges after 30 April 2016.

* 銷售稅指在2016年4月30日或之前為營業稅及附加，2016年4月30日後為增值稅及附加。

Finance lease income derived from the leasing of office towers decreased by 80.5% to HK\$11.5 million (1H FY2016/17: HK\$59.1 million). The decrease was primarily attributable to lower inventory level of office towers at CSC Shenzhen.

During the Period, the Group entered into finance lease arrangements with tenants for approximately 800 sq. m. (1H FY2016/17: 5,600 sq. m.) at an average price of HK\$15,500/sq. m. (1H FY2016/17: HK\$11,100/sq. m.).

Rental Income

The Group intends to retain not less than 50% of the trade center units for self-use or rental purposes. Therefore, rental income will continue to be an important component of the recurring income. CSC Shenzhen, being the Group's most matured project in its portfolio, contributed substantial part of the rental income. As at 30 September 2017, the total occupancy rate of the launched rentable GFA of different phases of CSC Shenzhen's trade centers and shops were approximately 80% to 97% (1H FY2016/17: 71% to 93%). Along with the gradual extension of operations in other projects, these projects, start to contribute rental income and resulted in satisfactory growth in rental income. However, due to expiry of tenancy, government demolition and business condition, HOBA Furnishing closed 4 stores during the Period. This resulted in perceptible drop in its revenue and affected the growth rate of the Groups revenue income. Overall, during the Period, rental income of the Group increased by 2.3% to HK\$361.5 million (1H FY2016/17: HK\$353.5 million).

Property Management Service Income

Income from property management services increased by 61.3% to HK\$247.1 million (1H FY2016/17: HK\$153.2 million). The increase in property management service income was mainly attributable to the increasing GFA of trade centers, shops and residential properties delivered and put into use during the Period.

E-commerce Income

E-commerce income as derived from the E-commerce services provided to the Group's customers increased by 34.6% to HK\$85.4 million (1H FY2016/17: HK\$63.4 million) during the Period. The online membership programme of the Group were well received by customers. By joining the programme, the customers can enjoy a wide range of E-commerce service offered by the Group's E-commerce platform, CSC86.com.

來自寫字樓租賃的融資租賃收入減少80.5%至1,150萬港元(2016/17財政年度上半年：5,910萬港元)。減少的主因是深圳華南城餘下的寫字樓存量不多所致。

於本期間，本集團與承租人訂立的融資租賃合同約為800平方米(2016/17財政年度上半年：5,600平方米)，平均單價為15,500港元/平方米(2016/17財政年度上半年：11,100港元/平方米)。

租金收入

本集團規劃保留不少於50%的商品交易中心商舖作為自營和出租用途。因此，長遠而言，租金收入將繼續是本集團持續性收入的重要組成部分。深圳華南城是本集團項目組合中最成熟的項目，也是租金收入的主要貢獻單位。截至2017年9月30日，深圳華南城各期商品交易中心及商舖已推出面積的總佔用率大約介乎由80%至97%(2016/17財政年度上半年：71%至93%)。隨著其他項目陸續進入運營，這些項目也開始貢獻租金收入，並帶來不錯的租金收入增長惟因為租約到期、政府拆遷及運營情況等因素，好百年家居在本期間關停了4家門店，這使其收入有較大的下調，同時也影響了本集團租金收入的增長率。綜合而言，於本期間，本集團的租金收入與同期比較增加2.3%至3.615億港元(2016/17財政年度上半年：3.535億港元)。

物業管理服務收入

物業管理服務收入增加61.3%至2.471億港元(2016/17財政年度上半年：1.532億港元)。物業管理服務收入增加主要是由於在本期間交付及投入使用的交易中心、商舖及住宅項目的面積不斷增加。

電子商貿收入

來自為集團客戶提供電子商貿服務的收入於本期間增加34.6%至8,540萬港元(2016/17財政年度上半年：6,340萬港元)。本集團推出的線上會員計劃受到客戶的認可。參與計劃的客戶可專享本集團電子商貿平台(CSC86.com)－華南城網所提供的多方位電子商貿服務。

Other Revenue

Other revenue increased by 36.1% to HK\$226.5 million (1H FY2016/17: HK\$166.4 million). The increase was mainly attributable to the continuous growth of the outlet operations and logistics and warehousing services, with revenue from outlet operations increased 56.9% to HK\$130.6 million (1H FY2016/17: HK\$83.2 million) while that of logistic and warehousing services increased 15.0% to HK\$86.1 million (1H FY2016/17: HK\$74.9 million) respectively during the Period.

Increase in income from outlet operations was mainly due to the growth of outlet business and the increase in operating areas in the established outlets during the Period. The increase in income from logistics and warehousing services was mainly due to the increase in operating areas of warehousing during the Period.

Cost of Sales

The Group's cost of sales mainly includes construction costs of properties sold, construction costs of properties held for finance lease and operating costs for rental income. During the Period, cost of sales increased by 29.4% to HK\$2,134.8 million (1H FY2016/17: HK\$1,650.2 million). The increase in cost of sales was basically in line with the increase of GFA of properties sold during the Period.

Gross Profit

Gross profit increased by 19.6% to HK\$1,485.5 million (1H FY2016/17: HK\$1,242.6 million). During the Period, gross profit margin decreased to 41% (1H FY2016/17: 43%) which was mainly due to a higher portion of residential properties in our product mix of sales, which had a relatively lower profit margin when compared to that of trade centers.

Other Income and Gains/(Losses)

Other income and gains/(losses) decreased by 63.5% to HK\$250.0 million (1H FY2016/17: HK\$684.2 million), mainly attributable to the decrease in government grants which was HK\$240.6 million for the Period (1H FY2016/17: HK\$740.9 million).

Fair Value Gains on Investment Properties

The fair value gains on investment properties increased by 10.7% to HK\$1,066.4 million (1H FY2016/17: HK\$963.1 million). The increase was mainly contributed by the addition of new investment properties at an existing project.

其他收入

其他收入增加36.1%至2.265億港元(2016/17財政年度上半年: 1.664億港元), 增長主要是由於本期間奧特萊斯運營和物流及倉儲服務的持續增長所致。奧特萊斯運營的收入增加56.9%至1.306億港元(2016/17財政年度上半年: 8,320萬港元), 物流及倉儲服務的收入增加15.0%至8,610萬港元(2016/17財政年度上半年: 7,490萬港元)。

奧特萊斯運營收入增加主要由於其業務量增長及其運營面積增加所致。另外, 於本期間內, 物流及倉儲服務收入增加主要是由於倉儲的運營面積的增長。

銷售成本

本集團的銷售成本主要包括已售物業建築成本、持作融資租賃物業建築成本及租金收入的營運成本。在本期間內, 銷售成本增加29.4%至2,134.8億港元(2016/17財政年度上半年: 1,650.2億港元)。銷售成本的增加與本期間已售物業的建築面積增加基本一致。

毛利

毛利增加19.6%至1,485.5億港元(2016/17財政年度上半年: 1,242.6億港元)。於本期間, 毛利率下降至41%(2016/17財政年度上半年: 43%), 主要由於銷售產品組合中的住宅物業比例較高, 而住宅物業的毛利率相對交易中心為低。

其他收入及收益/(虧損)

其他收入及收益/(虧損)減少63.5%至250.0億港元(2016/17財政年度上半年: 684.2億港元), 主要是由於本期間來自政府的補貼有所下降, 本期間合共為2,406億港元(2016/17財政年度上半年: 7,409億港元)。

投資物業公平值收益

投資物業公平值收益增加10.7%至1,066.4億港元(2016/17財政年度上半年: 963.1億港元), 主要是由於現有項目增加新投資物業。

Selling and Distribution Expenses

Selling and distribution expenses decreased by 22.3% to HK\$307.4 million (1H FY2016/17: HK\$395.5 million). The decrease was mainly attributable to the effective cost control measures taken to marketing activities for promoting the sales of properties during the Period.

Administrative Expenses

Administrative expenses decreased by 8.0% to HK\$518.3 million (1H FY2016/17: HK\$563.1 million). The decrease was primarily due to the actions taken by the Group to streamline human resources and the effective control of administrative costs. Besides, during the Period, the Group granted 120,000,000 share options to two executive Directors. Together with share options granted in prior periods, share options expenses of HK\$27.9 million (1H FY2016/17: HK\$18.3 million) were recorded.

Finance Costs

Finance costs increased by 7.5% to HK\$118.1 million (1H FY2016/17: HK\$109.9 million). It was due to the decrease of capitalized interest expenses during the Period. As at the end of September 2017, the Group's weight average financing cost was 6.22%, which was slightly higher than that of 6.16% as at the end of March 2017.

Tax

Tax expenses recorded a decrease of 14.7% to HK\$752.3 million (1H FY2016/17: HK\$882.1 million). The decrease in tax expenses was mainly due to the decrease in land appreciation tax.

Prepayments, Deposits and Other Receivables

During the Period, prepayments, deposits and other receivables increased by 29.1% to HK\$1,377.0 million (31 March 2017: HK\$1,066.8 million), which was mainly due to the increase in deposits paid for construction of new projects.

Trade and Other Payables

Trade and other payables increased by 28.1% to HK\$21,472.3 million (31 March 2017: HK\$16,763.2 million). The increase was mainly due to the increase in deposits and receipts in advance during the Period. As at 30 September 2017, the balances of construction fee and retention payables and deposits and receipts in advance were HK\$5,825.4 million and HK\$11,775.1 million, respectively.

銷售及分銷開支

銷售及分銷開支減少22.3%至3.074億港元(2016/17財政年度上半年:3.955億港元),主要是由於本期間內在物業銷售推廣方面作出多項成本管理措施奏效。

行政開支

行政開支減少8.0%至5.183億港元(2016/17財政年度上半年:5.631億港元),主要是由於本集團精簡人力資源結構及有效控制行政成本等措施所致。另外,於本期間,本集團向兩名執行董事授出合共120,000,000份購股權,連同以前期間授出的購股權,購股權期內開支錄得2,790萬港元(2016/17財政年度上半年:1,830萬港元)。

融資成本

融資成本增加7.5%至1.181億港元(2016/17財政年度上半年:1.099億港元),主要是歸因於本期間資本化利息減少。於2017年9月底,本集團的加權平均融資成本為6.22%,較2017年3月底的6.16%略有上升。

稅項

稅項開支減少14.7%至7.523億港元(2016/17財政年度上半年:8.821億港元)。稅項開支的減少主要是由於土地增值稅下降。

預付款項、按金及其他應收款項

本期間的預付款項、按金及其他應收款項增加29.1%至13.770億港元(2017年3月31日:10.668億港元),這主要是歸因於新項目的工程按金增加所致。

貿易及其他應付款項

貿易及其他應付款項增加28.1%至214.723億港元(2017年3月31日:167.632億港元),這主要是歸因於本期間內按金及預收款項增加。於2017年9月30日,應付建築費用及保留金以及按金及預收款項分別為58.254億港元及117.751億港元。

Liquidity and Financial Resources

The Group finances its development and operations primarily through internally generated funds, bank and other borrowings, and the issuance of different notes on-shore and off-shore, which includes but not limited to senior notes, short-term notes, medium-term notes, corporate bonds and domestic company bonds. The Group will continue to explore different financing means and to extend its financing channels.

Cash and Cash Equivalents and Restricted Cash

As at 30 September 2017, the Group had HK\$9,285.2 million cash and cash equivalents and restricted cash (31 March 2017: HK\$10,490.9 million), among which non-restricted cash and cash equivalents amounted to HK\$6,474.3 million (31 March 2017: HK\$8,022.0 million). The Group's cash and cash equivalents and restricted cash were primarily denominated in Renminbi, HK dollars and US dollars.

Borrowing and Charges on the Group's Assets

As at 30 September 2017, the total interest-bearing debts of the Group was HK\$35,262.4 million (31 March 2017: HK\$32,772.9 million) which included interest-bearing bank and other borrowings, senior notes, short-term notes, medium-term notes, corporate bonds and domestic company bonds.

Interest-bearing bank and other borrowings

The Group had an aggregated interest-bearing bank and other borrowings of HK\$17,234.9 million as at 30 September 2017 (31 March 2017: HK\$13,412.5 million), of which HK\$8,810.7 million will be repayable within one year or on demand, HK\$3,180.1 million will be repayable in the second year, HK\$4,420.2 million will be repayable in the third to fifth years and HK\$823.9 million will be repayable after five years. As at 30 September 2017, the Group's interest-bearing bank and other borrowings of approximately HK\$14,383.8 million were secured by certain buildings, investment properties, properties under development, properties held for finance lease, properties held for sale and bank deposits with a total carrying value of approximately HK\$28,381.3 million.

Except for the bank loan with balance of HK\$400 million (31 March 2017: nil) denominated in HK dollars and bearing interest at floating rates of HIBOR+2.5%, all interest-bearing bank and other borrowings of the Group were denominated in Renminbi with interest rates ranging from 4.1% to 8.5% (31 March 2017: 4.4% to 6.2%) per annum. Furthermore, as at 30 September 2017, the Group had unused banking facilities of HK\$5,554.8 million. The Group will deploy these banking facilities as appropriate, depending on project development needs and working capital status.

流動性及財務資源

本集團主要透過內部產生的資金、銀行及其他借貸、境內和境外不同的票據發行，包括但不限於優先票據、短期融資券、中期票據、企業債券和境內公司債券等融資撥付其業務發展及運營所需要的資金。本集團將一如既往不斷探討不同的融資方式，並拓展其融資渠道。

現金及現金等價物及受限制現金

於2017年9月30日，本集團持有現金及現金等價物以及受限制現金92.852億港元(2017年3月31日：104.909億港元)，當中不受限制現金及現金等價物約為64.743億港元(2017年3月31日：80.220億港元)。本集團持有的現金及現金等價物以及受限制現金主要以人民幣、港元及美元為單位。

借貸及本集團資產抵押

於2017年9月30日，本集團的計息債務總額為352.624億港元(2017年3月31日：327.729億港元)，其中包括計息銀行及其他借貸、優先票據、短期融資券、中期票據、企業債券以及境內公司債券。

計息銀行及其他借貸

本集團於2017年9月30日的計息銀行及其他借貸合計約為172.349億港元(2017年3月31日：134.125億港元)，其中88.107億港元須於一年內或應要求償還、31.801億港元須於第二年償還、44.202億港元須於第三至第五年償還及8.239億港元須於五年後償還。於2017年9月30日，本集團的計息銀行及其他借貸中約143.838億港元是以若干樓宇、投資物業、發展中物業、持作融資租賃物業、持作銷售物業及銀行存款作抵押，其賬面總值約為283.813億港元。

除按香港銀行同業拆息加2.5%(2017年3月31日：無)利率計息的4億港元銀行貸款以港元為單位外，本集團所有計息銀行及其他借貸均以人民幣為單位，並按每年4.1%至8.5%的利率計息(2017年3月31日：4.4%至6.2%)。此外，於2017年9月30日，本集團持有備用銀行融資約55.548億港元。本集團將於適當時候視乎項目發展需要及營運資金狀況調配此等銀行融資。

Issuance of Notes

Senior Notes

In September and October 2016, the Company issued senior notes due in September 2021 with a nominal value of US\$200 million (equivalents to approximately HK\$1,560 million) and US\$150 million (equivalents to approximately HK\$1,170 million) respectively, in a total of US\$350 million (equivalents to approximately HK\$2,730 million) at a coupon rate of 6.75% per annum for the purpose of refinancing existing indebtedness and for general corporate purposes.

In March 2017, the Company issued senior notes due in March 2020 with a nominal value of US\$300 million (equivalents to approximately HK\$2,340 million) at a coupon rate of 5.75% per annum for the purpose of refinancing existing indebtedness and for general corporate purposes.

In November 2017, the Company issued senior notes due in November 2022 with a nominal value of US\$300 million (equivalents to approximately HK\$2,340 million) at a coupon rate of 7.25% per annum for the purpose of refinancing existing indebtedness in relation to the construction and development of our projects and for general corporate purposes.

As at 30 September 2017, the carrying value of senior notes were HK\$4,968.1 million. The senior notes are jointly guaranteed by certain subsidiaries and secured by pledges of shares of certain subsidiaries.

Short-Term Notes

In September 2014, China South International obtained the relevant approval for issuing the short-term notes in the national inter-bank market in the PRC with a maximum principal amount of RMB4.3 billion. In September 2016, China South International issued the first tranche of the short-term notes of 2016 ("2016 First Tranche STN") with a total principal amount of RMB1.2 billion with a maturity period of 1 year and at an interest rate of 4.9% per annum for general corporate purpose and repaying part of the bank loans of the Group. The 2016 First Tranche STN have been repaid in September 2017.

In October 2016, China South International obtained the relevant approval for issuing the short-term notes in the national inter-bank market in the PRC with a maximum principal amount of RMB6.0 billion. In June and August 2017, China South International issued the first tranche and the second tranche of the short-term notes of 2017 with a total principal amount of RMB500 million with a maturity period of 270 days and at an interest rate of 6.5% per annum for each tranche, respectively. The proceeds thereof were to be used for general corporate purpose and repaying part of the bank loans of the Group.

票據之發行

優先票據

本公司分別於2016年9月及10月，發行於2021年9月到期面值2億美元(相當於約15.6億港元)及1.5億美元(相當於約11.7億港元)，合共3.5億美元(相當於27.3億港元)票面年利率為6.75%的優先票據，主要用作現有債務再融資及一般公司用途。

於2017年3月，本公司發行於2020年3月到期面值3億美元(相等於約23.4億港元)票面年利率為5.75%的優先票據，主要用作現有債務再融資及一般公司用途。

於2017年11月，本公司發行於2022年11月到期面值3億美元(相等於約23.4億港元)票面年利率為7.25%的優先票據，主要用作項目開發及發展有關的現有債務再融資及一般公司用途。

於2017年9月30日，優先票據的賬面值為49.681億港元。優先票據由若干附屬公司共同擔保，並由若干附屬公司之股份作抵押擔保。

短期融資券

於2014年9月，華南國際取得於中國銀行間市場發行本金總額最多為人民幣43億元之短期融資券的相關批准。於2016年9月，華南國際發行2016年第一期短期融資券，本金總額為人民幣12億元，期限為1年，年利率為4.9%，該發行所得款項主要用作補充流動資金及償還本集團的部份銀行貸款。於2017年9月，本公司已全數償還2016年第一期短期融資券。

於2016年10月，華南國際取得於中國銀行間市場發行本金總額最多為人民幣60億元之短期融資券的相關批准。於2017年6月及8月，華南國際分別發行2017年第一期及第二期短期融資券，本金總額為各人民幣5億元，期限為270天，年利率為6.5%。該等發行所得款項主要用作補充流動資金及償還本集團的部份銀行貸款。

Medium-Term Notes

In April 2014, China South International obtained the relevant approval for the issuing the medium-term notes in the national inter-bank market in the PRC with a maximum principal amount of RMB4.0 billion. In May 2014, China South International issued the first tranche of the medium-term notes of 2014 with a total principal amount of RMB1.0 billion with a maturity period of 5 years and at an interest rate of 7.5% per annum. The proceeds thereof were to be used for repaying part of short-term bank loans of the Group. In September 2014, China South International issued the second tranche of the medium-term notes of 2014 with a total principal amount of RMB1.0 billion with a maturity period of 5 years and at an interest rate of 8.4% per annum. The proceeds thereof were to be used for repaying part of bank loans of the Group. In July 2015, China South International issue the first tranche of the medium-term notes of 2015 with a total principal amount of RMB2.0 billion with a maturity period of 3 years and at an interest rate of 7.0% per annum. The proceeds thereof were to be used for replacement of bank loans of the Group and the construction of CSC Nanning project. In April 2017, China South International obtained another approval for issuing the medium-term notes with a maximum principal amount of RMB3.0 billion. China South International may issue new medium-term notes when appropriate.

Corporate Bonds

In March 2015, China South International obtained the relevant approval for issuing the corporate bonds in a maximum principal amount of RMB1.5 billion in the PRC. In April 2015, China South International issued the corporate bonds with a total principal amount of RMB1.5 billion with a term of up to 6 years in maximum and at an interest rate of 7.0% per annum. The proceeds thereof were to be used for funding the development of CSC Zhengzhou project.

Domestic Company Bonds

In December 2015, China South International obtained the relevant approval for issuing the domestic company bonds in a maximum principal amount of RMB4.4 billion in the PRC. In January 2016, China South International issued the first tranche of the domestic company bonds of 2016 with a total principal amount of RMB3.0 billion with a term of 3 years and at an interest rate of 5.98% per annum. The proceeds thereof were to be used for repaying part of bank loans of the Group and for general working capital. In May 2016, China South International issued the second tranche of the domestic company bonds of 2016 with a total principal amount of RMB1.4 billion with a term of 3 years and at an interest rate of 6.85% per annum. The proceeds thereof were to be used for repaying part of bank loans of the Group and for general working capital.

