

**1 主要業務**

本銀行之主要業務為提供銀行、融資及其他相關服務。各附屬公司之主要業務載於賬目附註24。

**2 主要會計準則****(a) 編製賬目之基準**

本賬目乃根據香港普遍採納之會計準則，按歷史成本慣例編製，並已就若干銀行房產、物業及證券投資之重估作出調整，符合香港會計師公會所頒佈之會計實務準則（「會計準則」）之規定。

本年度，本集團已採納下列由香港會計師公會頒佈之會計準則，該等會計準則對二零零二年一月一日或之後起計之會計期間生效：

會計準則  
第1號(修訂)：會計報表之呈報  
會計準則  
第15號(修訂)：現金流量表  
會計準則  
第34號(修訂)：僱員福利

本集團會計政策之變動及採納該等新政策之影響載於以下各段。

**(b) 綜合賬目**

綜合賬目包括本銀行及其附屬公司（「本集團」）截至十二月三十一日之賬目。附屬公司為本集團控制過半投票權或持過半已發行股本，或控制其董事會組成之公司。年內所收購或出售附屬公司之業績已自收購生效日起或截至出售生效日為止（如適用）計入綜合損益表內。

本集團成員公司間所有重大交易及結餘已在綜合賬目內對銷。

出售附屬公司之盈虧乃指出售所得款項與本集團應佔資產淨值及任何計入儲備而未曾於綜合損益表扣除或確認之商譽／負商譽之差額。

在本銀行的資產負債表中，於附屬公司之投資按成本減任何減值虧損撥備列賬。附屬公司的業績按已收及應收股息為基準入賬。

**1 PRINCIPAL ACTIVITIES**

The principal activities of the Bank are the provision of banking, financial and other related services. The principal activities of the subsidiaries are shown in Note 24 to the accounts.

**2 PRINCIPAL ACCOUNTING POLICIES****(a) Basis of preparation**

The accounts have been prepared under the historical cost convention as modified by the revaluation of certain bank premises and properties, and investments in securities, and in accordance with accounting principles generally accepted in Hong Kong and comply with Statements of Standard Accounting Practice ("SSAPs") issued by the Hong Kong Society of Accountants ("HKSA").

In the current year, the Group has adopted the following SSAPs issued by the HKSA which are effective for accounting periods commencing on or after 1st January 2002:

SSAP1 (revised)	:	Presentation of financial statements
SSAP15 (revised)	:	Cash flow statements
SSAP34 (revised)	:	Employee benefits

The changes to the Group's accounting policies and the effect of adopting these new policies are set out in the following paragraphs.

**(b) Consolidation**

The consolidated accounts include the accounts of the Bank and its subsidiaries ("the Group") made up to 31st December. Subsidiaries are those entities in which the Group controls the composition of the board of directors, controls more than half of the voting power or holds more than half of the issued share capital. The results of subsidiaries acquired or disposed of during the year are included in the consolidated profit and loss account from the effective date of acquisition or up to the effective date of disposal, as appropriate.

All significant intercompany transactions and balances within the Group are eliminated on consolidation.

The gain or loss on the disposal of a subsidiary represents the difference between the proceeds of the sale and the Group's share of its net assets together with any goodwill/negative goodwill taken to reserves and which was not previously charged or recognised in the consolidated profit and loss account.

In the Bank's balance sheet the investments in subsidiaries are stated at cost less provision for impairment losses. The results of subsidiaries are accounted for by the Bank on the basis of dividends received and receivable.

## 賬目附註 • NOTES TO THE ACCOUNTS

截至二零零二年十二月三十一日止年度 For the year ended 31st December 2002

### 2 主要會計準則 (續)

#### (c) 聯營公司

聯營公司為附屬公司以外，而本集團持有其股權作長期投資，且對其管理有重大影響力之公司。

綜合損益表已包括本集團於該年度應佔聯營公司之業績，而綜合資產負債表已包括本集團應佔聯營公司之資產淨值及收購產生的商譽(扣除累計攤銷)。

在本銀行的資產負債表中，於聯營公司之投資按成本減任何減值虧損撥備列賬。聯營公司的業績按已收及應收股息為基準入賬。

當聯營公司的投資賬面值為零時，除非本集團就有關聯營公司負有責任或擔保責任，否則便不再採用權益會計法入賬。

#### (d) 收益確認

利息收入在應計時在損益表確認，惟呆賬的利息則撥入暫記賬，並與資產負債表內的相關結餘對銷。

收費及佣金收入在賺取時確認，惟假若有關交易涉及超逾本集團會計期間的利率或其他風險，則按有關交易限期攤銷。

股息收入於確立收取股息權利時確認。

#### (e) 向客戶、銀行同業及其他金融機構貸款

向客戶、銀行同業及其他金融機構提供的貸款均按未償還本金額扣減呆壞賬撥備計入資產負債表。向銀行同業及其他金融機構提供的貸款包括存放於銀行同業及其他金融機構超過一年之存款。有關住宅按揭貸款之現金回贈均已資本化，並以直線法按不超過三年之提早還款懲罰期攤銷。

所有貸款均於現金貸予借款人時確認。

### 2 PRINCIPAL ACCOUNTING POLICIES (Continued)

#### (c) Associated companies

An associated company is a company, not being a subsidiary, in which an equity interest is held for the long term and significant influence is exercised in its management.

The consolidated profit and loss account includes the Group's share of the results of the associated companies for the year, and the consolidated balance sheet includes the Group's share of the net assets of the associated companies including goodwill (net of accumulated amortisation) on acquisition.

In the Bank's balance sheet the investments in associated companies are stated at cost less provision for impairment losses. The results of the associated companies are accounted for by the Bank on the basis of dividends received and receivable.

Equity accounting is discontinued when the carrying amount of the investment in an associate reaches zero, unless the Group has incurred obligations or guaranteed obligations in respect of the associated companies.

#### (d) Revenue recognition

Interest income is recognised in the profit and loss account as it accrues, except in the case of doubtful debts where interest is credited to a suspense account which is netted in the balance sheet against the relevant balances.

Fees and commission income are recognised when earned, unless they relate to transactions involving an interest rate risk or other risks which extend beyond the current period, in which case they are amortised over the relevant period.

Dividend income is recognised when the right to receive payment is established.

#### (e) Advances to customers, banks and other financial institutions

Advances to customers, banks and other financial institutions are reported on the balance sheet at the principal amount outstanding net of provisions for bad and doubtful debts. Advances to banks and other financial institutions include placements with banks and other financial institutions for more than one year. Cash rebates granted in relation to residential mortgage loans are capitalised and amortised on a straight line basis over the prepayment penalty period not exceeding three years.

All advances are recognised when cash is advanced to borrowers.

**2 主要會計準則 (續)****(f) 呆壞賬撥備**

本集團內部將貸款分成五個主要類別：合格、關注、次級、呆滯及虧損。貸款之分類主要根據借款人還款能力及本息收回程度作出評估。分類之評定亦已考慮其本息之逾期情況。

當董事對最終能否全數收回本息存疑時，將就該貸款作出撥備。董事會按個別情況對該等貸款之潛在虧損進行評估，並考慮所獲提供之抵押品後，將資產之賬面值減至預期的可變現淨值。倘不能可靠地評估虧損時，則本集團會以預先釐定之撥備水平按有關貸款之類別就貸款之無抵押部份作出撥備。

此外，本銀行亦已為呆壞賬提撥一般撥備金。專項及一般撥備金均於資產負債表自「貸款及其他賬項」及「商業票據」中扣除。倘無望收回貸款，則撇銷其未償還債務。

**(g) 收回的資產**

透過收回抵押品以作變現的資產繼續列為貸款。倘收回資產的預期變現淨值不足以償付有關的未償還貸款，有關差額將作出撥備。

**(h) 外幣換算**

以外幣為本位幣的交易，均按交易當日之匯率換算。於結算日以外幣定值之貨幣資產及負債則按結算日之匯率換算。所產生的換算差額計入損益表。

以外幣列賬的聯營公司的資產負債表按結算日之匯率換算，而損益表則按期間之平均匯率換算。所產生的匯兌差額列作儲備變動入賬。

**2 PRINCIPAL ACCOUNTING POLICIES (Continued)****(f) Provision for bad and doubtful debts**

The Group internally classifies loans and advances into five main categories: pass, special mention, substandard, doubtful and loss. The classification of loans and advances is largely based on the assessment of the borrower's capacity to repay and on the degree of doubt about the collectibility of interest and/or principal. The periods that payments of interest and/or principal have been overdue are also taken into account when classifying the loans and advances.

Provisions are made against specific loans and advances as and when the Directors have doubts on the ultimate recoverability of principal or interest in full. Specific provision is made to reduce the carrying value of the asset, taking into account available collateral, to the expected net realisable value based on the Directors' assessment of the potential losses on those identified loans and advances on a case-by-case basis. Where it is not possible to reliably estimate the loss, the Group applies pre-determined provisioning levels to the unsecured portion of loans and advances based on the classification of the respective loans and advances.

In addition, amounts have been set aside as a general provision for bad and doubtful debts. Both specific and general provisions are deducted from "Advances and other accounts" and "Trade bills" in the balance sheet. When there is no realistic prospect of recovery, the outstanding debt is written off.

**(g) Repossessed assets**

Assets acquired by repossession of collateral for realisation continue to be reported as advances. Provision is made on the shortfall between the expected sales proceeds from realisation of the repossessed assets and the outstanding advances.

**(h) Translation of foreign currencies**

Transactions in foreign currencies are translated at exchange rates ruling at the transaction dates. Monetary assets and liabilities expressed in foreign currencies at the balance sheet date are translated at rates of exchange ruling at the balance sheet date. Exchange differences arising in these cases are dealt with in the profit and loss account.

The balance sheet of associated companies expressed in foreign currencies are translated at the rates of exchange ruling at the balance sheet date whilst the profit and loss account is translated at an average rate for the period. Exchange differences are dealt with as a movement in reserves.

## 賬目附註 • NOTES TO THE ACCOUNTS

截至二零零二年十二月三十一日止年度 For the year ended 31st December 2002

### 2 主要會計準則 (續)

#### (i) 固定資產

##### (i) 銀行房產及物業

銀行房產及物業乃按成本值或估值減累積減值虧損及折舊入賬。折舊按下列估計可使用年期以直線法攤銷：

租約土地	尚餘租期
樓宇	租期或50年，取兩者之較短者
租賃物業	租期或10年，取兩者之較短者
裝修	兩者之較短者

自一九九四年十二月三十一日起，本集團並無就銀行房產及物業作進一步重估。本集團是依據會計準則第17號第80段獲得豁免，而毋需為銀行房產及物業進行定期重估。

##### (ii) 傢俬及設備

傢俬及設備乃按成本值減累積減值再減折舊入賬。折舊按資產之估計可使用年期4至10年以直線法攤銷。

##### (iii) 減值及出售固定資產之盈虧

在每年結算日，本集團會考慮內部及外界資料以評估銀行房產及物業、傢俬及設備有否減值。倘有跡象顯示該等資產出現減值，則估計其可收回價值及將有關減值虧損入賬（如適用），使該等資產價值減至可收回之價值。該等減值虧損於損益表入賬，假若該資產以估值列賬，而減值虧損並不過過該資產之重估盈餘，此等虧損則當作重估減值。

出售銀行房產及物業之盈虧乃指出售所得淨額與有關資產賬面值之差額，並於損益表確認入賬。有關資產之重估儲備結餘會轉撥至保留溢利，列作儲備之變動。

### 2 PRINCIPAL ACCOUNTING POLICIES (Continued)

#### (i) Fixed assets

##### (i) Bank premises and properties

Bank premises and properties are stated at cost or valuation less accumulated impairment losses and depreciation calculated to write off the assets over their estimated useful lives on a straight line basis as follows:

Leasehold land	Unexpired terms of the lease
Buildings	Lesser of period of lease or 50 years
Leasehold improvements	Lesser of period of lease or 10 years

Effective 31st December 1994, no further revaluations of bank premises and properties have been carried out. The Group places reliance on paragraph 80 of SSAP 17 which provides exemption from the need to make regular revaluations of bank premises and properties.

##### (ii) Furniture and equipment

Furniture and equipment is stated at cost less accumulated impairment and less depreciation calculated to write off the assets on a straight line basis over their estimated useful lives of between 4 and 10 years.

##### (iii) Impairment and gain or loss on disposal of fixed assets

At each balance sheet date, both internal and external sources of information are considered to assess whether there is any indication that bank premises and properties, and furniture and equipment are impaired. If any such indication exists, the recoverable amount of the asset is estimated and where relevant, an impairment loss is recognised to reduce the asset to its recoverable amount. Such impairment losses are recognised in the profit and loss account except where the asset is carried at valuation and the impairment loss does not exceed the revaluation surplus for that same asset, in which case it is treated as a revaluation decrease.

The gain or loss on disposal of a fixed asset is the difference between the net sales proceeds and the carrying amount of the relevant asset, and is recognised in the profit and loss account. Any revaluation reserve balance remaining attributable to the relevant asset is transferred to retained earnings and is shown as a movement in reserves.

**2 主要會計準則 (續)****(i) 證券投資****(i) 持至到期之證券**

持至到期之證券乃本集團有明確意圖及有能力持至到期日之有期債券。該等證券乃按成本值(就購入時之溢價或折讓按到期期間攤銷而調整)扣除減值撥備入賬。本集團於結算日審視各持至到期之證券或其他類似證券之賬面值，以評估有關之信貸風險及預期能否收回賬面值。倘本集團預期無法收回賬面值，則會作出撥備，並於產生時在損益表確認為支出。

購入有期債券產生之溢價及折讓攤銷列作利息收入及利息支出。出售持至到期之證券時產生之盈虧於產生時在損益表入賬。

**(ii) 持作買賣用途之證券**

持作買賣用途之證券乃指持有並欲自短期價格波動中獲利之證券，並按公平值入賬。公平價格之改變須於產生時在損益表確認。出售之盈虧乃指出售所得淨額與賬面值之差額，並於產生時在損益表確認。

**(iii) 非持作買賣用途之證券**

非持作買賣用途之證券包括主要為維持流動資金比率(定義見香港銀行業條例附表四)而持有作流動資金目的之債券及其他非持作買賣用途之債券及股份。非持作買賣用途之證券乃按公平值於資產負債表入賬。非持作買賣用途之證券之公平價值之變動會於投資重估儲備中確認，直至非持作買賣用途之證券出售或被確定為減值為止。屆時，累積盈虧(即出售所得淨額與有關證券之賬面值加上投資重估儲備轉撥之盈虧差額)會計入損益表。

**2 PRINCIPAL ACCOUNTING POLICIES (Continued)****(i) Investments in securities****(i) Held-to-maturity securities**

Held-to-maturity securities are dated debt securities which the Group has the expressed intention and ability to hold to maturity. These securities are stated at cost adjusted for the amortisation of premiums or discounts arising on acquisition over the periods to maturity, less provision for diminution in their value. The carrying amounts of individual held-to-maturity securities or holdings of the same securities are reviewed at the balance sheet date in order to assess the credit risk and whether the carrying amounts are expected to be recovered. Provisions are made for the amount of the carrying value which the Group does not expect to recover and are recognised as an expense in the profit and loss account as they arise.

The amortisation of premiums and discounts arising on acquisition of dated debt securities is included as part of interest income and interest expense. Profits or losses on realisation of held-to-maturity securities are accounted for in the profit and loss account as they arise.

**(ii) Trading securities**

Trading securities are securities which were acquired for the purpose of generating a profit from short-term fluctuations in price and are stated at fair value. Changes in fair value of trading securities are recognised in the profit and loss account as they arise. Profits and losses on disposal of trading securities, representing the difference between the net sales proceeds and the carrying amounts, are recognised in the profit and loss account as they arise.

**(iii) Non-trading securities**

Non-trading securities include debt securities held for liquidity purposes which are held primarily to maintain the liquidity ratio as defined in the Fourth Schedule of the Hong Kong Banking Ordinance and other debt and equity securities which are not held for trading purposes. Non-trading securities are stated at fair value on the balance sheet. Changes in fair value of non-trading securities are recognised in the investment revaluation reserve until the security is sold or determined to be impaired, at which time the cumulative gain or loss representing the difference between the net sales proceeds and the carrying amount of the relevant security, together with any surplus/deficit transferred from the investment revaluation reserve, is included in the profit and loss account.

## 賬目附註 • NOTES TO THE ACCOUNTS

截至二零零二年十二月三十一日止年度 For the year ended 31st December 2002

### 2 主要會計準則 (續)

#### (k) 商譽

商譽乃指收購當日之收購成本超逾於購入附屬公司及聯營公司當日日本集團所佔之淨資產公平值之差額。

商譽以直線法按不超逾20年的估計可使用期攤銷。

#### (l) 遞延稅項

為課稅而計算的盈利與在損益表所示的溢利二者間因時差而產生的差額，若預期有可能於可見將來支付或收回負債或資產，則按現行稅率計算遞延稅項。

#### (m) 融資及經營租賃

##### (i) 融資租賃及租購合約

有關租購及租賃合約之客戶欠款乃按投資淨額於資產負債表列作「貸款及其他賬項」，即租購合約及融資租賃之應收租金總額減未賺取之財務收入數額。應收租金所隱含之財務收入，經減除債務成本後，即攤分列入租購期間或租賃期間之損益表內，使每個會計期間之淨投資回報盡可能相同。租購合約及融資租賃之已付經紀佣金按租期以直線法攤銷。

##### (ii) 經營租賃

經營租賃指擁有的所有風險及回報實質上由出租公司保留的租賃。經營租賃的租金在扣除向出租公司收取之任何回扣金後，均以直線法於租賃期內自損益表支銷。

### 2 PRINCIPAL ACCOUNTING POLICIES (Continued)

#### (k) Goodwill

Goodwill represents the excess of the cost of an acquisition over the fair value of the Group's share of the net assets of the acquired subsidiary and associated company at the date of acquisition.

Goodwill is amortised on a straight line basis over its estimated useful life not exceeding 20 years.

#### (l) Deferred taxation

Deferred taxation is accounted for at the current taxation rate in respect of timing differences between profit as computed for taxation purposes and profit as stated in the accounts to the extent that a liability or an asset is expected to be payable or recoverable in the foreseeable future.

#### (m) Finance and operating leases

##### (i) Finance leases and hire purchase contracts

The amounts due from customers in respect of hire purchase contracts and finance leases are recorded in the balance sheet as "Advance and other accounts" at the amounts of net investments, which represent the total rentals receivable under hire purchase contracts and finance leases less unearned finance income. Finance income implicit in the rentals receivable less loan origination costs is credited to the profit and loss account over the hire period or the lease period as appropriate so as to produce an approximately constant periodic rate of return on the net investment for each accounting period. Dealer commission paid for hire purchase contracts or finance leases is amortised on a straight line basis over the terms of the leases.

##### (ii) Operating leases

Leases where substantially all the risks and rewards of ownership of assets remain with the lessor are accounted for as operating leases. Rentals applicable to such operating leases net of any incentives received from the lessor are charged to the profit and loss account on a straight line basis over the lease term.

