



中信國際金融控股有限公司
CITIC INTERNATIONAL FINANCIAL HOLDINGS LIMITED

(股票編號 Stock Code 183)

二零零七年年報
Annual Report 2007

Poised for 蓄勢突破 創建未來

Strategic
Breakthrough





歷來每項輝煌建築，背後都包含著匠心獨運的構思及設計，配合細緻先進的施工技巧和優質材料，以及專業團隊的不懈努力，才能蓋成最宏偉的經典，取得令人讚嘆的成就。

中信國際金融控股有限公司同樣已制定好突破性轉型策略藍圖，在擁有強大執行力的管理層帶領下，將會透過充份發揮中信公司綜合優勢，創建璀璨未來。

Throughout times, behind every architectural landmark that rises to prominence lie great ingenuity and vision, meticulous planning, superlative craftsmanship and materials, and dedicated work and endeavour from a large team of professionals.

Inspired by the same tradition and with our visionary roadmap firmly in place, CITIC International Financial Holdings Limited is now poised for a strategic breakthrough. Under the leadership of a professional management team with proven execution capability, we are capitalising on the synergistic advantages of the CITIC Group in the quest for a glorious future.

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中信國際金融控股有限公司

CITIC International Financial Holdings Limited

中信國際金融控股有限公司（「中信國金」）於香港聯合交易所上市（股票編號：183），是中國中信集團公司（「中信公司」）在境外的金融旗艦，於二零零八年三月三十一日，其約百分之五十五權益由中信公司持有。中信國金是一家投資控股公司，業務範圍包括商業銀行及非銀行金融業務，其主要經營業務乃透過全資附屬公司中信嘉華銀行有限公司進行，該行為一家香港註冊及持牌商業銀行。中信國金同時持有中國第七大商業銀行中信銀行股份有限公司百分之十五策略性權益。

在非銀行金融業務方面，中信國金分別持有中信資本控股有限公司百分之五十權益及中信國際資產管理有限公司百分之四十股權。前者是一家主攻中國的投資管理及諮詢公司，而後者則專注於資產管理及直接投資業務。

CITIC International Financial Holdings Limited (“CIFH”), which is listed on The Stock Exchange of Hong Kong Limited (stock code: 183), is the financial flagship of the CITIC Group (“CITIC”) outside Mainland China. CIFH is approximately 55%-owned by CITIC as at 31 March 2008. CIFH is an investment holding company with interests in commercial banking as well as other non-bank financial services businesses. Its main operating business is conducted through its wholly-owned subsidiary, CITIC Ka Wah Bank Limited, a Hong Kong incorporated and licensed commercial bank. It also holds a 15% strategic stake in China CITIC Bank Corporation Limited, the seventh largest commercial bank in the PRC.

In the non-bank financial services area, CIFH holds a 50% shareholding in CITIC Capital Holdings Limited, a China-focused investment management and advisory firm, and a 40% shareholding in CITIC International Assets Management Limited, an assets management and direct investments company.

在堅實的策略基礎下
成功之巔指日可待

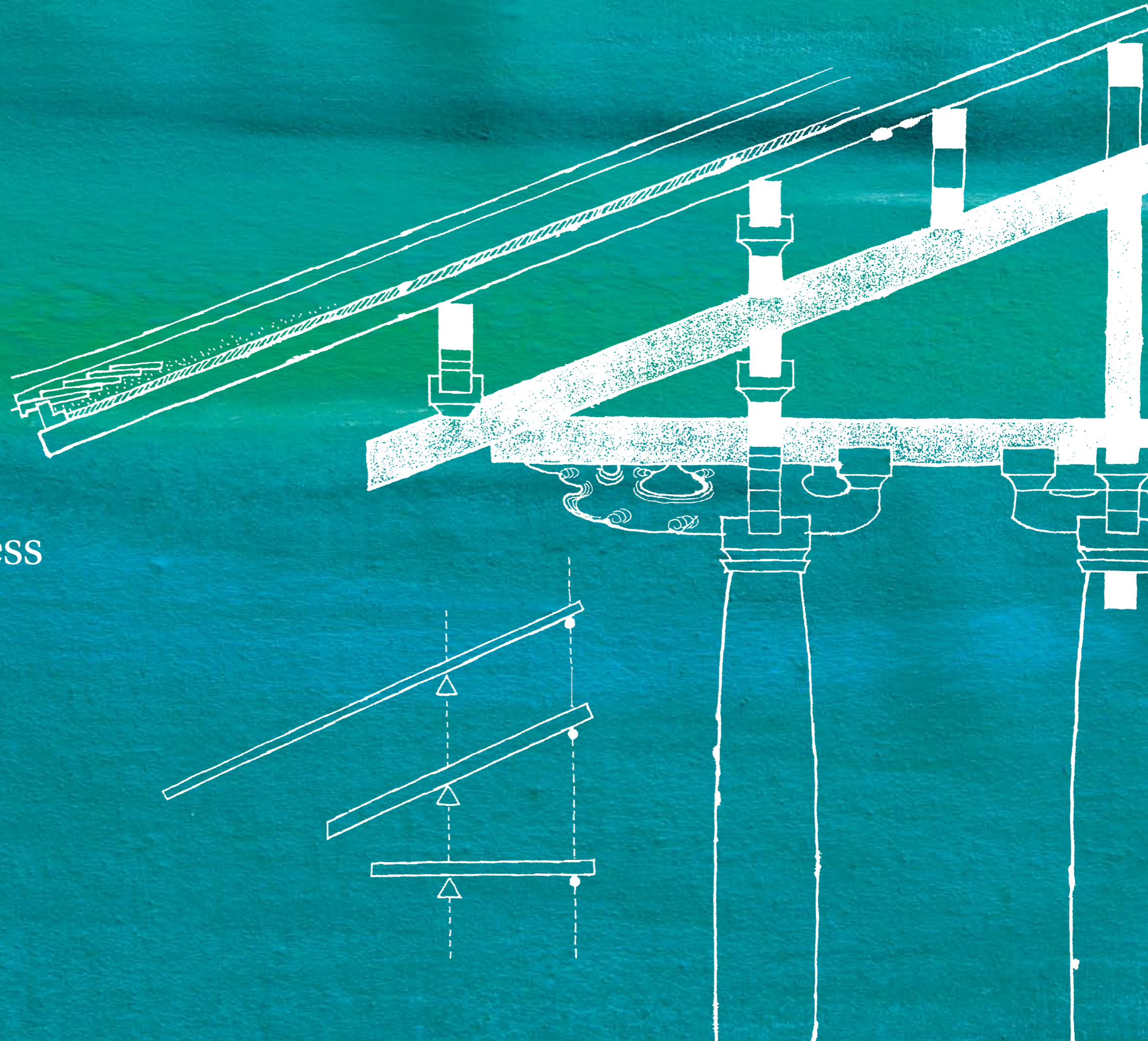
Strategic Imprint Destined For The Pinnacle Of Success

秉承中信公司優良傳統，我們已建立堅實的戰略框架，迎接中國迅速崛起成為舉足輕重環球經濟大國的繁華盛世。我們雙管齊下，加強核心實力之餘，致力發展新的業務能力及開拓嶄新市場，遠景是要創造真正獨一無二的「中信」國際銀行業務品牌。

我們的使命是不斷為股東、客戶、員工、社會及其他相關權益人士創造非凡價值。

Rich and thoroughbred in the CITIC heritage, we have a firmly established strategic framework that seeks to leverage China's rapid rise in significance in the global economy. By strengthening our core competencies while establishing new capabilities and new markets, our vision is to create a truly unique CITIC international banking franchise.