As at 30 September 2017, the carrying values of China South International's short-term notes were HK\$1,174.0 million, medium-term notes were HK\$4,750.3 million, corporate bonds were HK\$1,792.5 million and domestic company bonds were HK\$5,342.6 million respectively.

中期票據

於2014年4月，華南國際取得於中國銀行間市場發行本金總額最多為人民幣40億元之中期票據的相關批准。於2014年5月，華南國際發行2014年第一期中期票據，本金總額為人民幣10億元，期限為5年，年利率為7.5%，該發行所得款項主要用作償還本集團的部份短期銀行貸款。於2014年9月，華南國際發行2014年第二期中期票據，本金總額為人民幣10億元，期限為5年，年利率為8.4%，該發行所得款項主要用作償還本集團的部份銀行貸款。於2015年7月，華南國際發行2015年第一期中期票據，本金總額為人民幣20億元，期限為3年，年利率為7.0%，該發行所得款項主要用作置換本集團的銀行貸款及南寧華南城項目之發展。於2017年4月，華南國際取得另一個發行中期票據的批准，最高發行額度為人民幣30億元。華南國際將於合適時機發行有關中期票據。

企業債券

於2015年3月，華南國際取得於中國發行本金總額最多為人民幣15億元之企業債券的相關批准。於2015年4月，華南國際發行該企業債券，本金總額為人民幣15億元，期限為最長6年，年利率為7.0%，該發行所得款項主要用作興建鄭州華南城項目之發展。

境內公司債券

於2015年12月，華南國際取得於中國發行本金總額最多為人民幣44億元之境內公司債券的相關批准。於2016年1月，華南國際發行2016年第一期境內公司債券，本金總額為人民幣30億元，期限為3年，年利率為5.98%。該發行所得款項主要用作置換本集團的銀行貸款及一般營運資金。於2016年5月，華南國際發行2016年第二期境內公司債券，本金總額為人民幣14億元，期限為3年，年利率為6.85%。該發行所得款項主要用作置換本集團的銀行貸款及一般營運資金。

於2017年9月30日，華南國際短期融資券的賬面值為11.740億港元、中期票據的賬面值為47.503億港元、企業債券的賬面值為17.925億港元及境內公司債券的賬面值為53.426億港元。

Gearing Ratio

The Group's gearing ratio (net debt divided by total equity) was 85.6% as at 30 September 2017, 78.2% as at 31 March 2017 and 88.1% as at 30 September 2016. The total liabilities over total assets ratio was 69.2% as at 30 September 2017 (31 March 2017: 68.0%).

Net Current Assets and Current Ratio

As at 30 September 2017, the Group had net current assets of HK\$3,360.0 million (31 March 2017: HK\$7,485.0 million) at a current ratio of 1.09 (31 March 2017: 1.25).

Contingent Liabilities

The Group has provided guarantees with respect to banking facilities granted by certain banks in connection with mortgage loans entered into by purchasers of the Group's trade centers and residential properties and bank loans entered into by lessees of the Group's residential and commercial properties. The guarantees granted to purchasers of trade centers and residential properties will be released when the purchasers obtain building ownership certificates, which will then be pledged to the banks. For leased residential and commercial properties, the guarantees will be released accordingly when the lessees repaid the loan. As at 30 September 2017, the guarantees amounted to HK\$10,460.2 million (31 March 2017: HK\$9,396.3 million).

Commitments

As at 30 September 2017, the Group had future capital expenditure contracted but not yet provided for in the amount of HK\$9,099.5 million (31 March 2017: HK\$8,787.7 million).

Acquisition and Disposal of Subsidiary and Associated Companies

The Group had no material acquisitions and disposals of subsidiaries and associated companies during the Period.

Foreign Exchange Risk

The Group conducts its business primarily in Renminbi. The income and bank deposits of the Group were substantially denominated in Renminbi to meet the Group's development and operation needs in the PRC. As at 30 September 2017, among the Group's total interest-bearing debts of HK\$35,262.4 million, approximately HK\$5,368.1 million were denominated in US dollars or HK dollars and the rest were in Renminbi. The Group does not have material exposure to foreign exchange risk and no foreign currency hedging was done during the Period. The Group will monitor its foreign currency exposure and consider hedging arrangement if such need arise.

資本負債比率

本集團於2017年9月30日、2017年3月31日及2016年9月30日的資本負債比率(債務淨額除權益總額)分別為85.6%、78.2%及88.1%。2017年9月30日，總負債對總資產比率為69.2%(2017年3月31日：68.0%)。

流動資產淨值及流動比率

於2017年9月30日，本集團流動資產淨值為33.600億港元(2017年3月31日：74.850億港元)，流動比率為1.09(2016年3月31日：1.25)。

或然負債

本集團為其交易中心及住宅物業買家與銀行訂立的按揭貸款以及其住宅及商業物業承租人與銀行訂立的銀行貸款提供擔保。授予買家的擔保將於買家取得房地產所有權證，並於其後抵押予銀行時解除。就租賃住宅及商業物業而言，擔保將於承租人償還貸款時相應解除。於2017年9月30日，擔保金額為104.602億港元(2017年3月31日：93.963億港元)。

承擔

於2017年9月30日，本集團的已訂約但未計提撥備的未來資本開支金額為90.995億港元(2017年3月31日：87.877億港元)。

收購及出售附屬公司及聯營公司

本集團於本期間並無任何收購及出售附屬公司及聯營公司的重大項目。

外匯風險

本集團之業務主要以人民幣進行。本集團之收入及銀行存款大部分為人民幣，以滿足其在國內的發展和運營所需。截至2017年9月30日，在本集團352.624億港元之總計息借貸中，大約53.681億港元之計息借貸為美元或港元借款，餘額為人民幣借款。本集團並沒有重大的外匯風險，在本期間並沒有進行匯率對沖之安排。本集團將留意其匯率風險，並在需要時適時作出匯率對沖之安排。

Economic, Commercial and Other Risks

The Group may be exposed to the risk of negative developments in national and regional economies, property and financial markets. It may result in reductions in sales and sales prices of the properties, rent rates and occupancy rates of properties, and demand for ancillary services and facilities it provides. It may also result in recession, inflation, deflation and currency fluctuations as well as restrictions in the availability of credit, increases in financing and other operating costs. The development of the Group's projects may subject to market risks as it usually takes time to complete. Through the Group appoints quality partners for the development of its projects, it may still be subject to associated risk of the quality and safety of the products and services provided by the Group. The Group may also be subject to a number of regulatory environments in the territories in which it operates. Changes in the regulatory approach to such matters as ownership of assets and businesses, regulations related to development and operations, exchange controls, tax rules and employment legislation may impact the business of the Group. Changes in the political environment in such territories may also affect the Group. The management of the Group will keep abreast of the environment and policy changes and make the necessary adjustments in response to such changes, if any. Further steps taken by the Group to manage the financial risk can be read in conjunction with note 46 to the financial statements as set out in the Company's 2016/17 Annual Report.

Land for Projects and Restriction on Sales

The Group signs project agreements with local governments prior to the development of all projects in order to outline the long term blueprints of relevant projects. These agreements generally set out the size and use of lands and the related development plans. However, the actual acquisition of lands, land area and terms and conditions of such acquisition are subject to the relevant regulations and local governments' requirements, the Group's development plans and the results of the relevant public tender, auction and listing. Since the development of each of these projects may last for more than ten years, the Group and the local government may agree to adjust the details of these agreements to align with the actual needs of project developments.

The progress of the land acquisition and project development depends on the progress of the Group's planning, as well as the procedural formalities as determined by the local government departments. As the procedures and requirements set by different local governments vary, the Group may adjust the development of each project according to relevant conditions. In view of its substantial land bank and flexibility in project planning, the Group believes such circumstances will not have material impact on its development as a whole.

經濟、商業及其他風險

本集團或會受到來自國家與區域經濟、房地產及金融市場負面發展風險的影響。該等風險或會導致物業銷售及其價格、物業租金及佔有率下降，以及對其提供的配套服務與設施需求的下降。其亦或會導致經濟衰退、通貨膨脹、通貨緊縮及匯價波動，以及信貸受限、融資及其他運營成本上升。由於本集團的項目開發需時，其或受到市場風險影響。儘管本集團委聘優質合作夥伴進行項目開發，但仍可能受其提供產品與服務之品質及安全性所帶來風險的影響。本集團於其運營的地區亦可能受一系列監管環境影響，包括資產及業務的擁有權、涉及開發及運營的法規、外匯管制、稅收規則及勞動法規等監管方式的變化或會影響本集團的業務。當地政策環境的變化亦可能會影響本集團的業務。本集團管理層將因應該等變化作出適時調整，以與市場環境及政策變化保持一致。本集團進一步管理財務風險的辦法可與載於本公司2016/17年報財務報表附註46一併閱讀。

項目土地及銷售限制

本集團在發展各項目前均與當地政府簽訂項目協議，以勾劃相關項目長遠的概要藍圖，該等協議一般會就項目土地規模、性質及發展作概要約定，但實質土地的取得、土地面積及取得之條款將按相關規定、當地政府要求、本集團的發展規劃及招拍掛的結果為準。由於各項目的發展期間可能超過十年，本集團及當地政府可能會因應項目發展的需要而協商調整協議內容。

本集團項目土地的取得及建設的進度，除視乎內部之規劃外，亦視乎項目當地政府部門各程序之手續。各地政府的程序和要求各異，因此，本集團對各項目的發展將視乎有關情況而作相應的調整和配合，但由於本集團的項目用地充裕，規劃上具較強的彈性，本集團認為有關情況對本集團的整體發展影響不大。

Pursuant to certain project and land related contracts and documents, some of the land acquired by the Group may have sales restrictions on properties built on it. These include the saleable area of trade centers of CSC Shenzhen is limited to 30% of the total buildable GFA of properties built on the relevant parcels of land. The saleable area of trade centers and warehousing facilities built on certain parcels of land acquired by CSC Nanchang and CSC Nanning in 2010 are limited to 60% of the relevant total buildable GFA. The saleable area of trade centers built by CSC Hefei and CSC Chongqing are limited to 50% of their relevant total buildable GFA. The saleable area of trade centers of phase I and future phases of CSC Zhengzhou are limited to 60% and 50% respectively of its relevant total buildable GFA. According to the Group's business model, the Group intends to hold not less than 50% of trade centers and commercial facilities for leasing and self-use, the related sales restrictions will not have significant impact to the Group.

Human Resources

As at 30 September 2017, the Group had a workforce of approximately 5,890 persons. The number of the Group's staff decreased by approximately 8.3% from 6,420 persons as at 31 March 2017. The Group aims to recruit, retain and develop competent individuals who are committed to the Group's long-term success and growth. Remunerations and other benefits of employees are reviewed annually in response to both market conditions and trends, and are based on qualifications, experience, responsibilities and performance. In addition to basic salaries and other staff benefits, discretionary bonuses and share options may be awarded to employees who display outstanding performance and contributions to the Group. During the Period, the Company granted in aggregate 120,000,000 share options to two executive Directors of the Group.

根據若干項目及土地相關合同和文件，部分項目土地所建之物業存在銷售限制，包括深圳華南城相關地塊上的交易中心的可銷售面積限於總可建建築面積的30%；南昌華南城和南寧華南城於2010年取得的若干土地，其上建設的交易中心及倉儲設施的可銷售面積限於該等物業總可建建築面積的60%；合肥華南城及重慶華南城建設的交易中心的可銷售面積限於該等物業總可建建築面積的50%；鄭州華南城建設的一期及以後各期的交易中心的可銷售面積分別限於該等物業總可建建築面積的60%及50%。按本集團商業模式，本集團規劃持有不少於50%交易中心及商業配套設施作租賃和自用，有關銷售限制對本集團的影響不大。

人力資源

於2017年9月30日，本集團有僱員約5,890人。本集團僱員人數較2017年3月31日的6,420人減少約8.3%。本集團旨在招聘、挽留及培訓該等致力於本集團長遠成功及增長的人員。僱員的薪酬及其他福利乃參考市況及市場趨勢，以及按彼等的資歷、經驗、職責及表現每年進行檢討。除基本薪金及其他員工福利外，表現優秀且為本集團作出貢獻的僱員亦可獲獎勵酌情花紅及購股權。於本期間，本公司向兩名執行董事授出合共120,000,000份購股權。

DISCLOSURE OF INTERESTS

權益披露

Directors' and Chief Executive's Interests in Securities

As at 30 September 2017, the interests and short positions of the Directors in the shares of the Company (the "Shares"), underlying Shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO")) as recorded in the register maintained by the Company under section 352 of the SFO or as notified to the Company and the Hong Kong Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") were as follows:

董事及主要行政人員於證券的權益

於2017年9月30日，董事於本公司或其任何相聯法團（定義見證券及期貨條例（「證券及期貨條例」）第XV部）的本公司股份（「股份」）、相關股份及債權證中擁有載入本公司根據證券及期貨條例第352條須予存置的登記冊，或根據上市發行人董事進行證券交易的標準守則（「標準守則」）須知會本公司及香港聯交所的權益及淡倉如下：

Long position in the Shares and Underlying Shares of the Company

於本公司股份及相關股份的好倉

Name of Directors	Class of Shares	Number of Shares held				Total	Approximate percentage of the Company's total number of issued Shares ⁽⁸⁾
		Corporate interest	Personal interest	Family interest	Share Options		
董事姓名	股份類別	公司權益	個人權益	家族權益	購股權	總計	佔本公司已發行股份總數概約百分比 ⁽⁸⁾
Cheng Chung Hing 鄭松興	Ordinary Shares 普通股	2,153,148,831 ⁽¹⁾	79,000,000	-	-	2,232,148,831	27.87%
Cheng Tai Po 鄭大報	Ordinary Shares 普通股	588,984,145 ⁽²⁾	4,936,000	-	-	593,920,145	7.41%
Leung Moon Lam 梁滿林	Ordinary Shares/Share Options 普通股/購股權	213,899,770 ⁽³⁾	-	2,000,000	69,300,000 ⁽⁴⁾	285,199,770	3.56%
Ma Kai Cheung 馬介璋	Ordinary Shares 普通股	138,966,649 ⁽⁵⁾	-	-	-	138,966,649	1.73%
Ma Wai Mo 馬偉武	Ordinary Shares 普通股	126,197,662 ⁽⁶⁾	-	-	-	126,197,662	1.57%
Sun Kai Lit Cliff 孫啟烈	Ordinary Shares 普通股	125,241,662 ⁽⁷⁾	-	-	-	125,241,662	1.56%
Fung Sing Hong Stephen 馮星航	Ordinary Shares/Share Options 普通股/購股權	-	9,200,000	-	235,990,000 ⁽⁴⁾	245,190,000	3.06%
Song Chuan 宋川	Share Options 購股權	-	-	-	40,000,000 ⁽⁴⁾	40,000,000	0.49%
Leung Kwan Yuen Andrew 梁君彥	Share Options 購股權	-	-	-	2,000,000 ⁽⁴⁾	2,000,000	0.02%
Li Wai Keung 李偉強	Share Options 購股權	-	-	-	2,000,000 ⁽⁴⁾	2,000,000	0.02%
Hui Chiu Chung 許照中	Share Options 購股權	-	-	-	2,000,000 ⁽⁴⁾	2,000,000	0.02%
Yung Wing Ki Samuel 容永祺	Share Options 購股權	-	-	-	2,000,000 ⁽⁴⁾	2,000,000	0.02%

Disclosure of Interests (Continued)

權益披露(續)

Notes:

- (1) Mr. Cheng Chung Hing is interested in 100% of the issued share capital of Accurate Gain Developments Limited which in turn interested in 2,153,148,831 Shares and is therefore deemed to be interested in the aforesaid 2,153,148,831 Shares. Mr. Cheng is a director of Accurate Gain Developments Limited. Mr. Cheng Chung Hing is the father of Ms. Cheng Ka Man Carman and the younger brother of Mr. Cheng Tai Po.

Together with Mr. Cheng Chung Hing's personal interests, Mr. Cheng was deemed to have 27.87% of the voting rights of the Company.

- (2) Mr. Cheng Tai Po is interested in 100% in the issued share capital of Proficient Success Limited which in turn holds 588,984,145 Shares and is therefore deemed to be interested in the aforesaid 588,984,145 Shares. Mr. Cheng is a director of Proficient Success Limited. Mr. Cheng Tai Po is the elder brother of Mr. Cheng Chung Hing and the uncle of Ms. Cheng Ka Man Carman.

- (3) Mr. Leung Moon Lam owns 100% of the issued share capital of Kings Faith International Limited which in turn holds 213,899,770 Shares and is therefore deemed to be interested in the aforesaid 213,899,770 Shares. Mr. Leung is a director of Kings Faith International Limited.

Together with Mr. Leung Moon Lam's family interests, Mr. Leung was deemed to have 2.69% of the voting rights of the Company.

Mr. Leung Moon Lam resigned as Non-Executive Director of the Company and was appointed as Honourable Adviser of the Group with effect from 25 July 2017.

- (4) The relevant interests are share options granted to Mr. Leung Moon Lam, Mr. Fung Sing Hong Stephen, Mr. Song Chuan, Mr. Leung Kwan Yuen Andrew, Mr. Li Wai Keung, Mr. Hui Chiu Chung and Mr. Yung Wing Ki Samuel pursuant to the Company's share option scheme adopted on 4 September 2009. Further details of the share option scheme are set out in the section headed "Share Option Scheme" below.

- (5) Dr. Ma Kai Cheung, as beneficial owner and beneficiary of trust and through the interest of his spouse, being interested in 41.51% of the issued share capital of Carrianna Group Holdings Company Limited which through a number of intermediaries, wholly owns Carrianna Development Limited, Dr. Ma Kai Cheung is therefore deemed to be interested and duplicated interests in an aggregate of 138,966,649 Shares held by Carrianna Development Limited via its holding company. Dr. Ma is a director of each of Carrianna Group Holdings Company Limited, Carrianna Development Limited, Sincere United Holdings Limited, Carrianna Holdings Limited, Gartrend Development Limited and Carrianna (BVI) Limited.

附註：

- (1) 由於鄭松興先生擁有 Accurate Gain Developments Limited 已發行股本的100%股份權益，而該公司擁有 2,153,148,831 股股份之權益，故鄭先生被視為擁有上述 2,153,148,831 股股份之權益。鄭先生為 Accurate Gain Developments Limited 的董事。鄭松興先生為鄭嘉汶女士之父親及鄭大報先生之胞弟。

連同鄭松興先生的個人權益，鄭先生被視為持有本公司 27.87% 投票權。

- (2) 由於鄭大報先生分擁有 Proficient Success Limited 已發行股本的100%股份權益，而該公司持有 588,984,145 股股份，故鄭先生被視為持有上述 588,984,145 股股份的權益。鄭先生為 Proficient Success Limited 的董事。鄭大報先生為鄭松興先生之胞兄及鄭嘉汶女士之伯父。

- (3) 由於梁滿林先生擁有京輝國際有限公司已發行股本的100%股份權益，而該公司持有 213,899,770 股股份，故梁先生被視為持有上述 213,899,770 股股份的權益。梁先生為京輝國際有限公司之董事。

連同梁滿林先生的家族權益，梁先生被視為持有本公司 2.69% 投票權。

梁滿林先生已辭任本公司非執行董事，並獲委任為本集團之榮譽顧問，由 2017 年 7 月 25 日起生效。

- (4) 有關之權益是指根據本公司於 2009 年 9 月 4 日採納之購股權計劃而授予梁滿林先生、馮星航先生、宋川先生、梁君彥先生、李偉強先生、許照中先生及容永祺先生之購股權。購股權計劃之進一步詳情載於下文「購股權計劃」一節內。

- (5) 由於馬介璋博士為實益擁有人及信託受益人，並透過其配偶的權益，持有佳寧娜集團控股有限公司已發行股本中 41.51% 之股份權益，而佳寧娜集團控股有限公司透過若干中間控股公司全資擁有 Carrianna Development Limited，馬介璋博士故被視為透過其控股公司於 Carrianna Development Limited 持有合共 138,966,649 股股份中擁有權益及權益重疊。馬博士為佳寧娜集團控股有限公司、Carrianna Development Limited、Sincere United Holdings Limited、佳寧娜集團有限公司、嘉堅發展有限公司及 Carrianna (BVI) Limited 的董事。

Disclosure of Interests (Continued) 權益披露(續)

- (6) By virtue of Dr. Ma Wai Mo's 50% shareholding interests in Luk Ka Overseas Investments Limited which is interested in 100% interests in Luk Ka International Limited, Dr. Ma is therefore deemed to be interested and duplicated in the interest in the same 126,197,662 Shares held by Luk Ka International Limited.