**2 主要會計準則 (續)****(n) 資產負債表外的金融工具**

資產負債表外的金融工具乃來自本集團於外匯、利率、股票及其他市場進行之期貨、遠期、掉期、期權及其他交易中產生的衍生工具。此等工具的會計方法視乎有關交易是否為了買賣或對沖風險而定。

除用於對沖風險者外，衍生金融工具均視為持作買賣用途。

用作買賣用途之交易將以其公平值列賬。公平值需定期從各類來源取得，其中包括開列市價、折現現金流量模式及期權定價模式（如適用）。所產生之盈虧均於損益表內確認。

按市值列賬的買賣衍生工具所產生的未變現收益列入「貸款及其他賬項」內。按市值列賬交易所產生的未變現虧損則列入「其他賬款及撥備」內。

訂立衍生合約當日，本集團可指定若干衍生交易作對沖用途。凡符合下列標準之衍生交易一概列為對沖交易：

- (i) 備有正式紀錄以證明有關對沖工具、所對沖項目及其對沖關係；及
- (ii) 對沖交易備有文件記錄，顯示預期該對沖交易在整個報告期間內將可有效減低對沖項目之價格或利率風險。

指定作對沖之交易按所對沖之資產、負債或持倉淨額以相同之基準入賬。所有盈虧亦以相關之資產、負債或持倉淨額之相同基準確認。

**2 PRINCIPAL ACCOUNTING POLICIES (Continued)****(n) Off-balance sheet financial instruments**

Off-balance sheet financial instruments include derivatives, such as futures, forwards, swaps, options and other transactions undertaken by the Group in the foreign exchange, interest rate, equity and other markets. The accounting for these instruments is dependent upon whether the transactions are undertaken for trading purposes or to hedge risk.

Derivative financial instruments other than those transacted to hedge risk are deemed to be held for trading purposes.

Transactions undertaken for trading purposes are re-measured to their fair value. Fair values are obtained periodically from various sources, including quoted market prices, discounted cash flow models and option pricing models as appropriate. The gain or loss arising is recognised in the profit and loss account.

Unrealised gains on trading derivatives which are marked to market are included in "Advances and other accounts". Unrealised losses on transactions which are marked to market are included in "Other accounts and provisions".

On the date a derivative contract is entered into, the Group may designate certain derivative transactions as hedges. Derivatives are classified as a hedge when the following criteria are met:

- (i) formal documentation of the hedging instrument, hedged item, and hedging relationship is prepared; and
- (ii) the hedge is documented showing that it is expected to be highly effective in reducing the price or interest rate risk in the hedged item throughout the reporting period.

Transactions designated as hedges are valued on an equivalent basis to the assets, liabilities or net positions that they are hedging. Any profit or loss is recognised in the profit and loss account on the same basis as that arising from the related assets, liabilities or net positions.

## 賬目附註 • NOTES TO THE ACCOUNTS

截至二零零二年十二月三十一日止年度 For the year ended 31st December 2002

### 2 主要會計準則 (續)

#### (n) 資產負債表外金融工具 (續)

倘衍生交易不再符合上述對沖交易要求，該衍生交易將視為持作買賣用途並按上文所載之方式入賬。

衍生交易僅會在本集團有能力透過訂立統一淨額結算協議或其他可依法強制執行之安排等途徑，實現淨額清償之情況下抵銷。實現或然性淨額清償之任何權利，僅會在本集團確實有能力在其他各方違約(包括任何簽約方無力償債)之情況下實現淨額清償時考慮。

除非相關清償貨幣屬同一種貨幣或以在活躍市場有報價匯率之可自由兌換貨幣定值，否則衍生交易將不會抵銷。

#### (o) 撥備

在本集團因過去事件構成現行法定或推定責任而可能須撥出資源以履行有關責任，且有關數額可靠估算之情況下，本集團會確認撥備。倘撥備預期會退還(如根據保險合約)，則該退還數額將僅在實際落實後確認為個別的資產。

當經濟利益可能消耗且數額能可靠估算時，本集團會作出撥備。

#### (p) 僱員福利

##### (i) 僱員假期

僱員應享有之年假及長期服務假期會於確立時確認。根據僱員截至結算日已提供的服務而估算的未享用年假及長期服務假期已作出撥備。

### 2 PRINCIPAL ACCOUNTING POLICIES (Continued)

#### (n) Off-balance sheet financial instruments (Continued)

If the derivative transaction no longer meets the criteria for a hedge set out above, the derivative is deemed to be held for trading purposes and is accounted for as set out above.

Derivative transactions are offset only when the Group has the ability to insist on net settlement such as by means of entering into a master netting agreement or other legally enforceable arrangements. Any right to insist on a net settlement that is contingent is only taken into account when the Group is able to enforce net settlement in all situations of default by the other party or parties including insolvency of any parties to the contract, and the ability to insist on a net settlement is assured beyond doubt.

Derivative transactions are not offset unless the related settlement currencies are the same, or are denominated in freely convertible currencies for which quoted exchange rates are available in an active market.

#### (o) Provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount can be made. Where the Group expects a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain.

Provision is made when it is probable that an outflow of economic benefits will arise and the amounts can be reliably estimated.

#### (p) Employee benefits

##### (i) Employee leave entitlements

Employee entitlements to annual leave and long service leave are recognised when they accrue to employees. An accrual is made for the estimated liability for annual leave and long-service leave as a result of services rendered by employees up to the balance sheet date.



**2 主要會計準則 (續)****(p) 僱員福利 (續)****(ii) 退休金責任**

本集團根據職業退休計劃條例及強制性公積金計劃條例為合資格及選擇參與之集團員工提供定額供款退休金計劃。職業退休計劃之供款乃根據合資格員工基本薪金之某個百分比計算，而強制性公積金計劃之供款則根據合資格員工有關收入（定義見強制性公積金計劃條例）計算。該等供款會於產生時列作支出，本集團前任員工在可全數取得僱主供款前離開而被沒收之供款，可由本集團用作減低僱主供款。上述計劃之資產乃由獨立管理之基金持有，與本集團之資產分開管理。

**(q) 分部報告**

分部指本集團可辨認的組成部分，而且從事提供服務（業務分部）或在某一經濟地區提供服務（地區分部），而所承擔之風險及回報與其他分部不同。若分部之大部份收益來自向外界客戶提供服務，而其收益、業績或資產相等於所有分部10%或以上，該等分部將分開呈報。

根據本集團之內部財務報告，本集團決定按業務分類為主要申報形式，而按地區分類則為次要之申報形式。

分部業務間之交易乃按一般商業條款及條件進行。資金一般於各業務間重新分配，並於營運收入披露為資金成本流轉。各分部業務間並無其他主要收入與支出項目分部。分部資產及負債包括營運資產及負債，即資產負債表大部份項目，但不包括稅項。

分部資本開支為於年內購買預期使用超過一個財政年度之分部資產（有形及無形資產）的總成本。

業務及地區分類之說明載於賬目附註37。

**2 PRINCIPAL ACCOUNTING POLICIES (Continued)****(p) Employee benefits (Continued)****(ii) Pension obligations**

The Group operates a defined contribution retirement scheme under the Occupational Retirement Schemes Ordinance (the "ORSO Scheme") and another defined contribution retirement scheme under the Mandatory Provident Fund Schemes Ordinance (the "MPF Scheme") for those employees of the Group who are eligible and have elected to participate in the schemes. The Group's contributions to the ORSO Scheme are made based on a percentage of the eligible employees' basic salaries and those made to the MPF Scheme are made based on a percentage of the eligible employees' relevant income as defined in the Mandatory Provident Fund Schemes Ordinance. These contributions are expensed as incurred and are reduced by contributions forfeited by those employees of the Group who leave the schemes prior to vesting fully in the contributions. The assets of the schemes are held separately from those of the Group in independently administered funds.

**(q) Segment reporting**

A segment is a distinguishable component of the Group that is engaged either in providing services (business segment) or in providing services within a particular economic environment (geographical segment), which is subject to risks and rewards that are different from those of other segments. Segments with a majority of revenue earned from services provided to external customers and whose revenue, results or assets are 10 per cent or more of all the segments are reported separately.

In accordance with the Group's internal financial reporting the Group has determined that business segments be presented as the primary reporting format and geographical as the secondary reporting format.

Transactions between the business segments are on normal commercial terms and conditions. Funds are ordinarily reallocated between segments, resulting in funding cost transfers disclosed in operating income. Interest charged for these funds is based on the Group's funding cost. There are no other material items of income or expense between the business segments. Segment assets and liabilities comprise operating assets and liabilities, being the majority of the balance sheet but excluding taxation.

Segment capital expenditure is the total cost incurred during the year to acquire segment assets (both tangible and intangible) that are expected to be used for more than one financial year.

Descriptions of business and geographical segments are set out in Note 37.

## 賬目附註 • NOTES TO THE ACCOUNTS

截至二零零二年十二月三十一日止年度 For the year ended 31st December 2002

### 2 主要會計準則 (續)

#### (r) 或然負債及或然資產

或然負債乃因過去事件而可能引起的責任，而該責任之存在只能於非本集團能完全控制之一件或多件未來不確定事件之出現而確認。或然負債亦可能為因過去事件而引致之現存責任，惟因該項責任可能不需要消耗經濟資源或其數額未能可靠估算而未予以確認。

或然負債不會被確認，但會於賬目附註中披露。倘經濟資源外流之可能性改變致使可能出現資源外流，則該負債將被確認為撥備。

或然資產乃因過去事件而可能產生之資產，而該資產之存在只能於非本集團能完全控制之一件或多件未來不確定事件之出現而確認。

或然資產不會被確認，但如有可能收到經濟利益，則會於賬目附註中披露。倘經濟利益流入被肯定，該等資產將予以確認。

#### (s) 現金及等同現金項目

就綜合現金流量表而言，現金及等同現金項目包括於購入時起計三個月內到期的結餘，包括現金、銀行同業及其他金融機構之結存、庫券、其他合資格票據及存款證。

#### (t) 關連人士

在編撰本賬目時，與本集團有關連之人士是指本集團能直接或間接控制該人士的財務或經營決策，或可發揮重大影響力(反之亦然)；或本集團及該人士均受到共同控制或在共同重大影響力下。關連人士可以是個人或其他實體。

### 3 利息收入

利息收入包括投資證券利息389,695,000港元(二零零一年：289,099,000港元)。

### 2 PRINCIPAL ACCOUNTING POLICIES (Continued)

#### (r) Contingent liabilities and contingent assets

A contingent liability is a possible obligation that arises from past events and whose existence will only be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group. It can also be a present obligation arising from past events that is not recognised because it is not probable that an outflow of economic resources will be required or the amount of obligation cannot be measured reliably.

A contingent liability is not recognised but is disclosed in the notes to the accounts. When a change in the probability of an outflow occurs so that outflow is probable, it will then be recognised as a provision.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain events not wholly within the control of the Group.

Contingent assets are not recognised but are disclosed in the notes to the accounts when an inflow of economic benefits is probable. When inflow is virtually certain, an asset is recognised.

#### (s) Cash and cash equivalents

For the purpose of the consolidated cash flow statement, cash and cash equivalents comprise balances with less than three months' maturity from the date of acquisition including cash, balances with banks and other financial institutions, treasury bills, other eligible bills and certificates of deposit.

#### (t) Related parties

For the purposes of these accounts, parties are considered to be related to the Group if the Group has the ability, directly or indirectly, to control the parties or exercise significant influence over the parties in making financial or operating decisions, or vice versa, or where the Group and the parties are subject to common control or common significant influence. Related parties may be individuals or other entities.

### 3 INTEREST INCOME

Interest income includes interest from investments in securities amounting to HK\$389,695,000 (2001: HK\$289,099,000).

## 4 其他營運收入

收費及佣金收入
減：收費及佣金支出
淨收費及佣金收入
外匯交易收益淨額
買賣證券收益淨額
投資證券之
股息收入：
— 上市投資
— 非上市投資
其他

本集團曾進行一項息票分拆交易，當中涉及一家本集團作為主要普通合夥人的特別用途合夥企業。合夥企業乃專為投資債券息票而設，本集團並無擁有其控制權，故並無納入本集團之綜合賬目。於二零零二年十二月三十一日，本集團於該合夥企業之投資額達39,738,000港元（二零零一年：無），並列入資產負債表內「貸款及其他賬項」一項。合夥企業於二零零二年十二月三十一日之資產及負債總額分別為170,984,000港元及111,140,000港元（二零零一年：無）。

此項投資之回報相等於應佔合夥企業稅務虧損之稅務得益（已扣除出售投資之預計虧損）。截至二零零二年十二月三十一日止年度，該項回報之數額為7,094,000港元（二零零一年：無），並列入「其他營運收入」項下之「其他」一項。賬目附註9所載本集團本年度之香港利得稅支出，乃未計及應佔合夥企業稅務虧損得益前之稅項支出。

## 4 OTHER OPERATING INCOME

	2002 千港元 HK\$'000	2001 千港元 HK\$'000
Fees and commission income	331,631	166,786
Less: fees and commission expense	(2,363)	(3,331)
Net fees and commission income	329,268	163,455
Net gain from foreign exchange activities	8,233	11,646
Net gain from trading securities	2,271	14,033
Dividend income from investments in securities:		
— Listed investments	6,299	679
— Unlisted investments	1,678	780
Others	42,983	12,326
	<b>390,732</b>	<b>202,919</b>

The Group has entered into a coupon strip transaction involving a special purpose partnership in which the Group is the majority general partner. The Group does not control the partnership which was set up solely to invest in bond interest coupons, and consequently the partnership is not consolidated in the Group's accounts. As at 31st December 2002, the Group's investment in such partnership amounted to HK\$39,738,000 (2001: HK\$Nil) and is included in "Advances and other accounts" in the balance sheet. The total assets and liabilities of the partnership are amounted to HK\$170,984,000 and HK\$111,140,000 respectively as at 31st December 2002 (2001: HK\$Nil).

The return from this investment represented tax benefits in the form of a share of tax losses of the partnership net of the expected loss on disposal of the investments and is included in "Others" of "Other operating income" amounted to HK\$7,094,000 for the year ended 31st December 2002 (2001: HK\$Nil). The Group's Hong Kong profits tax charged for the year set out in Note 9 is the gross tax figure before taking into account of the benefit of the share of tax losses of the partnership.

## 賬目附註 • NOTES TO THE ACCOUNTS

截至二零零二年十二月三十一日止年度 For the year ended 31st December 2002

### 5 營運支出

員工支出：  
— 薪金及其他支出  
— 遣散費  
— 退休金支出(附註13)

物業及設備支出  
(不包括折舊)：  
— 物業租金  
— 其他

折舊  
核數師酬金  
其他營運支出

### 5 OPERATING EXPENSES

Staff costs:  
— Salaries and other costs  
— Redundancy payment  
— Retirement benefit costs (Note 13)

Premises and equipment expenses,  
excluding depreciation:  
— Rental of premises  
— Others  
Depreciation  
Auditors' remuneration  
Other operating expenses

2002 千港元 HK\$'000	2001 千港元 HK\$'000
<b>177,058</b>	173,064
<b>269</b>	40
<b>11,655</b>	9,532
<b>188,982</b>	182,636
<b>11,845</b>	9,049
<b>20,881</b>	16,821
<b>25,479</b>	24,884
<b>1,084</b>	1,512
<b>58,989</b>	54,595
<b>307,260</b>	289,497

### 6 呆壞賬撥備

專項撥備  
— 新增撥備  
— 撥回  
— 收回

一般撥備

於損益表支銷淨額  
(附註21)

### 6 CHARGE FOR BAD AND DOUBTFUL DEBTS

Specific provisions  
— new provisions  
— releases  
— recoveries

General provisions

Net charge to profit and loss account  
(Note 21)

2002 千港元 HK\$'000	2001 千港元 HK\$'000
<b>195,854</b>	237,682
<b>(50,558)</b>	(165,392)
<b>(21,735)</b>	(6,280)
<b>123,561</b>	66,010
<b>57,951</b>	—
<b>181,512</b>	66,010

**7 出售及贖回持至到期之證券及非持作買賣用途之證券之溢利淨額**

出售及贖回持至到期之證券之溢利淨額\*  
出售非持作買賣用途之證券之溢利淨額

\* 年內，本銀行出售攤銷成本約為311,589,000港元之持至到期證券，以更好控制與證券發行者有關之信貸集中風險。

**8 董事及高層管理人員酬金**

**(a) 董事酬金**

本銀行年內應付董事之酬金總額如下：

袍金  
其他酬金：  
基本薪金、房屋津貼、  
其他津貼及  
實物利益  
不定額花紅  
就董事而作出之  
公積金供款

**7 NET GAIN ON DISPOSAL AND REDEMPTION OF HELD-TO-MATURITY SECURITIES AND NON-TRADING SECURITIES**

Net gain on disposal and redemption of held-to-maturity securities\*  
Net gain on disposal of non-trading securities

\* During the year, the Bank sold a held-to-maturity security with an amortised cost of approximately HK\$311,589,000 to better control concentration of credit risk related to the issuer of the security.

**8 DIRECTORS' AND SENIOR MANAGEMENT'S EMOLUMENTS**

**(a) Directors' emoluments**

The aggregate amounts of emoluments payable to the Directors of the Bank during the year are as follows:

Fees  
Other emoluments:  
Basic salaries, housing allowances, other allowances and benefits-in-kind  
Discretionary bonuses  
Contributions to pension schemes for Directors

2002 千港元 HK\$'000	2001 千港元 HK\$'000
8,228	5,748
20,041	14,946
<b>28,269</b>	<b>20,694</b>

2002 千港元 HK\$'000	2001 千港元 HK\$'000
689	730
7,615	8,222
4,240	4,130
703	649
<b>13,247</b>	<b>13,731</b>

## 賬目附註 • NOTES TO THE ACCOUNTS

截至二零零二年十二月三十一日止年度 For the year ended 31st December 2002

### 8 董事及高層管理人員酬金 (續)

#### (a) 董事酬金 (續)

上文披露之董事酬金包括付予獨立非執行董事之袍金450,000港元(二零零一年: 390,000港元)。

董事酬金之幅度如下:

#### 酬金幅度

無 — 1,000,000港元  
1,000,001港元 — 2,000,000港元  
2,000,001港元 — 2,500,000港元  
2,500,001港元 — 3,000,000港元  
3,000,001港元 — 3,500,000港元  
3,500,001港元 — 4,000,000港元  
4,000,001港元 — 4,500,000港元

於年內並無董事放棄或同意放棄任何酬金之安排。

#### (b) 五名最高薪酬人士

於年內本集團五名最高薪酬人士其中三名為董事(二零零一年: 三名), 其酬金詳情已於上文披露。其餘兩名(二零零一年: 兩名)非董事之人士於年內之酬金如下:

基本薪金、房屋津貼、  
其他津貼及  
實物利益  
花紅  
公積金計劃供款

酬金之幅度如下:

#### 酬金幅度

1,500,001港元 — 2,000,000港元  
2,000,001港元 — 2,500,000港元  
3,000,001港元 — 3,500,000港元

### 8 DIRECTORS' AND SENIOR MANAGEMENT'S EMOLUMENTS (Continued)

#### (a) Directors' emoluments (Continued)

Directors' fees disclosed above include HK\$450,000 (2001: HK\$390,000) paid to Independent Non-Executive Directors.