Our mission — to create and deliver consistently superior value to our shareholders, customers, staff, the communities and other stakeholders.

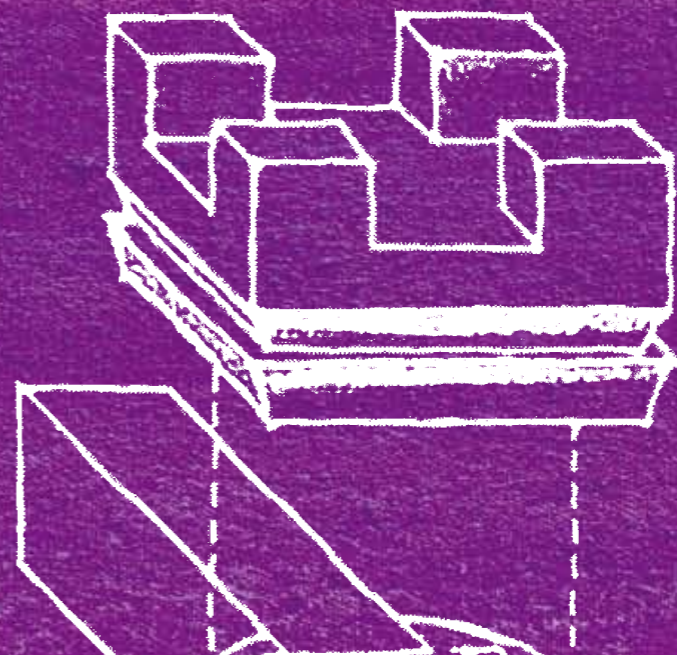
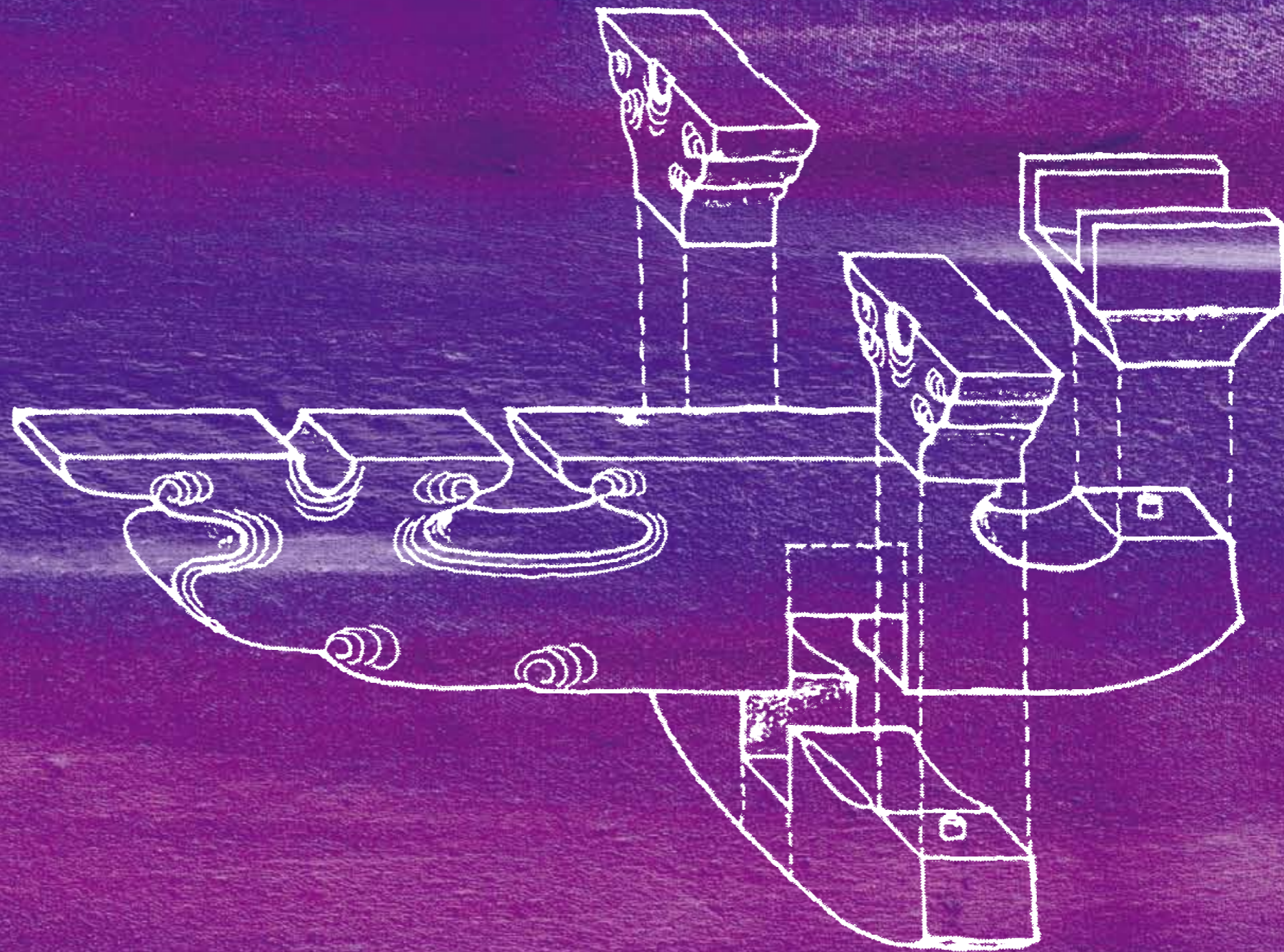


清晰的合作模式
充份發揮協同效應

Articulation And Collaboration For Synergistic Benefits

背靠強大的母公司中信公司，加上本身在內地勝人一籌的廣闊人脈網絡，我們一直孜孜不倦地發揮中信公司綜合競爭優勢及協同效應，務求成為客戶在中國與其他世界之間跨境業務的有效管道。

Endowed with our strong CITIC parentage and armed with our unrivalled mainland access and connectivity, we ceaselessly harness the competitive advantages and synergies within the group to the benefit of our clients, and thrive as their effective conduit that facilitates cross-border businesses between China and the rest of the world.





優秀的執行力
確保區域性轉型計劃成功進行

Quality Execution Ensuring Regional Transformation

中信公司一直堅定不移地以中信國金作為中國境外金融服務旗艦，我們將更有效執行業務轉型戰略，開展策略性區域擴展計劃，以掌握亞洲經濟繁榮帶來的龐大商機。

In executing our strategic transformation, CIFI's role as the flagship for CITIC Group's offshore financial services franchise is resolutely crystallised, paving way for our strategic regional expansion to capture the Asia's economic prosperity.