Dr. Ma Wai Mo resigned as Non-Executive Directors of the Company and was appointed as Honourable Adviser of the Group with effect from 25 July 2017.

- (7) Mr. Sun Kai Lit Cliff owns the entire interests in Kinox Holdings Limited and is therefore deemed to be interested in the 125,241,662 Shares held by Kinox Holdings Limited.

Mr. Sun Kai Lit Cliff resigned as Non-Executive Directors of the Company and was appointed as Honourable Adviser of the Group with effect from 25 July 2017.

- (8) The percentage shareholding is calculated on the basis of 8,006,321,999 Shares issued as at 30 September 2017.

Save as disclosed above, as at 30 September 2017, to the knowledge of the Directors, none of the Directors or chief executive of the Company had any interests or short positions in the Shares, underlying Shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which were required to be: (i) notified to the Company and the Hong Kong Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which the Directors and chief executive were taken or deemed to have under such provisions of the SFO); (ii) entered in the register kept by the Company pursuant to Section 352 of the SFO; or (iii) notified to the Company and the Hong Kong Stock Exchange pursuant to the Model Code.

- (6) 由於馬偉武博士擁有 Luk Ka Overseas Investments Limited 的 50% 股份權益，而該公司擁有力嘉國際集團有限公司的 100% 權益，故馬博士被視為於力嘉國際集團有限公司而持有 126,197,662 股股份中擁有權益及權益重疊。

馬偉武博士已辭任本公司非執行董事，並獲委任為本集團之榮譽顧問，由 2017 年 7 月 25 日起生效。

- (7) 由於孫啟烈先生擁有 Kinox Holdings Limited 之全部權益，故被視為於 Kinox Holdings Limited 所持的 125,241,662 股股份中擁有權益。

孫啟烈先生已辭任本公司非執行董事，並獲委任為本集團之榮譽顧問，由 2017 年 7 月 25 日起生效。

- (8) 股本百分比乃根據於 2017 年 9 月 30 日已發行之 8,006,321,999 股股份計算。

除上文所披露者外，於 2017 年 9 月 30 日，據董事所知，概無董事或本公司主要行政人員於本公司或其任何相聯法團(定義見證券及期貨條例第 XV 部)的股份、相關股份或債權證中擁有：(i) 根據證券及期貨條例第 XV 部第 7 及第 8 分部須知會本公司及香港聯交所的權益或淡倉(包括董事及主要行政人員根據證券及期貨條例相關條文被當作或被視為擁有之權益及淡倉)；(ii) 本公司根據證券及期貨條例第 352 條須記錄於登記冊的權益或淡倉；或(iii) 根據標準守則須知會本公司及香港聯交所之任何權益或淡倉。

Substantial Shareholders' Interests in Securities

As at 30 September 2017, to the knowledge of the Directors, the following persons (other than a Director or chief executive of the Company) had or were deemed or taken to have interests or short position in the Shares or underlying Shares which were required to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register kept by the Company pursuant to Section 336 of the SFO:

Long Position in the Shares

主要股東於證券的權益

於2017年9月30日，據董事所知，以下人士(董事或本公司主要行政人員除外)於股份或相關股份中擁有或被視為或被當作擁有根據證券及期貨條例第XV部第2及3分部條文須向本公司披露，或載入本公司根據證券及期貨條例第336條須予存置的登記冊的權益或淡倉：

於股份中的好倉

Name	Nature of interest	Number of Shares or underlying Shares held	Approximate percentage of the Company's total number of issued Shares ⁽⁴⁾
姓名／名稱	權益性質	所持股份或相關股份數目	佔本公司已發行股份總數概約百分比 ⁽⁴⁾
Accurate Gain Developments Limited	Beneficial owner 實益擁有人	2,153,148,831 ⁽¹⁾	26.89%
Tencent Holdings Limited 騰訊控股有限公司	Deemed interest in controlled corporation 被視作受控制法團權益	925,100,000 ⁽²⁾	11.55%
THL H Limited	Beneficial Owner 實益擁有人	925,100,000 ⁽²⁾	11.55%
Proficient Success Limited	Beneficial owner 實益擁有人	588,984,145 ⁽³⁾	7.35%

Notes:

- (1) Mr. Cheng Chung Hing owns 100% of the issued share capital of Accurate Gain Developments Limited.
- (2) THL H Limited is wholly owned by Tencent Holdings Limited.
- (3) Mr. Cheng Tai Po owns 100% of the issued share capital of Proficient Success Limited.
- (4) The percentage shareholding is calculated on the basis of 8,006,321,999 Shares issued as at 30 September 2017.

附註：

- (1) 鄭松興先生擁有Accurate Gain Developments Limited已發行股本的100%股份權益。
- (2) THL H Limited由騰訊控股有限公司全資擁有。
- (3) 鄭大報先生擁有Proficient Success Limited已發行股本的100%股份權益。
- (4) 股本百分比乃根據於2017年9月30日已發行之8,006,321,999股股份計算。

Save as disclosed above, as at 30 September 2017, to the knowledge of the Directors or chief executive of the Company, no other person (other than a Director or chief executive of the Company) had, or were deemed or taken to have interest or short position in the Shares or underlying Shares which were required to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register kept by the Company pursuant to Section 336 of the SFO.

Information on Share Options Share Option Scheme

The Company has adopted a share option scheme on 4 September 2009 (the "Share Option Scheme"). The major terms of the Share Option Scheme are summarized as follows:

1. The purpose of the Share Option Scheme is to provide incentives to eligible persons for their contribution to the Group and to enable the Group to recruit high-calibre employees and attract human resources that are valuable to the Group.
2. The Board may at its discretion grant options to Directors, employees, officers, agents, consultants or representatives of the Group.
3. The total number of Shares which may be issued upon exercise of all share options granted and yet to be exercised under the Share Option Scheme must not exceed 30% of the Shares in issue from time to time. The total number of Shares in respect of which options may be granted under the Share Option Scheme is not permitted to exceed 10% in nominal amount of the issued Shares as at the date of commencement of the listing of Shares on the Hong Kong Stock Exchange unless with the prior approval from the Shareholders. The Share Option Scheme limit was refreshed at the annual general meeting of the Company held on 21 August 2013, and hence the maximum number of the Shares available for issue upon exercise of all share options which may be granted under the Share Option Scheme is 219,632,400 Shares, representing approximately 2.74% of the total number of issued shares of the Company as at 30 September 2017.

除上文所披露者外，於2017年9月30日，據董事或本公司主要行政人員所知，概無其他人士(董事或本公司主要行政人員除外)於股份或相關股份中擁有或被視為或被當作擁有根據證券及期貨條例第XV部第2及3分部之條文須向本公司披露，或根據證券及期貨條例第336條載入本公司存置的登記冊之權益或淡倉。

有關購股權的資料 購股權計劃

本公司已於2009年9月4日採納了一套購股權計劃(「購股權計劃」)。購股權計劃的主要條款摘錄如下：

1. 該購股權計劃旨在獎勵合資格人士對本集團所作貢獻，並使本集團得以招聘優秀員工及吸引人才。
2. 董事會有權酌情向本集團之董事、僱員、高級職員、代理、顧問或代表授出購股權。
3. 因購股權計劃項下已授出但尚未行使之所有購股權獲行使而可予發行的股份總數，不得超過不時已發行股份的30%。除獲本公司股東預先批准，否則根據購股權計劃可予授出的購股權所涉及股份總數，不得超過股份於香港聯交所上市之日期的已發行股份面值的10%。購股權計劃上限已於2013年8月21日舉行之本公司股東周年大會上更新，因此根據購股權計劃項下可予授出的所有購股權獲行使而可供發行的股份總數為219,632,400股，相當於本公司於2017年9月30日已發行股份總數約2.74%。

Disclosure of Interests (Continued)
權益披露(續)

4. The total number of Shares issued and to be issued upon the exercise of share options granted under the Share Option Scheme (including exercised, cancelled and outstanding share options) to each grantee in any 12-month period up to the date of grant shall not exceed 1% of the issued share capital of the Company as at the date of grant. Any further grant of share options in excess of this limit is subject to approval of the Shareholders.
 5. The period during which a share option may be exercised will be determined by the Directors at their absolute discretion, save that no share option may be exercised more than 10 years after grant.
 6. The consideration paid by each grantee for each grant of options is HK\$1.
 7. The exercise price in relation to each share option will be determined by the Directors at their absolute discretion and shall not be less than the highest of: (i) the official closing price of the Shares as stated in the daily quotation sheet of the Hong Kong Stock Exchange on the date of grant; (ii) the average closing prices of the Shares as stated in the daily quotation sheets of the Hong Kong Stock Exchange for the five business days immediately preceding the date of grant; and (iii) the nominal value of the Shares on the date of grant.
 8. The Share Option Scheme will expire on 29 September 2019 after which no further options will be granted under the Share Option Scheme. In respect of the options granted and accepted prior to such expiration and not then exercised, they shall continue to be valid and exercisable subject to and in accordance with the Share Option Scheme.
4. 因購股權計劃項下已授出購股權(包括已行使、註銷及未行使之購股權)獲行使而於任何12個月期間起至授出日期止向各承授人發行及即將發行的股份總數，不得超過本公司於授出日期已發行股本的1%。如要進一步授出超過此限額的購股權，須獲股東批准。
 5. 董事可全權酌情決定購股權的行使期，惟以購股權獲授出後10年為限。
 6. 各承授人須支付1港元作為每次獲授購股權的代價。
 7. 董事可全權酌情決定各購股權的行使價，惟不得低於下列各項的最高者：(i)股份於授出日期在香港聯交所每日報價表所列官方收市價；(ii)股份於緊接授出日期前五個營業日在香港聯交所每日報價表所列平均收市價；及(iii)股份於授出日期的面值。
 8. 購股權計劃將於2019年9月29日終止，其後將不能根據購股權計劃進一步授出購股權。根據購股權計劃並在其規限下，於該終止前已授出並獲接納惟當時尚未行使之購股權將仍然有效及可行使。

Disclosure of Interests (Continued)
權益披露(續)

The table below summarized the details of the movements in the share options granted pursuant to the Share Option Scheme during the Period:

於本期間內根據購股權計劃授出購股權的變動詳情摘錄於下表之內：

Name	Date of Grant	Number of Share Options 購股權數目					As at 30 September 2017 於2017年 9月30日	Exercise Price 行使價 HK\$ 港元	Exercisable Period 行使期
		As at 1 April 2017 於2017年 4月1日	Granted 已授出	Exercised 已行使	Cancelled/ Lapsed 已註銷/失效				
Directors									
董事									
Leung Moon Lam ⁽¹⁾ 梁滿林	30/6/2014	34,650,000	-	-	-	34,650,000	4.07	30/6/2014-29/6/2019	
Fung Sing Hong Stephen 馮星航	27/6/2013	8,000,000	-	-	-	8,000,000	1.69	27/6/2014-26/6/2018	
	17/2/2014	19,000,000	-	-	-	19,000,000	4.14	17/2/2014-16/2/2019	
	30/6/2014	15,000,000	-	-	-	15,000,000	4.07	30/6/2014-29/6/2019	
		15,000,000	-	-	-	15,000,000	4.07	30/6/2015-29/6/2019	
	13/1/2016	39,995,000	-	-	-	39,995,000	1.528	13/1/2016-12/1/2021	
		39,995,000	-	-	-	39,995,000	1.528	13/1/2017-12/1/2022	
	3/7/2017	-	40,000,000	-	-	40,000,000	1.52	3/7/2017-2/7/2022	
		-	40,000,000	-	-	40,000,000	1.52	3/7/2018-2/7/2023	
Song Chuan 宋川	3/7/2017	-	20,000,000	-	-	20,000,000	1.52	3/7/2018-2/7/2023	
		-	10,000,000	-	-	10,000,000	1.52	3/7/2019-2/7/2024	
		-	10,000,000	-	-	10,000,000	1.52	3/7/2020-2/7/2025	
Leung Kwan Yuen Andrew 梁君彥	17/2/2014	1,000,000	-	-	-	1,000,000	4.14	17/2/2014-16/2/2019	
Li Wai Keung 李偉強	17/2/2014	1,000,000	-	-	-	1,000,000	4.14	17/2/2014-16/2/2019	
Hui Chiu Chung 許照中	17/2/2014	1,000,000	-	-	-	1,000,000	4.14	17/2/2014-16/2/2019	
Yung Wing Ki Samuel 容永祺	17/2/2014	1,000,000	-	-	-	1,000,000	4.14	17/2/2015-16/2/2019	
		1,000,000	-	-	-	1,000,000	4.14	17/2/2016-16/2/2019	
Employees 僱員	27/6/2013	1,500,000	-	-	-	1,500,000	1.69	27/6/2013-26/6/2018	
		2,500,000	-	-	-	2,500,000	1.69	27/6/2014-26/6/2018	
		1,250,000	-	-	(250,000)	1,000,000	1.69	27/6/2015-26/6/2018	
	17/2/2014	1,000,000	-	-	-	1,000,000	4.14	17/2/2015-16/2/2019	
		1,000,000	-	-	-	1,000,000	4.14	17/2/2016-16/2/2019	
	30/6/2014	1,000,000	-	-	(1,000,000)	-	4.07	30/6/2015-29/6/2019	
		1,000,000	-	-	(1,000,000)	-	4.07	30/6/2016-29/6/2019	
	22/8/2016	22,250,000	-	-	(3,500,000)	18,750,000	1.75	22/8/2016-21/8/2021	
		34,000,000	-	-	(4,000,000)	30,000,000	1.75	22/8/2017-21/8/2022	
		11,750,000	-	-	(1,250,000)	10,500,000	1.75	22/8/2018-21/8/2023	
		310,540,000	120,000,000	-	(11,000,000)	419,540,000			

Disclosure of Interests (Continued)
權益披露(續)

Note:

1. Mr. Leung Moon Lam resigned as Non-Executive Director of the Company and was appointed as Honourable Adviser of the Group with effect from 25 July 2017.
2. The closing price of the Share immediately before the date on which the share options granted on 3 July 2017 was HK\$1.45 per Share.
3. Details of the Share Options Scheme are set out in note 26 to the financial statements.

附註：

1. 梁滿林先生已辭任本公司非執行董事，並獲委任為本集團之榮譽顧問，由2017年7月25日起生效。
2. 緊接於2017年7月3日授出購股權日期前本公司股份收市價每股1.45港元。
3. 購股權計劃的詳情載於財務報表附註26。

CORPORATE GOVERNANCE AND OTHER INFORMATION

企業管治及其他資料

Code on Corporate Governance Practices

During the Period, the Company has complied with the applicable code provisions of the Corporate Governance Code (the “CG Code”) as set out in Appendix 14 of the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange (the “Listing Rules”), save and except for the following deviation:

Code provision A.6.7 provides that independent non-executive Directors and other non-executive Directors, are equal board members, should attend general meetings of the Company. During the Period, a non-executive Director of the Company was unable to attend the last annual general meeting of the Company held on 21 August 2017 as he had other prior business engagement.

Pursuant to Rule 3.10A of the Listing Rules, the independent non-executive Directors of a listed issuer must represent at least one-third of the board of directors of such listed issuer. Upon the appointment of Mr. Song Chuan and Ms. Cheng Ka Man Carman as executive Directors on 4 May 2017, the number of independent non-executive Directors was less than one-third of the Board as required under Rule 3.10A of the Listing Rules during the period from 4 May 2017 to 24 July 2017. Mr. Sun Kai Lit Cliff, Dr. Ma Wai Mo and Mr. Leung Moon Lam resigned as non-executive Directors of the Company and were appointed as Honourable Advisers of the Group on 25 July 2017. Since then, the Company is in compliance with Rule 3.10A.

Model Code for Securities Transactions by Directors

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the “Model Code”) as set out in Appendix 10 to the Listing Rules as the guidelines for the directors’ dealing in the securities of the Company. Upon specific enquiries of all the Directors, each of them confirmed that they have complied with the required standards set out in the Model Code throughout the six months ended 30 September 2017.

企業管治守則

於本期間，本公司已遵守香港聯合交易所證券上市規則(「上市規則」)附錄14所載企業管治守則(「管治守則」)之適用守則條文，惟以下守則條文除外：

根據守則條文第A.6.7，獨立非執行董事及其他非執行董事作為與其他董事擁有同等地位的董事會成員，應出席本公司的股東大會。於本期間，本公司一位非執行董事因有其他先前的事務在身而未能出席本公司於2017年8月21日舉行之股東周年大會。

根據上市規則第3.10A條，上市發行人的獨立非執行董事必須佔該上市發行人的董事會成員人數至少三分之一。自2017年5月4日委任宋川先生及鄭嘉汶女士為執行董事後，於2017年5月4日至2017年7月24日期間，本公司獨立非執行董事之人數少於上市規則第3.10A條所規定。孫啟烈先生、馬偉武博士及梁滿林先生於2017年7月25日辭任本公司非執行董事，並獲委任為本集團之榮譽顧問。自此，本公司已符合上市規則第3.10A條之規定。

董事進行證券交易的標準守則

本公司已採納上市規則附錄10所載上市發行人董事進行證券交易的標準守則(「標準守則」)，作為董事進行本公司證券交易的指引。經向全體董事作出具體查詢後，彼等各自確認於截至2017年9月30日止六個月內一直遵守標準守則所載的規定準則。

Change in Information of Directors

The change in the information of directors since the publication of the 2016/17 annual report is set out below pursuant to Rule 13.51(B)(1) of the Listing Rules:

- Mr. Ma Kai Cheung resigned as Co-Chairman of the Group and remains as Non-Executive Director of the Company with effect from 25 July 2017.
- Mr. Cheng Chung Hing re-designated as Chairman of the Group and remains as Executive Director of the Company, but ceased to act as Co-Chairman of the Group with effect from 25 July 2017.
- Mr. Sun Kai Lit Cliff, Dr. Ma Wai Mo and Mr. Leung Moon Lam resigned as Non-Executive Directors of the Company and were appointed as Honourable Advisers of the Group with effect from 25 July 2017.
- Mr. Li Wai Keung retired as director of Shenzhen City Airport (Group) Company Limited with effect from 3 July 2017.

Audit Committee

The Audit Committee is responsible for the review and supervision of the Group's financial reporting process, risk management and internal controls system and review of the Company's financial statements. Their written terms of reference are in line with the provisions under the CG Code and the roles and responsibilities delegated to the Audit Committee by the Board.

The Audit Committee consists of Mr. Li Wai Keung as chairman, Mr. Leung Kwan Yuen Andrew, Mr. Hui Chiu Chung and Mr. Yung Wing Ki Samuel. All of the Audit Committee members are independent non-executive Directors.

Review of Interim Results

The unaudited interim results of the Company and its subsidiaries for the six months ended 30 September 2017 have been reviewed by the Audit Committee and Ernst & Young, the Company's independent auditor, 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.

董事資料變動

根據上市規則第13.51(B)(1)條，於2016/17年報刊發後的董事資料變動載列如下：

- 馬介璋先生已辭任本集團聯席主席，但繼續擔任本公司之非執行董事，由2017年7月25日起生效。
- 鄭松興先生已調任為本集團主席，並繼續擔任本公司執行董事，但不再擔任本集團聯席主席，由2017年7月25日起生效。
- 孫啟烈先生、馬偉武博士及梁滿林先生已辭任本公司非執行董事，並獲委任為本集團之榮譽顧問，由2017年7月25日起生效。
- 李偉強先生已退任為深圳市機場(集團)有限公司之董事，由2017年7月3日起生效。

審核委員會

審核委員會負責檢討及監管本集團的財務申報程序、風險管理及內部監控系統及審閱本公司的財務報表，其書面職權範圍與企業管治守則項下條文及董事會指定審核委員會的職責及職務相符。

審核委員會由李偉強先生(主席)、梁君彥先生、許照中先生及容永祺先生組成。審核委員會全體成員均為獨立非執行董事。

中期業績的審閱

審核委員會及本公司獨立核數師安永會計師事務所已根據香港會計師公會頒佈的香港審閱委聘準則第2410號「實體的獨立核數師對中期財務資料的審閱」，審閱本公司及其附屬公司截至2017年9月30日止六個月的未經審核中期業績。

Purchase, Sale or Redemption of Listed Securities

During the period, the Company has early redeemed the 2014 Notes in April 2017. Subsequently, the 2014 Notes were cancelled and delisted from the official list of the Singapore Exchange Securities Trading Limited accordingly.

Save as disclosed above, neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed securities.

Interim Dividend

The Board resolved not to declare any interim dividend for the six months ended 30 September 2017 (30 September 2016: Nil).