The emoluments of the Directors fall within the following bands:

#### Emolument bands

Emolument bands	董事人數 Number of Directors	
	2002	2001
HK\$Nil — HK\$1,000,000	8	6
HK\$1,000,001 — HK\$2,000,000	1	—
HK\$2,000,001 — HK\$2,500,000	—	1
HK\$2,500,001 — HK\$3,000,000	—	1
HK\$3,000,001 — HK\$3,500,000	1	—
HK\$3,500,001 — HK\$4,000,000	1	2
HK\$4,000,001 — HK\$4,500,000	1	—

There was no arrangement under which any Director waived or agreed to waive any remuneration during the year.

#### (b) Five highest paid individuals

The five individuals whose emoluments were the highest in the Group for the year include three Directors (2001: three) whose emoluments are reflected in the analysis presented above. The emoluments payable to the remaining two (2001: two) individuals during the year are as follows:

	2002 千港元 HK\$'000	2001 千港元 HK\$'000
Basic salaries, housing allowances, other allowances and benefits in kind	2,850	2,020
Bonuses	2,190	2,600
Contributions to pension schemes	263	173
	<b>5,303</b>	<b>4,793</b>

The emoluments fell within the following bands:

#### Emolument bands

Emolument bands	人數 Number of individuals	
	2002	2001
HK\$1,500,001 — HK\$2,000,000	1	—
HK\$2,000,001 — HK\$2,500,000	—	2
HK\$3,000,001 — HK\$3,500,000	1	—

## 9 稅項

香港利得稅已根據本年度估計應課稅溢利按稅率16%(二零零一年:16%)作出撥備。海外稅項乃根據本年度估計之應課稅溢利按本集團經營所在地之現行稅率計算。

於綜合損益表中扣除之稅項指:

本銀行及各附屬公司  
香港利得稅  
海外稅項  
過往年度(撥備不足)/超額撥備

## 10 股東應佔溢利

計入本銀行賬目之股東應佔溢利為522,235,000港元(二零零一年:318,023,000港元)。

## 11 股息

中期股息每股普通股0.10港元  
(二零零一年:0.05港元)  
中期股息每股可轉換優先股0.10港元  
(二零零一年:0.05港元)  
擬派末期股息每股普通股0.25港元  
(二零零一年:0.17港元)(附註)  
擬派末期股息每股可轉換  
優先股0.25港元  
(二零零一年:0.17港元)(附註)  
擬派特別股息每股普通股零港元  
(二零零一年:0.05港元)  
擬派特別股息每股可轉換  
優先股零港元(二零零一年:0.05港元)

## 9 TAXATION

Hong Kong profits tax has been provided at the rate of 16% (2001: 16%) on the estimated assessable profits for the year. Taxation on overseas profits has been calculated on the estimated assessable profit for the year at the rates of taxation prevailing in the countries in which the Group operates.

The amount of taxation charged to the consolidated profit and loss account represents:

Bank and subsidiaries  
Hong Kong profits tax  
Overseas taxation  
(Under)/over-provisions in prior years

## 10 PROFIT ATTRIBUTABLE TO SHAREHOLDERS

The profit attributable to shareholders is dealt with in the accounts of the Bank to the extent of HK\$522,235,000 (2001: HK\$318,023,000).

## 11 DIVIDENDS

Interim, paid of HK\$0.10  
(2001: HK\$0.05) per ordinary share  
Interim, paid of HK\$0.10 (2001: HK\$0.05)  
per convertible preference share  
Final, proposed of HK\$0.25  
(2001: HK\$0.17) per ordinary share  
(Note)  
Final, proposed of HK\$0.25  
(2001: HK\$0.17) per convertible  
preference share (Note)  
Special, proposed of HK\$Nil  
(2001: HK\$0.05) per ordinary share  
Special, proposed of HK\$Nil (2001:  
HK\$0.05) per convertible preference share

	2002 千港元 HK\$'000	2001 千港元 HK\$'000
Bank and subsidiaries		
Hong Kong profits tax	(88,376)	—
Overseas taxation	—	(1,244)
(Under)/over-provisions in prior years	(24)	75
	<b>(88,400)</b>	<b>(1,169)</b>

	2002 千港元 HK\$'000	2001 千港元 HK\$'000
Interim, paid of HK\$0.10 (2001: HK\$0.05) per ordinary share	62,437	26,566
Interim, paid of HK\$0.10 (2001: HK\$0.05) per convertible preference share	20,222	10,111
Final, proposed of HK\$0.25 (2001: HK\$0.17) per ordinary share (Note)	156,093	90,324
Final, proposed of HK\$0.25 (2001: HK\$0.17) per convertible preference share (Note)	50,555	34,377
Special, proposed of HK\$Nil (2001: HK\$0.05) per ordinary share	—	26,566
Special, proposed of HK\$Nil (2001: HK\$0.05) per convertible preference share	—	10,111
	<b>289,307</b>	<b>198,055</b>

## 賬目附註 • NOTES TO THE ACCOUNTS

截至二零零二年十二月三十一日止年度 For the year ended 31st December 2002

### 11 股息 (續)

附註：於二零零三年三月四日會議上，董事宣派每股0.25港元之普通股及可轉換優先股之末期股息。有關擬派股息於該等賬目中並非列作應付股息，惟將列作截至二零零三年十二月三十一日止年度之保留溢利分派。

### 12 每股盈利

每股基本盈利乃按年內股東應佔溢利482,429,000港元(二零零一年：330,412,000港元)扣除可轉換優先股應付股息70,777,000港元(二零零一年：54,599,000港元)及年內已發行普通股股份之加權平均數588,681,975股(二零零一年：491,000,336股)計算。

每股攤薄盈利乃按年內股東應佔溢利482,429,000港元(二零零一年：330,412,000港元)及年內已發行普通股及可轉換優先股股份之加權平均數790,901,193股(二零零一年：591,832,933股)計算。

### 13 退休金支出

自損益表扣除之退休金支出指本集團根據職業退休金計劃條例計劃及強積金計劃(「計劃」)須作出之供款。

根據職業退休金計劃條例計劃，本集團之員工在符合資格全數取得僱主供款前退出計劃，本集團可以沒收之供款扣減應付之供款。年內已動用合共1,300,000港元(二零零一年：2,190,000港元)之沒收供款，於結算日尚餘12,000港元(二零零一年：11,000港元)留作日後扣減供款之用。

於結算日並無應付之計劃供款(二零零一年：無)。計劃之資產由基金獨立持有與本集團之資產分開管理。

### 11 DIVIDENDS (Continued)

Note: At a meeting held on 4th March 2003, the Directors proposed a final dividend of HK\$0.25 per ordinary and convertible preference share. These proposed dividends are not reflected as dividends payable in these accounts, but will be reflected as an appropriation of retained earnings for the year ending 31st December 2003.

### 12 EARNINGS PER SHARE

The calculation of basic earnings per share is based on the profit attributable to shareholders of HK\$482,429,000 (2001: HK\$330,412,000) less dividends payable on convertible preference shares of HK\$70,777,000 (2001: HK\$54,599,000) and on 588,681,975 (2001: 491,000,336) shares, being the weighted average number of ordinary shares in issue during the year.

The calculation of diluted earnings per share is based on the profit attributable to shareholders of HK\$482,429,000 (2001: HK\$330,412,000) and on 790,901,193 (2001: 591,832,933) shares, being the weighted average number of ordinary shares and convertible preference shares in issue during the year.

### 13 RETIREMENT BENEFIT COSTS

The retirement benefit scheme cost charged to the profit and loss account represents contributions payable by the Group to the ORSO Scheme and the MPF Scheme (the "Schemes").

Under the ORSO scheme, the Group's contributions are reduced by contributions forfeited by those employees who leave the Schemes prior to vesting fully in the contributions. Forfeited contributions totalling HK\$1,300,000 (2001: HK\$2,190,000) were utilised during the year leaving HK\$12,000 (2001: HK\$11,000) available at the year end to reduce future contributions.

No contributions were payable to the Schemes at the year end (2001: HK\$Nil). The assets of the Schemes are held separately from those of the Group in independently administered funds.



## 14 現金及短期資金

## 14 CASH AND SHORT-TERM FUNDS

		本集團 Group		本銀行 Bank	
		2002 千港元 HK\$'000	2001 千港元 HK\$'000	2002 千港元 HK\$'000	2001 千港元 HK\$'000
庫存現金及銀行與 其他金融機構之 結存	Cash and balances with banks and other financial institutions	161,525	176,625	161,511	176,611
短期通知存款	Money at call and short notice	15,402,917	5,892,102	15,402,917	5,892,102
庫券(包括外 匯基金票據)	Treasury bills (including Exchange Fund Bills)	211,398	287,704	211,398	287,704
		<b>15,775,840</b>	<b>6,356,431</b>	<b>15,775,826</b>	<b>6,356,417</b>

持有之庫券分析如下：

An analysis of treasury bills held is as follows:

		本集團及本銀行 Group and Bank	
		2002 千港元 HK\$'000	2001 千港元 HK\$'000
持至到期，按攤銷成本：	Held-to-maturity, at amortised cost:		
— 於香港上市	— Listed in Hong Kong	38,976	—
— 非上市	— Unlisted	172,422	287,704
		<b>211,398</b>	<b>287,704</b>
上市庫券之市值	Market value of listed treasury bills	<b>39,371</b>	—

庫券按十二月三十一日至到期日止剩餘期  
間之期限分析如下：

The maturity profile of treasury bills analysed by the remaining period as at 31st  
December to the contractual maturity dates is as follows:

		本集團及本銀行 Group and Bank	
		2002 千港元 HK\$'000	2001 千港元 HK\$'000
三個月或以下	Three months or less	92,844	185,000
一年或以下但超過三個月	One year or less, but over three months	39,724	83,000
五年或以下但超過一年	Five years or less, but over one year	78,830	19,704
		<b>211,398</b>	<b>287,704</b>

## 賬目附註 • NOTES TO THE ACCOUNTS

截至二零零二年十二月三十一日止年度 For the year ended 31st December 2002

### 15 一至十二個月內到期之銀行同業及其他金融機構之存款

### 15 PLACEMENTS WITH BANKS AND OTHER FINANCIAL INSTITUTIONS MATURING BETWEEN ONE AND TWELVE MONTHS

		本集團 Group		本銀行 Bank	
		2002 千港元 HK\$'000	2001 千港元 HK\$'000	2002 千港元 HK\$'000	2001 千港元 HK\$'000
銀行同業及其他 金融機構之 存款	Placements with banks and other financial institutions	1,033,844	547,130	1,033,844	508,142
呆壞賬專項撥備 (附註21)	Specific provision for bad and doubtful debts (Note 21)	—	(29,241)	—	—
		<u>1,033,844</u>	<u>517,889</u>	<u>1,033,844</u>	<u>508,142</u>

一至十二個月內到期之銀行同業及其他金融機構之存款按十二月三十一日至到期日止剩餘期間之期限分析如下：

The maturity profile of placements with banks and other financial institutions maturing between one and twelve months analysed by the remaining period as at 31st December to the contractual maturity dates is as follows:

		本集團 Group		本銀行 Bank	
		2002 千港元 HK\$'000	2001 千港元 HK\$'000	2002 千港元 HK\$'000	2001 千港元 HK\$'000
三個月或以下	Three months or less	1,033,844	308,142	1,033,844	308,142
一年或以下	One year or less, but	—	200,000	—	200,000
但超過三個月	over three months	—	38,988	—	—
並無限期	Undated	—	—	—	—
		<u>1,033,844</u>	<u>547,130</u>	<u>1,033,844</u>	<u>508,142</u>

### 16 商業票據

### 16 TRADE BILLS

		本集團及本銀行 Group and Bank	
		2002 千港元 HK\$'000	2001 千港元 HK\$'000
商業票據	Trade bills	109,374	65,390
呆壞賬撥備 (附註21)	Provision for bad and doubtful debts (Note 21)	(1,094)	(604)
		<u>108,280</u>	<u>64,786</u>

## 17 所持存款證

## 17 CERTIFICATES OF DEPOSIT HELD

		本集團及本銀行 Group and Bank	
		2002 千港元 HK\$'000	2001 千港元 HK\$'000
持至到期，按攤銷成本：	Held-to-maturity, at amortised cost:		
— 於香港以外地區上市	— Listed outside Hong Kong	167,640	89,915
— 非上市	— Unlisted	1,226,680	1,174,747
		<u>1,394,320</u>	<u>1,264,662</u>
非持作買賣用途之證券，按公平值：	Non-trading securities, at fair value:		
— 非上市	— Unlisted	536,859	769,378
		<u>1,931,179</u>	<u>2,034,040</u>
所持上市存款證市值	Market value of listed certificates of deposit held	<u>168,035</u>	<u>94,644</u>

所持存款證按十二月三十一日至到期日止  
剩餘期間之期限分析如下：

The maturity profile of certificates of deposit held analysed by the remaining  
period as at 31st December to the contractual maturity dates is as follows:

		本集團及本銀行 Group and Bank	
		2002 千港元 HK\$'000	2001 千港元 HK\$'000
三個月或以下	Three months or less	89,985	184,038
一年或以下但超過三個月	One year or less, but over three months	642,976	570,251
五年或以下但超過一年	Five years or less, but over one year	1,198,218	1,279,751
		<u>1,931,179</u>	<u>2,034,040</u>

## 賬目附註 • NOTES TO THE ACCOUNTS

截至二零零二年十二月三十一日止年度 For the year ended 31st December 2002

### 18 持作買賣用途之證券

### 18 TRADING SECURITIES

#### 本集團及本銀行 Group and Bank

		2002 千港元 HK\$'000	2001 千港元 HK\$'000
按公平值：	At fair value:		
債券	Debt securities		
— 非上市	— Unlisted	<b>38,525</b>	—
持作買賣用途之證券按發行者之 分析如下：	Trading securities are analysed by issuer as follows:		
— 企業	— Corporate entities	<b>38,525</b>	—
持作買賣用途之債券按十二月三十一日至 到期日止剩餘期間之期限分析如下：	The maturity profile of trading debt securities analysed by the remaining period as at 31st December to the contractual maturity dates is as follows:		

#### 本集團及本銀行 Group and Bank

		2002 千港元 HK\$'000	2001 千港元 HK\$'000
五年或以下但超過一年	Five years or less, but over one year	<b>38,525</b>	—

## 19 持至到期之證券

## 19 HELD-TO-MATURITY SECURITIES

		本集團 Group		本銀行 Bank	
		2002 千港元 HK\$'000	2001 千港元 HK\$'000	2002 千港元 HK\$'000	2001 千港元 HK\$'000
上市證券， 按攤銷成本 — 於香港上市  — 於香港以外 地區上市	Listed securities, at amortised cost				
	— Listed in Hong Kong	116,363	92,051	116,363	92,051
	— Listed outside Hong Kong	1,930,279	1,320,910	1,930,279	1,320,910
		<u>2,046,642</u>	<u>1,412,961</u>	<u>2,046,642</u>	<u>1,412,961</u>
非上市證券， 按攤銷成本 減值撥備	Unlisted securities, at amortised cost	4,472,614	2,497,559	4,918,913	3,189,202
	Provision for diminution in value	—	(1,248)	(39,716)	—
		<u>4,472,614</u>	<u>2,496,311</u>	<u>4,879,197</u>	<u>3,189,202</u>
		<u>6,519,256</u>	<u>3,909,272</u>	<u>6,925,839</u>	<u>4,602,163</u>
上市證券之市值	Market value of listed securities	<u>2,134,466</u>	<u>1,412,231</u>	<u>2,134,466</u>	<u>1,412,231</u>

持至到期之證券按十二月三十一日至合約到期日止剩餘期間之期限分析如下：

The maturity profile of held-to-maturity securities analysed by the remaining period as at 31st December to the contractual maturity dates is as follows:

		本集團 Group		本銀行 Bank	
		2002 千港元 HK\$'000	2001 千港元 HK\$'000	2002 千港元 HK\$'000	2001 千港元 HK\$'000
三個月或以下	Three months or less	155,426	44,967	155,426	44,967
一年或以下 但超過三個月	One year or less, but over three months	1,258,716	378,966	1,258,716	378,966
五年或以下 但超過一年	Five years or less, but over one year	3,561,674	2,141,955	3,968,257	2,834,846
超過五年	Over five years	1,543,440	1,343,384	1,543,440	1,343,384
		<u>6,519,256</u>	<u>3,909,272</u>	<u>6,925,839</u>	<u>4,602,163</u>

## 賬目附註 • NOTES TO THE ACCOUNTS

截至二零零二年十二月三十一日止年度 For the year ended 31st December 2002

### 19 持至到期之證券 (續)

持至到期之證券按發行者之分析如下：

### 19 HELD-TO-MATURITY SECURITIES (Continued)

Held-to-maturity securities are analysed by issuer as follows:

		本集團 Group		本銀行 Bank	
		2002 千港元 HK\$'000	2001 千港元 HK\$'000	2002 千港元 HK\$'000	2001 千港元 HK\$'000
中央政府 及中央銀行	Central governments and central banks	143,144	136,760	143,144	136,760
銀行及其他 金融機構	Banks and other financial institutions	2,880,660	1,610,947	2,880,660	1,610,947
企業	Corporate entities	3,495,452	2,161,565	3,902,035	2,854,456
		<b>6,519,256</b>	<b>3,909,272</b>	<b>6,925,839</b>	<b>4,602,163</b>

### 20 貸款及其他賬項

### 20 ADVANCES AND OTHER ACCOUNTS

		本集團 Group		本銀行 Bank	
		2002 千港元 HK\$'000	2001 千港元 HK\$'000	2002 千港元 HK\$'000	2001 千港元 HK\$'000
客戶貸款	Advances to customers	32,409,985	28,086,680	32,073,558	27,024,693
呆壞賬撥備 (附註21)	Provision for bad and doubtful debts (Note 21)				
— 一般	— General	(273,387)	(215,926)	(271,728)	(213,343)
— 專項	— Specific	(270,127)	(965,669)	(130,109)	(399,195)
		<b>31,866,471</b>	<b>26,905,085</b>	<b>31,671,721</b>	<b>26,412,155</b>
銀行同業及其他 金融機構貸款	Advances to banks and other financial institutions	354,994	299,531	354,994	299,531
應計利息	Accrued interest	306,140	249,146	301,206	236,464
其他賬項	Other accounts	740,766	577,183	729,465	572,593
應計利息及其他 賬項撥備	Provision against accrued interest and other accounts				
— 專項 (附註21)	— Specific (Note 21)	(1,442)	(10,489)	(1,003)	(1,807)
		<b>1,045,464</b>	<b>815,840</b>	<b>1,029,668</b>	<b>807,250</b>
		<b>33,266,929</b>	<b>28,020,456</b>	<b>33,056,383</b>	<b>27,518,936</b>

其他賬項包括可出售物業210,000,000港元(二零零一年：210,000,000港元)。

Included in other accounts is a property available for sale of HK\$210,000,000 (2001: HK\$210,000,000).