財務概況

Financial Performance

二零零七年財務摘要 2007 Financial Highlights

全年 (百萬港元)	For the year (In HK\$ million)	2007	2006	%變動 % change
淨利息收入	Net interest income	1,359	1,070	+27.0
非利息收入／(虧損)	Non-interest income / (loss)	(85)*	1,190	-107.1
經營支出	Operating expenses	1,234	1,145	+7.8
貸款及墊款減值虧損	Impairment losses on loans and advances	(72)	(35)	+105.7
稅前溢利	Profit before taxation	1,853	1,334	+38.9
所得稅	Income tax	0.20	206	-99.9
股東應佔溢利	Profit attributable to shareholders	1,852	1,126	+64.5
股東應佔溢利(撇除基金投資 收入及結構性投資工具的影響)	Profit attributable to shareholders (excluding fund investment income and impact of structured investment vehicles ("SIVs"))	2,919	1,008	+189.6

* 包括13.11億港元結構性投資
工具的淨虧損及撇值

* Including net loss and write-down on SIVs of
HK\$1,311 million

於年結日 (百萬港元)	At year end (In HK\$ million)	2007	2006	%變動 % change
貸款及墊款	Loans and advances	67,357	51,177	+31.6
資產總值	Total assets	132,385	102,142	+29.6
存款總額	Total deposits	90,658	72,680	+24.7
股東權益	Shareholders' equity	26,484	20,232	+30.9

財務比率	Financial ratios	2007	2006
資本充足比率	Capital adequacy	不適用 N/A	17.10%
貸存比率	Loans to deposits	74.30%	70.40%
成本對收入比率	Cost to income	96.80%	50.70%
成本對收入比率 (撇除結構性投資工具的影響)	Cost to income (excluding SIVs impact)	47.70%	50.70%

財務誌要

Financial Calendar

公佈全年業績	Final Results Announcement	27/03/2008
年報寄發日期	Posting date for annual report	30/04/2008
股東週年大會日期	Date of Annual General Meeting	22/05/2008

五年財務概況

Five Year Financial Summary

全年結算 (百萬港元)	For the year (In HK\$ million)	2007	2006	2005	重報 Restated 2004	2003
淨利息收入	Net interest income	1,359	1,070	1,099	1,473	1,562
非利息收入／(虧損)	Non-interest income / (loss)	(85)*	1,190	871	682	459
經營支出	Operating expenses	1,234	1,145	1,095	1,117	1,015
貸款及墊款減值虧損 (準備)／回撥	Impairment losses (charged for) / written back on loans and advances	(72)	(35)	58	不適用 N/A	不適用 N/A
呆壞賬準備	Charge for bad and doubtful debts	不適用 N/A	不適用 N/A	不適用 N/A	78	514
稅前溢利	Profit before taxation	1,853	1,334	1,216	1,055	772
所得稅	Income tax	0.20	206	112	151	115
股東應佔溢利	Profit attributable to shareholders	1,852	1,126	1,103	904	657
股東應佔溢利(撇除基金投資 收入及結構性投資工具的影響)	Profit attributable to shareholders (excluding fund investment income and SIVs impact)	2,919	1,008	1,050	814	657

* 包括13.11億港元結構性投資
工具的淨虧損及撇值

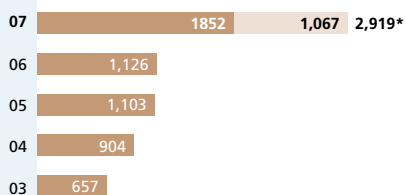
* Including net loss and write-down on SIVs of
HK\$1,311 million

每股計 (港元)	Per share (In HK\$)	2007	2006	2005	重報 Restated 2004	2003
基本每股盈利	Basic earnings per share	0.329	0.347	0.345	0.283	0.210
每股股息	Dividends per share	-	0.133	0.173	0.141	0.093
年終賬面價值	Book value at year end	4.60	4.03	2.96	2.61	2.45
年終市值	Market value at year end	4.870	6.980	2.875	3.450	4.200

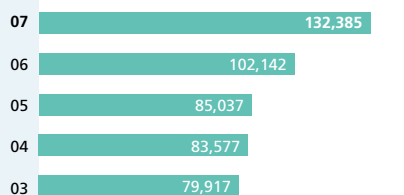
於年結日 (百萬港元)	At year end (In HK\$ million)	2007	2006	2005	重報 Restated 2004	2003
貸款及墊款	Loans and advances	67,357	51,177	43,368	42,921	40,643
減值撥備	Impairment allowance	294	330	569	不適用 N/A	不適用 N/A
貸款虧損準備	Loan loss provision	不適用 N/A	不適用 N/A	不適用 N/A	1,059	1,237
資產總值	Total assets	132,385	102,142	85,037	83,577	79,917
平均利息收益資產總值	Average interest earnings assets	91,090	72,898	70,384	70,297	73,472
存款總額	Total deposits	90,658	72,680	61,883	62,411	61,559
股東權益	Shareholders' equity	26,484	20,232	9,455	8,322	7,812

財務比率	Financial ratios	2007	2006	2005	重報 Restated 2004	2003
資本充足比率	Capital adequacy	不適用 N/A	17.1%	16.0%	15.9%	18.4%
貸存比率	Loans to deposits	74.3%	70.4%	70.1%	68.8%	66.0%
貸款對資產總值比率	Loans to total assets	50.9%	50.1%	51.0%	51.4%	50.9%
一般準備覆蓋比率	General provision coverage	不適用 N/A	不適用 N/A	不適用 N/A	1.2%	1.3%
綜合評估覆蓋比率	Collective assessment coverage	0.3%	0.5%	0.7%	不適用 N/A	不適用 N/A
成本對收入比率	Cost to income					
減商譽攤銷前	before goodwill amortisation	96.8%	50.7%	55.6%	49.1%	47.3%
減商譽攤銷後	after goodwill amortisation	96.8%	50.7%	55.6%	51.9%	50.3%
成本對收入比率 (撇除結構性投資工具的影響)	Cost to income (excluding SIVs impact)	47.7%	50.7%	55.6%	51.9%	50.3%
股息分配率	Dividend payout	0.0%	50.3%	50.1%	50.0%	45.1%
資產回報率	Return on assets	1.6%	1.3%	1.3%	1.1%	0.8%
資產回報率 (撇除結構性投資工具的影響)	Return on assets (excluding SIVs impact)	2.5%	1.3%	1.3%	1.1%	0.8%
股東權益回報率	Return on shareholders' equity	7.4%	11.3%	12.4%	11.2%	8.7%
股東權益回報率 (撇除結構性投資工具的影響)	Return on shareholders' equity (excluding SIVs impact)	11.7%	11.3%	12.4%	11.2%	8.7%

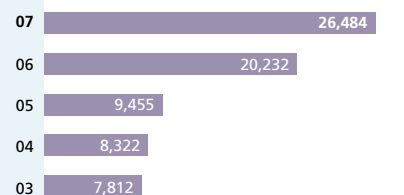
股東應佔溢利 (百萬港元)
Profit attributable to shareholders (HK\$ million)



資產總值 (百萬港元)
Total assets (HK\$ million)



股東權益 (百萬港元)
Shareholders' equity (HK\$ million)



* 撇除基金投資收入及結構性投資工具的影響
* Excluding fund investment income and SIVs impact

存款*

Deposits*

1. 按類別劃分	By type	2007	2006
往來	Current	8.2%	9.8%
儲蓄	Savings	13.9%	16.9%
定期	Fixed	77.9%	73.3%
合計	Total	100.0%	100.0%
2. 按到期日劃分	By maturity	2007	2006
即時償還	On demand	22.1%	26.7%
少於3個月	Less than 3 months	74.4%	69.6%
超過3個月但不足1年	Over 3 months but less than 1 year	2.7%	2.8%
超過1年但不足5年	Over 1 year but less than 5 years	0.8%	0.9%
合計	Total	100.0%	100.0%
3. 按貨幣劃分	By currency	2007	2006
港元	HKD	59.4%	60.0%
美元	USD	31.7%	33.0%
其他	Others	8.9%	7.0%
合計	Total	100.0%	100.0%
4. 存款賬目數目	Number of deposit accounts	2007	2006
		251,746	251,152