Events after the Reporting Period

The events after the reporting period are set out in note 31 to the financial statements

購買、出售或贖回上市證券

於本期間，本公司於2017年4月提早贖回2014年票據，接着，該2014年票據悉數被註銷並自新加坡證券交易所有限公司的官方名單中刪除。

除上述披露者外，本公司及其任何附屬公司概無購買、出售或贖回本公司任何上市證券。

中期股息

董事會已議決不宣派任何截至2017年9月30日止六個月中期股息(2016年9月30日：無)。

報告期間結束後事項

本報告期間後事項之詳情載於財務報表附註31。

REPORT ON REVIEW OF INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

中期簡明綜合財務報表審閱報告



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To the members of China South City Holdings Limited

(Incorporated in Hong Kong with limited liability)

致華南城控股有限公司各股東

(於香港註冊成立的有限公司)

Introduction

We have reviewed the accompanying interim condensed consolidated financial statements set out on pages 60 to 104 which comprises the condensed consolidated statement of financial position of China South City Holdings Limited (the “Company”) and its subsidiaries (together, the “Group”) as at 30 September 2017 and the related condensed consolidated statements of profit or loss, comprehensive income, changes in equity and cash flows for the six-month period then ended, and explanatory notes. The Main Board Listing 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 interim condensed consolidated financial statements in accordance with HKAS 34. Our responsibility is to express a conclusion on these interim condensed consolidated financial statements based on our review. Our report is made 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 interim financial information 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.

緒言

吾等已審閱第60至104頁所載的中期簡明綜合財務報表，當中包括華南城控股有限公司（「貴公司」）及其附屬公司（統稱「貴集團」）於2017年9月30日的簡明綜合財務狀況表，與截至該日止六個月期間的相關簡明綜合損益表、全面收益表、權益變動表及現金流量表，以及說明附註。香港聯合交易所有限公司主板證券上市規則規定，就中期財務資料編製報告須符合當中的相關條文，以及由香港會計師公會頒佈的香港會計準則第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號編製及呈報此中期簡明綜合財務報表。吾等的責任是根據吾等的審閱工作，對此中期簡明綜合財務報表作出結論，並按照雙方所協定的委聘書條款僅向閣下（作為整體）報告，除此之外本報告別無其他目的。吾等不會就本報告的內容向任何其他人士負上或承擔任何責任。

審閱範圍

吾等依據香港會計師公會頒佈的香港審閱委聘準則第2410號「實體的獨立核數師對中期財務資料的審閱」進行吾等的審閱工作。審閱中期財務資料包括主要向負責財務和會計事務的人員作出查詢，以及進行分析性和其他審閱程序。由於審閱的範圍遠較根據香港審計準則進行審核的範圍為小，故吾等不保證可知悉所有在審核中可能發現的重大事項。因此，吾等不會發表審核意見。

Conclusion

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

Ernst & Young
Certified Public Accountants
Hong Kong
30 November 2017

結論

根據吾等的審閱工作，並無發現任何事項令吾等相信中期簡明綜合財務報表在任何重大方面未有根據香港會計準則第34號編製。

安永會計師事務所
執業會計師
香港
2017年11月30日

INTERIM CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS

中期簡明綜合損益表

For the six months ended 30 September 2017 截至2017年9月30日止六個月

			For the six months ended 30 September 截至9月30日止六個月	
			2017 2017年 HK\$'000 千港元 (Unaudited) (未經審核)	2016 2016年 HK\$'000 千港元 (Unaudited) (未經審核)
	Notes 附註			
REVENUE	5	收入	3,620,370	2,892,799
Cost of sales		銷售成本	(2,134,828)	(1,650,249)
Gross profit		毛利	1,485,542	1,242,550
Other income and gains/(losses)	5	其他收入及收益/(虧損)	249,958	684,177
Fair value gains on investment properties	5	投資物業公平值收益	1,066,390	963,134
Selling and distribution expenses		銷售及分銷開支	(307,413)	(395,537)
Administrative expenses		行政開支	(518,297)	(563,131)
Other expenses		其他開支	(121,440)	(85,095)
Finance costs	6	融資成本	(118,120)	(109,855)
PROFIT BEFORE TAX	7	稅前利潤	1,736,620	1,736,243
Income tax expenses	8	所得稅開支	(752,292)	(882,144)
PROFIT FOR THE PERIOD		期內利潤	984,328	854,099
Attributable to:		下列各方應佔：		
Owners of the parent		母公司擁有人	990,544	856,883
Non-controlling interests		非控股權益	(6,216)	(2,784)
			984,328	854,099
EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT	9	歸屬於母公司普通股權益持有人的每股盈利		
Basic		基本		
– For profit for the period		一期內利潤	HK12.37 cents 港仙	HK10.70 cents 港仙
Diluted		攤薄		
– For profit for the period		一期內利潤	HK12.37 cents 港仙	HK10.70 cents 港仙

INTERIM CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

中期簡明綜合全面收益表

For the six months ended 30 September 2017 截至2017年9月30日止六個月

		For the six months ended 30 September 截至9月30日止六個月	
		2017 2017年 HK\$'000 千港元 (Unaudited) (未經審核)	2016 2016年 HK\$'000 千港元 (Unaudited) (未經審核)
PROFIT FOR THE PERIOD	期內利潤	984,328	854,099
OTHER COMPREHENSIVE INCOME	其他全面收入		
Other comprehensive income/(loss) to be reclassified to profit or loss in subsequent periods:	將於期後期間重分類至損益的其他全面收入/(虧損)：		
Exchange differences on translation of foreign operations	換算海外業務的匯兌差額	1,256,350	(971,392)
OTHER COMPREHENSIVE INCOME/(LOSS) FOR THE PERIOD, NET OF TAX	期內除稅後其他全面收入/(虧損)	1,256,350	(971,392)
TOTAL COMPREHENSIVE INCOME/(LOSS) FOR THE PERIOD	期內總全面收入/(虧損)	2,240,678	(117,293)
Attributable to:	下列各方應佔：		
Owners of the parent	母公司擁有人	2,241,843	(107,311)
Non-controlling interests	非控股權益	(1,165)	(9,982)
		2,240,678	(117,293)

INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

中期簡明綜合財務狀況表

As at 30 September 2017 於2017年9月30日

			30 September 2017 2017年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2017 2017年 3月31日 HK\$'000 千港元 (Audited) (經審核)
NON-CURRENT ASSETS	非流動資產			
Property, plant and equipment	物業、廠房及設備	11	1,696,473	1,454,909
Investment properties	投資物業	12	45,748,090	42,191,542
Properties under development	發展中物業	13	5,220,953	4,493,810
Prepaid land lease payments	預付土地出租金		1,296,443	1,146,108
Goodwill	商譽		34,128	34,128
Investments in associates	於聯營公司的投資		94,642	82,497
Available-for-sale investments	可供出售金融投資		175,512	175,512
Other long-term receivables	其他長期應收款項		12,025	5,926
Deposits paid for purchase of land use rights	購買土地使用權支付的按金		15,860	15,235
Deferred tax assets	遞延稅項資產		2,756,146	2,289,999
Total non-current assets	非流動資產總值		57,050,272	51,889,666
CURRENT ASSETS	流動資產			
Properties held for finance lease	持作融資租賃物業	14	403,827	305,240
Properties held for sale	持作銷售物業	14	28,842,740	23,847,433
Inventories	存貨		180,186	137,555
Trade receivables	應收貿易賬款	15	1,314,655	1,238,228
Prepayments, deposits and other receivables	預付款項、按金及其他應收款項		1,377,020	1,066,802
Held-for-trading investments at fair value through profit or loss	透過損益以公平值列賬之持作買賣投資	16	31,729	-
Cash and cash equivalents and restricted cash	現金及現金等價物及受限制現金	17	9,285,213	10,490,909
Total current assets	流動資產總值		41,435,370	37,086,167
CURRENT LIABILITIES	流動負債			
Trade and other payables	貿易及其他應付款項	18	21,472,274	16,763,218
Interest-bearing bank and other borrowings	計息銀行及其他借貸	19	8,810,695	7,042,625
Short-term notes	短期融資券	20	1,174,000	1,353,240
Medium-term notes	中期票據	22	2,377,176	-
Tax payables	應付稅項		4,241,258	4,442,096
Total current liabilities	流動負債總額		38,075,403	29,601,179
NET CURRENT ASSETS	流動資產淨值		3,359,967	7,484,988
TOTAL ASSETS LESS CURRENT LIABILITIES	資產總值減流動負債		60,410,239	59,374,654

Interim Condensed Consolidated Statement of Financial Position (Continued)
 中期簡明綜合財務狀況表(續)

As at 30 September 2017 於2017年9月30日

			30 September 2017 2017年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2017 2017年 3月31日 HK\$'000 千港元 (Audited) (經審核)
		Notes 附註		
NON-CURRENT LIABILITIES	非流動負債			
Interest-bearing bank and other borrowings	計息銀行及其他借貸	19	8,424,180	6,369,837
Senior notes	優先票據	21	4,968,130	6,425,992
Medium-term notes	中期票據	22	2,373,164	4,723,000
Corporate bonds	企業債券	23	1,792,497	1,778,744
Domestic company bonds	境內公司債券	24	5,342,559	5,079,429
Deferred tax liabilities	遞延稅項負債		7,167,108	6,518,261
Total non-current liabilities	非流動負債總額		30,067,638	30,895,263
Net assets	資產淨值		30,342,601	28,479,391
EQUITY	權益			
Equity attributable to owners of the parent	母公司擁有人應佔權益			
Share capital	股本	25	7,054,362	7,054,362
Other reserves	其他儲備		23,114,521	21,243,892
Non-controlling interests	非控股權益		30,168,883	28,298,254
			173,718	181,137
Total equity	權益總額		30,342,601	28,479,391

INTERIM CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

中期簡明綜合權益變動表

For the six months ended 30 September 2017 截至2017年9月30日止六個月

		Attributable to owners of the parent 母公司擁有人應佔										
		Share capital	Statutory surplus reserve	Share option reserve	Exchange fluctuation reserve	Capital reserve	Revaluation reserve	Retained profits	Total	Non-controlling interests	Total equity	
		股本	法定盈餘儲備	購股權儲備	波動儲備	資本儲備	重估儲備	保留利潤	總計	非控股權益	權益總額	
Note		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	
附註		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	
At 1 April 2016 (audited)	於2016年4月1日(經審核)	7,043,784	1,344,766	140,818	374,180	(274,021)	286,456	17,262,534	26,178,517	189,948	26,368,465	
Profit for the period	期內利潤	-	-	-	-	-	-	856,883	856,883	(2,784)	854,099	
Other comprehensive loss for the period:	期內其他全面虧損:											
Exchange differences on translation of foreign operations	換算海外業務的匯兌差額	-	-	-	(964,194)	-	-	-	(964,194)	(7,198)	(971,392)	
Total comprehensive loss	全面虧損總額	-	-	-	(964,194)	-	-	856,883	(107,311)	(9,982)	(117,293)	
Capital contribution from a non-controlling shareholder	非控股股東的出資	-	-	-	-	-	-	-	-	34,953	34,953	
Acquisition of non-controlling interests	收購非控股權益	-	-	-	-	(1,919)	-	-	(1,919)	(33,034)	(34,953)	
Exercise of share options	行使購股權	26	10,578	-	(1,548)	-	-	-	9,030	-	9,030	
Equity-settled share option arrangement	以權益結算的購股權安排	26	-	-	18,283	-	-	-	18,283	-	18,283	
Lapse of share options	購股權失效	-	-	-	(176)	-	-	176	-	-	-	
Final 2015/16 dividend paid	已付2015/16末期股息	-	-	-	-	-	-	(400,316)	(400,316)	-	(400,316)	
Transfer from retained profits	轉撥自保留利潤	-	32,163	-	-	-	-	(32,163)	-	-	-	
At 30 September 2016 (unaudited)	於2016年9月30日(未經審核)	7,054,362	1,376,929	157,377	(590,014)	(275,940)	286,456	17,687,114	25,696,284	181,885	25,878,169	

Interim Condensed Consolidated Statement of Changes in Equity (Continued)
 中期簡明綜合權益變動表(續)

For the six months ended 30 September 2017 截至2017年9月30日止六個月

		Attributable to owners of the parent 母公司擁有人應佔							Non-controlling interests 非控股權益		Total equity 權益總額
		Share capital 股本	Statutory surplus reserve 法定盈餘儲備	Share option reserve 購股權儲備	Exchange fluctuation reserve 匯兌波動儲備	Capital reserve 資本儲備	Revaluation reserve 重估儲備	Retained profits 保留利潤	Total		
Note 附註		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
At 1 April 2017 (audited)	於2017年4月1日(經審核)	7,054,362	1,591,047	169,245	(1,466,215)	(275,841)	286,456	20,939,200	28,298,254	181,137	28,479,391
Profit for the period	期內利潤	-	-	-	-	-	-	990,544	990,544	(6,216)	984,328
Other comprehensive income for the period:	期內其他全面收入：										
Exchange differences on translation of foreign operations	換算海外業務的匯兌差額	-	-	-	1,251,299	-	-	-	1,251,299	5,051	1,256,350
Total comprehensive income	全面收入總額	-	-	-	1,251,299	-	-	990,544	2,241,843	(1,165)	2,240,678
Disposal of subsidiaries	出售附屬公司	-	(371)	-	1,587	-	-	-	1,216	(6,254)	(5,038)
Equity-settled share option arrangement	以權益結算的購股權安排	26	-	27,886	-	-	-	-	27,886	-	27,886
Lapse of share options	購股權失效	-	-	(4,836)	-	-	-	4,836	-	-	-
Final 2016/17 dividend paid	已付2016/17末期股息	-	-	-	-	-	-	(400,316)	(400,316)	-	(400,316)
Transfer from retained profits	轉撥自保留利潤	-	66,436	-	-	-	-	(66,436)	-	-	-
At 30 September 2017 (unaudited)	於2017年9月30日(未經審核)	7,054,362	1,657,112*	192,295*	(213,329)*	(275,841)*	286,456*	21,467,828*	30,168,883	173,718	30,342,601

* These reserve accounts comprise the consolidated other reserves of HK\$23,114,521,000 (31 March 2017: HK\$21,243,892,000) in the interim condensed consolidated statement of financial position.

* 該等其他儲備賬包括中期簡明綜合財務狀況表所載的綜合其他儲備23,114,521,000港元(2017年3月31日：21,243,892,000港元)。

INTERIM CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

中期簡明綜合現金流量表

For the six months ended 30 September 2017 截至2017年9月30日止六個月

		For the six months ended 30 September 截至9月30日止六個月	
		2017 2017年 HK\$'000 千港元 (Unaudited) (未經審核)	2016 2016年 HK\$'000 千港元 (Unaudited) (未經審核)
		Notes 附註	
CASH FLOWS FROM OPERATING ACTIVITIES	經營活動現金流量		
Profit before tax	稅前利潤		1,736,620
Adjustments for:	調整：		1,736,243
Finance costs	融資成本	6	118,120
Interest income	利息收入	5	(31,215)
(Gain)/loss on disposal of items of property, plant and equipment	出售物業、廠房及設備項目(收益)/虧損		(23)
Depreciation	折舊	7	60,569
Amortisation of prepaid land lease payments	預付土地出租金攤銷	7	11,120
Changes in fair value of investment properties	投資物業公平值變動	5	(1,066,390)
Provision for impairment of trade receivables	應收貿易賬款減值撥備	7	74,846
Write off of trade receivables	應收貿易賬款撇銷	7	27,889
Gain on disposal of subsidiaries	處置附屬公司收益	7	(1,117)
Loss on redemption of the 2012 Notes	贖回2012年票據之虧損	5	-
Loss on redemption of the 2014 Notes	贖回2014年票據之虧損	5	89,876
Gain on purchase of the 2014 Notes	購買2014年票據之收益	5	-
Fair value gain, net:	公平值收益，淨額：		
Held-for-trading investments at fair value through profit or loss	透過損益以公平值列賬之持作買賣投資	5	(2,023)
Dividend income from held-for-trading investments at fair value through profit or loss	透過損益以公平值列賬之持作買賣投資的股息收入		-
Equity-settled share option expense	以權益結算的購股權開支	7	27,886
			1,046,158
Decrease/(increase) in properties held for sale	持作銷售物業減少/(增加)		460,393
Decrease/(increase) in properties held for finance lease	持作融資租賃物業減少/(增加)		130,088
Increase in inventories	存貨增加		(36,984)
Increase in other long-term receivables	其他長期應收款項增加		(5,625)
Increase in trade receivables	應收貿易賬款增加		(128,440)
Increase in prepayments, deposits and other receivables	預付款項、按金及其他應收款項增加		(254,629)
(Increase)/decrease in restricted cash	受限制現金(增加)/減少		(240,644)
Increase in trade and other payables	貿易及其他應付款項增加		2,608,459
			1,079,553
Cash generated from operations	經營所得的現金		3,578,776
Mainland China taxes paid	已付中國大陸稅項		(1,127,965)
Net cash flows from operating activities	經營活動現金流入淨額		2,450,811

Interim Condensed Consolidated Statement of Cash Flows (Continued)
 中期簡明綜合現金流量表(續)

For the six months ended 30 September 2017 截至2017年9月30日止六個月

		For the six months ended 30 September 截至9月30日止六個月	
		2017 2017年 HK\$'000 千港元 (Unaudited) (未經審核)	2016 2016年 HK\$'000 千港元 (Unaudited) (未經審核)
	Notes 附註		
CASH FLOWS FROM INVESTING ACTIVITIES 投資活動現金流量			
Purchases of items of property, plant and equipment	11	(24,059)	(24,979)
Purchases of held-for-trading investments at fair value through profit or loss		(78,275)	-
Dividends received from held-for-trading investments at fair value through profit or loss		-	208
Proceeds from disposal of items of property, plant and equipment		19,055	6,856
Proceeds from disposal of held-for-trading investments at fair value through profit or loss		48,569	-
Increase in amount due from an associate		(8,758)	(8,391)
Acquisition of non-controlling interests		-	(34,953)
Cash outflow from disposal of subsidiaries, net		(16,472)	-
Additions to investment properties		(166,793)	(188,833)
Additions to properties under development		(3,759,693)	(1,118,326)
Interests received		31,215	41,800
Net cash flows used in investing activities		(3,955,211)	(1,326,618)
CASH FLOWS FROM FINANCING ACTIVITIES 融資活動現金流量			
Issue of short-term notes	20	1,163,784	1,395,187
Issue of senior notes		-	1,513,137
Issue of domestic company bonds	24	-	1,615,390
Capital contribution from a non-controlling shareholder		-	34,953
Payment for interests on short-term notes		(67,791)	(111,524)
Payment for interests on senior notes		(159,412)	(128,700)
Payment for interests on medium-term notes		(344,717)	(350,637)
Payment for interests on corporate bonds		(121,055)	(123,134)
Payment for interests on domestic company bonds		(110,563)	-
Repayment for short-term notes		(1,398,227)	(2,446,897)
Payment for redemption of the 2014 Notes	21	(1,568,994)	-
Payment of consent fee for the 2014 Notes	21	-	(23,193)
Payment for redemption of the 2012 Notes		-	(1,105,894)
Purchase for the 2014 Notes	21	-	(154,128)
New bank and other borrowings		6,516,517	2,052,397
Repayment of bank and other borrowings		(3,244,779)	(4,632,853)
Exercise of share options		-	9,030
Dividends paid		(400,316)	(400,316)
Payment of interests on bank and other borrowings		(485,285)	(517,380)
Net cash flows used in financing activities		(220,838)	(3,374,562)
NET DECREASE IN CASH AND CASH EQUIVALENTS 現金及現金等價物減少淨額			
Cash and cash equivalents at beginning of period		8,022,020	9,327,805
Effect of foreign exchange rate changes, net		177,533	(266,919)
CASH AND CASH EQUIVALENTS AT END OF PERIOD 期終的現金及現金等價物			
	17	6,474,315	6,879,217
ANALYSIS OF BALANCES OF CASH AND CASH EQUIVALENTS 現金及現金等價物結餘分析			
Cash and cash equivalents	17	6,474,315	6,879,217

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

中期簡明綜合財務報表附註

For the six months ended 30 September 2017 截至2017年9月30日止六個月

1. Corporate Information

China South City Holdings Limited (the “Company”) is a limited liability company incorporated in Hong Kong. The registered office of the Company is located at Room 2205, 22/F, Sun Life Tower, The Gateway, 15 Canton Road, Tsimshatsui, Kowloon, Hong Kong. The principal activities of the Company and its subsidiaries (collectively referred to as the “Group”) are described in note 4.

2. Basis of Preparation and Other Information

Basis of Preparation

The interim condensed consolidated financial statements for the six months ended 30 September 2017 have been prepared in accordance with Hong Kong Accounting Standard (“HKAS”) 34 Interim Financial Reporting issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”).

The interim condensed consolidated financial statements do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group’s annual financial statements for the year ended 31 March 2017.