**20 貸款及其他賬項 (續)**

不履約貸款總額(即利息暫記或停止計息之客戶貸款)之分析如下:

		本集團 Group	2002 千港元 HK\$'000	2001 千港元 HK\$'000	本銀行 Bank	2002 千港元 HK\$'000	2001 千港元 HK\$'000
不履約貸款	Non-performing loans		<b>738,932</b>	1,929,473		<b>473,242</b>	1,042,463
不履約貸款 之專項撥備	Specific provisions made in respect of such advances		<b>267,275</b>	955,944		<b>127,257</b>	389,470
暫記利息	Amount of interest in suspense		<b>157,980</b>	281,495		<b>49,719</b>	91,555

於二零零二年十二月三十一日, 本集團並無有關銀行及其他金融機構之不履約貸款(二零零一年: 無)。

本集團及本銀行之不履約客戶貸款分別相當於客戶貸款之2.3%(二零零一年: 6.8%)及1.5%(二零零一年: 3.8%)。

釐定上述專項撥備時已計及有關貸款之抵押品價值。

客戶貸款包括融資租賃及租購合約之投資, 其分析如下:

		本集團 Group	2002 千港元 HK\$'000	2001 千港元 HK\$'000	本銀行 Bank	2002 千港元 HK\$'000	2001 千港元 HK\$'000
應收投資總額:	Gross investment receivable:						
一年以下	Not later than one year		<b>214,535</b>	160,084		<b>214,535</b>	160,084
一年以上 但五年以下	Later than one year and not later than five years		<b>715,126</b>	563,122		<b>715,126</b>	563,122
五年以上 並無限期	Later than five years Undated		<b>1,922,430</b>	1,446,098		<b>1,922,430</b>	1,446,098
			<b>—</b>	832		<b>—</b>	—
			<b>2,852,091</b>	2,170,136		<b>2,852,091</b>	2,169,304
未賺取之 財務收入	Unearned future finance income		<b>(756,631)</b>	(600,163)		<b>(756,631)</b>	(600,163)
投資淨額	Net investment		<b>2,095,460</b>	1,569,973		<b>2,095,460</b>	1,569,141

**20 ADVANCES AND OTHER ACCOUNTS (Continued)**

The gross amount of non-performing loans, which represents advances on which interest is being placed in suspense or on which interest accrual has ceased, is analysed as follows:

		本集團 Group	2002 千港元 HK\$'000	2001 千港元 HK\$'000	本銀行 Bank	2002 千港元 HK\$'000	2001 千港元 HK\$'000
不履約貸款	Non-performing loans		<b>738,932</b>	1,929,473		<b>473,242</b>	1,042,463
不履約貸款 之專項撥備	Specific provisions made in respect of such advances		<b>267,275</b>	955,944		<b>127,257</b>	389,470
暫記利息	Amount of interest in suspense		<b>157,980</b>	281,495		<b>49,719</b>	91,555

At 31st December 2002, there were no non-performing loans in respect of advances to banks and other financial institutions (2001: HK\$Nil).

Non-performing loans to customers of the Group and the Bank represent 2.3% (2001: 6.8%) and 1.5% (2001: 3.8%) of the advances to customers of the Group and the Bank respectively.

The above specific provisions were made after taking into account the value of collateral in respect of such advances.

Advances to customers include investment in finance lease receivables and hire purchase contracts, analysed as follows:

		本集團 Group	2002 千港元 HK\$'000	2001 千港元 HK\$'000	本銀行 Bank	2002 千港元 HK\$'000	2001 千港元 HK\$'000
應收投資總額:	Gross investment receivable:						
一年以下	Not later than one year		<b>214,535</b>	160,084		<b>214,535</b>	160,084
一年以上 但五年以下	Later than one year and not later than five years		<b>715,126</b>	563,122		<b>715,126</b>	563,122
五年以上 並無限期	Later than five years Undated		<b>1,922,430</b>	1,446,098		<b>1,922,430</b>	1,446,098
			<b>—</b>	832		<b>—</b>	—
			<b>2,852,091</b>	2,170,136		<b>2,852,091</b>	2,169,304
未賺取之 財務收入	Unearned future finance income		<b>(756,631)</b>	(600,163)		<b>(756,631)</b>	(600,163)
投資淨額	Net investment		<b>2,095,460</b>	1,569,973		<b>2,095,460</b>	1,569,141

## 賬目附註 • NOTES TO THE ACCOUNTS

截至二零零二年十二月三十一日止年度 For the year ended 31st December 2002

### 20 貸款及其他賬項 (續)

融資租賃及租購合約之投資淨額分析如下：

		本集團 Group	2002 千港元 HK\$'000	2001 千港元 HK\$'000	本銀行 Bank	2002 千港元 HK\$'000	2001 千港元 HK\$'000
一年以下	Not later than one year		<b>134,767</b>	123,875		<b>134,767</b>	123,875
一年以上	Later than one year and not		<b>448,175</b>	422,109		<b>448,175</b>	422,109
及五年以下	later than five years		<b>1,512,518</b>	1,023,157		<b>1,512,518</b>	1,023,157
五年以上	Later than five years		—	832		—	—
並無限期	Undated		<b>2,095,460</b>	<b>1,569,973</b>		<b>2,095,460</b>	<b>1,569,141</b>

計入上述融資租賃及租購合約之投資總額之無擔保餘值並不重大。

於二零零二年十二月三十一日之貸款撥備並無融資租賃及租購合約之投資呆壞賬撥備(二零零一年：832,000港元)。

客戶貸款按十二月三十一日至合約到期日止剩餘期間之期限分析如下：

		本集團 Group	2002 千港元 HK\$'000	2001 千港元 HK\$'000	本銀行 Bank	2002 千港元 HK\$'000	2001 千港元 HK\$'000
須於要求時即時償還	Repayable on demand		<b>1,385,880</b>	1,003,023		<b>1,385,880</b>	1,003,016
三個月或以下	Three months or less		<b>3,574,822</b>	2,804,398		<b>3,574,822</b>	2,802,928
一年或以下	One year or less, but over		<b>2,403,406</b>	1,917,592		<b>2,403,406</b>	1,915,819
但超過三個月	three months		<b>12,777,221</b>	13,439,579		<b>12,706,484</b>	13,347,791
五年或以下	Five years or less, but over		<b>11,520,941</b>	6,892,628		<b>11,520,941</b>	6,812,688
但超過一年	one year		<b>747,715</b>	2,029,460		<b>482,025</b>	1,142,451
超過五年	Over five years		<b>32,409,985</b>	<b>28,086,680</b>		<b>32,073,558</b>	<b>27,024,693</b>
並無限期	Undated						

### 20 ADVANCES AND OTHER ACCOUNTS (Continued)

The net investment in finance lease receivables and hire purchase contracts is analysed as follows:

		本集團 Group	2002 千港元 HK\$'000	2001 千港元 HK\$'000	本銀行 Bank	2002 千港元 HK\$'000	2001 千港元 HK\$'000
一年以下	Not later than one year		<b>134,767</b>	123,875		<b>134,767</b>	123,875
一年以上	Later than one year and not		<b>448,175</b>	422,109		<b>448,175</b>	422,109
及五年以下	later than five years		<b>1,512,518</b>	1,023,157		<b>1,512,518</b>	1,023,157
五年以上	Later than five years		—	832		—	—
並無限期	Undated		<b>2,095,460</b>	<b>1,569,973</b>		<b>2,095,460</b>	<b>1,569,141</b>

The unguaranteed residual value included in the gross investment in finance lease receivables and hire purchase contracts above was considered to be immaterial.

No allowance for uncollectible investment in finance lease receivables and hire purchase contracts is included in the provision for loan losses as at 31st December 2002 (2001: HK\$832,000).

The maturity profile of advances to customers analysed by the remaining period as at 31st December to the contractual maturity dates is as follows:

		本集團 Group	2002 千港元 HK\$'000	2001 千港元 HK\$'000	本銀行 Bank	2002 千港元 HK\$'000	2001 千港元 HK\$'000
須於要求時即時償還	Repayable on demand		<b>1,385,880</b>	1,003,023		<b>1,385,880</b>	1,003,016
三個月或以下	Three months or less		<b>3,574,822</b>	2,804,398		<b>3,574,822</b>	2,802,928
一年或以下	One year or less, but over		<b>2,403,406</b>	1,917,592		<b>2,403,406</b>	1,915,819
但超過三個月	three months		<b>12,777,221</b>	13,439,579		<b>12,706,484</b>	13,347,791
五年或以下	Five years or less, but over		<b>11,520,941</b>	6,892,628		<b>11,520,941</b>	6,812,688
但超過一年	one year		<b>747,715</b>	2,029,460		<b>482,025</b>	1,142,451
超過五年	Over five years		<b>32,409,985</b>	<b>28,086,680</b>		<b>32,073,558</b>	<b>27,024,693</b>
並無限期	Undated						



## 賬目附註 • NOTES TO THE ACCOUNTS

截至二零零二年十二月三十一日止年度 For the year ended 31st December 2002

### 20 貸款及其他賬項 (續)

銀行同業及其他金融機構貸款按十二月三十一日至合約到期日止剩餘期間之期限分析如下：

須於要求時即時償還  
三個月或以下  
一年或以下但超過三個月  
五年或以下但超過一年

### 20 ADVANCES AND OTHER ACCOUNTS (Continued)

The maturity profile of advances to banks and other financial institutions analysed by the remaining period as at 31st December to the contractual maturity dates is as follows:

#### 本集團及本銀行 Group and Bank

2002 千港元 HK\$'000	2001 千港元 HK\$'000
—	70,000
<b>82,458</b>	46,924
<b>122,536</b>	22,607
<b>150,000</b>	160,000
<b>354,994</b>	299,531

### 21 呆壞賬撥備

本集團

於一月一日之結餘  
撇銷數額  
收回過往年度  
已撇銷貸款  
年內撥備 (附註6)  
本年度暫記利息  
收回暫記利息  
匯率及其他調整

於十二月三十一日之結餘

扣減自：  
商業票據 (附註16)  
客戶貸款 (附註20)  
應計利息及其他  
賬項 (附註20)

### 21 PROVISION FOR BAD AND DOUBTFUL DEBTS

Group

2002			
呆壞賬撥備 Provision for bad and doubtful debts			暫記 利息 Suspended interest
專項 Specific 千港元 HK\$'000	一般 General 千港元 HK\$'000	總計 Total 千港元 HK\$'000	千港元 HK\$'000
1,005,399	216,530	1,221,929	281,495
(879,126)	—	(879,126)	(110,121)
21,735	—	21,735	—
123,561	57,951	181,512	—
—	—	—	96,558
—	—	—	(109,971)
—	—	—	19
<b>271,569</b>	<b>274,481</b>	<b>546,050</b>	<b>157,980</b>
—	1,094	1,094	—
270,127	273,387	543,514	—
1,442	—	1,442	—
<b>271,569</b>	<b>274,481</b>	<b>546,050</b>	

## 賬目附註 • NOTES TO THE ACCOUNTS

截至二零零二年十二月三十一日止年度 For the year ended 31st December 2002

### 21 呆壞賬撥備 (續)

本集團 (續)

### 21 PROVISION FOR BAD AND DOUBTFUL DEBTS (Continued)

Group (Continued)

		2001			
		呆壞賬撥備			暫記
		Provision for bad and doubtful debts			利息
		專項	一般	總計	Suspended
		Specific	General	Total	interest
		千港元	千港元	千港元	千港元
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
於一月一日之結餘	Balance as at 1st January	1,613,570	124,000	1,737,570	335,551
購自分行	Acquired from the Branch	29,335	92,530	121,865	—
撇銷數額	Amounts written off	(709,796)	—	(709,796)	(156,346)
收回過往年度 已撇銷貸款	Recoveries of advances written off in previous years	6,280	—	6,280	—
年內撥備 (附註6)	Charge for the year (Note 6)	66,010	—	66,010	—
本年度暫記利息	Interest suspended during the year	—	—	—	248,183
收回暫記利息	Suspended interest recovered	—	—	—	(145,893)
於十二月三十一日之 結餘	Balance as at 31st December	<u>1,005,399</u>	<u>216,530</u>	<u>1,221,929</u>	<u>281,495</u>
扣減自：	Deducted from:				
商業票據 (附註16)	Trade bills (Note 16)	—	604	604	
客戶貸款 (附註20)	Advances to customers (Note 20)	965,669	215,926	1,181,595	
銀行同業及其他金融 機構之存款 (附註15)	Placements with banks and other financial institutions (Note 15)	29,241	—	29,241	
應計利息及其他 賬項 (附註20)	Accrued interest and other accounts (Note 20)	10,489	—	10,489	
		<u>1,005,399</u>	<u>216,530</u>	<u>1,221,929</u>	

## 賬目附註 • NOTES TO THE ACCOUNTS

截至二零零二年十二月三十一日止年度 For the year ended 31st December 2002

### 21 呆壞賬撥備 (續)

本銀行

### 21 PROVISION FOR BAD AND DOUBTFUL DEBTS (Continued)

Bank

		2002			
		呆壞賬撥備			暫記
		Provision for bad and doubtful debts			利息
		專項	一般	總計	Suspended
		Specific	General	Total	interest
		千港元	千港元	千港元	千港元
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
於一月一日之結餘	Balance as at 1st January	401,002	213,947	614,949	91,555
購自附屬公司	Acquired from a subsidiary	837	56	893	97
撇銷數額	Amounts written off	(374,034)	—	(374,034)	(36,742)
收回過往年度 已撇銷貸款	Recoveries of advances written off in previous years	2,290	—	2,290	—
年內撥備	Charge for the year	101,017	58,819	159,836	—
本年度暫記利息	Interest suspended during the year	—	—	—	50,073
收回暫記利息	Suspended interest recovered	—	—	—	(55,272)
匯率及其他調整	Exchange and other adjustments	—	—	—	8
於十二月三十一日之 結餘	Balance as at 31st December	<u>131,112</u>	<u>272,822</u>	<u>403,934</u>	<u>49,719</u>
扣減自：	Deducted from:				
商業票據 (附註16)	Trade bills (Note 16)	—	1,094	1,094	
客戶貸款 (附註20)	Advances to customers (Note 20)	130,109	271,728	401,837	
應計利息及其他賬項 (附註20)	Accrued interest and other accounts (Note 20)	1,003	—	1,003	
		<u>131,112</u>	<u>272,822</u>	<u>403,934</u>	
		2001			
		呆壞賬撥備			暫記
		Provision for bad and doubtful debts			利息
		專項	一般	總計	Suspended
		Specific	General	Total	interest
		千港元	千港元	千港元	千港元
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
於一月一日之結餘	Balance as at 1st January	458,927	123,361	582,288	94,957
購自分行	Acquired from the Branch	29,335	92,530	121,865	—
撇銷數額	Amounts written off	(121,307)	—	(121,307)	(19,405)
收回過往年度 已撇銷貸款	Recoveries of advances written off in previous years	1,153	—	1,153	—
年內撥備 / (扣減)	Charge/(credit) for the year	32,894	(1,944)	30,950	—
本年度暫記利息	Interest suspended during the year	—	—	—	114,713
收回暫記利息	Suspended interest recovered	—	—	—	(98,710)
於十二月三十一日 之結餘	Balance as at 31st December	<u>401,002</u>	<u>213,947</u>	<u>614,949</u>	<u>91,555</u>
扣減自：	Deducted from:				
商業票據 (附註16)	Trade bills (Note 16)	—	604	604	
客戶貸款 (附註20)	Advances to customers (Note 20)	399,195	213,343	612,538	
應計利息及其他賬項 (附註20)	Accrued interest and other accounts (Note 20)	1,807	—	1,807	
		<u>401,002</u>	<u>213,947</u>	<u>614,949</u>	

## 賬目附註 • NOTES TO THE ACCOUNTS

截至二零零二年十二月三十一日止年度 For the year ended 31st December 2002

### 22 非持作買賣用途之證券

### 22 NON-TRADING SECURITIES

		本集團 Group		本銀行 Bank	
		2002 千港元 HK\$'000	2001 千港元 HK\$'000	2002 千港元 HK\$'000	2001 千港元 HK\$'000
按公平值：	At fair value:				
債券	Debt securities				
— 於香港以外地區上市	— Listed outside Hong Kong	308,111	328,487	308,111	328,487
— 非上市	— Unlisted	1,208,163	187,306	1,207,663	186,806
		<u>1,516,274</u>	<u>515,793</u>	<u>1,515,774</u>	<u>515,293</u>
股票	Equity securities				
— 於香港上市	— Listed in Hong Kong	500,710	615,578	500,710	613,249
— 非上市	— Unlisted	6,656	6,654	6,650	6,648
		<u>507,366</u>	<u>622,232</u>	<u>507,360</u>	<u>619,897</u>
		<u>2,023,640</u>	<u>1,138,025</u>	<u>2,023,134</u>	<u>1,135,190</u>
上市證券之市值	Market value of listed securities	<u>808,821</u>	<u>944,065</u>	<u>808,821</u>	<u>941,736</u>

非持作買賣用途之債券按十二月三十一日  
至合約到期日止期間之期限分析如下：

The maturity profile of non-trading debt securities analysed by the remaining  
period as at 31st December to the contractual maturity dates is as follows:

		本集團 Group		本銀行 Bank	
		2002 千港元 HK\$'000	2001 千港元 HK\$'000	2002 千港元 HK\$'000	2001 千港元 HK\$'000
按公平值：	At fair value:				
三個月或以下	Three months or less	78,378	—	78,378	—
一年或以下， 但超過三個月	One year or less, but over three months	680,695	—	680,695	—
五年或以下 但超過一年	Five years or less, but over one year	522,081	207,453	522,081	207,453
超過五年	Over five years	230,513	303,733	230,513	303,733
並無限期	Undated	4,607	4,607	4,107	4,107
		<u>1,516,274</u>	<u>515,793</u>	<u>1,515,774</u>	<u>515,293</u>

**22 非持作買賣用途之證券 (續)**

非持作買賣用途之證券按發行者之分析如下：

	本集團 Group	2002 千港元 HK\$'000	2001 千港元 HK\$'000	本銀行 Bank	2002 千港元 HK\$'000	2001 千港元 HK\$'000
中央政府及中央銀行	Central governments and central banks	184,364	247,263	184,364	247,263	
銀行及其他金融機構	Banks and other financial institutions	1,163,272	82,577	1,163,272	82,577	
企業	Corporate entities	674,880	807,061	674,874	804,726	
其他	Others	1,124	1,124	624	624	
		<b>2,023,640</b>	<b>1,138,025</b>	<b>2,023,134</b>	<b>1,135,190</b>	

**22 NON-TRADING SECURITIES (Continued)**

Non-trading securities are analysed by issuer as follows:

	本集團 Group	2002 千港元 HK\$'000	2001 千港元 HK\$'000	本銀行 Bank	2002 千港元 HK\$'000	2001 千港元 HK\$'000
中央政府及中央銀行	Central governments and central banks	184,364	247,263	184,364	247,263	
銀行及其他金融機構	Banks and other financial institutions	1,163,272	82,577	1,163,272	82,577	
企業	Corporate entities	674,880	807,061	674,874	804,726	
其他	Others	1,124	1,124	624	624	
		<b>2,023,640</b>	<b>1,138,025</b>	<b>2,023,134</b>	<b>1,135,190</b>	