* 以客戶存款為基礎

* Based on customer deposits only

貸款#

Loan Portfolio#

1. 按行業劃分	By industry sectors	2007	2006
用於香港的貸款	Loans and advances for use in Hong Kong		
工商及金融界：	Industrial, commercial and financial:		
物業發展	Property development	0.3%	0.4%
物業投資	Property investment	11.8%	10.6%
金融界	Financial concerns	7.7%	6.5%
股票經紀	Stockbrokers	0.3%	0.1%
批發及零售貿易	Wholesale and retail trade	5.1%	5.7%
製造業	Manufacturing	8.9%	6.7%
運輸業及運輸設備	Transport and transport equipment	5.1%	6.8%
娛樂活動	Recreational activities	0.1%	0.3%
資訊科技	Information technology	0.0%	0.1%
其他	Others	5.1%	4.8%
個人：	Individuals:		
購買「居者有其屋計劃」、 「私人發展商參建居屋計劃」及 「租者置其屋計劃樓宇」的貸款	Loans for the purchase of flats under the Home Ownership Scheme, Private Sector Participation Scheme and Tenants Purchase Scheme	0.1%	0.1%
購買其他住宅物業的貸款	Loans for the purchase of other residential properties	17.1%	22.6%
信用卡借貸	Credit card advances	0.8%	1.1%
其他	Others	3.6%	3.3%
貿易融資	Trade finance	6.8%	6.9%
用於香港以外地方的貸款及墊款	Loans and advances for use outside Hong Kong	27.2%	24.0%
合計	Total	100.0%	100.0%
2. 按地區分佈劃分	By geographical spread	2007	2006
香港	Hong Kong	71.2%	78.7%
中國	China	17.3%	13.2%
美國	USA	2.7%	2.8%
其他	Others	8.8%	5.3%
合計	Total	100.0%	100.0%
3. 按年期劃分	By maturity	2007	2006
即時償還	Repayable on demand	2.4%	3.7%
少於1年	Less than 1 year	23.1%	20.4%
超過1年但少於5年	Over 1 year but less than 5 years	44.2%	42.0%
超過5年	Over 5 years	28.8%	31.9%
無訂日期	Undated	1.5%	2.0%
合計	Total	100.0%	100.0%
4. 按貨幣劃分	By currency	2007	2006
港元	HKD	74.2%	79.0%
美元	USD	22.7%	19.6%
其他	Others	3.1%	1.4%
合計	Total	100.0%	100.0%
5. 貸款賬目數目	Number of loan accounts	2007	2006
		289,389	275,496

貿易票據及予銀行之放款除外

Excluding trade bills and advances to banks

一月 January



- 中信嘉華銀行有限公司(「中信嘉華」)獲香港生產力促進局頒發「二零零六年香港工商業獎：生產力及品質優異證書」
- 中信萬科中國房地產開發基金於最後集資期完結時共籌得一億五千萬美元
- CITIC Ka Wah Bank Limited (“CKWB”) was awarded the “2006 Hong Kong Awards for Industries: Productivity & Quality Certificate of Merit” by the Hong Kong Productivity Council
- CITIC Capital Vanke China Property Development Fund completed its final closing at US\$150 million

二月 February

- 中信嘉華連續第四年獲香港社會服務聯會頒發「商界展關懷」標誌
- 中信證券國際有限公司(「中信證券國際」)委任殷可先生為行政總裁
- CKWB was awarded the “Caring Company Logo” by the Hong Kong Council of Social Service for the fourth consecutive year
- CITIC Securities International Company Limited (“CSI”) appointed Mr. Yin Ke as Chief Executive Officer

三月 March

- 中信國際金融控股有限公司(「本集團」)公佈二零零六年度業績
- 西班牙對外銀行完成入股本集團15%股權交易
- 本集團委任何塞·巴雷伊洛先生及康樂德先生為非執行董事
- CITIC Ka Wah 信用咭獲 VISA International 頒發「二零零六年傑出零售簽賬大獎一銀獎」



- CITIC International Financial Holdings Limited (the “Group”) announced 2006 Annual Results
- Banco Bilbao Vizcaya Argentaria, S.A. (“BBVA”) completed its 15% share subscription in the Group
- The Group appointed Mr. José Barreiro and Mr. Manuel Galatas as Non-executive Directors
- CITIC Ka Wah Credit Card was granted the “2006 Outstanding Retail Sales Volume – Silver Prize” by VISA International

四月 April



- 本集團商業銀行聯營公司中信銀行股份有限公司(「中信銀行」)在香港及上海成功同步上市
- 本集團因應中信銀行上市，完成追加認購其股份，以維持所佔權益於15%水平
- 本集團委任范一飛先生為非執行董事
- 中信資本中國投資基金於最後集資期完結時籌得四億二千五百萬美元
- The Group's commercial banking associate, China CITIC Bank Corporation Limited (“CNCB”), was successfully listed on the Hong Kong and Shanghai stock exchanges
- The Group completed its top-up investment in CNCB to maintain its 15% shareholding upon the latter's successful dual listing
- The Group appointed Mr. Fan Yifei as Non-executive Director
- CITIC Capital China Partners LP achieved its final closing at US\$425 million

五月 May

- 本集團舉行第八十二屆股東週年大會
- 中信嘉華全資附屬公司中國國際財務有限公司(深圳)獲批准在中國境內改制籌建外商獨資法人銀行
- The Group held the 82th Annual General Meeting
- CKWB's wholly-owned subsidiary, China International Finance Company Limited (Shenzhen), received formal approval to prepare for its restructuring to establish a foreign-invested locally incorporated bank in the Mainland

六月 June

- 中信嘉華獲「二零零七年香港管理專業協會優質管理獎銀獎」
- CKWB won the “Silver Award of the 2007 Hong Kong Management Association Quality Award”



七月 July

- 中信證券國際完成當時香港證券公司所取得最大宗的銀團貸款
- CSI completed the largest syndicated credit facility ever obtained by a securities company at the time in Hong Kong



八月 August

- 本集團公佈二零零七年度中期業績
- 本集團新辦公室開幕
- 中信證券國際成為首家香港證券公司在香港市場中擔任人民幣債券(零售部份)發行的牽頭安排行，中信嘉華則出任其中一家配售銀行
- The Group announced 2007 Interim Results
- Opening of the Group's new office
- CSI became the first securities group in Hong Kong to act as lead arranger in a Renminbi (retail tranche) bond offering in the territory, in which CKWB acted as one of the placing banks



十月 October

- 中信嘉華獲摩根大通銀行頒發「美元結算服務優質獎2006」
- 中信資本控股有限公司(「中信資本」)與西班牙對外銀行合作推出 BBVA CITIC Capital China Equity Fund，為西班牙對外銀行在西班牙推出的首個中國投資產品
- CKWB was awarded the “2006 Elite Quality Recognition Award” for US Dollar clearing service by JPMorgan Chase
- CITIC Capital Holdings Limited (“CCHL”) collaborated with BBVA to launch BBVA CITIC Capital China Equity Fund, the first China investment product offered by BBVA in Spain