Other Information

The financial information relating to the year ended 31 March 2017 that is included in the interim condensed consolidated financial statements for the six months ended 30 September 2017 as comparative information does not constitute the Company’s statutory annual consolidated financial statements for that year but is derived from those financial statements. Further information relating to these statutory financial statements required to be 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 31 March 2017 to the Registrar of Companies as required by 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. 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.

1. 公司資料

華南城控股有限公司(「本公司」)在香港註冊成立為有限公司。本公司註冊辦事處位於香港九龍尖沙咀廣東道15號港威大廈永明金融大樓22樓2205室。本公司及其附屬公司(統稱為「本集團」)之主要業務描述於附註4。

2. 編製基準及其他資料

編製基準

截至2017年9月30日止六個月的中期簡明綜合財務報表乃根據香港會計師公會頒佈的香港會計準則(「香港會計準則」)第34號「中期財務報告」編製。

中期簡明綜合財務報表不包括年度財務報表規定的所有資料及披露，並應與本集團截至2017年3月31日止年度的年度財務報表一併閱讀。

其他資料

與截至2017年3月31日止年度有關並包括在截至2017年9月30日止六個月的中期簡明綜合財務報表內作為比較資料的財務資料，並不構成本公司該年度的法定年度合併財務報表，但摘錄自該等財務報表。根據香港《公司條例》第436條須披露與此等法定財務報表有關的進一步資料如下：

本公司已根據香港《公司條例》第662(3)條及附表6第3部分的規定，向公司註冊處呈交截至2017年3月31日止年度的財務報表。

本公司核數師已就該財務報表作出報告。核數師報告為無保留意見，不包括對某些事項的參照而核數師透過強調事項籲請關注而無對其報告作出保留意見；以及不包含香港《公司條例》第406(2)條、407(2)或(3)條規定的聲明。

Notes to Interim Condensed Consolidated Financial Statements (Continued) 中期簡明綜合財務報表附註(續)

For the six months ended 30 September 2017 截至2017年9月30日止六個月

3. Impact of New and Revised Hong Kong Financial Reporting Standards

The accounting policies adopted in the preparation of the interim condensed consolidated financial statements are consistent with those followed in the preparation of the Group's annual financial statements for the year ended 31 March 2017, except for the adoption of the revised standards as of 1 April 2017, noted below.

Amendments to HKAS 7	<i>Disclosure Initiative</i>
Amendments to HKAS 12	<i>Recognition of Deferred Tax Assets for Unrealised Losses</i>
Amendments to HKFRS 12 included in <i>Annual Improvements 2014–2016 Cycle</i>	<i>Disclosure of Interests in Other Entities</i>

The adoption of the above amendments has had no material effect on the accounting policies of the Group and the methods of computation in the interim condensed consolidated financial statements.

The Group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

4. Segment Information

For management purposes, the Group is organised into business units based on their products and services and has five reportable operating segments as follows:

- the property development segment engages in the development of integrated logistics and trade centers and residential and commercial ancillary facilities;
- the property investment segment invests in integrated logistics and trade centers and residential and commercial ancillary facilities;
- the property management segment engages in the management of the Group's developed properties;
- the E-commerce segment engages in the development, operations and maintenance of an E-commerce platform; and
- the "others" segment comprises, principally, the provision of advertising, exhibition, logistics and warehousing services, outlet operations, micro-credit services and other services.

3. 新訂及經修訂香港財務報告準則的影響

除於2017年4月1日採納下列所披露之經修訂準則外，編製此等中期簡明綜合財務報表採納的會計政策與編製本集團截至2017年3月31日止年度的年度財務報表沿用者相符一致。

香港會計準則第7號之修訂	<i>披露計劃</i>
香港會計準則第12號之修訂	<i>就未實現虧損確認遞延稅項資產</i>
香港財務報告準則第12號之修訂(納入2014至2016年週期之年度改進)	<i>其他實體權益披露</i>

採納該等修訂本對本集團之會計政策及中期簡明綜合財務報表之計算方法並無重大影響。

本集團並無提早採納已頒佈但尚未生效的任何其他準則、詮釋或修訂。

4. 分部資料

就管理而言，本集團按其產品及服務劃分為不同的業務單位，並具備以下五個可申報營運分部：

- 物業發展分部從事發展綜合物流及商品交易中心及住宅及商業配套設施；
- 物業投資分部投資綜合物流及商品交易中心及住宅及商業配套設施；
- 物業管理分部從事管理本集團的已建成物業；
- 電子商貿分部從事發展、經營及維持電子商貿平台；及
- 「其他」分部主要包括提供廣告、展覽、物流及倉儲服務、奧特萊斯運營、小額貸款服務及其他服務。

Notes to Interim Condensed Consolidated Financial Statements (Continued) 中期簡明綜合財務報表附註(續)

For the six months ended 30 September 2017 截至2017年9月30日止六個月

4. Segment Information (Continued)

Management monitors the results of the Group's operating segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on reportable segment profit/(loss), which is a measure of adjusted profit/(loss) before tax. The adjusted profit/(loss) before tax is measured consistently with the Group's profit before tax except that interest income, finance costs, fair value gains from the Group's financial instruments, head office and corporate expenses are excluded from this measurement.

Segment assets exclude cash and cash equivalents and restricted cash, held-for-trading investments at fair value through profit or loss and other unallocated head office and corporate assets as these assets are managed on a group basis.

Segment liabilities exclude interest-bearing bank and other borrowings, senior notes, medium-term notes, corporate bonds, domestic company bonds, short-term notes, tax payables and other unallocated head office and corporate liabilities as these liabilities are managed on a group basis.

Intersegment sales and transfers are transacted with reference to the selling prices used for sales made to third parties at the then prevailing market prices.

No geographical segment analysis is presented as the majority of the assets and operations of the Group are located in the People's Republic of China ("PRC"), which is considered as one geographical location in an economic environment with similar risks and returns.

There were no sale to a single customer which amounted to 10% or more of the Group's revenue during the six months ended 30 September 2017 (six months ended 30 September 2016: Nil).

4. 分部資料(續)

管理層會獨立監察營運分部之業績而作出資源分配決定及評定其表現。分部表現乃根據可呈報分部利潤/(虧損)(即經調整稅前利潤/(虧損))來評估。經調整稅前利潤/(虧損)與本集團稅前利潤計量方式一致，惟利息收入、融資成本、本集團金融工具公平值收益以及總辦事處及公司開支均無計算在內。

分部資產不包括現金及現金等價物及受限制現金、透過損益以公平值列賬之持作買賣投資及其他未分配總辦事處及公司資產，原因為該等資產按集團整體管理。

分部負債不包括計息銀行及其他借貸、優先票據、中期票據、企業債券、境內公司債券、短期融資券、應付稅項及其他未分配總辦事處及公司負債，原因為該等負債按集團整體管理。

分部間銷售及轉讓乃參考當時向第三方按市價作出銷售的售價進行。

由於本集團的大部分資產及經營均位於中國(被視為處於具類似風險及回報的經濟環境的一個地理位置)，本集團並無呈列地理分部分析。

截至2017年9月30日止六個月，並無單一客戶的銷售為本集團收入貢獻10%或以上(截至2016年9月30日止六個月：無)。

Notes to Interim Condensed Consolidated Financial Statements (Continued)
 中期簡明綜合財務報表附註(續)

For the six months ended 30 September 2017 截至2017年9月30日止六個月

4. Segment Information (Continued)

4. 分部資料(續)

Six months ended 30 September 2017	截至2017年9月30日 止六個月	Property development 物業發展 HK\$'000 千港元 (Unaudited) (未經審核)	Property investment 物業投資 HK\$'000 千港元 (Unaudited) (未經審核)	Property management 物業管理 HK\$'000 千港元 (Unaudited) (未經審核)	E-commerce 電子商貿 HK\$'000 千港元 (Unaudited) (未經審核)	Others 其他 HK\$'000 千港元 (Unaudited) (未經審核)	Total 總計 HK\$'000 千港元 (Unaudited) (未經審核)
Segment revenue:	分部收入:						
Sales to external customers	對外部客戶銷售	2,699,895	361,484	247,121	85,395	226,475	3,620,370
Intersegment sales	分部間銷售	–	71,322	44,063	66,199	15,480	197,064
		2,699,895	432,806	291,184	151,594	241,955	3,817,434
Elimination of intersegment sales	分部間銷售對銷						(197,064)
Revenue	收入						3,620,370
Segment results before increase in fair value of investment properties	投資物業公平值增加前 分部業績	1,168,351	233,874	(28,865)	84,569	157,653	1,615,582
Increase in fair value of investment properties	投資物業公平值增加	–	1,066,390	–	–	–	1,066,390
Segment results after increase in fair value of investment properties	投資物業公平值增加後 分部業績	1,168,351	1,300,264	(28,865)	84,569	157,653	2,681,972
Unallocated cost of sales	未分配銷售成本						(130,040)
Interest income	利息收入						31,215
Gain on held-for-trading investments at fair value through profit or loss, net	透過損益以公平值列賬之 持作買賣投資收益，淨額						2,023
Unallocated income and gains	未分配收入及收益						216,720
Unallocated expenses	未分配開支						(947,150)
Finance costs	融資成本						(118,120)
Profit before tax	稅前利潤						1,736,620
As at 30 September 2017	於2017年9月30日						
Segment assets	分部資產	38,903,092	46,069,098	94,358	76,145	1,896,436	87,039,129
Reconciliation:	對賬:						
Investments in associates	於聯營公司的投資						94,642
Unallocated assets	未分配資產						11,351,871
Total assets	資產總值						98,485,642
Segment liabilities	分部負債	16,724,920	6,679,444	105,267	304,447	501,602	24,315,680
Reconciliation:	對賬:						
Unallocated liabilities	未分配負債						43,827,361
Total liabilities	負債總額						68,143,041

Notes to Interim Condensed Consolidated Financial Statements (Continued)
 中期簡明綜合財務報表附註(續)

For the six months ended 30 September 2017 截至2017年9月30日止六個月

4. Segment Information (Continued)

4. 分部資料(續)

Six months ended 30 September 2016	截至2016年9月30日 止六個月	Property development 物業發展 HK\$'000 千港元 (Unaudited) (未經審核)	Property investment 物業投資 HK\$'000 千港元 (Unaudited) (未經審核)	Property management 物業管理 HK\$'000 千港元 (Unaudited) (未經審核)	E-commerce 電子商貿 HK\$'000 千港元 (Unaudited) (未經審核)	Others 其他 HK\$'000 千港元 (Unaudited) (未經審核)	Total 總計 HK\$'000 千港元 (Unaudited) (未經審核)
Segment revenue:	分部收入:						
Sales to external customers	對外部客戶銷售	2,156,313	353,457	153,168	63,438	166,423	2,892,799
Intersegment sales	分部間銷售	–	20,728	19,051	47,517	342	87,638
		2,156,313	374,185	172,219	110,955	166,765	2,980,437
Elimination of intersegment sales	分部間銷售對銷						(87,638)
Revenue	收入						2,892,799
Segment results before increase in fair value of investment properties	投資物業公平值增加前 分部業績	1,019,354	253,774	15,797	63,438	91,447	1,443,810
Increase in fair value of investment properties	投資物業公平值增加	–	963,134	–	–	–	963,134
Segment results after increase in fair value of investment properties	投資物業公平值增加後 分部業績	1,019,354	1,216,908	15,797	63,438	91,447	2,406,944
Unallocated cost of sales	未分配銷售成本						(201,260)
Interest income	利息收入						41,800
Gain on held-for-trading investments at fair value through profit or loss, net	透過損益以公平值列賬之 持作買賣投資收益，淨額						3,835
Unallocated income and gains	未分配收入及收益						638,542
Unallocated expenses	未分配開支						(1,043,763)
Finance costs	融資成本						(109,855)
Profit before tax	稅前利潤						1,736,243
As at 31 March 2017 (Audited)	於2017年3月31日(經審核)						
Segment assets	分部資產	31,976,084	43,001,921	71,402	80,726	1,479,843	76,609,976
<i>Reconciliation:</i>	<i>對賬:</i>						
Investments in associates	於聯營公司的投資						82,497
Unallocated assets	未分配資產						12,283,360
Total assets	資產總值						88,975,833
Segment liabilities	分部負債	10,158,100	4,945,321	68,785	310,860	382,242	15,865,308
<i>Reconciliation:</i>	<i>對賬:</i>						
Unallocated liabilities	未分配負債						44,631,134
Total liabilities	負債總額						60,496,442

Notes to Interim Condensed Consolidated Financial Statements (Continued)
 中期簡明綜合財務報表附註(續)

For the six months ended 30 September 2017 截至2017年9月30日止六個月

5. Revenue, Other Income and Gains/(Losses), Fair Value Gains on Investment Properties **5. 收入、其他收入及收益/(虧損)、投資物業公平值收益**

		For the six months ended 30 September	
		截至9月30日止六個月	
		2017	2016
		2017年	2016年
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Revenue	收入		
Sale of properties	物業銷售	2,688,395	2,097,193
Finance lease income	融資租賃收入	11,500	59,120
Rental income	租金收入	361,484	353,457
Property management service income	物業管理服務收入	247,121	153,168
E-commerce income	電子商貿收入	85,395	63,438
Other revenue*	其他收入*	226,475	166,423
		3,620,370	2,892,799
Other income	其他收入		
Interest income	利息收入	31,215	41,800
Government grants**	政府補貼**	240,554	740,909
Others	其他	11,420	16,262
		283,189	798,971
Gains/(losses)	收益/(虧損)		
Gain on held-for-trading investments at fair value through profit or loss, net	透過損益以公平值列賬之 持作買賣投資收益，淨額	2,023	3,835
Loss on redemption of the 2012 Notes	贖回2012年票據的虧損	-	(87,049)
Loss on redemption of the 2014 Notes	贖回2014年票據的虧損	(89,876)	-
Gain on purchase of the 2014 Notes	購買2014年票據的收益	-	597
Exchange gains/(losses), net	匯兌收益/(虧損)，淨額	54,622	(32,177)
		(33,231)	(114,794)
		249,958	684,177
Fair value gains on investment properties	投資物業公平值收益	1,066,390	963,134

* Other revenue includes amounts of HK\$130,630,000 (six months ended 30 September 2016: HK\$83,243,000) related to income from outlet operations and HK\$86,105,000 (six months ended 30 September 2016: HK\$74,894,000) related to income from logistics and warehousing services.

** Various government grants have been received from the relevant government authorities to foster and support the development of the relevant projects of the Group in Mainland China. There are no unfulfilled conditions or contingencies relating to these grants.

* 其他收入已包括奧特萊斯運營收入130,630,000港元(截至2016年9月30日止六個月: 83,243,000港元)及物流及倉儲服務收入86,105,000港元(截至2016年9月30日止六個月: 74,894,000港元)。

** 若干政府補貼為相關政府部門給予本集團，以培育及扶持本集團於中國大陸項目的發展。該等補貼沒有未履行之條件或或然事件。

Notes to Interim Condensed Consolidated Financial Statements (Continued)
 中期簡明綜合財務報表附註(續)

For the six months ended 30 September 2017 截至2017年9月30日止六個月

6. Finance Costs

An analysis of finance costs is as follows:

		For the six months ended 30 September 截至9月30日止六個月	
		2017 2017年 HK\$'000 千港元 (Unaudited) (未經審核)	2016 2016年 HK\$'000 千港元 (Unaudited) (未經審核)
Interest on bank and other borrowings (including senior notes, medium-term notes, corporate bonds, domestic company bonds and short-term notes)	銀行及其他借貸的利息(包括優先票據、 中期票據、企業債券、 境內公司債券及短期融資券)	1,141,892	1,185,115
Less: Interest capitalised	減: 資本化利息	(1,023,772)	(1,075,260)
Total	總計	118,120	109,855

6. 融資成本

融資成本之分析如下:

7. Profit Before Tax

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

		For the six months ended 30 September 截至9月30日止六個月	
		2017 2017年 HK\$'000 千港元 (Unaudited) (未經審核)	2016 2016年 HK\$'000 千港元 (Unaudited) (未經審核)
Cost of properties sold	已售物業成本	1,527,767	1,121,504
Cost of properties held for finance lease	融資租賃物業成本	3,776	15,455
Depreciation	折舊	61,242	62,673
Less: Depreciation capitalised in respect of properties under development	減: 就發展中物業資本化折舊	(673)	(841)
		60,569	61,832
Amortisation of prepaid land lease payments	預付土地出租金攤銷	11,120	9,451
Gain on disposal of subsidiaries	處置附屬公司收益	(1,117)	-
Provision for impairment of trade receivables*	應收貿易賬款減值撥備*	74,846	46,240
Write off of trade receivables*	應收貿易賬款撇銷*	27,889	20,064
Equity-settled share option expense	以權益結算的購股權開支	27,886	18,283

* Included in "Other expenses" in the condensed consolidated statement of profit or loss.

* 計入簡明綜合損益表「其他開支」項內。

Notes to Interim Condensed Consolidated Financial Statements (Continued)
 中期簡明綜合財務報表附註(續)

For the six months ended 30 September 2017 截至2017年9月30日止六個月

8. Income Tax Expenses

No provision for Hong Kong profits tax has been made as the Group had no assessable profits arising in Hong Kong during the period (six months ended 30 September 2016: Nil).

Taxes on profits assessable in Mainland China are calculated at the rates of tax prevailing in the provinces in which the Group operates.

Under the relevant income tax law, the PRC subsidiaries are subject to corporate income tax ("CIT") at the statutory rate of 25% on their respective taxable income during the period.

The PRC land appreciation tax ("LAT") is levied at progressive rates ranging from 30% to 60% on the appreciation of land value, being the proceeds from the sale of properties less deductible expenditures including land cost, borrowing costs and all property development expenditures.

8. 所得稅開支

期內，由於本集團概無源自香港的應課稅利潤，故並無計提香港利得稅撥備(截至2016年9月30日止六個月：無)。

中國大陸的應課稅溢利稅項乃按本集團營運所在省份的現行稅率計提。

根據相關所得稅法，於期內中國附屬公司須就各自應課稅收入按法定稅率25%繳納企業所得稅。

中國土地增值稅按30%至60%不等的累進稅率就土地價值(即物業銷售所得款項減包括土地成本、借貸成本及所有物業發展開支在內的可扣減開支)增值徵收。

		For the six months ended 30 September 截至9月30日止六個月	
		2017 2017年 HK\$'000 千港元 (Unaudited) (未經審核)	2016 2016年 HK\$'000 千港元 (Unaudited) (未經審核)
Current:	即期：		
Mainland China corporate income tax	中國大陸企業所得稅	521,709	163,068
LAT in Mainland China	中國大陸土地增值稅	223,039	447,469
Deferred:	遞延：		
Mainland China corporate income tax	中國大陸企業所得稅	52,930	372,832
LAT in Mainland China	中國大陸土地增值稅	(55,760)	(111,867)
Withholding tax on dividends	股息預扣稅	10,374	10,642
Total tax charged for the period	期內稅項支出總額	752,292	882,144

Notes to Interim Condensed Consolidated Financial Statements (Continued)
 中期簡明綜合財務報表附註(續)

For the six months ended 30 September 2017 截至2017年9月30日止六個月

9. Earnings Per Share Attributable to Ordinary Equity Holders of the Parent

The calculation of the basic earnings per share is based on the profit for the period attributable to ordinary equity holders of the parent, and the weighted average number of ordinary shares in issue during the period.

The calculation of diluted earnings per share is based on the profit for the period attributable to ordinary equity holders of the parent. The weighted average number of ordinary shares used in the calculation is the number of ordinary shares in issue during the period, as used in the basic earnings per share calculation and the weighted average number of ordinary shares assumed to have been issued at no consideration on the deemed exercise or conversion of all dilutive potential ordinary shares into ordinary shares.

The calculations of basic and diluted earnings per share are based on:

9. 歸屬於母公司普通股權益持有人的每股盈利

每股基本盈利乃根據母公司普通股權益持有人應佔期內利潤及期內已發行普通股的加權平均數計算。

每股攤薄盈利乃根據母公司普通股權益持有人應佔期內利潤計算。計算所用的普通股加權平均數乃為計算每股基本盈利所用的期內已發行普通股股數，而加權平均普通股數目乃假設行使或轉換所有具潛在攤薄性的普通股為普通股按無償發行。

每股基本及攤薄盈利的計算乃基於：

		For the six months ended 30 September 截至9月30日止六個月	
		2017	2016
		2017年	2016年
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Earnings	盈利		
Profit attributable to ordinary equity holders of the parent, used in the basic and diluted earnings per share calculation	用於計算每股基本及攤薄盈利之母公司普通股權益持有人應佔利潤	990,544	856,883

Notes to Interim Condensed Consolidated Financial Statements (Continued)
 中期簡明綜合財務報表附註(續)

For the six months ended 30 September 2017 截至2017年9月30日止六個月

9. Earnings Per Share Attributable to Ordinary Equity Holders of the Parent (Continued)

9. 歸屬於母公司普通股權益持有人的每股盈利(續)

		Number of shares 股數	
		2017 2017年	2016 2016年
Shares	股份		
Weighted average number of ordinary shares in issue during the period used in the basic earnings per share calculation	用於計算每股基本盈利之期內已發行普通股的加權平均數	8,006,321,999	8,006,092,491
Effect of dilution – weighted average number of ordinary shares:	攤薄影響 – 普通股加權平均數：		
Share options	購股權	3,130,802	2,794,804
		8,009,452,801	8,008,887,295

10. Dividends

At a meeting of the Board held on 30 November 2017, the directors resolved not to pay an interim dividend to shareholders (six months ended 30 September 2016: Nil).