**23 於聯營公司之投資**

分佔資產淨值  
收購商譽減攤銷

**23 INVESTMENTS IN ASSOCIATED COMPANIES**

Share of net assets  
Goodwill on acquisition less amortisation

投資，按成本值  
非上市股份

Investments at cost  
Unlisted shares

	本集團 Group	2002 千港元 HK\$'000	2001 千港元 HK\$'000	本銀行 Bank	2002 千港元 HK\$'000	2001 千港元 HK\$'000
分佔資產淨值	Share of net assets	127,125	27,391	127,125	27,391	
收購商譽減攤銷	Goodwill on acquisition less amortisation	66,181	—	66,181	—	
		<b>193,306</b>	<b>27,391</b>	<b>193,306</b>	<b>27,391</b>	
投資，按成本值	Investments at cost	191,660	14,508	191,660	14,508	
非上市股份	Unlisted shares	191,660	14,508	191,660	14,508	

## 賬目附註 • NOTES TO THE ACCOUNTS

截至二零零二年十二月三十一日止年度 For the year ended 31st December 2002

### 23 於聯營公司之投資 (續)

本銀行直接持有之聯營公司資料如下：

### 23 INVESTMENTS IN ASSOCIATED COMPANIES (Continued)

Particulars of the associated companies which are directly held by the Bank are as follows:

公司名稱 Name	註冊 成立地點 Place of incorporation	主要業務及 營業地點 Principal activity and place of operation	持有已發行股份/ 已發行及繳足股本之詳情 Particulars of issued shares held/ issued and fully paid up capital	持有之權益 Interest held	
				2002	2001
中國平安保險(香港) 有限公司 China Ping An Insurance (Hong Kong) Company Limited	香港 Hong Kong	於香港提供 一般保險 General insurance in Hong Kong	200,000股每股面值 100港元之普通股 200,000 ordinary shares of HK\$100 each	25.0%	25.0%
大平保險有限公司 The Tai Ping Insurance Company, Limited	中華人民共和國 (「中國」) People's Republic of China ("PRC")	於中國提供 一般保險 General insurance in the PRC	人民幣500,000,000 RMB500,000,000	24.9%	—

### 24 於附屬公司之投資

### 24 INVESTMENTS IN SUBSIDIARIES

		本銀行 Bank	
		2002 千港元 HK\$'000	2001 千港元 HK\$'000
投資，按成本值 非上市股份	Investments at cost Unlisted shares	40,247	40,257

## 24 於附屬公司之投資 (續)

以下為本銀行於二零零二年十二月三十一日直接持有之附屬公司。除友聯中國業務管理有限公司乃於英屬維爾京群島註冊成立而於香港營業外，所有其他附屬公司均於香港註冊成立及營業：

## 24 INVESTMENTS IN SUBSIDIARIES (Continued)

The following is a list of subsidiaries at 31st December 2002, all of which are directly held by the Bank. Except for UB China Business Management Co. Ltd. which is incorporated in the British Virgin Islands and operating in Hong Kong, all other subsidiaries are incorporated and operating in Hong Kong:

公司名稱 Name	主要業務 Principal activities	持有已發行 股份之詳情 Particulars of issued shares held	持有之權益 Interest held	
			2002	2001
工銀亞洲財務有限公司 ICBC (Asia) Finance Limited	接受存款公司執照 於二零零二年 七月二十六日撤銷 Deposit-taking company licence revoked on 26th July 2002	25,000,000股每股面值 1港元之普通股 25,000,000 ordinary shares of HK\$1 each	100%	100%
ICBC (Asia) Nominee Limited	提供代理人服務 Provision of nominee services	100股每股面值 100港元之普通股 100 ordinary shares of HK\$100 each	100%	100%
工銀亞洲期貨有限公司 ICBC (Asia) Futures Limited	期貨交易 Futures index dealing	26,000,000股每股面值 1港元之普通股 26,000,000 ordinary shares of HK\$1 each	100%	100%
工銀亞洲管業有限公司 ICBC (Asia) Property Management Limited	於二零零二年十二月六日 撤銷註冊 Deregistered on 6th December 2002	10,000股每股面值 1港元之普通股 10,000 ordinary shares of HK\$1 each	—	100%
工銀亞洲金業有限公司 ICBC (Asia) Bullion Company Limited	黃金買賣 Bullion dealing	6,000,000股每股面值 1港元之普通股 6,000,000 ordinary shares of HK\$1 each	100%	100%
工銀亞洲投資管理有限公司 ICBC (Asia) Investment Management Limited	於二零零二年十二月六日 撤銷註冊 Deregistered on 6th December 2002	2股每股面值1港元之 普通股 2 ordinary shares of HK\$1 each	—	100%
友聯中國業務管理有限公司 UB China Business Management Co. Ltd.	管理本銀行之內地 不履約貸款組合 (附註31) Management of the Bank's PRC NPL Portfolio (Note 31)	1股面值1美元之 普通股 1 ordinary share of US\$1 each	100%	100%

## 賬目附註 • NOTES TO THE ACCOUNTS

截至二零零二年十二月三十一日止年度 For the year ended 31st December 2002

### 25 商譽

### 25 GOODWILL

#### 本集團及本銀行 Group and Bank

		2002 千港元 HK\$'000	2001 千港元 HK\$'000
成本值	Cost		
於一月一日	At 1st January	<b>709,957</b>	—
添置	Additions	—	709,957
		<b>709,957</b>	709,957
於十二月三十一日	At 31st December	<b>709,957</b>	709,957
累計攤銷	Accumulated amortisation		
於一月一日	At 1st January	<b>17,749</b>	—
攤銷開支	Amortisation charge	<b>35,498</b>	17,749
		<b>53,247</b>	17,749
於十二月三十一日	At 31st December	<b>53,247</b>	17,749
於十二月三十一日賬面淨值	Net book value at 31st December	<b>656,710</b>	692,208

於二零零一年五月四日，本銀行與最終控股公司中國工商銀行訂立業務轉讓協議，據此，本銀行有條件同意收購最終控股公司之香港分行（「分行」）之商業銀行業務及其淨資產2,300,000,000港元（「收購事項」），代價約為3,000,000,000港元，其中約2,120,000,000港元以本銀行向最終控股公司發行及配發新普通股及可轉換優先股之方式償付，約580,000,000港元以發行結欠最終控股公司之後償債務之方式償付，約300,000,000港元以現金支付。收購事項已於二零零一年七月三日宣告完成。分行商業銀行業務收購事項之商譽攤銷約為35,498,000港元（二零零一年：17,749,000港元），列入上文「攤銷開支」一項。

聯營公司收購事項之商譽攤銷約為838,000港元（二零零一年：無），列入「於聯營公司之投資」一項。

On 4th May 2001, the Bank entered into the Business Transfer Agreement with The Industrial and Commercial Bank of China, its ultimate holding company, pursuant to which the Bank had conditionally agreed to acquire the commercial banking business of the Hong Kong branch of the ultimate holding company (the "Branch") and its net assets of HK\$2,300,000,000 (the "Acquisition") for a consideration of approximately HK\$3,000,000,000 which was to be satisfied as to approximately HK\$2,120,000,000 by the issue and allotment of new ordinary shares and convertible preference shares by the Bank to the ultimate holding company, as to approximately HK\$580,000,000 by the issuance of subordinated debt due to the ultimate holding company, and as to approximately HK\$300,000,000 by cash. The acquisition was completed on 3rd July 2001. Amortisation of goodwill from the acquisition of the Branch's commercial banking business amounting to approximately HK\$35,498,000 (2001: HK\$17,749,000) is included in "Amortisation charge" above.

Amortisation of goodwill from acquisition of an associated company amounting to approximately HK\$838,000 (2001: HK\$Nil) is included in "Investments in associated companies".



## 26 固定資產

## 26 FIXED ASSETS

		銀行房產 及物業 <b>Bank premises and properties</b> 千港元 HK\$'000	租賃 物業裝修 <b>Leasehold improvements</b> 千港元 HK\$'000	傢俬及設備 <b>Furniture and equipment</b> 千港元 HK\$'000	總計 <b>Total</b> 千港元 HK\$'000
<b>本集團</b>	<b>Group</b>				
成本值或估值	Cost or valuation				
於二零零二年 一月一日	At 1st January 2002	712,335	81,997	107,776	902,108
添置	Additions	—	3,944	8,383	12,327
出售	Disposals	(5,580)	(6,933)	(3,178)	(15,691)
於二零零二年 十二月三十一日	At 31st December 2002	<u>706,755</u>	<u>79,008</u>	<u>112,981</u>	<u>898,744</u>
累計折舊	Accumulated depreciation				
於二零零二年 一月一日	At 1st January 2002	46,122	50,197	69,111	165,430
年內撥備	Charge for the year	7,427	6,923	11,129	25,479
出售	Disposals	(851)	(3,320)	(2,474)	(6,645)
於二零零二年 十二月三十一日	At 31st December 2002	<u>52,698</u>	<u>53,800</u>	<u>77,766</u>	<u>184,264</u>
賬面淨值	Net book value				
於二零零二年 十二月三十一日	At 31st December 2002	<u>654,057</u>	<u>25,208</u>	<u>35,215</u>	<u>714,480</u>
於二零零一年 十二月三十一日	At 31st December 2001	<u>666,213</u>	<u>31,800</u>	<u>38,665</u>	<u>736,678</u>

## 賬目附註 • NOTES TO THE ACCOUNTS

截至二零零二年十二月三十一日止年度 For the year ended 31st December 2002

### 26 固定資產 (續)

### 26 FIXED ASSETS (Continued)

		銀行房產 及物業 <b>Bank premises and properties</b> 千港元 HK\$'000	租賃 物業裝修 <b>Leasehold improvements</b> 千港元 HK\$'000	傢俬及設備 <b>Furniture and equipment</b> 千港元 HK\$'000	總計 <b>Total</b> 千港元 HK\$'000
<b>本銀行</b>	<b>Bank</b>				
成本值或估值	Cost or valuation				
於二零零二年 一月一日	At 1st January 2002	712,335	81,997	107,750	902,082
添置	Additions	—	3,944	8,383	12,327
出售	Disposals	(5,580)	(6,933)	(3,178)	(15,691)
於二零零二年 十二月三十一日	At 31st December 2002	<u>706,755</u>	<u>79,008</u>	<u>112,955</u>	<u>898,718</u>
累計折舊	Accumulated depreciation				
於二零零二年 一月一日	At 1st January 2002	46,122	50,197	69,095	165,414
年內撥備	Charge for the year	7,427	6,923	11,124	25,474
出售	Disposals	(851)	(3,320)	(2,474)	(6,645)
於二零零二年 十二月三十一日	At 31st December 2002	<u>52,698</u>	<u>53,800</u>	<u>77,745</u>	<u>184,243</u>
賬面淨值	Net book value				
於二零零二年 十二月三十一日	At 31st December 2002	<u>654,057</u>	<u>25,208</u>	<u>35,210</u>	<u>714,475</u>
於二零零一年 十二月三十一日	At 31st December 2001	<u>666,213</u>	<u>31,800</u>	<u>38,655</u>	<u>736,668</u>

銀行房產及物業之成本值或估值分析如下：

The analysis of cost or valuation of bank premises and properties is as follows:

#### 本集團及本銀行 Group and Bank

		2002 千港元 HK\$'000	2001 千港元 HK\$'000
按成本值	At cost	44,277	44,277
按一九九四年專業估值	At professional valuation in 1994	662,478	668,058
		<u>706,755</u>	<u>712,335</u>

**26 固定資產 (續)**

銀行房產及物業之賬面淨值分析如下：

於香港，以下列方式持有：

- 長期租約 (超過50年)
- 中期租約 (介乎10至50年)

本集團依據會計準則第17號第80段獲得豁免，毋須定期重估銀行房產及物業之價值。董事於一九九四年所重估之銀行房產及物業價值為662,478,000港元，是項重估乃參考獨立物業顧問第一太平戴維斯於一九九四年十二月三十一日按公開市值及現有用途所評估之銀行房產及物業之價值732,700,000港元而作出。

根據第一太平戴維斯按公開市值及現有用途基準進行之估值，本銀行在港之房產及物業於二零零二年十二月三十一日之公開市值合計約為411,300,000港元。此重估影響並未計入本賬目，但已計入「附加財務資料」一節之資本充足比率。

倘本集團及本銀行之銀行房產及物業以成本減累積折舊入賬，則其賬面淨值應為232,894,560港元（二零零一年：236,465,000港元）。

**26 FIXED ASSETS (Continued)**

The net book value of bank premises and properties is analysed as follows:

		本集團及本銀行 Group and Bank	
		2002 千港元 HK\$'000	2001 千港元 HK\$'000
In Hong Kong, held on:			
— Long-term leases (over 50 years)		515,664	519,719
— Medium-term leases (between 10 to 50 years)		138,393	146,494
		<b>654,057</b>	<b>666,213</b>

The Group places reliance on paragraph 80 of SSAP 17 which provides exemption from the need to make regular revaluations of bank premises and properties. The Bank's premises and properties were revalued in 1994 by the Directors at HK\$662,478,000 with reference to a valuation made on an open market, existing use basis by FPD Savills, independent property consultants, which valued the Bank's premises and properties at HK\$732,700,000 at 31st December 1994.

Based on a valuation made on an open market, existing use basis by FPD Savills, the aggregate open market value of the Bank's premises and properties located in Hong Kong was approximately HK\$411,300,000 at 31st December 2002. The effect of such revaluation has not been incorporated in the accounts, but has been incorporated in the computation of capital adequacy ratio as disclosed in the section headed Supplementary Financial Information.

The carrying amount of the bank premises and properties of the Group and Bank would have been HK\$232,894,560 (2001: HK\$236,465,000) had they been stated at cost less accumulated depreciation.

## 賬目附註 • NOTES TO THE ACCOUNTS

截至二零零二年十二月三十一日止年度 For the year ended 31st December 2002

### 27 銀行同業及其他金融機構之存款及結餘

銀行同業及其他金融機構之存款及結餘按十二月三十一日至合約到期日止期間之期限分析如下：

### 27 DEPOSITS AND BALANCES OF BANKS AND OTHER FINANCIAL INSTITUTIONS

The maturity profile of deposits and balances of banks and other financial institutions analysed by the remaining period as at 31st December to the contractual maturity dates is as follows:

		本集團 Group		本銀行 Bank	
		2002 千港元 HK\$'000	2001 千港元 HK\$'000	2002 千港元 HK\$'000	2001 千港元 HK\$'000
須於要求時即時償還	Repayable on demand	951,417	754,519	951,417	755,615
三個月或以下	Three months or less	11,291,703	6,010,550	11,291,703	6,057,550
一年或以下但超過三個月	One year or less, but over three months	91,000	288,928	91,000	288,928
		<b>12,334,120</b>	<b>7,053,997</b>	<b>12,334,120</b>	<b>7,102,093</b>

### 28 客戶存款

### 28 DEPOSITS FROM CUSTOMERS

		本集團 Group		本銀行 Bank	
		2002 千港元 HK\$'000	2001 千港元 HK\$'000	2002 千港元 HK\$'000	2001 千港元 HK\$'000
活期存款及往來戶口	Demand deposits and current accounts	689,385	504,839	689,481	505,088
儲蓄存款	Savings deposits	2,150,712	1,586,969	2,309,642	1,728,355
定期及通知存款	Time, call and notice deposits	35,910,933	27,613,499	35,980,223	27,657,134
		<b>38,751,030</b>	<b>29,705,307</b>	<b>38,979,346</b>	<b>29,890,577</b>

客戶存款按十二月三十一日至合約到期日止期間之期限分析如下：

The maturity profile of deposits from customers analysed by the remaining period as at 31st December to the contractual maturity dates is as follows:

		本集團 Group		本銀行 Bank	
		2002 千港元 HK\$'000	2001 千港元 HK\$'000	2002 千港元 HK\$'000	2001 千港元 HK\$'000
須於要求時即時償還	Repayable on demand	2,850,587	2,113,465	3,034,659	2,254,903
三個月或以下	Three months or less	33,020,686	26,294,791	33,064,930	26,338,623
一年或以下但超過三個月	One year or less, but over three months	2,788,262	1,290,240	2,788,262	1,290,240
五年或以下但超過一年	Five years or less, but over one year	91,495	6,811	91,495	6,811
		<b>38,751,030</b>	<b>29,705,307</b>	<b>38,979,346</b>	<b>29,890,577</b>

## 賬目附註 • NOTES TO THE ACCOUNTS

截至二零零二年十二月三十一日止年度 For the year ended 31st December 2002

### 29 已發行存款證

### 29 CERTIFICATES OF DEPOSIT ISSUED

		本集團及本銀行 Group and Bank	
		2002 千港元 HK\$'000	2001 千港元 HK\$'000
已發行存款證	Certificates of deposit issued	1,441,952	175,019
購回已發行存款證	Repurchase of certificates of deposit issued	(12,950)	(175,019)
		<b>1,429,002</b>	<b>—</b>

已發行存款證按十二月三十一日至合約到期日止期間之期限分析如下：

The maturity profile of certificates of deposit issued analysed by the remaining period as at 31st December to the contractual maturity dates is as follows:

		本集團及本銀行 Group and Bank	
		2002 千港元 HK\$'000	2001 千港元 HK\$'000
一年或以下但超過三個月	One year or less, but over three months	700,000	—
五年或以下但超過一年	Five years or less, but over one year	729,002	—
		<b>1,429,002</b>	<b>—</b>

### 30 遞延稅項

### 30 DEFERRED TAXATION

		本集團及本銀行 Group and Bank	
		2002 千港元 HK\$'000	2001 千港元 HK\$'000
於一月一日及十二月三十一日	At 1st January and 31st December	6,289	6,289

概無未撥備之重大潛在遞延稅項負債。

There is no significant potential liability for deferred taxation not provided for.

由於重估盈餘變現不會產生稅項負債，故此就遞延稅項而言，銀行房產及物業之重估並不構成時差。

The revaluation of bank premises and properties does not constitute a timing difference for deferred taxation purposes as realisation of the revaluation surplus would not result in a taxation liability.

## 賬目附註 • NOTES TO THE ACCOUNTS

截至二零零二年十二月三十一日止年度 For the year ended 31st December 2002

### 31 其他賬項及準備金

本集團之「其他賬項及準備金」包括由友聯中國業務管理發行之次等履約票據，並已全數撇銷如下：

次等履約票據

減：內地不履約貸款組合  
所需之撥備之撇銷

友聯中國業務管理為本銀行於二零零零年成立之全資附屬公司。作為一間特別設立之資產管理公司，旨在五年內盡量追收本銀行內地不履約貸款組合（「內地不履約貸款組合」）。友聯中國業務管理透過按面值發行兩組履約票據來取得購買內地不履約貸款組合所需之資金。優先履約票據由本銀行全數認購，作為轉讓內地不履約貸款組合之部分代價，並在本銀行之資產負債表內列為「持至到期之證券」，於二零零二年十二月三十一日之數額為406,583,000港元。優先履約票據所產生之一切財務影響已於本集團之賬目中對銷。

本銀行向全體股東徵求認購次等履約票據，並獲招商局集團（香港）有限公司包銷。認購完成後，本銀行收得現金600,952,000港元。由於次等履約票據須首先承擔內地不履約貸款組合虧損之風險，而董事認為於五年期限屆滿前償還次等履約票據款項之機會不大，故次等履約票據之贖回金額已作全數撇減。

### 31 OTHER ACCOUNTS AND PROVISIONS

Included in "Other accounts and provisions" of the Group are Junior performance linked notes (PLNs) issued by UB China Business Management Co. Ltd. ("UBCBM") which have been fully written down as follows:

	本集團 Group	
	2002 千港元 HK\$'000	2001 千港元 HK\$'000
Junior PLNs	600,952	600,952
Less: Write-down in the light of the provisions required on the PRC NPL Portfolio	(600,952)	(600,952)
	<u>—</u>	<u>—</u>

UBCBM is a wholly-owned subsidiary established by the Bank in 2000 as a special purpose asset management company for the purpose of maximising the level of recovery of certain classified loans of the Bank which were extended towards Mainland China related business (the "PRC NPL Portfolio") over a five-year term. UBCBM funded the purchase of the PRC NPL Portfolio by issuing two tranches of PLNs at par value. The Senior PLNs were subscribed for in full by the Bank as partial consideration for the transfer of the PRC NPL Portfolio and are included in the Bank's balance sheet as held-to-maturity securities amounting HK\$406,583,000 as at 31st December 2002. All financial effects associated with the Senior PLNs were eliminated in the Group accounts.