十一月 November

- 中信嘉華獲《亞太銀行及財經雜誌》頒發「二零零七年香港區零售銀行獎」
- 中信國際資產管理有限公司建議收購金匯投資(集團)有限公司72%股權
- CKWB was awarded the “2007 Retail Bank of the Year – Hong Kong” by Asian Banking & Finance Magazine
- CITIC International Assets Management Limited proposed the acquisition of a 72% stake in E2-Capital Holdings Limited



十二月 December

- 本集團向中信嘉華注資二十五億港元
- 中信資本推出中信資本中國機會基金
- 中信資本中國房地產投資基金於首次集資期完結時籌得二億七千八百萬美元
- The Group injected HK\$2.5 billion into CKWB
- CCHL launched CITIC Capital China Access Fund
- CITIC Capital China Real Estate Investment Fund LP completed its initial closing at US\$278 million



董事長報告 Chairman's Statement

蓄勢突破 創建未來

二零零七年是中國中信集團公司(「中信公司」)豐收的一年，中信公司抓住了內地經濟穩健高速增長和資本市場快速發展的良好機遇，年內集團總資產突破一萬億人民幣，金融及非金融業務全面做好，淨利潤錄得超過一百五十億人民幣，大幅上升一點四倍，創下自成立二十九年以來最好的成績。現時中信公司坐擁資產總值達一萬三千億人民幣，金融業佔七成，雄厚的實力足以支持旗下各子公司包括中信國際金融控股有限公司(「中信國金」)的發展。

Poised For Strategic Breakthrough

2007 was a year of groundbreaking achievements for the CITIC Group ("CITIC"). Riding on the rapid growth of the Mainland's economy and capital markets, group assets broke through the RMB1 trillion mark during the year, which was also marked by the highest profit ever reported in the group's 29-year history. Net profit increased 1.4 times to over RMB15 billion as both financial and non-financial businesses prospered; while total assets reached RMB1.3 trillion, of which 70% was accounted for by financial services businesses. The record-breaking performance has placed CITIC in a solid position to support the development of its expansive business platform which also comprises CITIC International Financial Holdings Limited ("CIFH").

中信公司在一九八六年透過入股當時的嘉華銀行有限公司(一九九八年更名為中信嘉華銀行有限公司(「中信嘉華」))，首度進軍海外金融服務領域。自此以來，中信嘉華及中信國金一直不負所望，在香港金融業高度競爭的環境下仍然不斷壯大，令中信公司有信心繼續堅定不移地以中信國金及中信嘉華作為商業銀行業務的主要國際發展平台。

二零零七年，中信國金在各附屬及聯營子公司的共同努力下，開創歷史性盈利紀錄，股東應佔溢利大幅增長超過六成，達至逾十八億港元新高。取得如此顯著的成果，除了是得到天時地利的配合外，亦有賴中信國金管理層及全體員工的積極進取並一直堅持和堅定地建立優於市場的獨特條件和競爭能力。

於過去兩年間中信國金旗下各子公司分別成功進行策略性轉型，中信嘉華已由傳統的本地貸款者蛻變成為向客戶提供全面方案並擁有國際實力的中資銀行；中信銀行股份有限公司(「中信銀行」)在去年實現境內外同步上市；中信資本控股有限公司(「中信資本」)作為專注中國的領先國際投資管理及諮詢公司的定位漸趨成熟；而中信國際資產管理有限公司(「中信國際資產管理」)則透過建議收購香港上市公司金匯投資(集團)有限公司，進一步轉型為一間實質的私募投資、直接投資及資產管理公司。

CITIC's first foray into the offshore financial services sector came in 1986 when it took a stake in the then Ka Wah Bank Limited (renamed to CITIC Ka Wah Bank Limited ("CKWB") in 1998). Since then CKWB and CIFH have continued to thrive in the highly competitive environment of Hong Kong's financial services industry. Their performance has not only lived up to CITIC's expectations but has also given the group the confidence to commit the necessary resources to establish both CIFH and CKWB as its primary platforms for international expansion.

In 2007, CIFH reached new heights under the concerted efforts of its subsidiary and associate companies. Net profit attributable to shareholders surged over 60% to more than HK\$1.8 billion. That record performance was undoubtedly helped by the positive developments in its geo-economic environment, but was no less attributable to the endeavours of management and staff to establish a unique market differentiation for CIFH and secure a competitive edge for its service offering to customers.

Indeed, all of CIFH's subsidiary and associate companies have now successfully embarked on their respective journeys of strategic transformation begun over the course of the past two years: CKWB has repositioned itself from its former role as a traditional local lender into a Chinese solutions bank that delivers international capabilities to its customers; China CITIC Bank Corporation Limited ("CNCB") has completed the initial public offering of its A and H shares in the Mainland and Hong Kong respectively; CITIC Capital Holdings Limited ("CCHL") is consolidating its position as a leading China-focused investment management and advisory firm; and through the proposed acquisition of E-2 Capital (Holdings) Limited, CITIC International Assets Management Limited ("CIAM") is poised to take another major step towards its goal of becoming a genuine private equity, direct investment, and asset management company.

然而，去年下旬美國次級按揭問題所引發的國際信貸市場風暴令環球金融市場陷入系統性危機，這個金融市場天災的隱蔽性、突發性、傳導性、複雜性及全面性令不少努力尋求國際化的中資銀行受到牽連，中信嘉華亦不例外。雖然面對突如其來的金融風暴，但中信國金過去的改革發展，令整體盈利能力、核心競爭力和可持續發展能力都邁上一個新台階，絕對有足夠能力應付這次衝擊。

二零零八年，市場仍然滿佈挑戰和機遇。美國次按危機的衝擊尚未完全明朗，市場風險逐步增大；但與此同時，中國經濟連續第五年錄得雙位數字增長後，今年相信仍會繼續健康發展，擁有「背靠祖國、面向世界」獨特優勢的香港必然受惠。立足香港的中信國金，將會抓緊及分享中國經濟騰飛帶來的無限機遇，充份發揮作為中國與世界之間金融管道的角色。

與此同時，中信公司將在過去多年累積的金融及人力資本根基上努力尋求本地及海外進一步發展。在中信公司「走出去」的全盤策略內，中信國金將繼續擔當中信境外金融業務旗艦，加快開拓中信國際金融業務及品牌。

Nonetheless, as the successful year for the group drew to a close, the international credit market turmoil triggered by problems in the US subprime market put the entire global financial markets at systemic risk. Financial markets were struck by the abrupt and covert nature of the crisis as well as the global contagion that followed in its wake. Not least affected were a number of Chinese banks who were in the midst of internationalising their operations, including CKWB. Although challenged by the fall-out of the crisis for Asian markets, CIFH was able to weather the storm thanks to its enhanced profitability, strengthened core competencies, and the solid operating platform established by its strategic transformation over the past few years.

Looking ahead, 2008 will continue to be mixed with challenges and opportunities. Market risks are likely to escalate as the US subprime crisis continues to unfold. On the other hand, however, China is expected to achieve another year of healthy growth after five consecutive years of double-digit economic expansion. In its role as China's window to the world, Hong Kong is uniquely positioned to benefit from this sustained growth. Likewise, with its strong foothold in the Hong Kong market, CIFH is ideally positioned to fully leverage its natural role as a financial conduit between China and the world, and will strive to capitalise on and prosper from the immense opportunities arising from China's rapid economic ascent.

