# 2017/18

INTERIM REPORT



(Stock Code: 53)

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# CORPORATE INFORMATION

(As at 28 February 2018)

# **BOARD OF DIRECTORS**

#### **Executive Chairman**

Kwek Leng Hai

## **President & CEO**

Tang Hong Cheong

#### **Non-executive Directors**

Kwek Leng San Tan Lim Heng

#### **Independent Non-executive Directors**

Volker Stoeckel Roderic N. A. Sage David Michael Norman

# BOARD AUDIT AND RISK MANAGEMENT COMMITTEE

Roderic N. A. Sage – *Chairman* Volker Stoeckel David Michael Norman

#### **BOARD REMUNERATION COMMITTEE**

Volker Stoeckel – *Chairman* Kwek Leng Hai Roderic N. A. Sage

# **BOARD NOMINATION COMMITTEE**

Kwek Leng Hai – *Chairman* Volker Stoeckel Roderic N. A. Sage

## **GROUP FINANCIAL CONTROLLER**

Richard Mak Chi Ming

### **COMPANY SECRETARY**

Stella Lo Sze Man

## PLACE OF INCORPORATION

Bermuda

#### **REGISTERED OFFICE**

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# **BRANCH SHARE REGISTRARS**

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# FINANCIAL CALENDAR

Interim results announcement Latest time to register transfers for interim dividend Closure of Register of Members for interim dividend Payment date of interim dividend of HK\$1.00 per share 28 February 2018 4:30 p.m. on 15 March 2018 16 March 2018 26 March 2018 The board of directors (the "Board") of Guoco Group Limited (the "Company") is pleased to present the unaudited consolidated interim results of the Company and its subsidiaries (collectively the "Group") for the six months ended 31 December 2017.

# FINANCIAL RESULTS

The unaudited consolidated profit attributable to equity shareholders for the six months ended 31 December 2017, after taxation and non-controlling interests of HK\$3,697 million, up 21% as compared to HK\$3,052 million for the previous corresponding period. Basic earnings per share amounted to HK\$11.38.

For the six months ended 31 December 2017, profit before taxation was generated from the following sources:

- property development and investment of HK\$4,039 million;
- principal investment of HK\$1,001 million;
- hospitality and leisure of HK\$600 million;
- financial services of HK\$450 million;
- oil and gas royalty of HK\$91 million;

and was set off by HK\$459 million of finance costs.

Revenue increased by HK\$16.4 billion to HK\$22.8 billion during the period of which HK\$15.8 billion was attributable to the property development and investment sector.

# INTERIM DIVIDEND

The Board has declared an interim dividend of HK\$1.00 per share amounting to approximately HK\$329 million (2016/2017 interim dividend: HK\$1.00 per share amounting to approximately HK\$329 million) for the financial year ending 30 June 2018 which will be payable on Monday, 26 March 2018 to the shareholders whose names appear on the Register of Members on Friday, 16 March 2018.

# **REVIEW OF OPERATIONS**

# **PRINCIPAL INVESTMENT**

In the last six months of 2017, global equity markets continued their relentless climb to overwhelm the customary mid-summer lull and nuclear threats from North Korea. The synchronized macro-economic growth among the 45 OECD countries and the decision by the United States to cut corporate tax rates along with the announcement of massive infrastructure spending fuelled confidence to drive stock markets higher despite signals that the accommodative monetary policies of the major central banks may be coming to an end soon. Stock prices continued to exceed corporate earnings growth, thereby taking equity valuations to lofty levels.

We continue to stay cautious and invest in fallen angels and undervalued stocks with capital appreciation potential. We also selectively invest in companies that pay a healthy cash dividend to supplement shareholder returns.

Our treasury team performed well in optimizing the returns in foreign exchange and interest rate management for the Group. Foreign currency exposures of the investment portfolio were minimized with relevant hedges giving positive carry. With the successful deployment of yield enhancement strategies, the overall net interest expense was well contained despite a larger loan liability in the six months ended 31 December 2017 as compared to the corresponding period of 2016.

**REVIEW OF OPERATIONS** 

# **PROPERTY DEVELOPMENT AND INVESTMENT**

## GuocoLand Limited ("GuocoLand")

GuocoLand ended its half year with a profit attributable to equity holders of S\$208.5 million, as compared to S\$82.8 million for the previous corresponding period. The increase in profit was primarily due to revenue recognition from Singapore's residential projects and increase in share of profit of associates and joint ventures.

Revenue for the half year ended 31 December 2017 increased by 69% to S\$732.5 million, largely contributed by the stronger performance of Singapore's residential projects. In line with the higher revenue, gross profit increased by 68% to S\$151.8 million.

Contribution from Changfeng Residence, a joint venture residential project in Shanghai which has been substantially sold and completed, was the main reason for GuocoLand's share of profit of associates and joint ventures to increase by \$\$134.9 million to \$\$179.5 million in the current period.

As a result of higher sales activities and the commencement of GuocoLand's new hotels during the period, administrative expenses increased 65% to \$\$46.6 million. Finance costs increased by \$\$28.6 million to \$\$55.1 million due to higher average borrowings and lower capitalisation of finance cost as compared to the previous corresponding period.

According to flash estimates released by the Urban Redevelopment Authority in Singapore, private residential property prices posted a second consecutive increase of 0.7% for the 4th quarter of 2017, same as the previous quarter. For 2017, private residential property prices increased by 1.0% as compared to the 3.1% decline for 2016. Preliminary estimates showed that developers sold 14,707 units in 2017, which was 23% higher than the number of units sold in 2016.

According to the National Bureau of Statistics of China, new home prices in Shanghai and Chongqing rose in December 2017. In Shanghai, new home prices increased by 0.2% both on a year-on-year and month-on-month basis while in Chongqing, the year-on-year and month-on-month increase was 10.0% and 0.4% respectively.

# **HOSPITALITY AND LEISURE BUSINESS**

#### GL Limited ("GL")

GL recorded a profit after tax for the six months ended 31 December 2017 at US\$29.0 million, an increase of 18% as compared to US\$24.5 million in the previous corresponding period.

Revenue increased by 1% to US\$186.7 million year-on-year. Hotel revenue was lower in GBP terms as a result of fewer rooms available for sale due to the refurbishment of the Cumberland Hotel during the period. Gaming and oil & gas segments continue to generate lower revenue compared to previous corresponding period. This was primarily due to lower gaming drop and reduced oil & gas production during the period. However, these negative impacts were offset by the strengthening of GBP and AUD against USD.

Cost of sales increased by 5% as a result of the appreciation of GBP against USD during the period.

Administrative expenses also increased by 5% for the period which were largely attributable to higher business operating cost in the hotel segment as well as the strengthening of GBP against USD.

The decrease in other operating expenses was mainly due to the assets written off and the settlement of a legal claim against a subsidiary in the UK which provided a guarantee in relation to a hotel property previously leased and operated by another subsidiary in the previous corresponding period.

**REVIEW OF OPERATIONS** 

# HOSPITALITY AND LEISURE BUSINESS (Cont'd)

# GL Limited ("GL") (Cont'd)

Higher financing costs for the period were due to higher interest cost from an interest rate hedging contract. Higher income tax was associated with higher earnings from the hotel segment.

The London hotel market remains soft, and city-wide RevPARs were flat or have fallen on a year-on-year basis. Factors such as uncertainties over Brexit and an increase in London room supply continue to affect the UK hotel industry. GL's London hotels continue to operate in a challenging environment due to increasing operating costs and stagnant demand. The market is not expected to grow significantly and GL maintains a cautious outlook.

## The Rank Group Plc ("Rank")

Rank recorded a profit after tax (before exceptional items) for the six months ended 31 December 2017 of GBP31.3 million, an increase of 15% as compared to the previous year.

Statutory revenue fell marginally to GBP354.2 million, with 12% growth in digital revenue offset by a 3% fall in Mecca Bingo revenue due to lower admissions and closure of several under-performing venues and a 2% fall in Grosvenor Casinos' revenues due to lower UK admissions and the end of the concession for a Belgium casino. However, both retail businesses managed to maintain market shares despite challenging trading conditions.

Operating profit before exceptional items of GBP41.7 million was up by GBP5.1 million with the marginal decline in revenue being offset by lower costs, particularly employment costs and gaming duties. Digital profit improved by 56% with strong revenue growth combining with better cost control, particularly around marketing effectiveness. Mecca Bingo venues saw profits decline by 5% with lower revenue partially offset by lower employment costs (despite further increases in the National Living Wage) and tight cost control. Grosvenor Casinos delivered a 15% increase in profit, despite revenue falling due to lower customer visitations, following delivery of planned reductions in employment levels along with lower gaming duties.

The net charge for exceptional items of GBP6.2 million comprised GBP4.9 million in impairment charges for two underperforming provincial casinos, GBP1.6 million in restructuring costs and a GBP1.0 million onerous lease provision for a former provincial casino offset by GBP1.3 million tax credit.

Rank remains in a strong financial position, possesses market leading brands and has a clear strategy for long-term growth.

# FINANCIAL SERVICES

## Hong Leong Financial Group Berhad ("HLFG")

HLFG Group achieved a profit before tax of RM1,765.2 million for the period ended 31 December 2017, an increase of RM207.2 million or 13.3% as compared to the previous corresponding period. The increase was mainly due to a better performance from its commercial banking division.

The commercial banking division recorded a profit before tax of RM1,613.5 million for the period, an increase of RM242.3 million or 17.7% versus the previous corresponding period. The increase was due to higher revenue of RM132.2 million, higher share of profit from Bank of Chengdu Co., Limited and Sichuan Jincheng Consumer Finance joint venture of RM141.8 million. This was however offset by higher operating expenses of RM31.6 million.