The Junior PLNs were offered for subscription to all shareholders and underwritten by China Merchants Holdings (Hong Kong) Company Limited. The Bank received cash funds of HK\$600,952,000 immediately upon completion. Since the Junior PLNs were to bear the first risk of loss against the PRC NPL Portfolio, the redemption amount of the Junior PLNs was fully written down as the Directors are of the opinion that the possibility of any repayment of the Junior PLNs at the end of the five-year term is remote.

## 32 借入資本

後償浮息票據  
 — 最終於二零一一年  
 七月二日到期  
 — 最終於二零一一年  
 十二月十二日到期  
 — 最終於二零一二年  
 三月二十六日到期  
 — 最終於二零一二年  
 十二月八日到期  
 — 永久  
 匯兌調整

借入資本乃由本銀行籌集作業務拓展用途，並由最終控股公司全數認購。該等票據根據銀行業條例附表三合資格並已列入本銀行之附加資本。

該等最終於二零一一年七月二日到期之票據用以收購提供資金。

## 33 股本

## (a) 普通股

法定：

於二零零一年一月一日及十二月三十一日，  
 及二零零二年十二月三十一日

## 32 LOAN CAPITAL

Subordinated floating rate notes  
 — with a final maturity on  
 2nd July 2011  
 — with a final maturity on  
 12th December 2011  
 — with a final maturity on  
 26th March 2012  
 — with a final maturity on  
 8th December 2012  
 — perpetual  
 Exchange adjustment

Loan capital were raised by the Bank for the development and expansion of business and have been fully subscribed by the ultimate holding company. These notes qualify for and have been included as the Bank's supplementary capital in accordance with the Third Schedule to the Banking Ordinance.

The notes which have a final maturity on 2nd July 2011 are raised to finance the Acquisition.

## 33 SHARE CAPITAL

## (a) Ordinary shares

Authorised:

At 1st January and 31st December  
 2001, and 31st December 2002

本集團及本銀行  
Group and Bank

2002 千港元 HK\$'000	2001 千港元 HK\$'000
<b>584,820</b>	584,820
<b>623,808</b>	623,808
<b>545,916</b>	—
<b>500,000</b>	—
<b>1,000,000</b>	—
<b>186</b>	—
<b><u>3,254,730</u></b>	<b><u>1,208,628</u></b>

每股面值2港元之普通股 Ordinary shares of HK\$2 each	
股份數目 Number of shares	千港元 HK\$'000
<u>1,000,000,000</u>	<u>2,000,000</u>

## 賬目附註 • NOTES TO THE ACCOUNTS

截至二零零二年十二月三十一日止年度 For the year ended 31st December 2002

### 33 股本 (續)

#### (a) 普通股 (續)

已發行及繳足：

於二零零一年一月一日  
截至二零零一年十二月三十一日  
止年度間增加  
於二零零一年十二月三十一日  
及二零零二年一月一日  
截至二零零二年十二月三十一日  
止年度間增加

於二零零二年十二月三十一日

有關年內發行普通股之詳情載於下文附註(c)。

#### (b) 可轉換非累計優先股

法定：

於二零零一年一月一日  
截至二零零一年十二月三十一日  
止年度間增加

於二零零一年十二月三十一日、  
二零零二年一月一日及  
二零零二年十二月三十一日

### 33 SHARE CAPITAL (Continued)

#### (a) Ordinary shares (Continued)

Issued and fully paid:

At 1st January 2001  
Increase during the year ended  
31st December 2001  
At 31st December 2001 and  
1st January 2002  
Increase during the year ended  
31st December 2002

At 31st December 2002

Details relating to the issue of ordinary shares in the year are set out in Note (c) below.

#### (b) Convertible non-cumulative preference shares

Authorised:

At 1st January 2001  
Increase during the year ended  
31st December 2001

At 31st December 2001,  
1st January 2002 and  
31st December 2002

每股面值2港元之普通股 Ordinary shares of HK\$2 each	
股份數目 Number of shares	千港元 HK\$'000
450,871,855	901,744
80,447,449	160,895
531,319,304	1,062,639
93,055,000	186,110
<u>624,374,304</u>	<u>1,248,749</u>

每股面值5港元之 可轉換非累計優先股 Convertible non-cumulative preference shares of HK\$5 each	
股份數目 Number of shares	千港元 HK\$'000
—	—
232,000,000	1,160,000
<u>232,000,000</u>	<u>1,160,000</u>



**33 股本 (續)****(b) 可轉換非累計優先股 (續)**

已發行及繳足：

於二零零一年一月一日  
截至二零零一年十二月三十一日  
止年度增加

於二零零一年十二月三十一日、  
二零零二年一月一日及  
二零零二年十二月三十一日

有關該等可轉換非累計優先股條款  
之詳情載於下文附註(d)。

**(c) 年內發行股份**

於二零零二年五月二十一日，最終  
控股公司持有之93,055,000股現有  
普通股已根據於二零零二年五月七  
日訂立之配售協議配售予獨立投資  
者，而最終控股公司已根據於二零  
零二年五月七日訂立之認購協議以  
每股8.16港元之配售價認購  
93,055,000股每股面值2.00港元之  
新普通股，每股溢價6.16港元（「認  
購事項」）。認購事項之所得收益由  
本銀行用作一般營運資金。認購事  
項完成後，本銀行之已發行股本增  
至1,248,749,000港元。該等股份  
與現有股份享有同等地位。

**(d) 可轉換優先股條款**

可轉換優先股之持有人均享有與普  
通股股東之同等權利，其可按每股  
可轉換優先股相等於一股普通股之  
比例收取應付予普通股股東之任何  
股息或分派。收取上述股息之權利  
並非累計。於清盤或以其他方式退  
回資本時，本銀行可供分派予股東  
之資產將先就每股可轉換優先股已  
付或應付最多2.00港元，其後方向  
普通股持有人作出分派。其後，各  
可轉換優先股及普通股持有人均按  
相同基準進行資產分派。

**33 SHARE CAPITAL (Continued)****(b) Convertible non-cumulative preference shares (Continued)**

Issued and fully paid:

	每股面值5港元之 可轉換非累計優先股 <b>Convertible non-cumulative preference shares of HK\$5 each</b>	
	股份數目 Number of shares	千港元 HK\$'000
At 1st January 2001	—	—
Increase during the year ended 31st December 2001	202,219,218	1,011,096
At 31st December 2001, 1st January 2002 and 31st December 2002	<u>202,219,218</u>	<u>1,011,096</u>

Details relating to the terms of these convertible non-cumulative preference  
shares are set out in Note (d) below.

**(c) Issue of shares in the year**

On 21st May 2002, 93,055,000 existing ordinary shares held by the  
ultimate holding company were placed to independent investors pursuant to  
the Placing Agreement dated 7th May 2002 and 93,055,000 new ordinary  
shares of HK\$2.00 each were subscribed by the ultimate holding company  
pursuant to the Subscription Agreement dated 7th May 2002 at a placing  
price of HK\$8.16 each which represented a premium of HK\$6.16 each  
(the "Subscription"). The proceeds from the Subscription were used by the  
Bank as general working capital. The issued share capital of the Bank was  
increased to HK\$1,248,749,000 after completion of the Subscription. These  
shares rank pari passu with the existing shares.

**(d) Terms of the convertible preference shares**

The holders of the convertible preference shares are entitled to receive,  
pari passu, any dividend or distribution payable to the ordinary shareholders  
on the basis that each convertible preference share is equivalent to one  
ordinary share. The right to such dividend is non-cumulative. On a return of  
capital on liquidation or otherwise, the assets of the Bank available for  
distribution among its shareholders shall be applied in paying up to a  
maximum of HK\$2.00 paid or deemed paid on each convertible preference  
share in priority to any payment to the holders of the ordinary share and  
thereafter the holders of the convertible preference shares and the ordinary  
shares shall participate in the assets of the Bank on a pari passu basis.

## 賬目附註 • NOTES TO THE ACCOUNTS

截至二零零二年十二月三十一日止年度 For the year ended 31st December 2002

### 33 股本 (續)

#### (d) 可轉換優先股條款 (續)

可轉換優先股並無賦予持有人任何投票權，在本銀行任何股東大會上投票，惟可轉換優先股持有人類別大會則除外。在此情況下，各可轉換優先股持有人可於有關之類別大會上投一票。

可轉換優先股於發行後，可隨時轉換為本銀行之普通股。因轉換而將配發之普通股數目乃視乎經考慮本銀行於發行可轉換優先股後之任何分派或資本架構之改變之轉換率而定。因轉換優先股而配發之任何普通股面值之不足部分，應在可轉換優先股溢價中作出處理。

最終控股公司經已全數認購可轉換優先股。

#### (e) 購股權

##### (i) 僱員購股權計劃

年內並無授出購股權，而於二零零二年十二月三十一日，並無任何尚未行使之購股權。

##### (ii) 就發行次等履約票據而發行購股權

就友聯中國業務管理發行次等履約票據而言，本銀行股東於二零零零年三月二十八日舉行之股東特別大會上通過一項決議案，批准於次等履約票據之五年期限屆滿時發行可認購本銀行股份之購股權，惟須符合若干條件後方可作實。倘若發行該等購股權，則次等履約票據持有人可按7.78港元之行使價認購本銀行之股份。然而，若內地不履約貸款組合於次等履約票據五年期限屆滿後所收回之內地不履約貸款組合低於1,211,063,000港元，則不會發行任何購股權。

### 33 SHARE CAPITAL (Continued)

#### (d) Terms of the convertible preference shares (Continued)

The convertible preference shares confer no voting rights to their holders in any general meeting of the Bank, except in a class meeting of holders of convertible preference shares, in which case each convertible preference share will entitle the holder to one vote in such class meeting.

The convertible preference shares are convertible to ordinary shares of the Bank at any time following their issue. The number of ordinary shares to be allotted upon conversion is determined by a conversion factor which takes into account any distribution or changes in the capital structure of the Bank subsequent to the issue of the convertible preference shares. The shortfall of the nominal value of any ordinary shares required to be allotted upon conversion of the preference shares shall be dealt with in the convertible preference share premium.

The convertible preference shares have been fully subscribed by the ultimate holding company.

#### (e) Share options

##### (i) Employee share option scheme

During the year, no option has been granted and at 31st December 2002, there were no options outstanding.

##### (ii) Issue of options in connection with the issue of Junior PLNs

In connection with the issue of Junior PLNs by UBCBM, the shareholders of the Bank had by a resolution passed at the Extraordinary General Meeting held on 28th March 2000 approved the issue of options to subscribe for shares of the Bank at the end of the five-year term of the Junior PLNs subject to the fulfillment of certain conditions. These options, if issued, would allow the holders of the Junior PLNs to subscribe for shares in the Bank at an exercise price of HK\$7.78. However, no options will be issued if total recoveries of the PRC NPL Portfolio at the end of the five-year term of the Junior PLNs are below HK\$1,211,063,000.

賬目附註 • NOTES TO THE ACCOUNTS

截至二零零二年十二月三十一日止年度 For the year ended 31st December 2002

34 儲備

34 RESERVES

本集團

Group

		2002							
		可轉換非累計 優先股溢價 Convertible non- ordinary share premium 千港元 HK\$'000	銀行房產 重估儲備 Bank premises revaluation reserve 千港元 HK\$'000	投資 重估儲備 Investment revaluation reserve 千港元 HK\$'000	外匯儲備 Exchange reserve 千港元 HK\$'000	一般儲備 General reserve 千港元 HK\$'000	保留溢利 Retained earnings 千港元 HK\$'000	總計 Total 千港元 HK\$'000	
於二零零二年一月一日	At 1st January 2002	1,224,894	505,496	412,631	138,766	–	219,200	495,969	2,996,956
發行股份	Issue of shares	573,219	–	–	–	–	–	–	573,219
發行股份之支出	Share issue expense	(11,427)	–	–	–	–	–	–	(11,427)
非持作買賣用途之 證券公平值變動	Change in fair value of non-trading securities	–	–	–	(108,388)	–	–	–	(108,388)
出售非持作買賣 用途之證券	Disposal of non-trading securities	–	–	–	781	–	–	–	781
出售銀行物業	Disposal of a bank property	–	–	(4,120)	–	–	–	4,120	–
解除聯營公司 之重估虧損	Release of revaluation deficit of an associated company	–	–	–	1,990	–	–	–	1,990
匯兌差額	Exchange differences	–	–	–	–	(21)	–	–	(21)
本年度溢利	Profit for the year	–	–	–	–	–	–	482,429	482,429
已付二零零一年 末期股息及特別 股息(附註11)	2001 final and special dividends paid (Note 11)	–	–	–	–	–	–	(161,378)	(161,378)
已付二零零二年 中期股息(附註11)	2002 interim dividends paid (Note 11)	–	–	–	–	–	–	(82,659)	(82,659)
於二零零二年 十二月三十一日	At 31st December 2002	<u>1,786,686</u>	<u>505,496</u>	<u>408,511</u>	<u>33,149</u>	<u>(21)</u>	<u>219,200</u>	<u>738,481</u>	<u>3,691,502</u>
代表：	Representing:								
本銀行及附屬公司	Bank and subsidiaries	1,786,686	505,496	408,511	33,957	–	219,200	724,420	3,678,270
聯營公司	Associated companies	–	–	–	(808)	(21)	–	14,061	13,232
於二零零二年 十二月三十一日	At 31st December 2002	<u>1,786,686</u>	<u>505,496</u>	<u>408,511</u>	<u>33,149</u>	<u>(21)</u>	<u>219,200</u>	<u>738,481</u>	<u>3,691,502</u>

一般儲備包括過往年度自保留溢利轉撥之款項，並可供分派。

The general reserve comprised previous years' transfers from retained earnings and is distributable.

## 賬目附註 • NOTES TO THE ACCOUNTS

截至二零零二年十二月三十一日止年度 For the year ended 31st December 2002

### 34 儲備 (續)

### 34 RESERVES (Continued)

本銀行

Bank

		2002						
		可轉換非累計 優先股溢價 Convertible non- cumulative Ordinary share premium 千港元 HK\$'000	銀行房產 重估儲備 Bank premise revaluation reserve 千港元 HK\$'000	投資 重估儲備 Investment revaluation reserve 千港元 HK\$'000	一般儲備 General reserve 千港元 HK\$'000	保留溢利 Retained earnings 千港元 HK\$'000	總計 Total 千港元 HK\$'000	
於二零零二年一月一日	At 1st January 2002	1,224,894	505,496	412,631	141,076	219,200	422,774	2,926,071
發行股份	Issue of shares	573,219	-	-	-	-	-	573,219
發行股份之支出	Share issue expenses	(11,427)	-	-	-	-	-	(11,427)
非持作買賣用途之 證券公平值變動	Change in fair value of non-trading securities	-	-	-	(108,388)	-	-	(108,388)
出售非持作買賣 用途之證券	Disposal of non-trading securities	-	-	-	781	-	-	781
出售銀行物業	Disposal of a bank property	-	-	(4,120)	-	-	4,120	-
本年度溢利 (附註10)	Profit for the year (Note 10)	-	-	-	-	-	522,235	522,235
已付二零零一年末期 股息及特別股息 (附註11)	2001 final and special dividends paid (Note 11)	-	-	-	-	-	(161,378)	(161,378)
已付二零零二年中期 股息 (附註11)	2002 interim dividends paid (Note 11)	-	-	-	-	-	(82,659)	(82,659)
於二零零二年 十二月三十一日	At 31st December 2002	<u>1,786,686</u>	<u>505,496</u>	<u>408,511</u>	<u>33,469</u>	<u>219,200</u>	<u>705,092</u>	<u>3,658,454</u>

## 34 儲備 (續)

## 34 RESERVES (Continued)

## 本集團

## Group

		2001						
		可轉換非累計 優先股溢價 Convertible non- cumulative Ordinary share premium 千港元 HK\$'000	銀行房產 重估儲備 Bank premises revaluation reserve 千港元 HK\$'000	投資 重估儲備 Investment revaluation reserve 千港元 HK\$'000	一般儲備 General reserve 千港元 HK\$'000	保留溢利 Retained earnings 千港元 HK\$'000	總計 Total 千港元 HK\$'000	
於二零零一年一月一日 之承前結餘	At 1st January 2001 as previously reported	782,447	—	412,631	6,444	219,200	202,234	1,622,956
採納會計實務準則第9號 (修訂)之影響	Effect of adopting SSAP9 (revised)	—	—	—	—	—	58,613	58,613
於二零零一年一月一日 重報	At 1st January 2001 as restated	782,447	—	412,631	6,444	219,200	260,847	1,681,569
發行股份	Issue of shares	442,461	505,548	—	—	—	—	948,009
發行股份之開支	Share issue expenses	(14)	(52)	—	—	—	—	(66)
非持作買賣用途之 證券公平值變動	Change in fair value of non-trading securities	—	—	—	141,076	—	—	141,076
分佔聯營公司之 重估虧損	Share of revaluation deficit of an associated company	—	—	—	(122)	—	—	(122)
出售非持作買賣 用途之證券	Disposal of non-trading securities	—	—	—	(8,632)	—	—	(8,632)
本年度溢利	Profit for the year	—	—	—	—	—	330,412	330,412
已付二零零零年 末期股息	2000 final dividends paid	—	—	—	—	—	(58,613)	(58,613)
已付二零零一年中期 股息(附註11)	2001 interim dividends paid (Note 11)	—	—	—	—	—	(36,677)	(36,677)
於二零零一年 十二月三十一日	At 31st December 2001	<u>1,224,894</u>	<u>505,496</u>	<u>412,631</u>	<u>138,766</u>	<u>219,200</u>	<u>495,969</u>	<u>2,996,956</u>
代表：	Representing:							
本銀行及附屬公司	Bank and subsidiaries	1,224,894	505,496	412,631	141,565	219,200	480,714	2,984,500
聯營公司	Associated company	—	—	—	(2,799)	—	15,255	12,456
於二零零一年 十二月三十一日	At 31st December 2001	<u>1,224,894</u>	<u>505,496</u>	<u>412,631</u>	<u>138,766</u>	<u>219,200</u>	<u>495,969</u>	<u>2,996,956</u>