The group will draw on the financial and human capital it has accumulated in the past years to spearhead further growth in its business both at home and abroad. Within the group's overall blueprint for outward expansion, CIFH will continue to play a critical role as its offshore financial flagship charged with the mission of stewarding and accelerating the establishment of the CITIC international financial services franchise in world financial markets.

為此，中信國金過去已作了多方面的策略性部署，而且多項計劃正相繼落實，現時可說是蓄勢待發，準備創建未來的跨越式發展。首先，中信嘉華在內地全資擁有的中信嘉華銀行(中國)有限公司(「中信嘉華(中國)」)已於四月十四日正式開業，它除了執行中信嘉華的中國業務策略外，亦將協助進一步深化中信嘉華與中信銀行的業務合作。另一方面，與西班牙對外銀行的第二階段磋商正如箭在弦，目前已經非常接近完成階段。雙方並堅決表明將以中信嘉華作為未來重點發展平台，負責拓展亞洲區的共同業務及推動區內新業務擴展。

展望未來，從策略性發展的層面而言，中信國金固然要盡快與西班牙對外銀行及中信銀行構建三方業務框架及積極推動各方業務合作，當前重要課題還包括要綜合發揮中信公司境內外金融服務實力，以實現系內最大的協同效益。中信嘉華去年在構建合作模式以及推進與中信公司旗下金融和非金融子公司合作方面已取得了令人鼓舞的進展，特別是成功與中信銀行為客戶提供一站式的跨境財務方案，未來將繼續致力將中信公司的綜合優勢轉化成實實在在的經營效益。

In order to fulfill this mandate, CIFH has been gearing up strategically over the past years. With a number of key plans now close to fruition it is poised for a strategic breakthrough that will shape its future development. Firstly, CKWB's wholly-owned PRC incorporated bank, CITIC Ka Wah Bank (China) Limited ("CKWB China"), has officially commenced business operations on 14 April 2008. CKWB China will serve as the business platform to implement its parent's China strategy as well as foster further business cooperation efforts between CKWB and CNCB. Secondly, second stage discussions of its strategic alliance with Banco Bilbao Vizcaya Argentaria, S.A. ("BBVA") are on target and close to completion. Both parties are firmly committed to leverage CKWB as the primary platform to develop future combined Asian businesses and to pursue new business development in the region.

Looking ahead, on a strategic level, whilst it is important for CIFH to establish its tripartite business framework with BBVA and CNCB as soon as possible and to actively promote collaboration amongst all partners, another important agenda is to leverage the prowess of CITIC's comprehensive financial services platform in China and to maximise the synergies within the group. To that end, CIFH made encouraging progress last year in formulating meaningful cooperation models with other CITIC financial and non-financial services subsidiaries, in particular in delivering seamless cross-border client solutions with CNCB. Its focus going forward will be to turn such CITIC intra-group synergies into real economic benefits.

從業務營運的層面而言，中信國金將繼續執行二零零五年所制定的戰略發展藍圖，並專注保持良好發展勢頭，不斷提升核心競爭力及市場地位。此外，隨著金融創新和金融衍生產品交易規模的迅速擴大，為了防範金融風險，中信國金及中信嘉華亦正不斷完善風險管理機制。

總而言之，中信國金及中信嘉華已經進入新的發展階段。秉承著「改革、創新、整合、發展」的一貫工作方針，中信國金正朝著建立中信國際商業銀行業務的使命進發，而中信嘉華則繼續擴大客戶基礎並轉型成為客戶的「首選中資銀行」。中信公司將給予中信國金及中信嘉華最大的支持以實現其重要使命。

最後，我謹代表董事會感謝各位股東及客戶一直以來對中信國金的支持，以及所有員工所付出的辛勤努力和貢獻。未來中信國金定當繼續致力為客戶提供最佳服務，為員工提供廣闊平台來盡顯才能，為股東創造最大價值！



孔丹
Kong Dan
董事長
Chairman

From an operational standpoint, CIFH will continue on the transformation roadmap laid down in its strategic development blueprint in 2005, and will bolster the sustainability of its growth momentum through ongoing enhancements to its core competencies and market position. Given the pace of financial innovation and the proliferation of derivative transactions in the financial markets, particularly close attention will be paid by both CIFH and CKWB to strengthening risk management infrastructure.

In conclusion, it is clear that both CIFH and CKWB have entered new and exciting phases in their corporate evolution. For each the modus operandi going forward will be based on the key principles of reform, innovation, integration and development. For CIFH the mission remains to build the CITIC international banking franchise, while for CKWB the mission remains to position itself to an expanding customer base as the "China Bank of Choice". Both will continue to receive the full support and backing of CITIC to ensure that they complete their missions.

Lastly, on behalf of the Board, I would like to express my gratitude to our shareholders and customers for supporting us through the years, as well as to all our staff for their dedication and contribution. CIFH will continue to pledge its commitment for service excellence for our customers, career and talent development for our staff, and most importantly, value maximisation for our shareholders!

行政總裁報告

Report Of The Chief Executive Officer

管理層討論及分析

業績表現

二零零七年中國經濟連續第五年錄得雙位數增長，特別為銀行業帶來有利的經營環境，整體貸款市場增長達 16%，息差亦隨著連番加息而有所擴闊。香港經濟因背靠快速增長的中國大陸持續向好，年內百業興旺，其中金融業在蓬勃的貸款及投資市場支持下表現最為突出。

Management Discussion And Analysis

Performance

2007 was a significant year in which China achieved its fifth consecutive year of double-digit economic growth. This created a favourable operating environment in particular for its banking industry — apart from a 16% increase in overall loan growth, interest margins also expanded as a result of successive interest rate increases. With China as its immense hinterland, Hong Kong's economy naturally benefited from the country's rapid growth. Not only did it enjoy broad-based vibrant industrial growth, exceptional performance was registered by its financial services sector which was supported by strong loan growth and a buoyant stock market.



◀ 施柏雅
執行董事
Mr. Roger Clark Spyer
Executive Director



◀ 陳許多琳
董事總經理兼替任行政總裁
Mrs. Doreen Chan
*Managing Director &
Alternate Chief Executive Officer*



竇建中
行政總裁
Mr. Dou Jianzhong
Chief Executive Officer ▶



◀ 盧永逸
董事總經理兼替任行政總裁
Mr. Kelvin Lo
*Managing Director &
Alternate Chief Executive Officer*



◀ 張懿宸
董事總經理
Mr. Zhang Yichen
Managing Director

中信國際金融控股有限公司(「中信國金」或「本集團」)在過去兩年重整後，現時已具橫跨中港兩地的金融控股架構，綜合旗下位於中國境內中信銀行股份有限公司(「中信銀行」)的實力以及在香港經營的全資附屬商業銀行中信嘉華銀行有限公司(「中信嘉華」)的國際經驗和視野，正好可分享中國崛起成為舉足輕重的環球經濟大國的繁華盛世，亦可配合最終母公司中國中信集團公司(「中信公司」)為中國成功改革經濟作出貢獻的使命。

本集團二零零七年錄得股東應佔溢利達十八億五千二百萬港元，較二零零六年增長64.5%，主要由於商業銀行聯營公司中信銀行的成績帶來可觀的盈利貢獻所致。

本集團旗下的香港經營平台中信嘉華的核心企業銀行及零售銀行業務於年內帶動本集團淨利息收入和淨費用及佣金收入分別按年上升27.1%及46.8%至十三億五千九百萬港元及八億二千二百萬港元。(有關中信嘉華的業務表現詳情請見業務概覽第一章。)

Following a strategic repositioning in the past two years, CITIC International Financial Holdings Limited ("CIFH" or the "Group") now has a financial holding company structure that straddles Hong Kong and China. This allows it to combine the strengths of China CITIC Bank Corporation Limited ("CNCB") in Mainland China with the international experience and vision of its wholly-owned subsidiary bank in Hong Kong, CITIC Ka Wah Bank Limited ("CKWB"), and by doing so, to capture the enormous opportunities emerging from China's rise as a significant global economic power, as well as to play a part in the contribution of its ultimate parent CITIC Group of Beijing ("CITIC Group") towards the successful economic reform of China.