10. 股息

本公司於2017年11月30日舉行的董事會會議上，董事議決不向股東派付中期股息(截至2016年9月30日止六個月：無)。

11. Property, Plant and Equipment

During the six months ended 30 September 2017, the Group acquired items of property, plant and equipment with an aggregate cost of approximately HK\$24,059,000 (six months ended 30 September 2016: HK\$24,979,000).

11. 物業、廠房及設備

截至2017年9月30日止六個月，本集團購入物業、廠房及設備項目，總成本約為24,059,000港元(截至2016年9月30日止六個月：24,979,000港元)。

Certain of the Group's buildings with an aggregate carrying value of approximately HK\$555,900,000 as at 30 September 2017 (31 March 2017: HK\$416,046,000) were pledged to secure general banking facilities granted to the Group (note 19).

於2017年9月30日，本集團賬面總值約555,900,000港元(2017年3月31日：416,046,000港元)的若干樓宇已抵押作為本集團獲授一般銀行融資的擔保(附註19)。

At 30 September 2017, certificates of ownership in respect of certain buildings of the Group in the PRC with an aggregate carrying value of approximately HK\$1,300,010,000 had not been issued by the relevant PRC authorities (31 March 2017: HK\$1,091,174,000). The Group is in the process of obtaining the relevant certificates of ownership.

於2017年9月30日，本集團於中國賬面總值合共約1,300,010,000港元(2017年3月31日：1,091,174,000港元)的若干樓宇未獲相關中國機關發出所有權證。本集團現正辦理領取相關所有權證的手續。

Notes to Interim Condensed Consolidated Financial Statements (Continued)
 中期簡明綜合財務報表附註(續)

For the six months ended 30 September 2017 截至2017年9月30日止六個月

12. Investment Properties

12. 投資物業

		30 September 2017 2017年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2017 2017年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Carrying amount at the beginning of period/year	期/年初的賬面值	42,191,542	34,814,188
Additions	添置	166,793	263,180
Transfer from properties under development	轉撥自發展中物業	–	2,591,775
Transfer from completed properties held for sale	轉撥自持作銷售竣工物業	644,484	2,495,481
Transfer to completed properties held for sale	轉撥至持作銷售竣工物業	(74,204)	(254,860)
Net gain from a fair value adjustment	公平值調整淨收益	1,066,390	4,549,509
Exchange realignment	匯兌調整	1,753,085	(2,267,731)
Carrying amount at the end of period/year	期/年終的賬面值	45,748,090	42,191,542

The Group's investment properties with an aggregate carrying value of approximately HK\$23,871,322,000 as at 30 September 2017 (31 March 2017: HK\$21,221,695,000) were pledged to secure general banking facilities granted to the Group (note 19).

於2017年9月30日，本集團賬面總值約23,871,322,000港元(2017年3月31日：21,221,695,000港元)的投資物業已抵押作為本集團獲授一般銀行融資的擔保(附註19)。

The Group's investment properties with an aggregate carrying value of approximately HK\$39,009,202,000 as at 30 September 2017 (31 March 2017: HK\$35,866,724,000), are subject to sales restrictions.

於2017年9月30日，本集團賬面總值約39,009,202,000港元(2017年3月31日：35,866,724,000港元)的投資物業受到銷售限制。

The Group's investment properties consist of trade centers, commercial and other ancillary facilities in Mainland China. The Group's investment properties were revalued on 30 September 2017 based on valuations performed by Savills Valuation and Professional Services Limited, an independent professional qualified valuer, at HK\$45,748,090,000 on an open market, existing use basis. Each year, the Group's management decides to appoint which external valuer to be responsible for the external valuations of the Group's properties. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained. The Group's finance department has discussions with the valuer on the valuation assumptions and valuation results twice a year when the valuation is performed for interim and annual financial reporting.

本集團的投資物業包括在中國大陸的交易中心、商業及其他配套設施。根據一家獨立專業合資格估值師第一太平戴維斯估值及專業顧問有限公司進行的估值，本集團的投資物業於2017年9月30日按公開市場現有用途基準重估價值達45,748,090,000港元。本集團的管理層每年決定委任負責對本集團物業進行外部估值的外聘估值師人選。篩選準則包括市場知識、聲譽、獨立性，以及是否維持專業水平。就中期及年度財務報告進行估值時，本集團的財務部與估值師就估值假設及估值結果每年進行兩次討論。

Notes to Interim Condensed Consolidated Financial Statements (Continued)
 中期簡明綜合財務報表附註(續)

For the six months ended 30 September 2017 截至2017年9月30日止六個月

12. Investment Properties (Continued)
Fair value hierarchy

The following table illustrates the fair value measurement hierarchy of the Group's investment properties:

12. 投資物業(續)
公平值層級

本集團投資物業的公平值計量層級載於下表：

**Fair value measurement
 as at 30 September
 2017 using significant
 unobservable inputs
 (Level 3)**
 於2017年9月30日
 使用重大不可觀察
 元素的公平值計量
 (第3級)
HK\$'000
 千港元
(Unaudited)
 (未經審核)

Recurring fair value measurement for: Trade centers, commercial and other ancillary facilities	就以下各項的經常性公平值計量： 交易中心、商業及其他配套設施	45,748,090
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During the period, there were no transfers of fair value measurements between Level 1 and Level 2 and no transfers into or out of Level 3.

期內，第1級與第2級之間概無發生公平值計量的轉移，第3級亦無公平值計量轉入或轉出。

Notes to Interim Condensed Consolidated Financial Statements (Continued)
 中期簡明綜合財務報表附註(續)

For the six months ended 30 September 2017 截至2017年9月30日止六個月

12. Investment Properties (Continued)
Fair value hierarchy (Continued)

Below is a summary of the valuation technique used and the key inputs to the valuation of investment properties:

	Valuation technique 估值技術	Significant unobservable inputs 重大不可觀察元素	Range 範圍
			As at 30 September 2017 於2017年9月30日
Trade centers, commercial and other ancillary facilities 交易中心、商業及其他配套設施	Income capitalisation method 收入資本化法	Market unit rental rate (RMB/sq. m./month) 市場單位租金 (人民幣/平方米/月)	27-150
		Capitalisation rate 資本化率	3.00%-8.25%

The fair values of investment properties are determined principally using the income capitalisation method by capitalising the rental income derived from the existing tenancies with due provisions for the reversionary income potential of the properties. The fair value measurement is positively correlated to the market unit rental rate and negatively correlated to the capitalisation rate. For the portions which were under construction, the expended construction costs and the costs that are expected to be expended to complete the properties have also been taken into account in arriving at their fair values.

12. 投資物業(續)
公平值層級(續)

以下為投資物業估值所用的估值技術及主要元素的概要：

投資物業公平值主要按收入資本化法釐定，方法是將現有租賃所得的租金收入資本化，並就物業的潛在可復歸收入計提適當撥備。公平值計量與市場租金成正比且與資本化率成反比。就正在建造之部分，在確定公平值時，已支銷的建築成本及完成開發項目預計將支銷的成本亦已考慮在內。

13. Properties under Development

Certain of the Group's properties under development with an aggregate carrying value of approximately HK\$1,308,094,000 as at 30 September 2017 (31 March 2017: HK\$614,012,000) were pledged to secure general banking facilities granted to the Group (note 19).

The government grants of approximately RMB48,078,000 (equivalent to HK\$55,429,000) (six months ended 30 September 2016: RMB337,103,000 (equivalent to HK\$395,321,000)), which were provided by the local government authorities to support infrastructure construction and development activities in connection with the Group's property development projects and were previously deducted from the additions of properties under development, have been credited to the cost of properties sold during the current period.

13. 發展中物業

於2017年9月30日，本集團賬面總值約1,308,094,000港元(2017年3月31日：614,012,000港元)的若干發展中物業已抵押作為本集團獲授一般銀行融資的擔保(附註19)。

政府補貼約人民幣48,078,000元(相等於55,429,000港元)(截至2016年9月30日止六個月：人民幣337,103,000元(相等於395,321,000港元))是由地方政府機關提供，旨在為集團物業發展項目中有關於基礎建設工程及發展活動提供支持。此金額已在之前的添置發展中物業中扣除並在本期內於已售物業成本扣除。

Notes to Interim Condensed Consolidated Financial Statements (Continued)
 中期簡明綜合財務報表附註(續)

For the six months ended 30 September 2017 截至2017年9月30日止六個月

14. Properties Held for Finance Lease and Sale

14. 持作融資租賃及銷售物業

		30 September 2017 2017年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2017 2017年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Completed properties held for finance lease	持作融資租賃物業	403,827	305,240
Completed properties held for sale	持作銷售竣工物業	13,455,246	11,861,981
Properties under development expected to be completed within the normal operating cycle	預期於正常營運週期內竣工的發展中物業	15,387,494	11,985,452
Total	總計	28,842,740	23,847,433

		30 September 2017 2017年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2017 2017年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Properties under development expected to be completed and ready for sale	預期竣工及可作銷售的發展中物業		
Within one year	一年內	4,675,290	5,452,105
Beyond one year	一年後	10,712,204	6,533,347
Total	總計	15,387,494	11,985,452

Certain of the Group's properties held for finance lease and properties held for sale with aggregate carrying values of HK\$49,749,000 (31 March 2017: nil) and HK\$2,373,805,000 (31 March 2017: HK\$2,922,085,000) at the end of the reporting period, respectively, were pledged to secure general banking facilities granted to the Group (note 19).

於報告期末，本集團的若干持作融資租賃物業及持作銷售物業賬面總值分別為49,749,000港元(2017年3月31日：無)及2,373,805,000港元(2017年3月31日：2,922,085,000港元)已抵押作為本集團獲授一般銀行融資的擔保(附註19)。

Notes to Interim Condensed Consolidated Financial Statements (Continued)
 中期簡明綜合財務報表附註(續)

For the six months ended 30 September 2017 截至2017年9月30日止六個月

15. Trade Receivables

Trade receivables represent sales income, rental receivables and service income receivables from customers which are payable on issuance of invoices or in accordance with the terms of the related sale and purchase agreements. The Group generally allows a credit period of not exceeding 60 days to its customers. Overdue balances are reviewed regularly by senior management. In view of this and the fact that the Group's trade receivables relate to a large number of diversified customers, there is no significant concentration of credit risk. Trade receivables are non-interest-bearing. The carrying amounts of the trade receivables approximate to their fair values.

An aged analysis of the trade receivables, based on the payment due date as at the end of the reporting period, net of provision, is as follows:

		30 September 2017 2017年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2017 2017年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Within 1 month	1個月內	759,821	799,741
1 to 2 months	1至2個月	63,481	36,535
2 to 3 months	2至3個月	55,060	38,633
Over 3 months	超過3個月	436,293	363,319
Total	總計	1,314,655	1,238,228

Receivables that were neither past due nor impaired and past due but not impaired relate to a large number of diversified customers for whom there was no recent history of default. The Group would not release the property ownership certificates to the buyers before the buyers fully settle the payment.

15. 應收貿易賬款

應收貿易賬款指於出具發票時應收或根據相關買賣協議條款應收客戶的銷售收入、應收租金及服務收入。本集團一般提供不超過60天信貸期予客戶。高級管理層定期審閱逾期結餘。有鑑於此及本集團的應收貿易賬款與大量不同客戶有關，故並無重大集中信貸風險。應收貿易賬款為免息。應收貿易賬款賬面值與其公平值相若。

於報告期末時，根據付款到期日，應收貿易賬款扣除撥備後的賬齡分析如下：

未逾期及未減值以及已逾期但未減值的應收款項與大量不同客戶有關，彼等最近並無欠款記錄。在買家全數清償付款前，本集團不會向其發出房產證。

Notes to Interim Condensed Consolidated Financial Statements (Continued)
 中期簡明綜合財務報表附註(續)

For the six months ended 30 September 2017 截至2017年9月30日止六個月

16. Held-for-Trading Investments at Fair Value Through Profit or Loss **16. 透過損益以公平值列賬之持作買賣投資**

		30 September 2017 2017年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2017 2017年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Listed investments at market value	按市值計算的上市投資	31,729	–

The above listed investments at 30 September 2017 were classified as held-for-trading upon initial recognition, and designated by the Group as financial assets at fair value through profit or loss since they were acquired or incurred principally for the purpose of selling or repurchasing in the near term.

於2017年9月30日，上述上市投資於初步確認時分類為持作買賣，由於收購或產生目的主要為於短期內銷售或購回，故本集團將其指定為透過損益以公平值列賬的金融資產。

17. Cash and Cash Equivalents and Restricted Cash **17. 現金及現金等價物及受限制現金**

		30 September 2017 2017年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2017 2017年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Cash and bank balances	現金及銀行結餘	9,285,213	10,490,909
Less: Restricted cash*	減：受限制現金*	(2,810,898)	(2,468,889)
Cash and cash equivalents	現金及現金等價物	6,474,315	8,022,020

* Restricted cash mainly comprises (i) guarantee deposits for the mortgage loan facilities granted by the banks to purchasers of the Group's properties; (ii) guarantee funds of construction projects to meet local authorities' requirements; (iii) certain amounts of presale proceeds from properties placed as guarantee deposits for the construction of related properties; and (iv) certain amounts of proceeds from lease of properties which have been placed as guarantee deposits for the borrowings.

* 受限制現金主要包括：(i)就購買本集團物業之買家獲銀行授予的按揭貸款融資的保證按金；(ii)建設項目的保證金以符合當地機關的要求；(iii)物業預售的若干所得款項金額，以作為相關物業建設的保證按金；及(iv)租賃物業的若干出租所得款項金額以作為借貸的保證按金。

Notes to Interim Condensed Consolidated Financial Statements (Continued)
 中期簡明綜合財務報表附註(續)

For the six months ended 30 September 2017 截至2017年9月30日止六個月

17. Cash and Cash Equivalents and Restricted Cash
 (Continued)

At the end of the reporting period, the cash and cash equivalents of the Group denominated in Renminbi (“RMB”) amounted to HK\$4,865,826,000 (31 March 2017: HK\$4,628,388,000). RMB is not freely convertible into other currencies, however, under Mainland China’s Foreign Exchange Control Regulations and Administration of Settlement, Sale and Payment of Foreign Exchange Regulations, the Group is permitted to exchange RMB for other currencies through banks authorised to conduct foreign exchange business.

Cash at banks earns interest at floating rates based on daily bank deposit rates. Short term time deposits are made for varying periods of between one day and three months depending on the immediate cash requirements of the Group, and earn interest at the respective short term time deposit rates. The bank balances and restricted cash are deposited with creditworthy banks with no recent history of default.

Certain of the Group’s bank deposits with a carrying amount of HK\$222,421,000 as at 30 September 2017 (31 March 2017: HK\$450,801,000), were pledged to secure general banking facilities granted to the Group (note 19).

18. Trade and Other Payables

17. 現金及現金等價物及受限制現金(續)

於報告期末，本集團以人民幣為單位的現金及現金等價物為4,865,826,000港元(2017年3月31日：4,628,388,000港元)。人民幣並不可自由兌換為其他貨幣，然而，根據中國大陸的外匯管制條例及結匯、付匯及售匯規定，本集團可透過獲准進行外匯業務的銀行將人民幣兌換為其他貨幣。

存於銀行之現金根據每日銀行存款利率之浮動利率賺取利息。短期定期存款的存款期各異，介乎一天至三個月不等，視乎本集團即時現金需求而定，而利息則按各個短期定期存款利率賺取。銀行結餘及受限制現金乃存放於信譽良好且近期並無欠款記錄的銀行。

於2017年9月30日，本集團賬面總值為222,421,000港元(2017年3月31日：450,801,000港元)的若干存款已抵押作為本集團獲授一般銀行融資的擔保(附註19)。

18. 貿易及其他應付款項

		30 September 2017 2017年 9月30日 Notes 附註	31 March 2017 2017年 3月31日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2017 2017年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Other payables and accruals	其他應付款項及應計項目		3,189,537	2,069,844
Notes payables	應付票據	(i)	682,283	604,917
Deposits and receipts in advance	按金及預收款項		11,775,096	8,099,540
Construction fee and retention payables	應付建築費用及保留金	(ii)	5,825,358	5,988,917
Total	總計		21,472,274	16,763,218

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 中期簡明綜合財務報表附註(續)

For the six months ended 30 September 2017 截至2017年9月30日止六個月

18. Trade and Other Payables (Continued)

- (i) An aged analysis of the Group's notes payables presented based on the invoice date at the end of the reporting period is as follows:

		30 September	31 March
		2017	2017
		於2017年	於2017年
		9月30日	3月31日
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Audited)
		(未經審核)	(經審核)
1 to 3 months	1至3個月	97,677	50,264
Over 3 months	超過3個月	584,606	554,653
Total	總計	682,283	604,917

- (ii) An aged analysis of the construction fee and retention payables as at the end of the reporting period is as follows:

		30 September	31 March
		2017	2017
		於2017年	於2017年
		9月30日	3月31日
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Audited)
		(未經審核)	(經審核)
Within 1 year	1年內	5,423,697	5,595,795
Over 1 year	超過1年	401,661	393,122
Total	總計	5,825,358	5,988,917

The construction fee and retention payables are non-interest-bearing and repayable within the normal operating cycle or on demand.

The other payables are non-interest-bearing.

18. 貿易及其他應付款項(續)

- (i) 於報告期末本集團基於發票日之應付票據的賬齡分析如下：

		30 September	31 March
		2017	2017
		於2017年	於2017年
		9月30日	3月31日
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Audited)
		(未經審核)	(經審核)
1 to 3 months	1至3個月	97,677	50,264
Over 3 months	超過3個月	584,606	554,653
Total	總計	682,283	604,917

- (ii) 於報告期末建築費用及保留金應付款項的賬齡分析如下：

		30 September	31 March
		2017	2017
		於2017年	於2017年
		9月30日	3月31日
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Audited)
		(未經審核)	(經審核)
Within 1 year	1年內	5,423,697	5,595,795
Over 1 year	超過1年	401,661	393,122
Total	總計	5,825,358	5,988,917

應付建築費用及保留金為免息及須於一般業務週期或應要求償還。

其他應付款項為免息。

Notes to Interim Condensed Consolidated Financial Statements (Continued)
 中期簡明綜合財務報表附註(續)

For the six months ended 30 September 2017 截至2017年9月30日止六個月

19. Interest-Bearing Bank and Other Borrowings

19. 計息銀行及其他借貸

		30 September 2017 (Unaudited) 2017年9月30日(未經審核)			31 March 2017 (Audited) 2017年3月31日(經審核)		
		Effective interest rate (%) 實際利率 (%)	Maturity 到期	HK\$'000 千港元	Effective interest rate (%) 實際利率 (%)	Maturity 到期	HK\$'000 千港元
Current	即期						
Bank and other borrowings – unsecured	銀行及其他貸款 – 無抵押	4.35%–5.67% HIBOR+2.50%	2017–2018	1,907,181	4.35%–5.66%	2017–2018	1,930,622
Bank and other borrowings – secured	銀行及其他貸款 – 有抵押	4.08%–7.00%	2017–2018	1,278,945	4.79%–5.22%	2017–2018	806,306
Current portion of long term bank and other borrowings:	長期銀行及其他借貸 的即期部分：						
Bank and other borrowings – unsecured	銀行及其他貸款 – 無抵押	4.99%–5.70%	2017–2018	732,576	4.55%–5.70%	2017–2018	592,043
Bank and other borrowings – secured	銀行及其他貸款 – 有抵押	4.75%–8.50%	2017–2018	4,891,993	4.41%–6.18%	2017–2018	3,713,654
				8,810,695			7,042,625
Non-current	非即期						
Bank and other borrowings – unsecured	銀行及其他貸款 – 無抵押	5.15%–5.70%	2018–2020	211,320	4.55%–5.70%	2018–2020	310,118
Bank and other borrowings – secured	銀行及其他貸款 – 有抵押	4.75%–8.50%	2018–2027	8,212,860	4.41%–6.18%	2018–2025	6,059,719
				8,424,180			6,369,837
				17,234,875			13,412,462

Notes to Interim Condensed Consolidated Financial Statements (Continued)
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19. Interest-Bearing Bank and Other Borrowings 19. 計息銀行及其他借貸(續)
 (Continued)

		30 September	31 March
		2017	2017
		2017年	2017年
		9月30日	3月31日
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Audited)
		(未經審核)	(經審核)
Analysed into:	分析列為：		
Bank and other borrowings repayable:	須於以下期間償還的銀行及其他借貸：		
Within one year or on demand	一年內或應要求	8,810,695	7,042,625
In the second year	第二年	3,180,050	3,571,816
In the third to fifth years, inclusive	第三至第五年(包括首尾兩年在內)	4,420,210	2,545,191
Beyond five years	五年後	823,920	252,830
		17,234,875	13,412,462

The Group has entered into an asset-backed securities (“ABS”) arrangement with an independent third party by pledging of the future six years’ right of receiving management fees for certain properties under its management in a maximum of 6 years. As at 30 September 2017, an aggregate amount of RMB390,000,000 are priority portion of the ABS which had been purchased by the third parties. The net proceeds from the ABS, after deducting the issuance costs, amounted to approximately RMB381,710,000 (equivalent to HK\$450,075,000), which are repayable from one year to six years. Interest is payable quarterly in arrears. On the twelfth interest payment date, the Group is eligible to redeem all the undue priority securities as of the interest payment date at one time. Holders of the priority portion of the ABS are entitled to receive interests which are varying interest rates ranging from 6.2% to 7.2% per annum based on the terms and dates of redemption. As at 30 September 2017, amounts of HK\$140,880,000 and HK\$309,195,000 of the ABS are included in current and non-current portions of secured bank and other borrowings, respectively.