**REVIEW OF OPERATIONS** 

## FINANCIAL SERVICES (Cont'd)

## Hong Leong Financial Group Berhad ("HLFG") (Cont'd)

The insurance division registered a profit before tax of RM152.4 million for the period ended 31 December 2017, a decrease of RM36.8 million or 19.4% compared to the previous corresponding period. The decrease in profits was primarily due to lower life fund surplus of RM31.9 million and lower share of profit from an associated company of RM11.6 million. This was however mitigated by higher revenue of RM3.8 million, lower allowance for impairment losses on securities of RM0.4 million and lower operating expenses of RM2.5 million.

The investment banking division recorded a profit before tax of RM37.4 million for the period ended 31 December 2017, a decrease of RM2.5 million or 6.4% compared to the previous corresponding period. The lower profits versus last period were mainly due to lower contributions from investment banking and stockbroking divisions.

## **GROUP FINANCIAL COMMENTARY**

#### **Capital Management**

The Group's consolidated total equity attributable to equity shareholders of the Company as at 31 December 2017 amounted to HK\$66.0 billion, an increase of 7% or HK\$4.1 billion as compared to 30 June 2017.

The equity-debt ratio as at 31 December 2017 is arrived at as follows:

HK\$'M
34,973
(21,162)
(14,268)
(457)
66,018
100:0

The Group's total cash balance and trading financial assets were mainly in RMB (22%), USD (18%), HKD (16%), GBP (13%), CHF (9%), and SGD (9%).

#### **Total Borrowings**

The decrease in total borrowings from HK\$37.2 billion as at 30 June 2017 to HK\$35.0 billion as at 31 December 2017 was primarily due to the redemption of the US\$461 million (approximately HK\$3.9 billion) fixed rate bonds under the Group's medium term note programme in August 2017. The Group's total borrowings are mostly denominated in SGD (63%), USD (21%), GBP (9%) and MYR (8%).

# GROUP FINANCIAL COMMENTARY (Cont'd)

# Total Borrowings (Cont'd)

The Group's bank loans and other borrowings are repayable as follows:

	Bank Ioan HK\$'M	Mortgage debenture stock HK\$'M	Other borrowings HK\$′M	Total HK\$'M
Within 1 year or on demand	15,478		1,631	17,109
After 1 year but within 2 years	4,598	_	746	5,344
After 2 years but within 5 years After 5 years	7,063	603	3,845 1,009	11,511 1,009
	11,661	603	5,600	17,864
	27,139	603	7,231	34,973

Bank loans, mortgage debenture stock and other borrowings are secured by certain properties, fixed assets and trading financial assets with an aggregate book value of HK\$33.1 billion.

Committed borrowing facilities available to Group companies and not yet drawn as at 31 December 2017 amounted to approximately HK\$17.6 billion.

#### **Interest Rate Exposure**

The Group's interest rate risk arises from treasury activities and borrowings. The Group manages its interest rate exposure with a focus on reducing the Group's overall cost of debt and exposure to changes in interest rates. The Group uses interest rate swaps to manage its interest rate exposure as appropriate.

As at 31 December 2017, approximately 75% of the Group's borrowings were at floating rates and the remaining 25% were at fixed rates. The Group had outstanding interest rate swaps with a notional amount of HK\$1.5 billion.

#### **Foreign Currency Exposure**

The Group from time to time enters into foreign exchange contracts, which are primarily over-the-counter derivatives, principally for hedging foreign currency exposures and investments.

As at 31 December 2017, there were outstanding foreign exchange contracts with a total notional amount of HK\$25.3 billion for hedging of foreign currency equity investments.

# **Equity Price Exposure**

The Group maintains an investment portfolio which comprises majority listed equities. Equity investments are subject to asset allocation limits.

# HUMAN RESOURCES AND TRAINING

As at 31 December 2017, the Group had over 13,300 staff. The Group continued to follow a measured approach towards achieving an optimal and efficient size of its workforce and is committed to providing its staff with ongoing development programmes to enhance productivity and work quality.

The remuneration policy for the Group's employees is reviewed on a regular basis. Remuneration packages are structured to take into account the level and composition of pay and general market conditions in the respective countries and businesses in which the Group operates. Bonus and other merit payments are linked to the financial results of the Group and individual achievement as incentives to optimise performance. In addition, share based award schemes are in place for granting share options and/or free shares to eligible employees to align their long term interests with those of the shareholders and for the purposes of staff motivation and talent retention.

# **GROUP OUTLOOK**

The major global economies look poised to continue its growth trajectory amid a backdrop that their accommodative monetary policies will be curtailed as interest rates may likely be increased to keep inflation at bay. With equity markets at lofty levels, we remain cautious and selective in our principal investment posture.

Despite the challenges in their respective operating markets, our core businesses will continue to execute their strategic plans to achieve the business goals and to build on sound fundamentals to create sustainable growth and shareholders' value.

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

Neither the Company, nor any of its other subsidiaries, purchased, sold or redeemed any of the Company's listed securities during the six months ended 31 December 2017.

# CORPORATE GOVERNANCE

# CODE ON CORPORATE GOVERNANCE PRACTICES

The Board has adopted a Code of Corporate Governance Practices (the "CGP Code"), which is based on the principles set out in Appendix 14 (the "HKEx Code") to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules").

During the period, the Company has complied with the HKEx Code, save that non-executive directors are not appointed for a specific term. However, they are subject to retirement by rotation and re-election at the annual general meetings of the Company pursuant to the Bye-Laws of the Company and the CGP Code. As such, the Company considers that such provisions are sufficient to meet the intent of the relevant provisions of the HKEx Code.

# MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 to the Listing Rules (the "Model Code") as the code of conduct regarding directors' securities transactions.

All directors of the Company, following specific enquiry by the Company, have confirmed that they have complied with the required standard set out in the Model Code throughout the period.

# DIRECTORS' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 31 December 2017, the interests and short positions of the directors of the Company in the shares, underlying shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")) as recorded in the register maintained by the Company pursuant to Section 352 of the SFO or as otherwise notified to the Company and The Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to the Model Code for Securities Transactions by Directors of the Company ("Model Code") were disclosed as follows in accordance with the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules").

# (A) The Company

Number of *shares/underlyin (Long Position)		ng shares	Approx. % of the issued share		
Director	Personal interests	Corporate interests	Total interests	capital of the Company	
Kwek Leng Hai	3,800,775	_	3,800,775	1.16%	
Tang Hong Cheong	130,000	_	130,000	0.04%	Note
Kwek Leng San	209,120	_	209,120	0.06%	
Tan Lim Heng	566,230	_	566,230	0.17%	
David Michael Norman	4,000	_	4,000	0.00%	

\* Ordinary shares unless otherwise specified in the Note

#### Note:

The total interests of 130,000 shares/underlying shares comprised 10,000 ordinary shares of the Company and an option in respect of 120,000 underlying shares of the Company pursuant to an executive option scheme of a Hong Leong Group company.

# (B) Associated Corporations

(a) Hong Leong Company (Malaysia) Berhad ("HLCM")

		Number of *shares (Long Position)				
Director	Personal	Corporate	Total	share capital		
	interests	interests	interests	of HLCM		
Kwek Leng Hai	420,500		420,500	2.61%		
Kwek Leng San	160,895		160,895	1.00%		

\* Ordinary shares

# DIRECTORS' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES (Cont'd)

#### (B) Associated Corporations (Cont'd)

(b) GuocoLand Limited ("GLL")

	Number of *shares/underlying shares (Long Position)			Approx. % of the issued		
Director	Personal interests	Corporate interests	Total interests	share capital of GLL		
Kwek Leng Hai	35,290,914	_	35,290,914	2.98%		
Tang Hong Cheong	865,000	_	865,000	0.07%	Note	
Tan Lim Heng	1,337,777	_	1,337,777	0.11%		
Volker Stoeckel	1,461,333	-	1,461,333	0.12%		

\* Ordinary shares unless otherwise specified in the Note

Note:

The total interests of 865,000 shares/underlying shares comprised 65,000 ordinary shares of GLL and an option in respect of 800,000 underlying shares of GLL pursuant to an executive option scheme of a Hong Leong Group company.

#### (c) Hong Leong Financial Group Berhad ("HLFG")

Number of *shares/underlying shares (Long Position)			Approx. % of the issued		
Director	Personal interests	Corporate interests	Total interests	share capital of HLFG	
Kwek Leng Hai	2,526,000	_	2,526,000	0.22%	
Tang Hong Cheong	249,146	_	249,146	0.02%	Note
Kwek Leng San	654,000	_	654,000	0.06%	
Tan Lim Heng	267,813	-	267,813	0.02%	

\* Ordinary shares unless otherwise specified in the Note

Note:

The total interests of 249,146 shares/underlying shares comprised 178,000 ordinary shares of HLFG and an option in respect of 71,146 underlying shares of HLFG pursuant to an executive option scheme of a Hong Leong Group company.

# DIRECTORS' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES (Cont'd)

#### (B) Associated Corporations (Cont'd)

#### (d) GuocoLand (Malaysia) Berhad ("GLM")

Number of *shares/underlying shares (Long Position)			Approx. % of the issued		
Director	Personal interests	Corporate interests	Total interests	share capital of GLM	
Kwek Leng Hai	226,800		226,800	0.03%	
Tang Hong Cheong Tan Lim Heng	300,000 326,010		300,000 326,010	0.03 % 0.04% 0.05%	Note

\* Ordinary shares unless otherwise specified in the Note

#### Note:

The total interests of 300,000 shares/underlying shares comprised 195,000 ordinary shares of GLM and an option in respect of 105,000 underlying shares of GLM pursuant to an executive option scheme of a Hong Leong Group company.