The Group's net profit attributable to shareholders for the year of 2007 totalled HK\$1,852 million, representing a 64.5% increase over that of 2006. This was mainly attributable to the performance of CNCB, the Group's commercial banking associate, which resulted in a significant contribution to the Group's results.

During the year under review, the Group's Hong Kong operating vehicle, CKWB, contributed to healthy growth in CIFH's net interest income and net fees and commissions income, which grew 27.1% and 46.8% respectively on a year-on-year basis to HK\$1,359 million and HK\$822 million, driven primarily by its core wholesale and retail banking businesses. (See Business Overview Section 1 for full details of CKWB's performance.)

期內本集團各聯營公司亦表現強勁，整體盈利貢獻大幅攀升十一點二倍。其中中信銀行帶來稅前盈利貢獻達十三億三千八百萬港元。非銀行金融聯營公司中，本集團佔 50% 權益的中信資本控股有限公司（「中信資本」）盈利貢獻達二億港元，而本集團佔 40% 權益的中信國際資產管理有限公司（「中信國際資產」）盈利貢獻則為六千三百萬港元。另外，中信銀行於二零零七年四月成功首次發售 A 股及 H 股，亦為本集團持有該行總權益帶來一億九千八百萬港元的攤薄聯營公司投資所得收益。

惟受到史無前例的環球信貸市場嚴重緊縮所帶來的衝擊，中信嘉華旗下的基金投資組合內的結構性投資工具按市價計值後錄得十三億一千一百萬港元的撇值。若撇除基金投資及結構性投資工具按市價計值後的撇值，本集團的股東應佔溢利將為二十九億一千九百萬港元，增幅較去年高達 189.6%。

二零零七年本集團每股基本盈利為三十二點八六港仙，較去年同期下跌 5.2%。

有關本集團各商業銀行及非銀行金融業績表現詳情已載於以下「業務概覽」內。

Meanwhile, the Group's associate companies also delivered very strong results, resulting in an increase in aggregate profit contribution of over 11.2 times over the previous year. In addition to the HK\$1,338 million in pre-tax profit contribution from CNCB, of the two non-bank financial associates, the Group's 50%-owned CITIC Capital Holdings Limited ("CCHL") contributed HK\$200 million, while its 40%-owned CITIC International Assets Management Limited ("CIAM") contributed HK\$63 million. The Group also benefited from the gain on dilution of investment in associate of HK\$198 million arising from its aggregate stake holding in CNCB upon the latter's A- and H-share initial public offering in April 2007.

Nevertheless, the Group's results were impacted by the severe and unprecedented turmoil in the global credit markets as CKWB registered HK\$1,311 million in marked-to-market write-downs from its investments in structured investment vehicles ("SIVs") within its fund investments portfolio. Excluding the fund investments and aforementioned marked-to-market write-downs from the SIVs, the Group's net profit attributable to shareholders would have been HK\$2,919 million, or a 189.6% increase over the previous year.

Basic earnings per share for 2007 amounted to 32.86 HK cents, representing a 5.2% decrease over the previous year.

Details on the performances of the Group's commercial banking and non-bank financial businesses are outlined in the Business Overview section below.

末期股息

鑑於本集團經營旗艦中信嘉華即將落實其區域性拓展計劃，董事會同意保留集團盈利以確保可支持其中所涉及之資本需求，故此，董事會不建議派發末期股息，與中期股息的決定相同。(二零零六年度全年合共派發股息十三點三港仙。)

企業發展

作為中信公司的境外金融旗艦，本集團努力建造堅實的業務平台，以創造「中信」國際銀行品牌為遠景，其中的精髓在於領導中信銀行及西班牙對外銀行建立有效的策略性聯盟，共同實現中信公司的「三角凳」商業銀行模式。

本集團繼二零零六年成功收購中信銀行策略性權益後，於去年四月因應中信銀行在香港及上海成功同步上市，完成追加認購中信銀行股份，以維持所佔權益於 15% 水平(「追加認購中信銀行權益」)。與此同時，本集團並以推進中信銀行及中信嘉華在策略及業務層面的合作為首要重點。(詳情請見 1.4 節中信嘉華業務發展概況。)

Final Dividend

In view of imminent plans by the Group's operating flagship, CKWB, to embark on its regional expansion plans, the Board of Directors has agreed to retain the Group's earnings to ensure that any capital needs arising therefrom will be met. As such, consistent with its decision over the interim dividend, the Board does not recommend a final dividend. (Total dividend paid in 2006 amounted to 13.3 HK cents per share.)

Corporate Developments

As CITIC's offshore financial flagship, the Group's vision is to establish a solid platform to drive the creation of the CITIC international banking franchise. The essence to that lies in its leadership to forge effective strategic partnerships with CNCB and Banco Bilbao Vizcaya Argentaria, S.A. ("BBVA") to realise the CITIC tripartite commercial banking model.

Following the successful stake acquisition in CNCB in 2006, the Group completed its top-up investment in CNCB to maintain its 15% shareholding upon the latter's successful dual listing on the Hong Kong and Shanghai stock exchanges in April 2007 ("top-up investment in CNCB"). Concurrently, priority was given to drive collaboration between CNCB and CKWB at both the strategic and business levels. (See further details in Section 1.4 on CKWB Business Development.)

另一方面，隨著二零零七年三月西班牙對外銀行入股中信國金 15% 股權交易的完成，本集團與西班牙對外銀行正式建立戰略合作夥伴關係。現時雙方第二階段的磋商進展順利，並堅定確認以中信嘉華作為未來重點發展平台的意向；中信嘉華將負責拓展在亞洲區的共同業務及推動區內新業務的擴展。中信公司與西班牙對外銀行預計將於二零零八年五月三十一日或之前達成有關最終股權結構的協議並同時公佈有關協議內的細則。

財務狀況

由於本集團核心業務中信嘉華的資產規模期內大幅擴大，加上本集團增持中信銀行權益，令資產及權益總值顯著增加。於二零零七年底，本集團總資產規模擴大 29.6% 至一千三百二十四億港元，而權益總值亦擴大 30.9% 至二百六十五億港元。

作為金融控股企業，中信國金期內錄得五十二億港元的總借債，主要是出於追加認購中信銀行權益以及十二月份注資中信嘉華所需。負債比率及雙重槓桿比率則分別維持於 25.7% 及 119.5% 的健康水平。

本集團盈利能力提升，資產回報率由去年的 1.3% 增加至 1.6%，平均股東權益回報率為 7.4%。

Meanwhile, the Group's strategic partnership with BBVA was formalised with the completion of the latter's 15% share subscription in CIFH in March 2007. Second stage discussions with BBVA are now progressing smoothly. There is clear commitment that CKWB will be the primary platform from which to develop the future combined Asian businesses and to build out CITIC's commercial banking footprint in the region. It is expected that agreement between CITIC and BBVA on the ultimate equity structure will be finalised and details will be unveiled on or before 31 May 2008.