本集團與一獨立第三方訂立最長為期6年的資產支持證券(「資產支持證券」)安排，以未來6年若干物業收取管理費用權利作抵押。於2017年9月30日，第三方已購買總值為人民幣390,000,000元的優先級資產支持證券。扣除發行成本後，資產支持證券所得款項淨額約為人民幣381,710,000元(相當於約450,075,000港元)，於一至六年償還。利息於每季支付。於第十二個利息支付日，本集團有權於利息支付日行使一次性贖回所有未到期資產支持證券的權利。優先級資產支持證券持有人，根據不同期限及贖回日期，可享有介乎年利率6.2%至7.2%之利息。截至2017年9月30日，140,880,000港元和309,195,000港元的資產支持證券分別包括在有抵押銀行及其他借貸的即期和非即期部份。

Notes to Interim Condensed Consolidated Financial Statements (Continued)

中期簡明綜合財務報表附註(續)

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19. Interest-Bearing Bank and Other Borrowings (Continued)

Certain of the Group's bank and other borrowings are secured by the Group's buildings, investment properties, properties under development, properties held for finance lease and sale and bank deposits as stated in notes 11, 12, 13, 14 and 17.

As at 30 September 2017, except for the bank loans equivalent to HK\$400,000,000 (31 March 2017: nil), which is denominated in Hong Kong dollars, all other interest-bearing borrowings of the Group are denominated in RMB.

20. Short-Term Notes

The Group issued the following short-term notes in the current and prior periods:

- (i) On 13 September 2016, China South International Industrial Materials City (Shenzhen) Company Ltd. ("China South International") completed the issuance of the first tranche of short-term notes of 2016 (the "2016 First Tranche STN") with a total principal amount of RMB1,200,000,000 (equivalent to HK\$1,395,187,000) in the national inter-bank market of the PRC. The 2016 First Tranche STN carried interest at the rate of 4.9% per annum, payable on 13 September in arrears, and matured on 13 September 2017. The amount was fully settled in September 2017.
- (ii) On 22 June 2017, China South International completed the issuance of the first tranche of short-term notes of 2017 (the "2017 First Tranche STN") with a total principal amount of RMB500,000,000 (equivalent to HK\$571,886,000) in the national inter-bank market of the PRC. The 2017 First Tranche STN carry interest at the rate of 6.5% per annum, payable on 23 March in arrears, and will mature on 23 March 2018.
- (iii) On 30 August 2017, China South International completed the issuance of the second tranche of short-term notes of 2017 (the "2017 Second Tranche STN") with a total principal amount of RMB500,000,000 (equivalent to HK\$591,898,000) in the national inter-bank market of the PRC. The 2017 Second Tranche STN carry interest at the rate of 6.5% per annum, payable on 28 May in arrears, and will mature on 28 May 2018.

The fair value of the short-term notes as at 30 September 2017 amounted to HK\$1,188,947,000 (31 March 2017: HK\$1,385,038,000). The fair value is calculated using the market price of the short-term notes on 30 September 2017.

19. 計息銀行及其他借貸(續)

如附註11、12、13、14及17所載，本集團若干銀行及其他借貸由本集團樓宇、投資物業、發展中物業、持作融資租賃及銷售物業及銀行存款作抵押。

於2017年9月30日，除400,000,000港元(2017年3月31日：無)銀行貸款以港元為單位外，本集團所有其他計息借貸均以人民幣為單位。

20. 短期融資券

本集團於本期間及以前期間發行以下短期融資券：

- (i) 華南國際工業原料城(深圳)有限公司(「華南國際」)於2016年9月13日完成在中國銀行間市場發行2016年第一期短期融資券，本金總額為人民幣1,200,000,000元(相等於1,395,187,000港元)。2016年第一期短期融資券年利率為4.9%，每年於9月13日後支付，並已於2017年9月13日到期。其金額已於2017年9月全數支付。
- (ii) 華南國際於2017年6月22日完成在中國銀行間市場發行2017年第一期短期融資券，本金總額為人民幣500,000,000元(相等於571,886,000港元)。2017年第一期短期融資券年利率為6.5%，每年於3月23日後支付，並將於2018年3月23日到期。
- (iii) 華南國際於2017年8月30日完成在中國銀行間市場發行2017年第二期短期融資券，本金總額為人民幣500,000,000元(相等於591,898,000港元)。2017年第二期短期融資券年利率為6.5%，每年於5月28日後支付，並將於2018年5月28日到期。

於2017年9月30日，短期融資券的公平值為1,188,947,000港元(2017年3月31日：1,385,038,000港元)。公平值乃使用短期融資券於2017年9月30日的市場價格計算。

Notes to Interim Condensed Consolidated Financial Statements (Continued) 中期簡明綜合財務報表附註(續)

For the six months ended 30 September 2017 截至2017年9月30日止六個月

21. Senior Notes

The Group issued the following senior notes in the current and prior periods:

On 29 January 2014, the Company issued senior notes with an aggregate principal amount of US\$400,000,000 (the “2014 Notes”). The 2014 Notes are listed on the Singapore Exchange Securities Trading Limited. The 2014 Notes carry interest at the rate of 8.25% per annum, payable semi-annually on 29 January and 29 July in arrears, and will mature on 29 January 2019, unless redeemed earlier. The offering price was at 98.999% of the principal amount of the 2014 Notes.

On 13 September 2016 and 3 October 2016, the Company issued senior notes with aggregate principal amounts of US\$200,000,000 and US\$150,000,000, respectively, (collectively known as the “2016 Notes”). The 2016 Notes are listed on the Singapore Exchange Securities Trading Limited. The 2016 Notes carry interest at the rate of 6.75% per annum, payable semi-annually on 13 March and 13 September in arrears, and will mature on 13 September 2021, unless redeemed earlier. The offering prices were at 98.960% and 98.964% of the principal amounts of the 2016 Notes of US\$200,000,000 and US\$150,000,000, respectively.

On 9 March 2017, the Company issued senior notes with an aggregate principal amount of US\$300,000,000 (the “March 2017 Notes”). The March 2017 Notes are listed on the Singapore Exchange Securities Trading Limited. The March 2017 Notes carry interest at the rate of 5.75% per annum, payable semi-annually on 9 March and 9 September in arrears, and will mature on 9 March 2020, unless redeemed earlier. The offering price was at 98.986% of the principal amount of the March 2017 Notes.

21. 優先票據

本集團於本期間及以前期間發行以下優先票據：

於2014年1月29日，本公司發行本金總額400,000,000美元的優先票據（「2014年票據」）。2014年票據於新加坡證券交易所有限公司上市。2014年票據按年利率8.25%計息，每半年於1月29日及7月29日期後支付，並將於2019年1月29日到期（除非提早贖回）。發售價為2014年票據本金總額的98.999%。

於2016年9月13日及2016年10月3日，本公司發行本金總額分別為200,000,000美元及150,000,000美元的優先票據（統稱為「2016年票據」）。2016年票據於新加坡證券交易所有限公司上市。2016年票據按年利率6.75%計息，每半年於3月13日及9月13日期後支付，並將於2021年9月13日到期（除非提早贖回）。2016年票據之200,000,000美元及150,000,000美元的發售價分別為本金總額的98.960%及98.964%。

於2017年3月9日，本公司發行本金總額300,000,000美元的優先票據（「2017年3月票據」）。2017年3月票據於新加坡證券交易所有限公司上市。2017年3月票據按年利率5.75%計息，每半年於3月9日及9月9日期後支付，並將於2020年3月9日到期（除非提早贖回）。發售價為2017年3月票據本金總額的98.986%。

Notes to Interim Condensed Consolidated Financial Statements (Continued)
 中期簡明綜合財務報表附註(續)

For the six months ended 30 September 2017 截至2017年9月30日止六個月

21. Senior Notes (Continued)

The senior notes recognised in the statement of financial position were calculated as follows:

21. 優先票據(續)

已於財務狀況表確認的優先票據計算如下：

		30 September	31 March
		2017	2017
		2017年	2017年
		9月30日	3月31日
	Note	HK\$'000	HK\$'000
	附註	千港元	千港元
		(Unaudited)	(Audited)
		(未經審核)	(經審核)
Carrying amount at the beginning of period/year	期／年初的賬面值	6,425,992	4,113,363
Additions	新增	–	4,930,000
Interest expenses	利息開支	180,668	371,317
Payment for interests	支付利息	(159,412)	(336,667)
Redemption of the 2012 Notes	贖回2012年票據	–	(1,018,845)
Redemption of the 2014 Notes	贖回2014年票據	(1,479,118)	(1,455,258)
Purchase of the 2014 Notes	購買2014年票據	–	(154,725)
Consent fee for the 2014 Notes	2014年票據同意費	–	(23,193)
Carrying amount at the end of period/year	期／年終的賬面值	4,968,130	6,425,992

(i) On 3 May 2016, a subsidiary of the Company purchased part of the 2014 Notes with principal amount of US\$20,000,000 from the open market. The total consideration of the purchase was US\$19,760,000 (equivalent to HK\$154,128,000), which includes purchase price at 96.55% of principal amount and pro-rata accrued and unpaid interest. The carrying amount of the 2014 Notes purchased was US\$19,869,000 (equivalent to HK\$154,725,000), resulting in a gain on purchase of the 2014 Notes amounting to HK\$597,000 in the prior period.

(i) 於2016年5月3日，本公司之附屬公司於市場購買部分本金金額為20,000,000美元之2014年票據。總購買代價為19,760,000美元(相等於154,128,000港元)，包括以本金金額96.55%計算的購買價及按比例計算的累計及未付利息。所購買2014年票據的賬面值為19,869,000美元(相等於154,725,000港元)，導致於以前期間錄得597,000港元收益。

Notes to Interim Condensed Consolidated Financial Statements (Continued) 中期簡明綜合財務報表附註(續)

For the six months ended 30 September 2017 截至2017年9月30日止六個月

21. Senior Notes (Continued)

(i) (Continued)

On 9 February 2017, the Company redeemed a portion of 2014 Notes with a principal amount of US\$200,000,000 from the open market, including the principal amount of US\$10,000,000 purchased by a subsidiary of the Company in May 2016 as mentioned above. The total consideration of the redemption, after elimination of the notes purchased by a subsidiary of the Company, was US\$198,273,600 (equivalent to HK\$1,546,526,000), which includes redemption price at 104.125% of the principal amount and pro-rata accrued and unpaid interest. The carrying amount of the redeemed 2014 Notes was US\$186,572,000 (equivalent to HK\$1,455,258,000), resulting in a loss on redemption of the 2014 Notes amounting to HK\$91,268,000 in the prior period.

On 13 April 2017, the Company redeemed the remaining outstanding 2014 Notes in full with a principal amount of US\$200,000,000 from the open market, including the principal amount of US\$10,000,000 purchased by a subsidiary of the Company in May 2016. The total consideration of the redemption, after elimination of the notes purchased by a subsidiary of the Company, was US\$201,153,000 (equivalent to HK\$1,568,994,000), which includes redemption price at 104.125% of the principal amount and pro-rata accrued and unpaid interest. The carrying amount of the redeemed 2014 Notes was US\$189,631,000 (equivalent to HK\$1,479,118,000), resulting in a loss on redemption of the 2014 Notes amounting to HK\$89,876,000 in the current period.

As at 30 September 2017, the fair value of the senior notes amounted to HK\$4,997,624,000 (31 March 2017: HK\$6,587,532,000). The fair value is calculated using the market price of the senior notes on 30 September 2017.

21. 優先票據(續)

(i) (續)

於2017年2月9日，本公司於市場贖回部分本金總額為200,000,000美元之2014年票據，包括以上所提及的由一家本公司之附屬公司於2016年5月購買的本金10,000,000美元。除去由一家本公司之附屬公司購買的票據後，總贖回代價為198,273,600美元(相等於1,546,526,000港元)，包括以本金金額104.125%計算的贖回價及按比例計算的累計及未付利息。所贖回之2014年票據的賬面值為186,572,000美元(相等於1,455,258,000港元)，導致以前期間錄得91,268,000港元虧損。

於2017年4月13日，本公司於市場贖回剩餘未償還本金總額為200,000,000美元之2014年票據，包括由一間本公司之附屬公司於2016年5月購買的本金10,000,000美元。除去由一家本公司之附屬公司購買的票據後，總贖回代價為201,153,000美元(相等於1,568,994,000港元)，包括以本金金額104.125%計算的贖回價及按比例計算的累計及未付利息。所贖回之2014年票據的賬面值為189,631,000美元(相等於1,479,118,000港元)，導致本期間錄得89,876,000港元虧損。

於2017年9月30日，優先票據的公平值為4,997,624,000港元(2017年3月31日：6,587,532,000港元)。公平值乃使用優先票據於2017年9月30日的市場價格計算。

Notes to Interim Condensed Consolidated Financial Statements (Continued)
 中期簡明綜合財務報表附註(續)

For the six months ended 30 September 2017 截至2017年9月30日止六個月

22. Medium-Term Notes

The Group has the following medium-term notes remain in issue at the end of the reporting period:

- (i) On 9 May 2014, China South International completed the issuance of the first tranche of medium-term notes of 2014 (the "2014 First Tranche MTN") with a total principal amount of RMB1,000,000,000 in the national inter-bank market of the PRC. The 2014 First Tranche MTN carry interest at the rate of 7.5% per annum, payable annually on 9 May in arrears, and will mature on 9 May 2019.
- (ii) On 12 September 2014, China South International completed the issuance of the second tranche of medium-term notes of 2014 (the "2014 Second Tranche MTN") with a total principal amount of RMB1,000,000,000 in the national inter-bank market of the PRC. The 2014 Second Tranche MTN carry interest at the rate of 8.4% per annum, payable annually on 12 September in arrears, and will mature on 12 September 2019.
- (iii) On 13 July 2015, China South International completed the issuance of the first tranche of medium-term notes of 2015 (the "2015 First Tranche MTN") with a total principal amount of RMB2,000,000,000 in the national inter-bank market of the PRC. The 2015 First Tranche MTN carry interest at the rate of 7.0% per annum, payable annually on 13 July in arrears, and will mature on 13 July 2018.

The medium-term notes recognised in the statement of financial position were calculated as follows:

		30 September 2017 2017年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2017 2017年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Carrying amount at the beginning of period/year	期/年初的賬面值	4,723,000	5,026,696
Interest expenses	利息開支	181,139	358,056
Payment for interests	支付利息	(344,717)	(350,637)
Exchange realignment	匯兌調整	190,918	(311,115)
Carrying amount at the end of period/year	期/年終的賬面值	4,750,340	4,723,000

The fair value of the medium-term notes as at 30 September 2017 amounted to HK\$4,850,296,000 (31 March 2017: HK\$4,856,191,000). The fair value is calculated using the market price of the medium-term notes on 30 September 2017.

22. 中期票據

本集團於報告期末尚有以下中期票據在發行：

- (i) 華南國際於2014年5月9日完成在中國銀行間市場發行2014年第一期中期票據，本金總額為人民幣1,000,000,000元。2014年第一期中期票據年利率為7.5%，每年於5月9日後支付，並將於2019年5月9日到期。
- (ii) 華南國際於2014年9月12日完成在中國銀行間市場發行2014年第二期中期票據，本金總額為人民幣1,000,000,000元。2014年第二期中期票據年利率為8.4%，每年於9月12日後支付，並將於2019年9月12日到期。
- (iii) 華南國際於2015年7月13日完成在中國銀行間市場發行2015年第一期中期票據，本金總額為人民幣2,000,000,000元。2015年第一期中期票據年利率為7.0%，每年於7月13日後支付，並將於2018年7月13日到期。

已於財務狀況表確認的中期票據計算如下：

於2017年9月30日，中期票據的公平值為4,850,296,000港元（2017年3月31日：4,856,191,000港元）。公平值乃使用中期票據於2017年9月30日的市場價格計算。

Notes to Interim Condensed Consolidated Financial Statements (Continued)
 中期簡明綜合財務報表附註(續)

For the six months ended 30 September 2017 截至2017年9月30日止六個月

23. Corporate Bonds

On 13 April 2015, China South International completed the issuance of the corporate bonds with a total principal amount of RMB1,500,000,000 on the Shanghai Stock Exchange of the PRC. The corporate bonds carry interest at the rate of 7.0% per annum, payable annually on 13 April in arrears, and have a term of up to 6 years at maximum.

The corporate bonds recognised in the statement of financial position was calculated as follows:

23. 企業債券

華南國際於2015年4月13日完成於中國上海證券交易所發行本金總額為人民幣1,500,000,000元的企業債券。企業債券年利率為7.0%，於4月13日後支付，期限最長為6年。

已於財務狀況表確認的企業債券計算如下：

		30 September 2017 2017年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2017 2017年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Carrying amount at the beginning of period/year	期／年初的賬面值	1,778,744	1,891,219
Interest expenses	利息開支	62,842	126,486
Payment for interests	支付利息	(121,055)	(123,134)
Exchange realignment	匯兌調整	71,966	(115,827)
Carrying amount at the end of period/year	期／年末的賬面值	1,792,497	1,778,744

The fair value of the corporate bonds as at 30 September 2017 amounted to HK\$1,752,195,000 (31 March 2017: HK\$1,743,988,000). The fair value is calculated using the market price of the corporate bonds on 30 September 2017.

於2017年9月30日，企業債券的公平值為1,752,195,000港元（2017年3月31日：1,743,988,000港元）。公平值乃使用企業債券於2017年9月30日的市場價格計算。

Notes to Interim Condensed Consolidated Financial Statements (Continued)
 中期簡明綜合財務報表附註(續)

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24. Domestic Company Bonds

On 14 January 2016, China South International completed the issuance of the first tranche of domestic company bonds of 2016 (the “2016 First Tranche DCB”) with a total principal amount of RMB3,000,000,000 on the Shenzhen Stock Exchange of the PRC. The 2016 First Tranche DCB carry interest at the rate of 5.98% per annum, payable annually on 13 January in arrears, and will mature on 13 January 2019.

On 4 May 2016, China South International completed the issuance of the second tranche of domestic company bonds of 2016 (the “2016 Second Tranche DCB”) with a total principal amount of RMB1,400,000,000 on the Shenzhen Stock Exchange of the PRC. The 2016 Second Tranche DCB carry interest at the rate of 6.85% per annum, payable annually on 3 May in arrears, and will mature on 3 May 2019.

The domestic company bonds recognised in the statement of financial position were calculated as follows:

24. 境內公司債券

華南國際於2016年1月14日完成於深圳證券交易所發行本金總額為人民幣3,000,000,000元的2016年第一期境內公司債券。2016年第一期境內公司債券年利率為5.98%，每年於1月13日後支付，並將於2019年1月13日到期。

華南國際於2016年5月4日完成於深圳證券交易所發行本金總額為人民幣1,400,000,000元的2016年第二期境內公司債券。2016年第二期境內公司債券年利率為6.85%，每年於5月3日後支付，並將於2019年5月3日到期。

已於財務狀況表確認的境內公司債券計算如下：

		30 September 2017 2017年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2017 2017年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Carrying amount at the beginning of period/year	期／年初的賬面值	5,079,429	3,629,086
Additions	新增	-	1,615,390
Interest expenses	利息開支	164,167	317,783
Payment for interests	支付利息	(110,563)	(206,830)
Exchange realignment	匯兌調整	209,526	(276,000)
Carrying amount at the end of period/year	期／年終的賬面值	5,342,559	5,079,429

The fair value of the domestic company bonds as at 30 September 2017 amounted to HK\$5,045,131,000 (31 March 2017: HK\$4,991,584,000). The fair value is calculated using the market price of the domestic company bonds on 30 September 2017.