## 賬目附註 • NOTES TO THE ACCOUNTS

截至二零零二年十二月三十一日止年度 For the year ended 31st December 2002

### 34 儲備 (續)

### 34 RESERVES (Continued)

本銀行		Bank		2001						
				可轉換非累計 優先股溢價 Convertible non- cumulative preference share premium 千港元 HK\$'000	銀行房產 重估儲備 Bank premises revaluation reserve 千港元 HK\$'000	投資 重估儲備 Investment revaluation reserve 千港元 HK\$'000	一般儲備 General reserve 千港元 HK\$'000	保留溢利 Retained earnings 千港元 HK\$'000	總計 Total 千港元 HK\$'000	
於二零零一年一月一日	At 1st January 2001 as	782,447	—	412,631	—	219,200	141,428	1,555,706		
之承前結餘	previously reported									
採納會計實務準則第9號	Effect of adopting SSAP9	—	—	—	—	—	58,613	58,613		
(修訂)之影響	(revised)									
於二零零一年一月一日	At 1st January 2001 as	782,447	—	412,631	—	219,200	200,041	1,614,319		
重報	restated									
發行股份	Issue of shares	442,461	505,548	—	—	—	—	948,009		
發行股份之開支	Share issue expenses	(14)	(52)	—	—	—	—	(66)		
非持作買賣用途之	Change in fair value of	—	—	—	141,076	—	—	141,076		
證券公平值變動	non-trading securities									
本年度溢利	Profit for the year	—	—	—	—	—	318,023	318,023		
(附註10)	(Note 10)									
已付二零零零年	2000 final dividends paid	—	—	—	—	—	(58,613)	(58,613)		
末期股息										
已付二零零一年	2001 interim dividends	—	—	—	—	—	(36,677)	(36,677)		
中期股息(附註11)	paid (Note 11)									
於二零零一年	At 31st December 2001	<u>1,224,894</u>	<u>505,496</u>	<u>412,631</u>	<u>141,076</u>	<u>219,200</u>	<u>422,774</u>	<u>2,926,071</u>		
十二月三十一日										

## 35 與集團成員公司之結餘

(a) 以下為資產負債表項目中與最終控股公司之結餘：

## 35 BALANCES WITH GROUP COMPANIES

(a) Included in the following balance sheet captions are balances with the ultimate holding company:

		本集團及本銀行 Group and Bank	
		2002 千港元 HK\$'000	2001 千港元 HK\$'000
<b>資產負債表項目</b>	<b>On-balance sheet</b>		
現金及短期資金	Cash and short-term funds		
銀行同業及其他金融機構之	Cash and balances with banks and		
現金及結餘	other financial institutions	<b>52,135</b>	54,857
通知存款及短期通知存款	Money at call and short notice	<b>7,814,649</b>	1,528,208
		<b>7,866,784</b>	1,583,065
一至十二個月內到期之銀行同業及	Placements with banks and other		
其他金融機構	financial institutions maturing		
之存款	between one and twelve months	<b>1,033,844</b>	83,938
貸款及其他賬項	Advances and other accounts	<b>85,049</b>	80,324
		<b>8,985,677</b>	1,747,327
銀行同業及其他金融機構	Deposits and balances of banks		
之存款及結餘	and other financial institutions	<b>11,447,647</b>	6,293,676
已發行存款證	Certificates of deposit issued	<b>700,000</b>	—
其他賬項及準備金	Other accounts and provisions	<b>120,764</b>	96,281
		<b>12,268,411</b>	6,389,957
借入資本	Loan capital	<b>3,254,730</b>	1,208,628

附註：銀行同業及其他金融機構之存款及結餘包括一筆為數2,105,676,000港元(二零零一年：233,928,000港元)之款項，乃最終控股公司於二零零零年七月授予本銀行作營運資金用途之備用信貸6,000,000,000港元(二零零一年：6,000,000,000港元)中已被動用之數額。

Note: Included in deposits and balances of banks and other financial institutions is an amount of HK\$2,105,676,000 (2001: 233,928,000) representing utilisation of a standby credit facility of HK\$6,000,000,000 (2001: HK\$6,000,000,000) granted by the ultimate holding company to the Bank in July 2000 for working capital purposes.

## 賬目附註 • NOTES TO THE ACCOUNTS

截至二零零二年十二月三十一日止年度 For the year ended 31st December 2002

### 35 與集團成員公司之結餘 (續)

(a) 以下為資產負債表項目中與最終控股公司之結餘：(續)

### 35 BALANCES WITH GROUP COMPANIES (Continued)

(a) Included in the following balance sheet captions are balances with the ultimate holding company: (Continued)

		本集團及本銀行 Group and Bank	
		2002 千港元 HK\$'000	2001 千港元 HK\$'000
資產負債表外項目	<b>Off-balance sheet</b>		
外匯合約	Foreign exchange contracts		
— 合約金額	— contractual amount	<b>8,046,200</b>	<b>6,514,671</b>
利率掉期	Interest rate swaps		
— 名義數額	— notional principal	<b>7,366,960</b>	<b>6,346,147</b>
外幣期權	Currency options		
— 合約金額	— contractual amount		
— 買入期權	— options purchased	<b>390,100</b>	236,107
— 出售期權	— options written	—	80,315
		<b>390,100</b>	<b>316,422</b>
債券期權	Bond options		
— 合約金額	— contractual amount		
— 買入期權	— options purchased	—	233,928
— 出售期權	— options written	—	155,952
		—	<b>389,880</b>
利率期權	Interest rate options		
— 合約金額	— contractual amount		
— 出售期權	— options written	<b>404,940</b>	—
一年內到期 之其他承擔	Other commitments with maturity within 1 year		
— 透支信貸	— overdraft facility	<b>1,013,844</b>	<b>549,880</b>



## 35 與集團成員公司之結餘 (續)

(b) 以下為資產負債表項目中與其他同系附屬公司之結餘：

## 35 BALANCES WITH GROUP COMPANIES (Continued)

(b) Included in the following balance sheet captions are balances with fellow subsidiaries:

		本集團及本銀行 Group and Bank	
		2002 千港元 HK\$'000	2001 千港元 HK\$'000
<b>資產負債表項目</b>		<b>On-balance sheet</b>	
貸款及其他賬項	Advances and other accounts	<b>3,020</b>	14,111
銀行同業及其他金融機構之 存款及結餘	Deposits and balances of banks and other financial institutions	<b>60,000</b>	—
客戶存款	Deposits from customers	<b>639,791</b>	563,313
其他賬項及準備金	Other accounts and provisions	<b>1,308</b>	—
		<b>701,099</b>	563,313
<b>資產負債表外項目</b>		<b>Off-balance sheet</b>	
外匯合約 — 合約金額	Foreign exchange contracts — contractual amount	<b>107,800</b>	—
利率掉期 — 名義數額	Interest rate swaps — notional principal	<b>265,159</b>	—

## 賬目附註 • NOTES TO THE ACCOUNTS

截至二零零二年十二月三十一日止年度 For the year ended 31st December 2002

### 35 與集團成員公司之結餘 (續)

- (c) 以下為資產負債表項目中與本銀行  
附屬公司之結餘：

#### 資產負債表項目

由友聯中國業務管理發行、於  
資產負債表列作「持至到期之證券」  
之優先履約票據

銀行同業及其他金融機構之  
存款及結餘  
客戶存款  
其他賬項及準備金

#### 資產負債表外項目

遠期外匯合約  
— 名義數額

- (d) 以下為資產負債表項目中與聯營公  
司之結餘：

#### 資產負債表項目

客戶存款

### 35 BALANCES WITH GROUP COMPANIES (Continued)

- (c) Included in the following balance sheet captions are balances  
with subsidiaries of the Bank:

#### On-balance sheet

Senior PLNs issued by UBCBM  
included in the balance sheet  
under "Held-to-maturity securities"

Deposits and balances of banks  
and other financial institutions  
Deposits from customers  
Other accounts and provisions

#### Off-balance sheet

Forward exchange contracts  
— notional principal

- (d) Included in the following balance sheet captions are balances  
with an associated company:

#### On-balance sheet

Deposits from customers

#### 本銀行 Bank

2002 千港元 HK\$'000	2001 千港元 HK\$'000
<b>406,583</b>	699,297
—	48,096
<b>228,316</b>	185,467
<b>39,733</b>	42,988
<b>268,049</b>	276,551
<b>242,095</b>	1,045,111

#### 本集團及本銀行 Group and Bank

2002 千港元 HK\$'000	2001 千港元 HK\$'000
<b>15,884</b>	—

## 36 關連交易

於本年度，本集團曾於日常業務過程中與關連各方(包括最終控股公司、同系附屬公司及聯營公司)達成多宗交易。

## (a) 於一般業務過程中與關連各方達成之交易概要

與最終控股公司、同系附屬公司及聯營公司之關連交易應計之收入及支出總額概列如下：

利息收入
— 存款 (附註(i))
— 利率掉期 (附註(ii))
利息支出
— 存款 (附註(iii))
— 利率掉期 (附註(ii))
— 已發行存款證 (附註(iv))
— 借入資本 (附註(v))
期權溢價支出淨額 (附註(vi))
管理費收入 (附註(vii))
服務費收入 (附註(x))
服務費支出 (附註(ix))
物業支出 (附註(viii))

## 36 RELATED PARTY TRANSACTIONS

During the year, the Group entered into various transactions in the normal course of business with related parties, including the ultimate holding company, fellow subsidiaries and associated companies.

## (a) Summary of transactions entered into during the ordinary course of business with related parties

The aggregated income and expense arising from the related party transactions with the ultimate holding company, fellow subsidiaries and associated companies are summarised as follows:

	2002 千港元 HK\$'000	2001 千港元 HK\$'000
Interest income		
— Placement (Note (i))	<b>38,298</b>	19,782
— Interest rate swaps (Note (ii))	<b>307,313</b>	175,749
Interest expense		
— Deposits (Note (iii))	<b>(153,044)</b>	(200,733)
— Interest rate swaps (Note (ii))	<b>(345,375)</b>	(193,353)
— Certificates of deposit issued (Note (iv))	<b>(13,304)</b>	—
— Loan capital (Note (v))	<b>(38,263)</b>	(10,496)
Net option premium expense (Note (vi))	<b>(782)</b>	—
Management fee income (Note (vii))	<b>4,500</b>	2,250
Service fee income (Note (x))	<b>45</b>	—
Service fee expense (Note (ix))	<b>(3,502)</b>	—
Premises expense (Note (viii))	<b>5,926</b>	(3,095)

## 賬目附註 • NOTES TO THE ACCOUNTS

截至二零零二年十二月三十一日止年度 For the year ended 31st December 2002

### 36 關連交易 (續)

#### (a) 於一般業務過程中與關連各方達成之交易概要 (續)

附註

- (i) 此為本銀行存放於最終控股公司及同系附屬公司之銀行同業存款按現行市場利率而收取之利息收入。
- (ii) 此為本銀行就利率掉期交易向最終控股公司及同系附屬公司收取及支付之利息收入及支出。該等交易包括按背對背基準與最終控股公司及同系附屬公司訂立之利率掉期。
- (iii) 此為本銀行收取最終控股公司及同系附屬公司之存款而支付之利息支出。
- (iv) 此為本銀行發行並由最終控股公司認購之面值為700,000,000港元之定息存款證而向最終控股公司支付之利息支出。
- (v) 此為本銀行發行並由最終控股公司悉數認購之後償浮息票據而向最終控股公司支付之利息支出(附註32)。
- (vi) 期權溢價支出淨額乃本銀行就各類期權合約按現行市場利率付予最終控股公司及同系附屬公司之款項。
- (vii) 根據二零零一年七月三日訂立之合作協議，管理費收入乃本銀行就提供會計與預算、內部稽核、市場推廣及後台清算及結算等服務而向分行收取之費用。
- (viii) 根據二零零一年七月三日訂立之合作協議及於二零零一年十二月二十七日訂立之特許協議，物業支出乃就本銀行佔用分行所租用部份樓面而向分行支付之款項。
- (ix) 根據二零零二年二月二十一日訂立之服務協議，服務費支出乃就最終控股公司向本銀行提供之數據處理服務而向最終控股公司支付之款項。
- (x) 根據二零零二年十二月十八日訂立之外判協議，服務費收入乃就本銀行為分行於二零零二年十二月十八日開始在香港推出信用卡業務而提供之管理、行政及市場推廣服務向分行收取之款項。

### 36 RELATED PARTY TRANSACTIONS (Continued)

#### (a) Summary of transactions entered into during the ordinary course of business with related parties (Continued)

Notes:

- (i) Interest income was received on inter-bank deposits placed with the ultimate holding company and fellow subsidiaries at prevailing market rates.
- (ii) Interest income and expense was received from and paid to the ultimate holding company and fellow subsidiaries on the interest rate swaps at prevailing market rates. These transactions included interest rate swaps entered on a back-to-back basis with the ultimate holding company and fellow subsidiaries.
- (iii) Interest expense was paid on the deposits taken from the ultimate holding company and fellow subsidiaries.
- (iv) Interest expense was paid to the ultimate holding company for fixed rate certificates of deposit issued by the Bank and subscribed by the ultimate holding company with nominal value of HK\$700,000,000.
- (v) Interest expense was paid to the ultimate holding company for subordinated floating rate notes issued by the Bank and fully subscribed by the ultimate holding company (Note 32).
- (vi) Net option premium expense was paid to the ultimate holding company and fellow subsidiaries on the various option contracts at prevailing market rates.
- (vii) In accordance with the Collaboration Agreement dated 3rd July 2001, management fee income was received from the Branch for the provision of services such as accounting and budgeting, internal audit, marketing and back office settlement and clearing.
- (viii) In accordance with the Collaboration Agreement dated 3rd July 2001 and the Licence Agreement dated 27th December 2001, premises expense was paid to the Branch for using a portion of floor area rented by the Branch.
- (ix) In accordance with the Service Levels Agreement dated 21st February 2002, service fee expense was paid to the ultimate holding company for the provision of data processing services to the Bank.
- (x) In accordance with the Outsourcing Agreement dated 18th December 2002, service fee income was received from the Branch for the provision of management, administrative and marketing services in respect of credit card business of the Branch launched in Hong Kong commencing from 18th December 2002.

**36 關連交易 (續)****(b) 向關連各方買賣若干資產**

## 從屬參與銀團貸款

於本年度，本銀行與分行、最終控股公司及同系附屬公司訂立多宗資本市場交易。該等交易包括分行、最終控股公司及同系附屬公司從屬參與本銀行之銀團貸款，涉及金額合共為7,940,249,000港元(二零零一年：無)，以及本銀行以類似方式從屬參與分行、最終控股公司及同系附屬公司之銀團貸款，涉及金額合共為1,451,000,000港元(二零零一年：1,697,000,000港元)。於二零零二年就轉讓貸款支付之費用數額不大(二零零一年：無)。該等交易乃按相關貸款協議之條款(如適用)或可供比較之現行市場價格定價，或以不遜於給予其他獨立銀團貸款成員之條款定價。

## 買賣債券

於本年度，本銀行向最終控股公司及同系附屬公司買賣之債券賬面值分別為749,529,000港元(二零零一年：無)及2,548,323,000港元(二零零一年：無)。該等交易乃按正常商業條款及參考現行市場價格而訂立。

**(c) 最終控股公司作出之承諾**

為表示對本銀行之支持，最終控股公司已於二零零一年七月三日簽署信心保證書。據此，最終控股公司將向本銀行提供所需資金，以確保維持充足資本及流動資金水平。

於二零零一年七月三日，最終控股公司及本銀行訂立一份擔保協議。據此，最終控股公司同意就因根據業務轉讓協議轉讓予本銀行之「大額貸款」作出高達9,000,000,000港元之擔保，並就該等客戶一旦違約所產生損失對本銀行作出賠償保證。於二零零二年十二月三十一日，本銀行受該項擔保所保障之資產負債表項目及資產負債表外項目「大額貸款」涉及之金額分別達3,970,478,000港元及1,705,566,000港元(二零零一年：分別為5,697,000,000港元及1,781,000,000港元)。

**36 RELATED PARTY TRANSACTIONS (Continued)****(b) Buy and sale of certain assets from/to related parties**

## Sub-participation of syndicated loans

During the year, the Bank entered into various capital market transactions with the Branch, the ultimate holding company and fellow subsidiaries. These transactions included sub-participation in syndicated loans of the Bank by the Branch, the ultimate holding company and fellow subsidiaries for a total of HK\$7,940,249,000 (2001: HK\$Nil) and similar sub-participation in syndicated loans of the Branch, the ultimate holding company and fellow subsidiaries by the Bank for a total of HK\$1,451,000,000 (2001: 1,697,000,000). Immaterial fee charge was paid on loan transfers in 2002 (2001: HK\$Nil). These transactions were priced based on either on the terms of the underlying loan agreement, if applicable, or prevailing market rates if such comparable rates are available, or on terms that are no less favourable than those available to other independent syndicate members.

## Buy and sale of debt securities

During the year, the Bank bought and sold debt securities with a carrying value of HK\$749,529,000 (2001: HK\$Nil) and HK\$2,548,323,000 (2001: HK\$Nil) respectively from and to the ultimate holding company and fellow subsidiaries. These transactions were entered into on normal commercial terms with reference to prevailing market rates.

**(c) Undertaking from the ultimate holding company**

To demonstrate its support to the Bank, a Letter of Comfort dated 3rd July 2001 was executed by the ultimate holding company, pursuant to which it will provide the Bank with such funding as may be required by the Bank to ensure that it will maintain sufficient capital and liquidity levels.

Simultaneously on 3rd July 2001, the ultimate holding company and the Bank entered into a guarantee agreement whereby the ultimate holding company agreed to guarantee to the extent of HK\$9,000,000,000 the payment obligations of certain customers whose "large exposures" were transferred to the Bank pursuant to the Business Transfer Agreement and to indemnify the Bank in respect of any losses incurred if any obligation of such customers become unenforceable. The amount of such on-balance sheet and off-balance sheet large exposures of the Bank covered by this guarantee as at 31st December 2002 was HK\$3,970,478,000 and HK\$1,705,566,000 respectively (2001: HK\$5,697,000,000 and HK\$1,781,000,000 respectively).

## 賬目附註 • NOTES TO THE ACCOUNTS

截至二零零二年十二月三十一日止年度 For the year ended 31st December 2002

### 37 分部報告

#### (a) 業務種類

本集團主要經營商業銀行業務，包括商業與零售銀行、財資及企業與投資銀行。商業與零售銀行業務包括零售銀行、商業借貸及貿易融資。財資業務包括外匯、貨幣市場及資本市場業務。企業與投資銀行主要包括企業銀行、提供債務資本市場及企業融資及顧問服務。

#### 本集團

#### Group

淨利息收入	Net interest income				
其他營運收入	Other operating income				
營運收入	Operating income				
營運支出	Operating expenses				
商譽攤銷	Amortisation of goodwill				
扣除準備金前之營運溢利／(虧損)	Operating profit/(loss) before provisions				
(扣除)／撥回呆壞賬	(Charge for)/write-back of bad and doubtful debts				
營運溢利／(虧損)	Operating profit/(loss)				
出售固定資產虧損淨額	Net loss from disposal of fixed assets				
出售及贖回持至到期之證券及非持作買賣用途證券之溢利淨額	Net gain on disposal and redemption of held-to-maturity securities and non-trading securities				
持至到期之證券撥回及非持作買賣用途證券之減值虧損	Write-back of provision on held-to-maturity securities and impairment loss on non-trading securities				
應佔聯營公司之虧損淨額	Share of net losses of associated companies				
除稅前溢利／(虧損)	Profit/(loss) before taxation				
分部資產／負債	Segment assets/liabilities				
資本支出	Capital expenditure				
折舊費用	Depreciation charge				

### 37 SEGMENT REPORTING

#### (a) Class of business

The Group operates predominantly in commercial banking which comprises commercial and retail banking, treasury and markets, and corporate and investment banking activities. Commercial and retail banking includes retail banking, commercial lending and trade finance. Treasury and markets activities include foreign exchange, money market and capital market activities. Corporate and investment banking activities mainly comprise corporate banking, the provision of debt capital market and corporate finance and advisory services.