#### (e) **GL Limited** ("GL")

	Number of *shares/underlying shares (Long Position)			Approx. % of the issued	
Director	Personal interests	Corporate interests	Total interests	share capital of GL	
Tang Hong Cheong Tan Lim Heng	430,000 1,100,000	-	500,000 1,100,000	0.03% 0.08%	Note

\* Ordinary shares unless otherwise specified in the Note

Note:

The total interests of 430,000 shares/underlying shares comprised 300,000 ordinary shares of GL and an option in respect of 130,000 underlying shares of GL pursuant to an executive option scheme of a Hong Leong Group company.

# DIRECTORS' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES (Cont'd)

## (B) Associated Corporations (Cont'd)

(f) The Rank Group Plc ("Rank")

	Number of *shares/underlying shares (Long Position)			Approx. % of the issued	
Director	Personal interests	Corporate interests	Total interests	share capital of Rank	
Kwek Leng Hai	1,026,209	_	1,026,209	0.26%	
Tang Hong Cheong	200,000	_	200,000	0.05%	Note
Kwek Leng San	56,461	_	56,461	0.01%	
Tan Lim Heng	152,882	-	152,882	0.04%	

\* Ordinary shares unless otherwise specified in the Note

Note:

The total interests of 200,000 shares/underlying shares comprised 70,000 ordinary shares of Rank and an option in respect of 130,000 underlying shares of Rank pursuant to an executive option scheme of a Hong Leong Group company.

#### (g) Hong Leong Industries Berhad ("HLI")

Director	Personal interests	Approx. % of the issued share capital of HLI			
Kwek Leng Hai Tang Hong Cheong Kwek Leng San	190,000 300,000 2,300,000	_ 15,000 _	- -	190,000 315,000 2,300,000	0.06% 0.10% 0.72%

\* Ordinary shares

# DIRECTORS' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES (Cont'd)

# (B) Associated Corporations (Cont'd)

(h) Hong Leong Bank Berhad ("HLB")

		Number of *shares           (Long Position)				
Director	Personal	Corporate	Total	share capital		
	interests	interests	interests	of HLB		
Kwek Leng Hai	5,510,000	-	5,510,000	0.26%		
Kwek Leng San	536,000		536,000	0.03%		

\* Ordinary shares

# (i) Malaysian Pacific Industries Berhad ("MPI")

		Number of *shares (Long Position)						
Director	Personal	Corporate	Total	share capital				
	interests	interests	interests	of MPI				
Kwek Leng Hai	71,250		71,250	0.04%				
Kwek Leng San	1,260,000		1,260,000	0.63%				

\* Ordinary shares

# (j) Lam Soon (Hong Kong) Limited ("LSHK")

		umber of *shares (Long Position)		Approx. % of the issued
Director	Personal	Corporate	Total	share capital
	interests	interests	interests	of LSHK
Kwek Leng Hai	2,300,000		2,300,000	0.95%
Tan Lim Heng	274,000		274,000	0.11%

\* Ordinary shares

# DIRECTORS' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES (Cont'd)

#### (B) Associated Corporations (Cont'd)

### (k) Hume Industries Berhad ("HIB")

	Num	Number of *shares/underlying shares (Long Position)					
Director	Personal interests	Family interests	Corporate interests	Total interests	share capital of HIB		
Kwek Leng Hai Tang Hong Cheong Kwek Leng San	205,200 1,405,600 3,921,600	_ 16.200 _	-	205,200 1,421,800 3,921,600	0.04% 0.30% 0.82%	Note	

\* Ordinary shares unless otherwise specified in the Note

#### Note:

The personal interests of 1,405,600 shares/underlying shares comprised 1,275,600 ordinary shares of HIB and an option in respect of 130,000 underlying shares of HIB pursuant to an executive option scheme of a Hong Leong Group company.

#### (I) Southern Steel Berhad ("SSB")

		Number of *shares/underlying shares (Long Position)				
Director	Personal interests	•		share capital of SSB		
Tang Hong Cheong	131,000	_	131,000	0.03%	Note	

\* Ordinary shares unless otherwise specified in the Note

Note:

The total interests of 131,000 shares/underlying shares comprised 1,000 ordinary shares of SSB and an option in respect of 130,000 underlying shares of SSB pursuant to an executive option scheme of a Hong Leong Group company.

Save as disclosed above, as at 31 December 2017, none of the directors of the Company had any interests and 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) as recorded in the register maintained by the Company pursuant to Section 352 of the SFO or otherwise notified by the directors of the Company pursuant to the Model Code required to be disclosed in accordance with the Listing Rules.

# **SHARE OPTIONS**

#### The Company

Executive Share Option Scheme 2012 (the "ESOS 2012")

The ESOS 2012 was approved by the shareholders of the Company at the special general meeting on 14 November 2012 and took effect on 16 November 2012. Under the ESOS 2012, options may be granted over newly issued and/or existing shares of the Company to executives or directors of the Company or any of its subsidiaries from time to time.

No option had ever been granted pursuant to the ESOS 2012 up to 31 December 2017.

## GuocoLand Limited ("GLL")

GuocoLand Limited Executives' Share Option Scheme 2008 (the "GLL ESOS 2008")

The GLL ESOS 2008 was approved by the shareholders of GLL on 17 October 2008 and further approved by the shareholders of the Company pursuant to Chapter 17 of the Listing Rules on 21 November 2008. Under the GLL ESOS 2008, options may be granted over newly issued and/or existing shares of GLL to eligible participants including employees and executive directors of GLL and its subsidiaries ("GLL Group") who are not GLL's controlling shareholders or their associates.

Details of the options during the six months ended 31 December 2017 are as follows:

	_							
Grantees	Date of grant	As at 1 Jul 2017	Granted during the six months	Exercised during the six months	Lapsed during the six months	As at 31 Dec 2017	Notes	Exercise price per GLL share
								•
Group President & CEO	8 December 2017	_	20,000,000	_	-	20,000,000	1&2	S\$1.984
Eligible employees	8 December 2017	-	19,700,000	-	-	19,700,000	2	S\$1.984
		-	39,700,000	-	-	39,700,000		

Notes:

- 1. The board of directors of GLL has resolved that the exercise of the option in respect of 20,000,000 GLL shares granted to the Group President & CEO of GLL would be satisfied by the transfer of existing GLL shares. Such option is not subject to Chapter 17 of the Listing Rules.
- 2. The closing market price per GLL share immediately before the date of grant was \$\$2.18. The vesting of the options granted is subject to the achievement of certain performance criteria by the grantees over two performance periods concluding at the end of the financial years ending 30 June 2019 and 30 June 2021 respectively. The exercise period of the vested options will be up to the 30th month from the respective vesting dates to be determined.
- 3. Based on the Black-Scholes option pricing model, the fair values of the options granted as at the date of grant ranged from \$\$0.241 to \$\$0.285 per option. The assumptions in the Black-Scholes model used to estimate the value of the options are as follows:
  - risk-free interest rate ranged from 1.51% to 1.79%, based on the historical yield of Singapore Government Securities bonds in issue for the expected option life period on the date of grant;
  - expected volatility ranged from 12.96% to 16.35%, based on the historical volatility for the expected option life period prior to the date of grant;
  - expected dividend yield of 2.95%, based on the past one year's historical dividend payout over the market share price of GLL on the ex-dividend date; and
  - expected option life of 1.94 years to 5.94 years.

The Black-Scholes option pricing model requires the input of subjective assumptions which can affect the fair value estimates. As such, the model does not necessarily provide a single definitive measure of the fair value of the share options granted.

# SHARE OPTIONS (Cont'd)

# GL Limited ("GL")

The GL Executives' Share Option Scheme 2008 (the "GL ESOS 2008")

The GL ESOS 2008 was approved by the shareholders of GL on 17 October 2008 and by the shareholders of the Company on 21 November 2008. GL ESOS 2008 allows the grant of options over newly issued and/or existing shares of GL to confirmed employees (including executive directors) of GL and its subsidiaries. Non-executive directors of GL, directors and employees of associated companies of GL, and directors and employees of and GL's controlling shareholders or their subsidiaries (other than GL and its subsidiaries) and associates are not eligible to participate in the GL ESOS 2008.

Details of the options during the six months ended 31 December 2017 are as follows:

			No. of GL shares comprised in options						
		As at 1 Jul	Granted during the	Exercised during the	Lapsed during the	As at 31 Dec		Exercise price per	
Grantees	Date of grant	2017	six months	six months	six months	2017	Notes	GL share	
Eligible employees	13 May 2013	10,000,000	-	-	2,000,000	8,000,000	1&2	S\$0.86	
Eligible employees	21 September 2015	9,500,000	-	-	-	9,500,000	1&2	S\$0.80	
		19,500,000	_	-	2,000,000	17,500,000			

Notes:

- 1. The options granted on 13 May 2013 and 21 September 2015 under GL ESOS 2008 will vest in two tranches:
  - i. The first tranche of up to 20% to 35% were to have vested (but did not vest) at the end of the financial year ended 30 June 2016 upon the achievement of applicable performance targets; and
  - ii. The second tranche of up to 65% to 80% will vest within three months of the end of the financial year ended 30 June 2019 upon the achievement of applicable performance targets.
- 2. Each tranche, once vested, is exercisable as follows:
  - i. 40% of that tranche is exercisable within 6 months from the vesting date;
  - ii. 40% of that tranche is exercisable from the commencement of the 13th month to the end of the 18th month from the vesting date; and
  - iii. 20% of that tranche is exercisable from the commencement of the 25th month to the end of the 30th month from the vesting date.