於2017年9月30日，境內公司債券的公平值達5,045,131,000港元(2017年3月31日：4,991,584,000港元)。公平值乃使用境內公司債券於2017年9月30日的市場價格計算。

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 中期簡明綜合財務報表附註(續)

For the six months ended 30 September 2017 截至2017年9月30日止六個月

25. Share Capital

25. 股本

		30 September 2017 2017年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2017 2017年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Issued and fully paid	已發行及繳足：		
8,006,321,999 (31 March 2017: 8,006,321,999) ordinary shares	8,006,321,999股(2017年3月31日： 8,006,321,999股)普通股	7,054,362	7,054,362

26. Share Options

The Company has adopted a share option scheme on 4 September 2009 (the "Share Option Scheme") to provide incentives and reward to selected eligible persons which include directors, employees, officers, agents, consultants or representatives of the Group for their contribution or potential contribution to the Company or its subsidiaries. The Share Option Scheme became effective on 30 September 2009 and, unless otherwise cancelled or amended, will remain in force for 10 years from that date.

The following share options were outstanding under the Share Option Scheme during the period:

26. 購股權

本公司已於2009年9月4日採納購股權計劃(「購股權計劃」)，向對本公司或其附屬公司作出貢獻或潛在貢獻的經甄選合資格人士(包括本集團董事、僱員、高級職員、代理、顧問或代表)提供獎勵及回報，購股權計劃自2009年9月30日起生效，並由當日起持續十年(除非取消或作出修訂)有效。

下列購股權於期內根據購股權計劃尚未行使：

		30 September 2017 2017年9月30日		31 March 2017 2017年3月31日	
		Weighted average price per share 每股加權 平均行使價 HK\$ 港元	Number of options 購股權數目 '000 千份	Weighted average price per share 每股加權 平均行使價 HK\$ 港元	Number of options 購股權數目 '000 千份
At beginning of period/year	於期/年初	2.8165	310,540	3.0604	250,240
Granted during the period/year	期/年內授出	1.5200	120,000	1.7500	70,500
Lapsed during the period/year	期/年內失效	2.1705	(11,000)	1.7285	(1,950)
Exercised during the period/year	期/年內行使	-	-	1.2900	(7,000)
Forfeited during the period/year	期/年內沒收	-	-	1.7500	(1,250)
At end of period/year	於期/年終	2.4626	419,540	2.8165	310,540

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For the six months ended 30 September 2017 截至2017年9月30日止六個月

26. Share Options (Continued)

The exercise prices and exercise periods of the share options outstanding as at the end of the reporting period are as follows:

26. 購股權(續)

於報告期末，未行使購股權的行使價及行使期如下：

Number of options 購股權數目 '000 千股	Exercise price 行使價 HK\$ per share 每股港元	Exercise period 行使期
1,500	1.69	27-06-2013 to 26-06-2018 2013年6月27日至2018年6月26日
10,500	1.69	27-06-2014 to 26-06-2018 2014年6月27日至2018年6月26日
1,000	1.69	27-06-2015 to 26-06-2018 2015年6月27日至2018年6月26日
22,000	4.14	17-02-2014 to 16-02-2019 2014年2月17日至2019年2月16日
24,000	4.14	17-02-2015 to 16-02-2019 2015年2月17日至2019年2月16日
2,000	4.14	17-02-2016 to 16-02-2019 2016年2月17日至2019年2月16日
49,650	4.07	30-06-2014 to 29-06-2019 2014年6月30日至2019年6月29日
49,650	4.07	30-06-2015 to 29-06-2019 2015年6月30日至2019年6月29日
39,995	1.528	13-01-2016 to 12-01-2021 2016年1月13日至2021年1月12日
39,995	1.528	13-01-2017 to 12-01-2022 2017年1月13日至2022年1月12日
18,750	1.75	22-08-2016 to 21-08-2021 2016年8月22日至2021年8月21日
30,000	1.75	22-08-2017 to 21-08-2022 2017年8月22日至2022年8月21日
10,500	1.75	22-08-2018 to 21-08-2023 2018年8月22日至2023年8月21日
40,000	1.52	03-07-2017 to 02-07-2022 2017年7月3日至2022年7月2日
60,000	1.52	03-07-2018 to 02-07-2023 2018年7月3日至2023年7月2日
10,000	1.52	03-07-2019 to 02-07-2024 2019年7月3日至2024年7月2日
10,000	1.52	03-07-2020 to 02-07-2025 2020年7月3日至2025年7月2日
419,540		

Notes to Interim Condensed Consolidated Financial Statements (Continued)
 中期簡明綜合財務報表附註(續)

For the six months ended 30 September 2017 截至2017年9月30日止六個月

26. Share Options (Continued)

The Group recognised a share option expense of HK\$27,886,000 (six months ended 30 September 2016: HK\$18,283,000) during the six months ended 30 September 2017.

At the end of the reporting period, the Company had 419,540,000 share options outstanding under the Share Option Scheme, which represented approximately 5.24% of the Company's shares in issue as at that date. The exercise in full of the outstanding share options would, under the present capital structure of the Company, result in the issue of 419,540,000 additional ordinary shares of the Company and additional share capital of HK\$1,033,153,000 (before issue expenses).

27. Contingent Liabilities

At the end of each reporting period, contingent liabilities not provided for in the financial statements were as follows:

26. 購股權(續)

截至2017年9月30日止六個月，本集團確認購股權開支合共27,886,000港元(截至2016年9月30日止六個月：18,283,000港元)。

於報告期末，根據購股權計劃，本公司有419,540,000份未行使購股權，相當於本公司當日已發行股份約5.24%。根據本公司現時的資本結構而言，全數行使未行使購股權將會導致本公司發行419,540,000股額外普通股及額外股本1,033,153,000港元(扣除發行開支前)。

27. 或然負債

於報告期末，財務報表內未有撥備的或然負債如下：

	30 September 2017 2017年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2017 2017年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Guarantees given to banks in connection with facilities granted to third parties*	10,460,154	9,396,341

* The Group has provided guarantees in respect of banking facilities granted by certain banks to the purchasers of the Group's properties held for sale and held for finance lease. Pursuant to the terms of the guarantees, if there is default of the loan payments by the purchasers and lessees, the Group is responsible to repay the outstanding loans together with accrued interest thereon and any penalty owed by the defaulted purchasers and lessees to banks. The Group is then entitled to take over the legal titles and usage rights of the related properties. For trade center units and residential properties sold, the guarantee period commences from the dates of grant of the relevant loans and ends when the purchasers obtain the building ownership certificates which will then be pledged with the banks. For residential and commercial properties under finance leases, the guarantees will be released along with the full repayment of loan principal by the lessees.

The Group did not incur any material losses during the period in respect of the guarantees provided for mortgage facilities granted to the purchasers and lessees of the Group's properties. The directors consider that in case of default on payments, the net realisable value of the related properties can cover the repayment of the outstanding mortgage loans together with any accrued interest and penalty, and therefore the fair value of the guarantees is not significant.

* 本集團就若干銀行授予本集團持作銷售物業及融資租賃物業的買家的銀行信貸提供擔保。根據該等擔保條款，倘該等買家及承租人拖欠貸款還款，本集團負責償還未付貸款，連同應計利息，以及欠款買家及承租人結欠銀行的任何罰金。其後，本集團有權接管相關物業的法律業權及使用權。已售交易中心商舖及住宅物業方面，擔保期由相關貸款授出日期起至買家取得其後抵押予銀行的房地產權證日期止。就融資租賃下的住宅及商業物業而言，擔保將隨承租人償還貸款本金解除。

本集團於期內並無因向本集團物業的買家及承租人於獲授按揭融資所提供擔保而錄得任何重大虧損。董事認為，倘出現拖欠款項的情況，相關物業的可變現淨值足以支付未償還按揭貸款連同任何應計利息及罰款，是故擔保公平值並不重大。

Notes to Interim Condensed Consolidated Financial Statements (Continued)
 中期簡明綜合財務報表附註(續)

For the six months ended 30 September 2017 截至2017年9月30日止六個月

28. Commitments

The Group had the following commitments at the end of each reporting period:

		30 September 2017 2017年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2017 2017年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Contracted, but not provided for: Properties under development	已訂約但未撥備： 發展中物業	9,099,512	8,787,653

29. Related Party Transactions

(a) The Group had the following material transactions with related parties during the six months ended 30 September 2017 and 2016:

		For the six months ended 30 September 截至9月30日止六個月	
		2017 2017年 HK\$'000 千港元 (Unaudited) (未經審核)	2016 2016年 HK\$'000 千港元 (Unaudited) (未經審核)
Rental expense and related service fees for an office property paid to: A company of which a director of the Company was a controlling shareholder	辦公樓的租金開支及相關服務費用支付予： 本公司董事曾擔任控股股東的一家公司	-	1,407
	(i)		

Note:

(i) During the prior period, the Group leased the office property from a company of which a director of the Company was a controlling shareholder. The rental and related service fees were based on terms mutually agreed between both parties.

28. 承擔

於報告期末，本集團有以下承擔：

29. 關連人士交易

(a) 截至2017年及2016年9月30日止六個月，本集團曾與關連人士有如下列重大交易：

附註：

(i) 於上一期期間，本集團向本公司董事曾擔任控股股東的一家公司租入辦公樓。租金及有關費用根據雙方協定條款計算。

Notes to Interim Condensed Consolidated Financial Statements (Continued)
 中期簡明綜合財務報表附註(續)

For the six months ended 30 September 2017 截至2017年9月30日止六個月

29. Related Party Transactions (Continued)

(b) Outstanding balances with related parties:

			30 September 2017 2017年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2017 2017年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Due from an associate	應收一家聯營公司款項	(i)	94,642	82,497

Note:

- (i) The amount due from an associate is unsecured, interest-free and has no fixed terms of repayment.

附註：

- (i) 應收一家聯營公司款項為無抵押、免息及無固定還款期。

(c) Compensation of key management personnel of the Group:

		For the six months ended 30 September 截至9月30日止六個月 2017 2017年 HK\$'000 千港元 (Unaudited) (未經審核)		2016 2016年 HK\$'000 千港元 (Unaudited) (未經審核)	
Short term employee benefits	短期僱員福利	13,909		11,395	
Post-employment benefits	離職後福利	38		27	
Share-based payments	以權益結算的購股權開支	21,322		7,716	
Total compensation paid to key management personnel	支付予主要管理人員的薪酬總額	35,269		19,138	

29. 關連人士交易(續)

(b) 與關連人士之間的未結付結餘：

			30 September 2017 2017年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2017 2017年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Due from an associate	應收一家聯營公司款項	(i)	94,642	82,497

附註：

- (i) 應收一家聯營公司款項為無抵押、免息及無固定還款期。

(c) 本集團主要管理人員薪酬：

		For the six months ended 30 September 截至9月30日止六個月 2017 2017年 HK\$'000 千港元 (Unaudited) (未經審核)		2016 2016年 HK\$'000 千港元 (Unaudited) (未經審核)	
Short term employee benefits	短期僱員福利	13,909		11,395	
Post-employment benefits	離職後福利	38		27	
Share-based payments	以權益結算的購股權開支	21,322		7,716	
Total compensation paid to key management personnel	支付予主要管理人員的薪酬總額	35,269		19,138	

Notes to Interim Condensed Consolidated Financial Statements (Continued)
 中期簡明綜合財務報表附註(續)

For the six months ended 30 September 2017 截至2017年9月30日止六個月

30. Fair Value and Fair Value Hierarchy of Financial Instruments

The carrying amounts and fair values of the Group's financial instruments, other than those with carrying amounts that reasonably approximate to fair values, are as follows:

30. 金融工具之公平值及公平值等級架構

本集團及本公司之金融工具之賬面值及公平值(賬面值與公平值極其相近者除外)如下:

		Carrying amounts 賬面值		Fair values 公平值	
		30 September 2017 2017年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2017 2017年 3月31日 HK\$'000 千港元 (Audited) (經審核)	30 September 2017 2017年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2017 2017年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Short-term notes	短期融資券	1,174,000	1,353,240	1,188,947	1,385,038
Senior notes	優先票據	4,968,130	6,425,992	4,997,624	6,587,532
Medium-term notes	中期票據	4,750,340	4,723,000	4,850,296	4,856,191
Corporate bonds	企業債券	1,792,497	1,778,744	1,752,195	1,743,988
Domestic company bonds	境內公司債券	5,342,559	5,079,429	5,045,131	4,991,584
		18,027,526	19,360,405	17,834,193	19,564,333

Management has assessed that the fair values of cash and cash equivalents, trade receivables, financial assets included in prepayments, deposits and other receivables, financial liabilities included in trade and other payables, current portion of interest-bearing bank and other borrowings and amount due from an associate, approximate to their carrying amounts largely due to the short term maturities of these instruments.

The Group's management is responsible for determining the policies and procedures for the fair value measurement of financial instruments. The management reports directly to the directors and the audit committee. At each reporting date, the management analyses the movements in the values of financial instruments and determines the major inputs applied in the valuation. The valuation is reviewed and approved by the directors. The valuation process and results are discussed with the audit committee twice a year for interim and annual financial reporting.

管理層已評估現金及現金等價物、應收賬款、金融資產包括預付款、訂金及其他應收款項、金融負債包括應付及其他應付款項、計息銀行及其他借貸的即期部分及應收一家聯營公司款項之公平值與其各自之賬面值相若，主要因為該等工具於短期內到期。

本集團管理層負責釐定金融工具公平值計量之政策及程序。管理層直接向董事及審核委員會報告。於各報告日期，管理層分析金融工具之價值變動並釐定估值中適用的主要元素。估值由董事審閱及批准。估值過程及結果由審核委員會每年討論兩次，即中期及年度財務申報時討論。

Notes to Interim Condensed Consolidated Financial Statements (Continued)
中期簡明綜合財務報表附註(續)

For the six months ended 30 September 2017 截至2017年9月30日止六個月

30. Fair Value and Fair Value Hierarchy of Financial Instruments (Continued)

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

The fair values of the non-current portion of other long-term receivables and interest-bearing bank and other borrowings have been calculated by discounting the expected future cash flows using rates currently available for instruments with similar terms, credit risk and remaining maturities. The Group's own non-performance risk in interest-bearing bank and other borrowings as at 30 September 2017 was assessed to be insignificant. The fair values of the non-current portion of other long-term receivables and interest-bearing bank and other borrowings are not materially different from their carrying amounts.

The fair value of short-term notes, senior notes, medium-term notes, corporate bonds and domestic company bonds are calculated using the market prices on 30 September 2017.

As at 30 September 2017, the Group's financial instruments which comprised held-for-trading investments at fair value through profit or loss were measured at fair value. The fair values of held-for-trading investments at fair value through profit or loss are based on quoted market prices.

30. 金融工具之公平值及公平值等級架構(續)

金融資產及負債的公平值按可在自願雙方(強迫或清盤銷售除外)在現有交易中進行交換的工具之金額入賬。估計公平值所用之方法及假設載述如下:

其他長期應收款項、計息銀行及其他借貸之非即期部分的公平值乃透過使用當前可供金融工具使用之現行利率按類似條款、信用風險及餘下到期日、折讓預期未來現金流量而計算。於2017年9月30日,本集團自身計息銀行及其他借貸之不履約風險被評定為並不重大。其他長期應收款項及計息銀行及其他借貸非即期部分的公平值與賬面值相差不大。

短期融資券、優先票據、中期票據、企業債券及境內公司債券之公平值乃根據2017年9月30日的市場報價釐定。

於2017年9月30日,本集團之金融工具包含透過損益以公平值列賬之持作負債投資以公平值計算。透過損益以公平值列賬之持作買賣投資之公平值乃根據市場報價釐定。

Notes to Interim Condensed Consolidated Financial Statements (Continued)
 中期簡明綜合財務報表附註(續)

For the six months ended 30 September 2017 截至2017年9月30日止六個月

30. Fair Value and Fair Value Hierarchy of Financial Instruments (Continued)

Fair value hierarchy

The following tables illustrate the fair value measurement hierarchy of the Group's financial instruments:

Assets measured at fair value:

As at 30 September 2017
 於2017年9月30日

Held-for-trading investments at fair value through profit or loss	透過損益以公平值列賬之持作買賣投資	31,729
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As at 31 March 2017
 於2017年3月31日

Held-for-trading investments at fair value through profit or loss	透過損益以公平值列賬之持作買賣投資	—
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Liabilities measured at fair value:

The Group did not have any financial liabilities measured at fair value as at 30 September 2017 and 31 March 2017.

During the period, there were no transfers of fair value measurements between Level 1 and Level 2 and no transfer into or out of Level 3 (six months ended 30 September 2016: nil).

30. 金融工具之公平值及公平值等級架構(續)

公平值等級

本集團運用下列等級，以取決及披露金融工具之公平值：

按公平值計量之資產：

Fair value measurement using quoted prices in active markets (Level 1)
 使用於活躍市場之報價的公平值計量
 (第1級)
 HK\$'000
 千港元
(Unaudited)
 (未經審核)

Fair value measurement using quoted prices in active markets (Level 1)
 使用於活躍市場之報價的公平值計量
 (第1級)
 HK\$'000
 千港元
(Audited)
 (經審核)

按公平值計量之負債：

於2017年9月30日及2017年3月31日，本集團並無以公平值計量的金融負債。

期內，公平值計量於第1級別與第2級別之間並無轉換及無轉入或轉出至第3級別(截至2016年9月30日六個月止：無)。

Notes to Interim Condensed Consolidated Financial Statements (Continued)
 中期簡明綜合財務報表附註(續)

For the six months ended 30 September 2017 截至2017年9月30日止六個月

30. Fair Value and Fair Value Hierarchy of Financial Instruments (Continued)

Fair value hierarchy (Continued)

Liabilities for which fair values are disclosed:

30. 金融工具之公平值及公平值等級架構 (續)

公平值等級 (續)

已披露公平值之金融負債：

As at 30 September 2017 於2017年9月30日		Fair value measurement using quoted prices in active markets (Level 1) 使用於活躍市場 之報價的公平值計量 (第1級) HK\$'000 千港元 (Unaudited) (未經審核)
Short-term notes	短期融資券	1,188,947
Senior notes	優先票據	4,997,624
Medium-term notes	中期票據	4,850,296
Corporate bonds	企業債券	1,752,195
Domestic company bonds	境內公司債券	5,045,131
		17,834,193

As at 31 March 2017 於2017年3月31日		Fair value measurement using quoted prices in active markets (Level 1) 使用於活躍市場 之報價的公平值計量 (第1級) HK\$'000 千港元 (Audited) (經審核)
Short-term notes	短期融資券	1,385,038
Senior notes	優先票據	6,587,532
Medium-term notes	中期票據	4,856,191
Corporate bonds	企業債券	1,743,988
Domestic company bonds	境內公司債券	4,991,584
		19,564,333

Notes to Interim Condensed Consolidated Financial Statements (Continued) 中期簡明綜合財務報表附註(續)

For the six months ended 30 September 2017 截至2017年9月30日止六個月

31. Events After the Reporting Period

On 20 November 2017, the Company issued senior notes with an aggregate principal amount of US\$300,000,000 (the "November 2017 Notes"). The November 2017 Notes are listed on the Singapore Exchange Securities Trading Limited. The November 2017 Notes carry interest at the rate of 7.25% per annum, payable semi-annually on 20 May and 20 November in arrears, and will mature on 20 November 2022, unless redeemed earlier. The offering price was at 97.96% of the principal amount of the November 2017 Notes.

32. Approval of Interim Condensed Consolidated Financial Statements

These interim condensed consolidated financial statements were approved and authorised for issue by the board of directors of the Company on 30 November 2017.

31. 報告期間結束後事項

於2017年11月20日，本公司發行本金總額300,000,000美元的優先票據(「2017年11月票據」)。2017年11月票據於新加坡證券交易所有限公司上市。2017年11月票據按年利率7.25%計息，每半年於5月20日及11月20日期後支付，並將於2022年11月20日到期(除非提早贖回)。發售價為2017年11月票據本金總額的97.96%。

32. 批准中期簡明綜合財務報表

本公司董事會已於2017年11月30日批准並授權刊發此等中期簡明綜合財務報表。



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