		2002			
商業與零售銀行 Commercial and retail banking	財資 Treasury and markets	企業與投資銀行 Corporate and investment banking	未分類 Unallocated	總計 Total	
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
257,108	219,945	147,951	64,185	689,189	
48,642	39,832	266,476	35,782	390,732	
305,750	259,777	414,427	99,967	1,079,921	
(128,037)	(36,913)	(42,343)	(99,967)	(307,260)	
—	—	—	(36,336)	(36,336)	
177,713	222,864	372,084	(36,336)	736,325	
(91,581)	129	(46,242)	(43,818)	(181,512)	
86,132	222,993	325,842	(80,154)	554,813	
(3,208)	—	(5)	(1,672)	(4,885)	
—	26,390	130	1,749	28,269	
—	—	—	1,252	1,252	
82,924	249,383	325,967	(78,825)	579,449	
—	—	—	(8,620)	(8,620)	
82,924	249,383	325,967	(87,445)	570,829	
13,419,431	27,032,391	19,105,737	2,704,430	62,261,989	
4,339	108	58	7,822	12,327	
11,577	317	74	13,511	25,479	

## 37 分部報告 (續)

## 37 SEGMENT REPORTING (Continued)

## (a) 業務種類 (續)

## (a) Class of business (Continued)

本集團	Group	2001				
		商業 與零售銀行 Commercial and retail banking 千港元 HK\$'000	財資 Treasury and markets 千港元 HK\$'000	企業與 投資銀行 Corporate and investment banking 千港元 HK\$'000	未分類 Unallocated 千港元 HK\$'000	總計 Total 千港元 HK\$'000
淨利息收入	Net interest income	246,153	68,933	82,676	90,309	488,071
其他營運收入	Other operating income	47,158	28,435	116,472	10,854	202,919
營運收入	Operating income	293,311	97,368	199,148	101,163	690,990
營運支出	Operating expenses	(137,037)	(22,954)	(28,392)	(101,114)	(289,497)
商營攤銷	Amortisation of goodwill	—	—	—	(17,749)	(17,749)
扣除準備金前之營 運溢利/(虧損) (扣除)/撥回 呆壞賬	Operating profit/(loss) before provisions (Charge for)/write-back of bad and doubtful debts	156,274	74,414	170,756	(17,700)	383,744
營運溢利/(虧損)	Operating profit/(loss)	120,236	74,414	170,859	(47,775)	317,734
出售固定資產之溢 利/(虧損)淨額	Net gain/(loss) from disposal of fixed assets	1,399	—	—	(49)	1,350
出售及贖回持至 到期之證券及 非持作買賣用途 證券之溢利淨額	Net gain on disposal and redemption of held-to-maturity securities and non-trading securities	—	20,694	—	—	20,694
持至到期之證券撥備 及非持作買賣用途 證券之減值虧損	Provision on held-to-maturity securities and impairment losses on non-trading securities	—	—	—	(1,677)	(1,677)
持作可出售 物業撥備	Provision on property available for sale	—	—	—	(10,000)	(10,000)
		121,635	95,108	170,859	(59,501)	328,101
應佔聯營公司之 溢利淨額	Share of net profits of an associated company	—	—	—	3,480	3,480
除稅前溢利/ (虧損)	Profit/(loss) before taxation	121,635	95,108	170,859	(56,021)	331,581
分部資產/負債	Segment assets/liabilities	11,573,238	13,497,046	15,192,536	3,234,409	43,497,229
資本支出	Capital expenditure	16,005	1,790	738	10,132	28,665
折舊費用	Depreciation charge	11,979	389	87	12,429	24,884

## 賬目附註 • NOTES TO THE ACCOUNTS

截至二零零二年十二月三十一日止年度 For the year ended 31st December 2002

### 37 分部報告 (續)

#### (b) 按地域劃分

本集團主要在香港經營業務，本集團之海外業務佔本集團收入、溢利、資產、負債、或然債務或承擔少於百分之十。

### 38 資產負債表外風險

#### (a) 或然負債及承擔

以下概要為每個主要類別之或然負債及承擔之合約價值：

直接信貸代替品  
與交易有關之或然負債  
與貿易有關之或然負債  
其他承擔：  
— 原到期日少於一年或可無條件撤銷  
— 原到期日在一年或以上  
遠期存款

### 37 SEGMENT REPORTING (Continued)

#### (b) Geographical area

The Group operates predominantly in Hong Kong. Less than 10% of the Group's income, profit, assets, liabilities, contingent liabilities or commitments is attributable to the Group's overseas operations.

### 38 OFF-BALANCE SHEET EXPOSURES

#### (a) Contingent liabilities and commitments

The following is a summary of the contractual amounts of each significant class of contingent liability and commitment:

	本集團及本銀行 Group and Bank	
	2002 千港元 HK\$'000	2001 千港元 HK\$'000
Direct credit substitutes	<b>2,491,814</b>	2,265,182
Transaction-related contingencies	<b>126,649</b>	—
Trade-related contingencies	<b>627,797</b>	508,438
Other commitments with an original maturity of:		
— under 1 year or which are unconditionally cancellable	<b>4,161,036</b>	1,977,302
— 1 year and over	<b>9,261,792</b>	6,272,577
Forward deposits placed	<b>49,438</b>	—
	<b><u>16,718,526</u></b>	<b><u>11,023,499</u></b>



## 38 資產負債表外風險 (續)

## (b) 衍生工具

以下乃各類主要衍生工具名義數值總額之分析：

## 本集團

## Group

		買賣		對沖		總計	
		2002 千港元 HK\$'000	2001 千港元 HK\$'000	2002 千港元 HK\$'000	2001 千港元 HK\$'000	2002 千港元 HK\$'000	2001 千港元 HK\$'000
匯率合約	Exchange rate contracts						
遠期	Forwards	6,500,181	13,152	73,852	386,344	6,574,033	399,496
掉期	Swaps	1,779,682	—	11,958,359	13,877,839	13,738,041	13,877,839
購入期權	Options purchased	5,690,033	236,107	—	—	5,690,033	236,107
售出期權	Options written	5,690,038	236,107	—	—	5,690,038	236,107
		<b>19,659,934</b>	485,366	<b>12,032,211</b>	14,264,183	<b>31,692,145</b>	14,749,549
利率合約	Interest rate contracts						
利率掉期	Interest rate swaps	7,799	—	10,574,251	7,813,078	10,582,050	7,813,078
購入期權	Options purchased	203,994	—	1,265,856	—	1,469,850	—
售出期權	Options written	53,994	—	1,031,892	—	1,085,886	—
		<b>265,787</b>	—	<b>12,871,999</b>	7,813,078	<b>13,137,786</b>	7,813,078
其他合約	Other contracts						
購入股票期權	Equity options purchased	44,914	—	—	—	44,914	—
售出股票期權	Equity options written	44,914	—	—	—	44,914	—
購入債券期權	Bond options purchased	—	233,928	—	—	—	233,928
售出債券期權	Bond options written	—	233,928	—	—	—	233,928
		<b>89,828</b>	467,856	—	—	<b>89,828</b>	467,856
		<b>20,015,549</b>	953,222	<b>24,904,210</b>	22,077,261	<b>44,919,759</b>	23,030,483

## 38 OFF-BALANCE SHEET EXPOSURES (Continued)

## (b) Derivatives

The following is an analysis of the aggregate notional amounts of each significant type of derivatives:

## 賬目附註 • NOTES TO THE ACCOUNTS

截至二零零二年十二月三十一日止年度 For the year ended 31st December 2002

### 38 資產負債表外風險 (續)

### 38 OFF-BALANCE SHEET EXPOSURES (Continued)

#### (b) 衍生工具 (續)

#### (b) Derivatives (Continued)

本銀行		Bank		買賣		對沖		總計	
		Trading		Hedging		Total			
		2002	2001	2002	2001	2002	2001	2002	2001
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
匯率合約	Exchange rate contracts								
遠期	Forwards	6,500,181	13,152	315,947	1,432,055	6,816,128	1,445,207		
掉期	Swaps	1,779,682	—	11,958,359	13,877,839	13,738,041	13,877,839		
購入期權	Options purchased	5,690,033	236,107	—	—	5,690,033	236,107		
售出期權	Options written	5,690,038	236,107	—	—	5,690,038	236,107		
		<u>19,659,934</u>	<u>485,366</u>	<u>12,274,306</u>	<u>15,309,894</u>	<u>31,934,240</u>	<u>15,795,260</u>		
利率合約	Interest rate contracts								
利率掉期	Interest rate swaps	7,799	—	10,574,251	7,813,078	10,582,050	7,813,078		
購入期權	Options purchased	203,994	—	1,265,856	—	1,469,850	—		
售出期權	Options written	53,994	—	1,031,892	—	1,085,886	—		
		<u>265,787</u>	<u>—</u>	<u>12,871,999</u>	<u>7,813,078</u>	<u>13,137,786</u>	<u>7,813,078</u>		
其他合約	Other contracts								
購入股票期權	Equity options purchased	44,914	—	—	—	44,914	—		
售出股票期權	Equity options written	44,914	—	—	—	44,914	—		
購入債券期權	Bond options purchased	—	233,928	—	—	—	233,928		
售出債券期權	Bond options written	—	233,928	—	—	—	233,928		
		<u>89,828</u>	<u>467,856</u>	<u>—</u>	<u>—</u>	<u>89,828</u>	<u>467,856</u>		
		<u>20,015,549</u>	<u>953,222</u>	<u>25,146,305</u>	<u>23,122,972</u>	<u>45,161,854</u>	<u>24,076,194</u>		

本集團於年內並無進行任何雙邊淨額結算安排，因此下列數額均以總額呈列。

The Group did not enter into any bilateral netting arrangements during the year and accordingly the following amounts are shown on a gross basis.

## 38 資產負債表外風險 (續)

## 38 OFF-BALANCE SHEET EXPOSURES (Continued)

## (b) 衍生工具 (續)

## (b) Derivatives (Continued)

本集團		Group		加權信貸風險數額		重置成本	
		Credit risk		Replacement cost			
		weighted amount		Replacement cost			
		2002	2001	2002	2001	2002	2001
		千港元	千港元	千港元	千港元	千港元	千港元
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
或然負債及承擔	Contingent liabilities and commitments	<b>5,049,274</b>	3,373,838				
衍生工具：	Derivatives:						
— 外匯合約	— Exchange rate contracts	<b>46,153</b>	35,642	<b>48,251</b>	32,066		
— 利率合約	— Interest rate contracts	<b>98,022</b>	41,746	<b>405,508</b>	134,990		
— 其他合約	— Other contracts	—	570	<b>238</b>	2,852		
		<b>144,175</b>	77,958	<b>453,997</b>	169,908		

## 本銀行

## Bank

本銀行		Bank		加權信貸風險數額		重置成本	
		Credit risk		Replacement cost			
		weighted amount		Replacement cost			
		2002	2001	2002	2001	2002	2001
		千港元	千港元	千港元	千港元	千港元	千港元
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
或然負債及承擔	Contingent liabilities and commitments	<b>5,049,274</b>	3,373,838				
衍生工具：	Derivatives:						
— 外匯合約	— Exchange rate contracts	<b>47,557</b>	41,456	<b>48,637</b>	33,237		
— 利率合約	— Interest rate contracts	<b>98,022</b>	41,746	<b>405,508</b>	134,990		
— 其他合約	— Other contracts	—	570	—	2,852		
		<b>145,579</b>	83,772	<b>454,145</b>	171,079		

## 賬目附註 • NOTES TO THE ACCOUNTS

截至二零零二年十二月三十一日止年度 For the year ended 31st December 2002

### 38 資產負債表外風險 (續)

#### (b) 衍生工具 (續)

此等工具之合約數額顯示於結算日之未平倉交易成交量，並不代表承擔風險之數額。

加權信貸風險數額乃根據銀行業條例附表三及香港金融管理局發出之指引計算。有關數額須視乎各類合約交易方之狀況及到期情況而定。

重置成本即重新訂立所有合約(按市值計算時有正數價值)之成本(倘交易方未能履行責任)，有關數額乃按市值計算之正數價值計算。重置成本乃該等合約於結算日之信貸風險之概約數。

### 39 資本承擔

於十二月三十一日未於賬目中作出撥備之固定資產資本承擔餘額如下：

已訂約惟未撥備之支出

於二零零二年十二月三十一日並無其他承擔餘額(二零零一年：無)。

### 40 租約承擔

於二零零二年十二月三十一日，本集團根據不可撤銷經營租約須於未來支付之最低租金總額如下：

土地及樓宇  
— 不超過一年  
— 一年以上及五年以內

### 38 OFF-BALANCE SHEET EXPOSURES (Continued)

#### (b) Derivatives (Continued)

The contract amounts of these instruments indicate the volume of transactions outstanding as at the balance sheet date; they do not represent the amounts at risk.

The credit risk weighted amounts are the amounts which have been calculated in accordance with the Third Schedule of the Banking Ordinance and guidelines issued by the Hong Kong Monetary Authority. The amounts calculated are dependent upon the status of the counterparty and the maturity characteristics of each type of contract.

Replacement cost is the cost of replacing all contracts which have a positive value when marked to market (should the counterparty default on its obligations) and is obtained by marking to market contracts with a positive value. Replacement cost is a close approximation of the credit risk for these contracts at the balance sheet date.

### 39 CAPITAL COMMITMENTS

Capital commitments for fixed assets outstanding as at 31st December not provided for in the accounts were as follows:

	本集團及本銀行 Group and Bank	
	2002 千港元 HK\$'000	2001 千港元 HK\$'000
Expenditure contracted but not provided for	24,956	2,893

There are no other commitments outstanding as at 31st December 2002 (2001: Nil).

### 40 LEASE COMMITMENTS

At 31st December 2002 the Group had future aggregate minimum lease payment under non-cancellable operating leases as follows:

	本集團及本銀行 Group and Bank	
	2002 千港元 HK\$'000	2001 千港元 HK\$'000
Land and buildings		
— Not later than one year	3,788	4,053
— Later than one year and not later than five years	1,679	902
	5,467	4,955

## 賬目附註 • NOTES TO THE ACCOUNTS

截至二零零二年十二月三十一日止年度 For the year ended 31st December 2002

### 41 給予行政人員之貸款

根據香港公司條例第161B(4B)條之規定，行政人員獲授之貸款披露如下：

### 41 LOANS TO OFFICERS

Particulars of loans made to officers and disclosed pursuant to section 161B(4B) of the Hong Kong Companies Ordinance are as follows:

		於十二月三十一日之未償還餘額 Balance outstanding at 31st December		年內最高結餘 Maximum balance during the year	
		2002 千港元 HK\$'000	2001 千港元 HK\$'000	2002 千港元 HK\$'000	2001 千港元 HK\$'000
未償還本金及 利息總額	Aggregate amount outstanding in respect of principal and interest	<b>49,398</b>	59,120	<b>61,869</b>	103,576

### 42 綜合現金流量表附註

#### (a) 年內融資變動之分析

### 42 NOTES TO CONSOLIDATED CASH FLOW STATEMENT

#### (a) Analysis of changes in financing during the year

		借入資本 Loan capital (附註32) (Note 32) 千港元 HK\$'000	股本(包括溢價) Share capital (including premiums) (附註33及34) (Note 33 & 34) 千港元 HK\$'000	已付股息 Dividends paid (附註34) (Note 34) 千港元 HK\$'000	總計 Total 千港元 HK\$'000
於二零零一年 一月一日	At 1st January 2001	—	1,684,191	—	1,684,191
融資活動現金流 入/(流出)淨額	Net cash inflow/(outflow) from financing activities	618,132	(66)	(95,290)	522,776
以非現金代價 發行股份	Shares issued for non-cash consideration	—	2,120,000	—	2,120,000
以非現金代價發行 借入資本	Loan capital issued for non-cash consideration	580,000	—	—	580,000
借入資本之 利息部份	Interest element on loan capital	10,496	—	—	10,496
已付股息	Dividends paid	—	—	95,290	95,290
於二零零一年 十二月三十一日	At 31st December 2001	1,208,628	3,804,125	—	5,012,753
融資活動現金流 入/(流出)淨額	Net cash inflow/(outflow) from financing activities	2,007,653	747,902	(244,037)	2,511,518
借入資本之 利息部份	Interest element on loan capital	38,263	—	—	38,263
已付股息	Dividends paid	—	—	244,037	244,037
匯兌差額之影響	Effect of foreign exchange differences	186	—	—	186
於二零零二年 十二月三十一日	At 31st December 2002	<b>3,254,730</b>	<b>4,552,027</b>	—	<b>7,806,757</b>

## 賬目附註 • NOTES TO THE ACCOUNTS

截至二零零二年十二月三十一日止年度 For the year ended 31st December 2002

### 42 綜合現金流量表附註 (續)

#### (b) 現金及等同現金項目結餘之分析

銀行同業及其他金融機構  
之現金及結餘  
通知存款及短期通知存款  
原到期日三個月內到期  
之庫券  
原到期日三個月內到期之  
銀行同業及其他金融  
機構存款  
原到期日三個月內到期之  
銀行同業及其他金融  
機構存款及結餘

### 42 NOTES TO CONSOLIDATED CASH FLOW STATEMENT (Continued)

#### (b) Analysis of the balances of cash and cash equivalents

	<b>2002</b> 千港元 <b>HK\$'000</b>	2001 千港元 HK\$'000
Cash and balances with banks and other financial institutions	<b>161,525</b>	176,625
Money at call and short notice	<b>15,402,917</b>	5,892,102
Treasury bills with original maturity within three months	<b>92,844</b>	185,000
Placements with banks and other financial institutions with original maturity within three months	<b>1,033,844</b>	240,135
Deposits and balances of banks and other financial institutions with original maturity within three months	<b>(12,169,030)</b>	(6,678,468)
	<b><u>4,522,100</u></b>	<u>(184,606)</u>

### 43 最終控股公司

由中華人民共和國政府擁有之國營企業中國工商銀行乃本銀行之最終控股公司。

### 43 ULTIMATE HOLDING COMPANY

The ultimate holding company is The Industrial and Commercial Bank of China, a state-owned enterprise of the government of the People's Republic of China.

### 44 財務報告之批准

本財務報告於二零零三年三月四日經董事會批准。

### 44 APPROVAL OF ACCOUNTS

The accounts were approved by the Board of Directors on 4th March 2003.