# SHARE OPTIONS (Cont'd)

#### GuocoLand (Malaysia) Berhad ("GLM")

Executive Share Scheme (the "GLM ESS")

The Executive Share Option Scheme of GLM (the "GLM ESOS") was approved by the shareholders of GLM on 11 October 2011 and further approved by the shareholders of the Company pursuant to Chapter 17 of the Listing Rules on 25 November 2011. The GLM ESOS which took effect on 21 March 2012 (the "Effective Date") allows the grant of options over newly issued and/or existing shares of GLM to eligible executives and/or directors of GLM and its subsidiaries ("Eligible Participants"). It provides an opportunity for the Eligible Participants who have contributed to the growth and development of the GLM and its subsidiaries to participate in the equity of GLM.

The shareholders of GLM and the Company had subsequently on 21 October 2013 and 19 November 2013 respectively, approved the amendments to the Bye-Laws of the GLM ESOS to incorporate an executive share grant scheme (the "GLM ESGS"). While the GLM ESGS is not subject to Chapter 17 of the Listing Rules, the GLM ESOS remains in compliance with the said Listing Rules. The GLM ESGS together with the GLM ESOS have been combined and renamed as the GLM ESS.

Details of the options during the six months ended 31 December 2017 are as follows:

Grantees	Date of grant	As at 1 Jul 2017	Granted during the six months	Exercised during the six months	Lapsed during the six months	As at 31 Dec 2017	Notes	Exercise price per GLM share
Eligible Participants	11 December 2017	_	20,000,000	_	-	20,000,000	1&2	RM1.16
		-	20,000,000	-	-	20,000,000		

Notes:

- 1. The board of directors of GLM has resolved that the exercise of the options in respect of all the 20,000,000 GLM shares would be satisfied by the transfer of existing GLM shares. Such options are not subject to Chapter 17 of the Listing Rules and the disclosure of the fair value of such options is not required.
- 2. The closing market price of GLM share immediately before the date of grant was RM1.15 per share. The vesting of the options granted is subject to the achievement of certain performance criteria by the grantees over two performance periods concluding at the end of the financial years ending 30 June 2019 and 30 June 2021 respectively. The exercise period of the vested options will be up to the 30th month from the respective vesting dates to be determined.

#### The Rank Group Plc ("Rank")

The Long Term Incentive Plan ("LTIP")

The rules of LTIP were approved by Rank's shareholders on 22 April 2010 with amendments thereto approved on 22 April 2015. It was further approved by the shareholders of the Company pursuant to Chapter 17 of the Listing Rules on 24 November 2015. The LTIP is an equity-based incentive scheme pursuant to which executive directors and other senior executives of Rank and its subsidiaries (collectively the "Eligible Participants") may be granted awards, including, among others, awards of ordinary shares of Rank ("Rank Shares"), options ("Options") and Company Share Option Plan ("CSOP") options over Rank Shares or cash. It provides an opportunity for the Eligible Participants to participate in the equity of Rank with an aim of aligning their interests with those of Rank's shareholders through the creation of shareholder value over the long term. Pursuant to the LTIP, the exercise of the Options or CSOP options shall be satisfied through issue of new Rank Shares and/or transfer of existing Rank Shares out of treasury or otherwise. The rules of the LTIP pertaining to the grant of Options and CSOP options, the exercise of which are to be satisfied by issue of new Rank Shares, are subject to Chapter 17 of the Listing Rules.

No Option or CSOP option had ever been granted pursuant to the LTIP during the six months ended 31 December 2017.

# DISCLOSEABLE INTERESTS AND SHORT POSITIONS OF SHAREHOLDERS

As at 31 December 2017, other than the interests and short positions of the directors of the Company disclosed above, the persons who had interests or short positions in the shares and underlying shares of 5% or more in the Company's issued share capital as recorded in the register maintained by the Company under Section 336 of the SFO were as follows:

		Number of shares/ underlying		Approx. % of the issued
Shareholders	Capacity	shares	Notes	share capital
Quek Leng Chan ("QLC")	Personal interests Interest of controlled corporations	1,056,325 (Long Position) 249,425,792 (Long Position)	1	
	Total interests	250,482,117		76.12%
Hong Leong Company (Malaysia) Berhad ("HLCM")	Interest of controlled corporations	248,825,792 (Long Position)	2 & 3	75.62%
HL Holdings Sdn Bhd ("HLH")	Interest of controlled corporations	248,825,792 (Long Position)	3 & 4	75.62%
Hong Leong Investment Holdings Pte Ltd ("HLInvt")	Interest of controlled corporations	248,825,792 (Long Position)	3 & 5	75.62%
Davos Investment Holdings Private Limited ("Davos")	Interest of controlled corporations	248,825,792 (Long Position)	3&6	75.62%
Kwek Leng Kee ("KLK")	Interest of controlled corporations	248,825,792 (Long Position)	3 & 7	75.62%
Elliott Capital Advisors, L.P. ("ECA")	Interest of controlled corporations	29,635,716 (Long Position)	8	9.01%
First Eagle Investment Management, LLC ("FEIM")	Investment Manager	23,042,704 (Long Position)	9	7.00%
Credit Suisse Group AG ("CS")	Interest of controlled corporations	20,148,395 (Long Position)	10	6.12%
		20,141,000 (Short Position)		6.12%

# DISCLOSEABLE INTERESTS AND SHORT POSITIONS OF SHAREHOLDERS (Cont'd)

Notes:

1. The interest of controlled corporation of QLC comprised 242,208,117 ordinary shares of the Company and 8,274,000 underlying shares of other unlisted cash settled derivatives, and were directly held by:

	Number of shares/underlying shares
	•
GuoLine Overseas Limited ("GOL")	236,524,930
GuoLine Capital Limited ("GCL")	5,200,000
GuoLine International Limited ("GIL")	3,074,000
Asian Financial Common Wealth (PTC) Limited ("AFCW")	4,026,862
Chaghese Limited ("CL")	600,000

AFCW was wholly owned by Guoco Management Company Limited which in turn was wholly owned by the Company. The Company was 71.88% owned by GOL. GOL, GCL and GIL were wholly owned by GuoLine Capital Assets Limited which in turn was wholly owned by HLCM. HLCM was 49.27% owned by QLC as to 2.424% under his personal name, 46.534% via HLH which was wholly owned by him and 0.311% via Newton (L) Limited ("NLL"). NLL was wholly owned by Newton Capital Group Limited which was 2.424% owned by QLC and 46.534% owned by HLH. CL was wholly owned by QLC.

- 2. The interests of HLCM comprised 240,551,792 ordinary shares of the Company and 8,274,000 underlying shares of other unlisted cash settled derivatives, and were directly held by GOL, GCL, GIL and AFCW as set out in Note 1 above.
- 3. The interests of HLCM, HLH, HLInvt, Davos and KLK are duplicated.
- 4. HLH was deemed to be interested in these interests through its controlling interests of 46.534% in HLCM as set out in Notes 1 and 2 above.
- 5. HLInvt was deemed to be interested in these interests through its controlling interests of 34.69% in HLCM.
- 6. Davos was deemed to be interested in these interests through its controlling interests of 33.59% in HLInvt.
- 7. KLK was deemed to be interested in these interests through his controlling interests of 41.92% in Davos.
- 8. ECA was deemed to be interested in these interests comprising 19,263,215 shares held by Elliott International L.P. ("EILP") and 10,372,501 shares held by The Liverpool Limited Partnership ("LLP"). EILP was 100% controlled by Hambledon Inc. which in turn was 100% controlled by ECA. LLP was 100% controlled by Liverpool Associates, Ltd. which in turn was 100% controlled by Elliott Associates, L.P. which was 100% controlled by ECA.
- 9. FEIM was deemed to be interested in these interests held by various management accounts and funds controlled by it. The Company was subsequently notified by FEIM that, as at 31 December 2017, FEIM was deemed to be interested in 23,193,846 shares of the Company (held by various management accounts and funds controlled by it).
- 10. The Company was subsequently notified by CS that, as at 29 December 2017, CS was deemed to be interested in 20,143,313 shares (long position) and 20,135,918 (short position). Among these interests 7,000 shares (long position) and 7,395 shares (long position) were directly held by Credit Suisse (Hong Kong) Limited and Credit Suisse International respectively and 20,128,918 shares (long position) and 20,135,918 shares (short position) were directly held by Credit Suisse Securities (Europe) Limited, all those companies are indirect wholly owned subsidiaries of CS. CS was therefore deemed to be interested in these interests.

Save as disclosed above, as at 31 December 2017, the Company had not been notified by any person (other than the directors of the Company) who had interests or short positions in the shares or underlying shares of the Company of 5% or more which should be disclosed pursuant to the Part XV of the SFO or as recorded in the register maintained by the Company under Section 336 of the SFO.

# CONSOLIDATED INCOME STATEMENT

For the six months ended 31 December 2017 - Unaudited

	Note	2017 US\$'000	2016 US\$′000	2017 HK\$'000 (Nata 10)	2016 HK\$'000 (Nata 10)
•	Note			(Note 19)	(Note 19)
Turnover	2 & 3	3,112,166	1,147,811	24,317,376	8,900,700
Revenue Cost of sales Other attributable costs	2 & 3	2,918,958 (1,898,287) (48,210)	827,454 (405,903) (22,862)	22,807,716 (14,832,550) (376,696)	6,416,492 (3,147,575) (177,283)
		972,461	398,689	7,598,470	3,091,634
Other revenue	4(a)	17,127	16,659	133,824	129,182
Other net income	4(b)	55,190	309,856	431,235	2,402,778
Administrative and other operating expenses		(307,677)	(277,329)	(2,404,080)	(2,150,548)
Profit from operations before finance costs		737,101	447,875	5,759,449	3,473,046
Finance costs	2(b) & 5(a)	(58,718)	(46,042)	(458,802)	(357,032)
Profit from operations	2	678,383	401,833	5,300,647	3,116,014
Share of profits of associates and joint venture	es	53,959	82,479	421,617	639,583
Profit for the period before taxation	2 & 5	732,342	484,312	5,722,264	3,755,597
Tax expenses	6	(162,568)	(45,880)	(1,270,249)	(355,776)
Profit for the period		569,774	438,432	4,452,015	3,399,821
Attributable to:					
Equity shareholders of the Company		473,173	393,602	3,697,209	3,052,187
Non-controlling interests		96,601	44,830	754,806	347,634
Profit for the period		569,774	438,432	4,452,015	3,399,821
		US\$	US\$	HK\$	HK\$
Earnings per share					
Basic	8	1.46	1.21	11.38	9.39
Diluted	8	1.46	1.21	11.38	9.39

The notes on pages 27 to 44 form part of this interim financial report. Details of dividends payable to equity shareholders of the Company attributable to the profit for the period are set out in note 7.

# CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the six months ended 31 December 2017 – Unaudited

	2017 US\$'000	2016 US\$′000	2017 HK\$'000 (Note 19)	2016 HK\$'000 (Note 19)
Profit for the period	569,774	438,432	4,452,015	3,399,821
Other comprehensive income for the period (after tax and reclassification adjustments)				
Items that may be reclassified subsequently to				
<b>profit or loss:</b> Exchange translation differences relating to financial statements of foreign subsidiaries, associates and	222 504	(420, 70.4)	1 017 404	
joint ventures Changes in fair value of cash flow hedge	232,596 1,419	(429,794) 1,306	1,817,424 11,087	(3,332,837) 10,127
Changes in fair value of available-for-sale financial assets Transfer to profit or loss on disposal of available-for-sale	12,143	2,274	94,881	17,634
financial assets Share of other comprehensive income of associates	238 (6,792)	_ 2,904	1,859 (53,070)	_ 22,519
Other comprehensive income for the period, net of tax	239,604	(423,310)	1,872,181	(3,282,557)
Total comprehensive income for the period	809,378	15,122	6,324,196	117,264
Total comprehensive income for the period attributable to:				
Equity shareholders of the Company Non-controlling interests	640,562 168,816	105,389 (90,267)	5,005,127 1,319,069	817,239 (699,975)
5	809,378	15,122	6,324,196	117,264

The notes on pages 27 to 44 form part of this interim financial report.

# CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 31 December 2017

	Note	At 31 December 2017 (Unaudited) US\$'000	At 30 June 2017 (Audited) US\$'000	At 31 December 2017 (Unaudited) HK\$'000 (Note 19)	At 30 June 2017 (Audited) HK\$'000 (Note 19)
NON-CURRENT ASSETS					
Investment properties		2,419,482	2,349,272	18,904,986	18,336,773
Other property, plant and equipment	9	1,742,179	1,688,361	13,612,777	13,178,164
Interest in associates and joint ventures	5	1,327,028	1,217,205	10,368,932	9,500,650
Available-for-sale financial assets		1,897,232	1,852,794	14,824,307	14,461,613
Deferred tax assets		18,554	89,937	144,974	701,985
Intangible assets		1,029,685	991,260	8,045,598	7,737,082
Goodwill		143,668	138,196	1,122,571	1,078,661
Pensions surplus		503	586	3,930	4,574
		8,578,331	8,327,611	67,028,075	64,999,502
CURRENT ASSETS					
Development properties	10	1,503,061	2,298,724	11,744,393	17,942,230
Properties held for sale		856,668	481,428	6,693,704	3,757,690
Deposits for land		364,836	339,115	2,850,701	2,646,894
Trade and other receivables	11	597,987	316,776	4,672,461	2,472,532
Trading financial assets		1,826,073	1,482,319	14,268,295	11,569,944
Cash and short term funds		2,708,296	3,228,627	21,161,677	25,200,402
Assets held for sale		8,833	8,781	69,018	68,538
		7,865,754	8,155,770	61,460,249	63,658,230
		· · · · · · · · · · · · · · · · · · ·		·····	
CURRENT LIABILITIES					
Trade and other payables	12	836,217	1,370,784	6,533,907	10,699,380
Bank loans and other borrowings	13	2,189,691	2,349,189	17,109,479	18,336,125
Taxation		128,955	83,251	1,007,609	649,799
Provisions and other liabilities		10,296	13,297	80,449	103,787
		3,165,159	3,816,521	24,731,444	29,789,091
NET CURRENT ASSETS		4,700,595	4,339,249	36,728,805	33,869,139
TOTAL ASSETS LESS CURRENT LIABILITIES		13,278,926	12,666,860	103,756,880	98,868,641

# CONSOLIDATED STATEMENT OF FINANCIAL POSITION At 31 December 2017

Note	At 31 December 2017 (Unaudited) US\$'000	At 30 June 2017 (Audited) US\$'000	At 31 December 2017 (Unaudited) HK\$'000 (Note 19)	At 30 June 2017 (Audited) HK\$'000 (Note 19)
NON-CURRENT LIABILITIESBank loans and other borrowings13Amount due to non-controlling interestsProvisions and other liabilitiesDeferred tax liabilities	2,286,182	2,411,453	17,863,426	18,822,113
	288,892	229,842	2,257,301	1,793,986
	40,130	39,075	313,562	304,992
	103,123	80,596	805,767	629,076
NET ASSETS	2,718,327	2,760,966	21,240,056	21,550,167
	10,560,599	9,905,894	82,516,824	77,318,474
CAPITAL AND RESERVESShare capital14Reserves14	164,526	164,526	1,285,549	1,284,175
	8,284,568	7,769,531	64,732,714	60,643,520
Total equity attributable to equity shareholders of the Company Non-controlling interests	8,449,094 2,111,505	7,934,057 1,971,837	66,018,263 16,498,561	61,927,695 15,390,779
TOTAL EQUITY	10,560,599	9,905,894	82,516,824	77,318,474

The notes on pages 27 to 44 form part of this interim financial report.

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY For the six months ended 31 December 2017 – Unaudited

					Attributable t	to equity sha	reholders of th	ie Company						
	Share capital US\$'000	Share premium US\$'000	Capital and other C reserves US\$'000	Contributed surplus US\$'000	ESOS reserve US\$'000	Share option reserve US\$'000	Exchange translation reserve US\$'000	Fair value reserve US\$'000	Hedging reserve US\$'000	Revaluation reserve US\$'000	Retained profits US\$'000	Total US\$'000	Non- controlling interests US\$'000	Total equity US\$′000
At 1 July 2017	164,526	10,493	(82,963)	2,806	(41,056)	1,118	(422,987)	463,752	(4,505)	51,342	7,791,531	7,934,057	1,971,837	9,905,894
Profit for the period Exchange translation differences relating to financial statements of	-	-	-	-	-	-	-	-	-	-	473,173	473,173	96,601	569,774
foreign subsidiaries, associates and joint ventures Changes in fair value of	-	-	-	-	-	-	160,979	-	-	-	-	160,979	71,617	232,596
cash flow hedge Changes in fair value of available-for-sale financial assets	-	-	-	-	-	-	-	- 12,138	958	-	-	958 12,138	461 5	1,419 12,143
Transfer to profit or loss on disposal of available-for-sale financial assets	-	-	-	-	-	-	-	12,130	-	-	-	12,130	132	238
Share of other comprehensive income of associates	-	-	354	-	-	-	(4,910)	(2,116)	43	-	(163)	(6,792)		(6,792)
Total comprehensive income for the period			354	-	-	-	156,069	10,128	1,001		473,010	640,562	168,816	809,378
Transfer between reserves Equity-settled share-based transactions Capitalisation of shareholders' loan from non-controlling interests of	-	-	(139) -	-	-	(732)	-	-	-	-	139 -	(732)	- (788)	- (1,520)
a subsidiary Share capital reduction in a subsidiary	-	-	-	-	-	-	-	-	-	-	-	-	10,180 (405)	10,180 (405)
Dividends paid to non-controlling interests by subsidiaries Final dividend paid in respect of	-	-	-	-	-	-	-	-	-	-	-	-	(38,135)	(38,135)
the prior year	-	-	-	-	-	-	-	-	-	-	(124,793)	(124,793)	-	(124,793)
At 31 December 2017	164,526	10,493	(82,748)	2,806	(41,056)	386	(266,918)	473,880	(3,504)	51,342	8,139,887	8,449,094	2,111,505	10,560,599

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY For the six months ended 31 December 2017 – Unaudited

_	Attributable to equity shareholders of the Company													
	Share capital US\$'000	Share premium US\$'000	Capital and other reserves US\$'000	Contributed surplus US\$'000	ESOS reserve US\$'000	Share option reserve US\$'000	Exchange translation reserve US\$'000	Fair value reserve US\$'000	Hedging reserve US\$'000	Revaluation reserve US\$'000	Retained profits US\$'000	Total US\$'000	Non- controlling interests US\$'000	Total equity US\$'000
At 1 July 2016	164,526	10,493	106,778	2,806	(41,056)	1,696	(287,245)	249,373	(5,935)	51,342	6,986,769	7,239,547	1,841,094	9,080,641
Profit for the period Exchange translation differences relating to financial statements of foreign subsidiaries, associates	-	-	-	-	-	-	-	-	-	-	393,602	393,602	44,830	438,432
and joint ventures	-	-	8,208	-	(25)	(74)	(301,852)	98	-	(285)	-	(293,930)	(135,864)	(429,794)
Changes in fair value of cash flow hedge Changes in fair value of available-for-sale financial assets	-	-	-	-	-	-	-	- 1,933	880	-	-	880 1,933	426 341	1,306 2,274
Share of other comprehensive income of associates	-	-	368	-	-	-	10,691	(8,187)	32	-	-	2,904	-	2,904
Total comprehensive income for the period			8,576	<u>-</u>	(25)	(74)	(291,161)	(6,156)	912	(285)	393,602	105,389	(90,267)	15,122
Transfer between reserves	_	_	4,650	-	-	-	-	_	_	_	(4,650)	_	_	-
Equity-settled share-based transactions Acquisition of additional interests	-	-	-	-	-	(882)	-	-	-	-	-	(882)	(801)	(1,683)
in subsidiaries	-	-	-	-	-	-	-	-	-	-	831	831	(3,107)	(2,276)
Dividends paid to non-controlling interests by subsidiaries Final dividend paid in respect of	-	-	-	-	-	-	-	-	-	-	-	-	(38,842)	(38,842)
the prior year	-	-	-	-	-	-	-	-	-	-	(125,730)	(125,730)	-	(125,730)
At 31 December 2016	164,526	10,493	120,004	2,806	(41,081)	740	(578,406)	243,217	(5,023)	51,057	7,250,822	7,219,155	1,708,077	8,927,232

The notes on pages 27 to 44 form part of this interim financial report.

# CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six months ended 31 December 2017 – Unaudited

	2017 US\$′000	2016 US\$'000
Net cash generated from/(used in) operating activities	30,079	(120,193)
Net cash generated from/(used in) investing activities	648,508	(95,413)
Net cash (used in)/generated from financing activities	(570,391)	446,009
Net increase in cash and cash equivalents	108,196	230,403
Cash and cash equivalents at 1 July	2,179,991	2,445,659
Effect of foreign exchange rate changes	52,687	(82,963)
Cash and cash equivalents at 31 December	2,340,874	2,593,099
Analysis of the balances of cash and cash equivalents		
Cash and short term funds in the consolidated statement of financial position Cash collaterals Fixed deposits with maturity over three months	2,708,296 (8,570) (358,852)	2,601,744 (8,645) –
Cash and cash equivalents in the condensed consolidated statement of cash flows	2,340,874	2,593,099

# 1. ACCOUNTING POLICIES AND BASIS OF PREPARATION

This interim financial report has been prepared in accordance with the applicable disclosure provisions of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, including compliance with Hong Kong Accounting Standard ("HKAS") 34 "Interim financial reporting", issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA").

The interim financial report has been prepared in accordance with the same accounting policies adopted in the 2016/17 annual financial statements, except for the accounting policy changes that are expected to be reflected in the 2017/18 annual financial statements.

The preparation of an interim financial report in conformity with HKAS 34 requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses on a year to date basis. Actual results may differ from these estimates.

The HKICPA has issued several amendments to HKFRSs that are first effective for the current accounting period of the Group. None of these developments has had a material effect on how the Group's results and financial position for the current or prior periods have been prepared or presented in this interim financial report. The Group has not applied any new standard or interpretation that is not yet effective for the current accounting period. So far it has concluded that the adoption of them is unlikely to have a significant impact on the Group's results of operations and financial position except for HKFRS 9, Financial Instruments, HKFRS 15, Revenue from Contracts with Customers, and HKFRS 16, Leases.

As HKFRS 9, HKFRS 15 and HKFRS 16, when effective, will change the existing accounting standards and guidance applied by the Group in accounting for financial instruments, revenue and leases respectively, these standards are expected to be relevant to the Group. The Group is currently assessing the potential impact of adopting these new standards on its financial statements and does not plan to adopt these standards early.

This interim financial report contains condensed consolidated financial statements and selected explanatory notes. The notes include an explanation of events and transactions that are significant to an understanding of the changes in financial position and performance of the Group since the 2016/17 annual financial statements. The condensed consolidated interim financial statements and notes thereon do not include all of the information required for full set of financial statements prepared in accordance with HKFRSs.

The interim financial report is unaudited. The financial information relating to the financial year ended 30 June 2017 that is included in the interim financial report as comparative information does not constitute the Company's statutory annual consolidated financial statements for that financial year but is derived from those financial statements. Statutory financial statements for the year ended 30 June 2017 can be obtained on request at the Group Company Secretariat, 50/F., The Center, 99 Queen's Road Central, Hong Kong, or from the Company's website http://www.guoco.com. The auditors expressed an unqualified opinion on those financial statements in their report dated 29 August 2017.

# 2. SEGMENT REPORTING

In a manner consistent with the way in which information is reported internally to the Group's senior executive management, the Group has five reportable segments, as described below, which are the Group's strategic business units. The strategic business units engage in different business activities, offer different products and services and are managed separately. The following summary describes the operations in each segment:

Segment	Business activities	Operated by
Principal investment:	This segment covers equity and direct investments as well as treasury operations, with trading and strategic investments in global capital markets.	Subsidiaries
Property development and investment:	This segment involves development of residential and commercial properties and holding properties for rental income in the key geographical markets of Singapore, China, Malaysia, Vietnam and Hong Kong.	Subsidiaries, associates and joint ventures
Hospitality and leisure:	This segment owns, leases or manages hotels and operates gaming and leisure businesses in the United Kingdom, Spain and Belgium.	Subsidiaries
Financial services:	This segment covers commercial and consumer banking, Islamic banking, investment banking, life and general insurance, Takaful insurance, fund management and unit trust, corporate advisory services and stockbroking.	Associate
Oil and gas:	This segment receives royalty income from the entitlement of Bass Strait's oil and gas production in Australia.	Subsidiary

Performance is evaluated on the basis of profit or loss from operations before taxation. Inter-segment pricing is determined on an arm's length basis. The Group's measurement methods used to determine reported segment profit or loss remain unchanged from the financial year 2016/17.

# 2. SEGMENT REPORTING (cont'd)

Information regarding the Group's reportable segments for the period is set out below.

# (a) Reportable segment revenue and profit or loss (unaudited)

	Principal investment US\$'000	Property development and investment US\$'000	Hospitality and leisure US\$'000	Financial services US\$'000	Oil and gas US\$'000	Total US\$'000
For the six months ended 31 December 2017						
Turnover	282,207	2,171,616	658,343	-	-	3,112,166
Revenue from external customers Inter-segment revenue	88,999 –	2,171,616 105	658,343 -	-	- -	2,918,958 105
Reportable segment revenue	88,999	2,171,721	658,343	-	-	2,919,063
Operating profit Finance costs Share of (loss)/profits of associates and joint ventures	128,162 (10,022) –	(Note) 520,515 (36,232) (3,578)	76,838 (12,464) –	- - 57,537	11,586 - -	737,101 (58,718) 53,959
Profit before taxation	118,140	480,705	64,374	57,537	11,586	732,342
For the six months ended 31 December 2016						
Turnover	365,225	149,908	632,678	-	_	1,147,811
Revenue from external customers Inter-segment revenue	44,868 729	149,908 77	632,678	-	-	827,454 806
Reportable segment revenue	45,597	149,985	632,678	_	_	828,260
Operating profit Finance costs Share of profits of associates and joint ventures	317,894 (19,179) –	(Note) 42,581 (18,926) 32,859	76,548 (8,666) –	- - 49,620	11,581 - -	448,604 (46,771) 82,479
Profit before taxation	298,715	56,514	67,882	49,620	11,581	484,312

#### 2. SEGMENT REPORTING (cont'd)

## (a) Reportable segment revenue and profit or loss (unaudited) (cont'd)

Note:

The Group's financial statements have been prepared in accordance with all applicable HKFRSs and at Group level, revenue arising from the sale of properties has been recognised upon completion of development projects.

The subsidiary, GuocoLand Limited ("GuocoLand") has adopted the Singapore Interpretation of Financial Reporting Standard No. 115 Agreements for the Construction of Real Estate and the accompanying practice note issued specifically in the context of the sale of development properties in Singapore. Consequently, GuocoLand continues to adopt the percentage of completion method of revenue recognition for residential projects under progressive payment schemes in Singapore. For residential projects under deferred payment schemes in Singapore and overseas, the revenue and expenses are accounted for under the completion of construction method.

Accordingly, operating profits of GuocoLand for the period amounting to US\$1.9 million (2016: US\$24.7 million) in Singapore have been deferred for recognition in the Group's consolidated financial statements. The Group has recognised operating profits of GuocoLand of US\$77.4 million for the period (2016: Nil) which have been deferred in previous years. Up to 31 December 2017, accumulated operating profits of GuocoLand totalling US\$2.9 million (2016: US\$44.6 million) in Singapore have been deferred for recognition, and will be recognised by the Group upon completion of the relevant development projects in subsequent years.

#### (b) Reconciliations of reportable segment revenue and finance costs (unaudited)

		Six months ended 31 December		
	2017 US\$′000	2016 US\$'000		
Reportable segment revenue Elimination of inter-segment revenue	2,919,063 (105)	828,260 (806)		
Consolidated revenue (note 3)	2,918,958	827,454		

#### Revenue

#### **Finance costs**

	Six months ended 31 December			
	<b>2017</b> 2			
	US\$'000	US\$'000		
Reportable finance costs Elimination of inter-segment finance costs	58,718 -	46,771 (729)		
Consolidated finance costs (note 5(a))	58,718	46,042		

# 3. TURNOVER AND REVENUE

The amount of each significant category of turnover and revenue is as follows:

	Six month 31 Dec	
	2017	2016
	(Unaudited)	(Unaudited)
	US\$'000	US\$'000
		•
Revenue from sale of properties	2,114,732	120,802
Revenue from hospitality and leisure	657,781	632,186
Interest income	19,220	12,641
Dividend income	80,773	39,867
Rental income from properties	40,699	18,187
Others	5,753	3,771
Revenue	2,918,958	827,454
Proceeds from sale of investments in securities	193,208	320,357
Turnover	3,112,166	1,147,811

# 4. OTHER REVENUE AND NET INCOME

# (a) Other revenue

	Six months ended 31 December			
	2017	2016		
	(Unaudited)	(Unaudited)		
	US\$'000	US\$'000		
Sublease income	2,350	2,627		
Bass Strait oil and gas royalty	13,468	13,466		
Hotel management fee	92	32		
Income from forfeiture of deposit from sale of properties	109	131		
Others	1,108	403		
	17,127	16,659		

# (b) Other net income

	Six months ended 31 December			
	2017 (Unaudited) US\$'000	2016 (Unaudited) US\$'000		
Net realised and unrealised gains on trading financial assets Net realised and unrealised losses on derivative	45,031	281,160		
financial instruments Net realised losses on disposal of available-for-sale	(937)	(1,533)		
financial assets Net gains on foreign exchange contracts Other exchange gains	(236) 5,113 2,824	- 16,531 16,557		
Other exchange gains Net losses on disposal of property, plant and equipment Net gain on disposal of a subsidiary	3,834 (165) 350	16,557 (3,386)		
Other income	2,200	527		
	55,190	309,856		

# 5. PROFIT FOR THE PERIOD BEFORE TAXATION

Profit for the period before taxation is arrived at after charging/(crediting):

## (a) Finance costs

	Six months ended 31 December			
	2017	2016		
	(Unaudited)	(Unaudited)		
	US\$'000	US\$'000		
Interest on bank loans and other borrowings	65,297	70,424		
Other borrowing costs	3,985	2,376		
Total borrowing costs	69,282	72,800		
Less: borrowing costs capitalised into:				
<ul> <li>development properties</li> </ul>	(10,564)	(15,239)		
<ul> <li>investment properties</li> </ul>	-	(8,018)		
<ul> <li>other property, plant and equipment</li> </ul>	-	(3,501)		
Total borrowing costs capitalised (Note)	(10,564)	(26,758)		
	58,718	46,042		

Note:

These borrowing costs have been capitalised at rates of 1.81% to 4.37% per annum (2016: 1.11% to 8.00%).

# (b) Staff cost

	Six months ended 31 December		
	<b>2017</b> 20 (Unaudited) (Unaudit		
	US\$'000	US\$'000	
Salaries, wages and other benefits Contributions to defined contribution retirement plans Expenses recognised in respect of defined benefit	204,188 5,884	196,415 4,869	
retirement plans	107	108	
Equity-settled share-based payment expenses/(forfeiture)	570	(1,862)	
	210,749	199,530	

# 5. PROFIT FOR THE PERIOD BEFORE TAXATION (cont'd)

# (c) Other items

	Six mont 31 Dec	hs ended cember
	2017	2016
	(Unaudited)	(Unaudited)
	US\$'000	US\$'000
Depreciation Amortisation	36,987	36,446
- casino licences and brand names	810	745
<ul> <li>Bass Strait oil and gas royalty</li> </ul>	1,677	1,611
<ul> <li>other intangible assets</li> </ul>	5,543	5,606
Gross rental income from investment properties	(40,699)	(18,187)
Less: direct outgoings	11,935	7,631
Net rental income	(28,764)	(10,556)

# 6. TAX EXPENSES

Taxation in the consolidated income statement represents:

		Six months ended 31 December		
	2017	2016		
	(Unaudited)	(Unaudited)		
	US\$'000	US\$'000		
Current tax – Hong Kong Profits Tax	1,216	216		
Current tax – Overseas	69,253	60,969		
Deferred tax	92,099	(15,305)		
	162,568	45,880		

The provision for Hong Kong Profits Tax is calculated by applying the estimated annual effective tax rate of 16.5% (2016: 16.5%) to the profits for the six months ended 31 December 2017. Taxation for overseas subsidiaries is similarly calculated using the estimated annual effective rates of taxation that are expected to be applicable in the relevant countries.

# 7. **DIVIDENDS**

	Six months ended 31 December		
	2017 (Unaudited)	2016 (Unaudited)	
	US\$'000	US\$'000	
Dividends payable/paid in respect of the current year: – Interim dividend declared of HK\$1.00 (2016: HK\$1.00) per ordinary share	42,112	42,434	
Dividends paid in respect of the prior year: – Final dividend of HK\$3.00 (2016: HK\$3.00) per ordinary share	124,793	125,730	

The interim dividend declared for the year ending 30 June 2018 of US\$42,112,000 (2017: US\$42,434,000) is calculated based on 329,051,373 ordinary shares (2016: 329,051,373 ordinary shares) in issue at 31 December 2017.

The interim dividend declared after the interim period has not been recognised as a liability at the end of the interim reporting period in the accounts.

# 8. EARNINGS PER SHARE

#### (a) Basic earnings per share

The calculation of basic earnings per share is based on the profit attributable to equity shareholders of the Company of US\$473,173,000 (2016: US\$393,602,000) and the weighted average number of 325,024,511 ordinary shares (2016: 325,024,511 ordinary shares) in issue during the period.

# (b) Diluted earnings per share

For the six months ended 31 December 2017 and 2016, the diluted earnings per share equalled the basic earnings per share as there were no dilutive potential ordinary shares outstanding during the periods.

### 9. OTHER PROPERTY, PLANT AND EQUIPMENT

During the six months ended 31 December 2017, the Group acquired items of property, plant and equipment with a cost of US\$32,572,000 (2016: US\$48,548,000). The Group disposed of items of property, plant and equipment with a net book value of US\$206,000 during the six months ended 31 December 2017 (2016: US\$3,423,000).

# **10. DEVELOPMENT PROPERTIES**

		At	At
		31 December	30 June
		2017	2017
		(Unaudited)	(Audited)
		US\$'000	US\$'000
Cost		2,288,939	3,253,581
Less:	Impairment loss	(5,089)	(4,855)
	Progress instalments received and receivable	(691,089)	(940,756)
	Transfer to properties held for sale	(89,700)	(9,246)
		1,503,061	2,298,724

# **11. TRADE AND OTHER RECEIVABLES**

	At 31 December 2017 (Unaudited) US\$'000	At 30 June 2017 (Audited) U\$\$'000
Trade debtors Accrued receivables for sales consideration	239,900	115,246
not yet billed on completed development properties Other receivables, deposits and prepayments	216,714 128,503	30,710 149,447
Derivative financial instruments, at fair value Interest receivables	8,111 4,759	12,133 9,240
	597,987	316,776

Included in the Group's trade and other receivables is US\$12.8 million (30 June 2017: US\$13.1 million) which is expected to be recovered after one year.

As of the end of the reporting period, the ageing analysis of trade debtors (which are included in trade and other receivables), based on the invoice date and net of allowance for doubtful debts, is as follows:

	At	At
	31 December	30 June
	2017	2017
	(Unaudited)	(Audited)
	US\$′000	US\$'000
Within 1 month	184,246	85,191
1 to 3 months	49,201	24,724
More than 3 months	6,453	5,331
	239,900	115,246

# **12. TRADE AND OTHER PAYABLES**

	At	At
	31 December	30 June
	2017	2017
	(Unaudited)	(Audited)
	US\$′000	US\$'000
•		•
Trade creditors	87,519	80,077
Other payables and accrued operating expenses	688,436	1,235,080
Derivative financial instruments, at fair value	41,265	34,262
Amounts due to fellow subsidiaries	18,963	21,333
Amounts due to associates	34	32
	836,217	1,370,784

Included in trade and other payables is US\$64.9 million (30 June 2017: US\$87.3 million) which is expected to be payable after one year.

As of the end of the reporting period, the ageing analysis of trade creditors (which are included in trade and other payables), based on the invoice date, is as follows:

	At 31 December 2017 (Unaudited) US\$'000	At 30 June 2017 (Audited) US\$'000
Within 1 month 1 to 3 months More than 3 months	78,591 6,508 2,420	70,579 5,989 3,509
	87,519	80,077

The amounts due to fellow subsidiaries and associates are unsecured, interest free and have no fixed repayment terms.

# **13. BANK LOANS AND OTHER BORROWINGS**

	At Current portion US\$'000	31 December 207 (Unaudited) Non-current portion US\$'000	17 Total US\$'000	Current portion US\$'000	At 30 June 2017 (Audited) Non-current portion US\$'000	Total US\$'000
Bank loans						
- Secured	1,260,329	574,774	1,835,103	1,154,966	858,568	2,013,534
– Unsecured	720,510	917,607	1,638,117	477,642	726,711	1,204,353
	1,980,839	1,492,381	3,473,220	1,632,608	1,585,279	3,217,887
					·····	·
Other loans						
– Secured	137,255	-	137,255	40,000	_	40,000
– Unsecured	1,934	8,467	10,401	1,819	9,088	10,907
	139,189	8,467	147,656	41,819	9,088	50,907
Unsecured medium term notes and bonds	69,663	708,151	777,814	674,762	742,674	1,417,436
Secured mortgage	03,003	, 00,101	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	07 1,7 02	/ 12,0/ 1	1,117,130
debenture stock	-	77,183	77,183	-	74,412	74,412
	2,189,691	2,286,182	4,475,873	2,349,189	2,411,453	4,760,642

# **14. SHARE CAPITAL**

	At 31 Decem (Unaudi		At 30 June 2017 (Audited)		
	No. of shares ′000	US\$′000	No. of shares '000	US\$'000	
Authorised: Ordinary shares of US\$0.50 each	1,000,000	500,000	1,000,000	500,000	
Issued and fully paid	329,051	164,526	329,051	164,526	

Note:

As at 31 December 2017, 4,026,862 (30 June 2017: 4,026,862) ordinary shares were acquired by the Group to reserve for the executive share option scheme for the purpose of satisfying the exercise of share options to be granted to eligible employees.

# **15. FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS**

#### (a) Financial assets and liabilities measured at fair value

The following table presents the fair value of the Group's financial instruments measured at the end of the reporting period on a recurring basis, categorised into the three-level fair value hierarchy as defined in HKFRS 13, Fair Value Measurement. The level into which a fair value measurement is classified is determined with reference to the observability and significance of the inputs used in the valuation technique as follows:

- Level 1 valuations: Fair value measured using only Level 1 inputs i.e. unadjusted quoted prices in active markets for identical assets or liabilities at the measurement date.
- Level 2 valuations: Fair value measured using Level 2 inputs i.e. observable inputs which fail to meet Level 1, and not using significant unobservable inputs. Unobservable inputs are inputs for which market data are not available.
- Level 3 valuations: Fair value measured using significant unobservable inputs.

# 15. FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS (cont'd)

## (a) Financial assets and liabilities measured at fair value (Cont'd)

		At 31 Decer (Unau				At 30 Jui (Aud		
	Level 1 US\$'000	Level 2 US\$'000	Level 3 US\$'000	Total US\$'000	Level 1 US\$'000	Level 2 US\$'000	Level 3 US\$'000	Total US\$'000
Recurring fair value measurements								
Assets								
Available-for-sale financial assets:								
– Listed	1,844,499	-	-	1,844,499	1,798,334	-	-	1,798,334
– Unlisted	-	28,000	24,733	52,733	-	29,700	24,760	54,460
Trading financial assets:								
– Listed	1,826,073	-	-	1,826,073	1,459,089	23,230	-	1,482,319
Derivative financial instruments:								
<ul> <li>Interest rate swaps</li> </ul>	-	15	-	15	-	28	-	28
<ul> <li>Forward exchange contracts</li> </ul>	-	7,583	-	7,583	-	11,458	-	11,458
<ul> <li>Equity options</li> </ul>	-	-	-	-	-	637	-	637
- Currency options	-	513	-	513	-	10	-	10
	3,670,572	36,111	24,733	3,731,416	3,257,423	65,063	24,760	3,347,246
Liabilities								
Derivative financial instruments:								
– Interest rate swaps		6,401		6,401		8,128		8,128
– Forward exchange contracts	-	26,765	-	26,765	-	0,120 13,961	-	0,120 13,961
- Equity options	_	20,703 8,099	_	20,703 8,099	-	12,173	_	12,173
Educy options		0,055		0,055		12,17.5		12,175
	_	41,265	_	41,265	_	34,262	_	34,262

During the six months ended 31 December 2017, there were no transfers between Level 1 and Level 2, or transfers into or out of Level 3 (2016: Nil). The Group's policy is to recognise transfers between levels of fair value hierarchy as at the end of the reporting period in which they occur.

#### Valuation techniques and inputs used in Level 2 fair value measurements

The fair value of forward exchange contracts is determined based on quotes from market makers or alternative market participants supported by observable inputs including spot and forward exchange rates. The fair value of other derivative financial instruments is determined based on the amount that the Group would receive or pay to terminate the contracts with the independent counterparties at the end of the reporting period, taking into account current observable inputs. The fair value of the unlisted available-for-sale financial asset in Level 2 is determined using a valuation technique based on the net asset value approach, which takes into consideration the fair value of the unlisted available-for-sale financial asset consist of a publicly traded investment in an active market which is reported at the market closing price.

# 15. FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS (cont'd)

## (a) Financial assets and liabilities measured at fair value (Cont'd)

Information about Level 3 fair value measurements

Other unlisted available-for-sale financial assets carried at fair value are categorised within Level 3 of the fair value hierarchy. The fair values are determined using a valuation technique or based on the net asset value approach, which takes into consideration the fair value of the underlying assets and liabilities of the investee fund.

The movements during the period in the balance of Level 3 fair value measurements are as follows:

	At 31 December 2017 (Unaudited) US\$'000	At 31 December 2016 (Unaudited) US\$'000
Unlisted available-for-sale financial assets: At 1 July Net unrealised gains recognised in other	24,760	34,464
comprehensive income during the period Redemption of cost Exchange adjustments	- - (27)	(249) 19
At 31 December	24,733	35,065
Total gains or losses for the period reclassified from consolidated other comprehensive income on disposal	_	

The gains or losses arising from the disposal of the unlisted available-for-sale financial assets are presented in "other net income" in the consolidated income statement. The net unrealised gains or losses arising from the remeasurement of the unlisted available-for-sale financial assets are recognised in fair value reserve in other comprehensive income.

#### (b) Fair value of financial assets and liabilities carried at other than fair value

Other than for the mortgage debenture stock, the carrying amounts of the financial instruments carried at cost or amortised cost are not materially different from their fair values as at 31 December 2017 and 30 June 2017.

Mortgage debenture stock is measured at fair value at initial recognition and annually thereafter for disclosure on each annual reporting date. Fair value is calculated based on the present value of future principal and interest cash flows, discounted at the government yield curve at the reporting date plus an adequate credit spread. The fair value of the mortgage debenture stock at 31 December 2017 is estimated to be US\$92.0 million (30 June 2017: US\$89.0 million) and is classified within Level 2 of the fair value hierarchy. The interest rate used to discount estimated cash flows at the reporting date was 2.25% (30 June 2017: 2.25%).

# 16. CAPITAL COMMITMENTS OUTSTANDING NOT PROVIDED FOR IN THE FINANCIAL STATEMENTS

	At	At
	31 December	30 June
	2017	2017
	(Unaudited)	(Audited)
	US\$'000	US\$'000
Authorised and contracted for	21,843	30,488
Authorised but not contracted for	14,913	278,794
	36,756	309,282

At 31 December 2017, the commitment in respect of development expenditure contracted but not provided for in the financial statements by the Group was US\$143.5 million (30 June 2017: US\$129.6 million); in respect of purchase of land was US\$974.6 million (30 June 2017: US\$214.7 million).

# **17. CONTINGENT LIABILITIES**

# (a) GuocoLand

On 20 August 2015, GuocoLand, through its subsidiary, GuocoLand (China) Limited ("GLC"), entered into a Master Transaction Agreement (the "Agreement") to dispose of all the equity, contractual and loan interest of GLC in or relating to the Dongzhimen project in Beijing ("DZM Project"). The Agreement provides that the buyer will indemnify GLC, its affiliates and representatives from and against all actions, losses and liabilities to which any of these parties is or may become subject to arising out of or related to the DZM Project in accordance with the terms and conditions therein.

### (b) Rank

#### **Property leases**

Concurrent to the GBP211 million (approximately US\$285 million) sale and leaseback in 2006, Rank transferred the rights and obligations but not the legal titles of 44 property leases to a third party. Rank remains potentially liable in the event of default by the third party. Should default occur then Rank would have recourse to two guarantors. It is understood that, of the original 44 leases transferred, 8 of these have not expired or been surrendered. These 8 leases have durations of between 15 months and 95 years and a current annual rental obligation (net of sub-let income) of approximately GBP0.8 million (approximately US\$1.1 million).

During 2014, Rank became aware of certain information in respect of a change in the financial position of the third party and one of the guarantors. However, Rank has not to date been notified of any default, or intention to default, in respect of the transferred leases.

# **18. MATERIAL RELATED PARTY TRANSACTIONS**

#### (a) **Banking transactions**

Transactions with companies in the Hong Leong Company (Malaysia) Berhad Group ("HLCM"):

During the period, the Group entered into a number of transactions in the normal course of business with companies in the HLCM group including deposits and correspondent banking transactions. The transactions were priced based on the relevant market rates at the time of each transaction, and were under the same terms as those available to the independent counterparties and customers.

Information relating to interest income from these transactions during the period and balance outstanding at the end of the reporting period is set out below:

#### (i) Income

	Six months ended 31 December	
	2017	2016
	(Unaudited)	(Unaudited)
	US\$′000	US\$'000
Interest income	643	467

#### (ii) Balance

	At 31 December 2017 (Unaudited)	At 30 June 2017 (Audited)
Cash and short term funds	US\$'000 20,795	US\$'000 31,201

## 18. MATERIAL RELATED PARTY TRANSACTIONS (cont'd)

#### (b) Management fee

On 7 July 2017, the Company renewed its master services agreement with GOMC Limited ("GOMC") and GuoLine Group Management Co. Limited ("GGMC"), subsidiaries of HLCM, for provision by GOMC or GGMC of management services to the Company and/or its subsidiaries (excluding those subsidiaries which are from time to time incorporated, resident or having principal place of business in Malaysia (the "Malaysian Subsidiaries")), for a term of 3 years from 1 July 2017 to 30 June 2020. Total amount paid or provided for in respect of management fees to GOMC and GGMC for the six months ended 31 December 2017 amounted to US\$2,158,000 (2016: US\$2,341,000) and US\$10,498,000 (2016: US\$9,899,000) respectively.

On 7 July 2017, the Company renewed its master services agreement with HL Management Co Sdn Bhd ("HLMC"), a subsidiary of HLCM, for the provision of management services to the Malaysian Subsidiaries of the Company for a term of 3 years from 1 July 2017 to 30 June 2020. Total amount paid or provided for in respect of management fees to HLMC for the six months ended 31 December 2017 amounted to US\$584,000 (2016: US\$44,000).

## **19. HONG KONG DOLLAR AMOUNTS**

The Hong Kong dollar figures shown in the consolidated income statement, consolidated statement of comprehensive income and consolidated statement of financial position are for information only. The Company's functional currency is United States dollar. The Hong Kong dollar figures are translated from United States dollar at the rates ruling at the respective financial period ends.

#### 20. REVIEW BY BOARD AUDIT AND RISK MANAGEMENT COMMITTEE

The unaudited interim results for the six months ended 31 December 2017 have been reviewed by the Board Audit and Risk Management Committee of the Company. The information in these interim results does not constitute statutory accounts.