Financial Position

The Group registered significant increases in its total assets and total equity during the period, given the strong growth in the asset base of its core business CKWB as well as its increased shareholding in CNCB. As at the end of 2007, the Group's total assets have grown by 29.6% to HK\$132.4 billion, and its total equity by 30.9% to HK\$26.5 billion.

As a financial holding company, CIFH's total debt registered during the period amounted to HK\$5.2 billion, arising from financing needs for the top-up investment in CNCB as well as for the capital injection into CKWB in December. Its debt-to-equity ratio and double leverage ratio stood at a healthy level of 25.7% and 119.5%, respectively.

The Group's improved profitability helped to lift its return on assets from 1.3% in 2006 to 1.6% in 2007; its return on average shareholders' equity stood at 7.4%.

主要財務指標

Key Financial Indicators

		二零零七年 十二月三十一日 31 December 2007	二零零六年 十二月三十一日 31 December 2006
公司	Company		
總借債(十億港元)	Total debt (in HK\$ billion)	5.2	0.3
股東權益(十億港元)	Shareholders' equity (in HK\$ billion)	20.3	16.4
負債比率	Debt-to-equity	25.7%	1.9%
雙重槓桿比率	Double leverage	119.5%	91.3%
集團	Group		
綜合資產總值(十億港元)	Consolidated total assets (in HK\$ billion)	132.4	102.1
權益總值(十億港元)	Total equity (in HK\$ billion)	26.5	20.2
資產回報率	Return on assets	1.6%	1.3%
平均股東權益回報率	Return on average shareholders' equity	7.4%	11.3%

業務概覽

商業銀行業務

1. 中信嘉華銀行有限公司(「中信嘉華」)

1.1 經營情況

二零零七年，中國及香港經濟持續增長，刺激本地及跨境中國貸款強勁需求，加上信貸環境良好，股市暢旺，最優惠利率與同業拆息之間的息差逐步回升至年底時的3.5%水平，推動香港銀行業蓬勃發展，為中信嘉華企業及零售銀行核心業務的加速增長提供最佳平台；同時，中信嘉華過去兩年加強核心競爭力，重新定位為向亞洲個人及企業客戶提供適時及創新財務方案，成為客戶首選中資銀行的策略，在這經濟環境下亦得以充份發揮。

不過，美國次按引發的環球市場危機下半年以空前的速度及幅度惡化，威脅著整個環球金融市場的穩定性。隨著次按的潛在影響逐步浮現，環球市場出現大幅波動並很可能持續至二零零八年初。中信嘉華亦遭受這次金融市場災難的牽連，其基金投資組合中四個獨立管理的結構性投資工具面臨嚴重壓力，對中信嘉華構成重大的按市價計值後撇值，影響二零零七年財務表現。中信嘉華管理層已採取措施控制結構性投資工具所引致的影響及有秩序地贖回該基金組合所有投資項目。

Business Overview

Commercial Banking Business

1. CITIC Ka Wah Bank Limited (“CKWB” or the “Bank”)

1.1 Operating Environment

Hong Kong's banking industry enjoyed vibrant growth in 2007 as the China and local economies enjoyed another year of sustained growth, bolstered by robust local and cross-border PRC loan growth, a benign credit environment, a buoyant stock market, and the improving interest spread between the Prime Lending Rate (“Prime”) and the Hong Kong Interbank Offered Rate (“HIBOR”), which gradually climbed back to the 3.5% level by the year-end. This economic backdrop provided an excellent stage for the accelerated strong performance by CKWB's core businesses in the wholesale banking and retail banking areas, and championed the Bank's strategy to strengthen its core competencies in the past two years and to reposition itself as the preferred Chinese bank that delivers timely and innovative financial solutions to individual and corporate clients in Asia.

However, the global market deterioration triggered by the US subprime mortgage crisis tailspinned at an unprecedented pace and magnitude in the second half of the year, and threatened to develop into a global financial market crisis. Volatilities in the global markets have ensued and are likely to persist in the early part of 2008 as the impact of the market fall-out continues to unfold. CKWB has also been impacted as its investments in four independently managed SIVs within its fund investments portfolio have come under severe pressure. This has given rise to heavy marked-to-market write-downs and affected the Bank's financial performance in 2007. The Bank's management has already taken steps to contain the impact of the SIVs and to unwind its fund investments portfolio in an orderly fashion.

中信嘉華保持穩健的資本狀況，為了支持強勁業務增長及區域性擴展所需資金，中信嘉華在二零零七年底前完成其資本計劃，當中涉及由本集團注入二十五億港元資本金，推出二十億美元中期票據計劃，及發售二億五千萬美元後償票據，取代於二零一一年到期的同等總值票據。即使計入上述的按市價計值後撇值，中信嘉華目前的資本充足比率仍達 15.8%，提供了一個堅實的基礎，讓其可開展為中信公司及其戰略夥伴西班牙對外銀行建立亞洲銀行業務擴展平台的宏圖。

1.2 業績

盈利

中信嘉華二零零七年核心企業銀行及零售銀行業務均表現強勁，淨利息和淨費用及佣金收入分別較去年同期上升 31.9% 及 48.0%。惟受到上述基金投資組合內結構性投資工具產品所造成的按市價計值後撇值，未計減值準備前經營溢利只錄得一億二千三百萬港元。期內隨著信貸週期正常化，中信嘉華二零零七年錄得貸款及墊款減值虧損準備七千二百萬港元，另外受物業重估影響亦帶來物業減值準備三千萬港元，加上出售可供出售證券獲利七百萬港元，故總計錄得二千七百萬港元的經營溢利。計及其他項目後，股東應佔溢利錄得一億零六百萬港元，按年下降 88.4%。若撇除基金投資及結構性投資工具的按市價計值後撇值，中信嘉華的核心業務實質錄得十一億七千三百萬港元，較去年大幅增長達 46.6%。

CKWB continues to enjoy a strong capital position. Taking into account its strong business growth and regional expansion plans, the Bank completed its capital plan towards the end of 2007 which included a HK\$2.5 billion capital injection by the Group, the launch of a US\$2 billion medium term note programme and the sale of a US\$250 million lower tier two subordinated notes to replace an outstanding subordinated notes issue due 2011 in the same amount. Even after taking into account the afore-mentioned marked-to-market write-downs, the Bank's current capital adequacy ratio of 15.8% ensures that it is in a solid position to embark on its growth plans as the Asian banking platform for business expansion for both the CITIC Group and its strategic partner, BBVA.

1.2 Business Performance

Earnings

CKWB's core businesses in wholesale banking and retail banking both delivered strong performances in 2007, generating a 31.9% and 48.0% growth in net interest income and net fees and commission income respectively as compared to 2006. Nevertheless, impacted by the afore-mentioned marked-to-market write-downs from its investments in SIVs, the Bank only reported operating profit before impairment allowances of HK\$123 million for the year. CKWB's impairment provisions on loans and advances rose to HK\$72 million with the normalisation of the credit cycle, while a HK\$30 million impairment provision on properties was recorded due to property revaluation. Meanwhile, the Bank also gained HK\$7 million in profit on disposal of available-for-sale securities. As a result, CKWB's profit attributable to shareholders fell 88.4% year-on-year to HK\$106 million. Excluding the fund investments and marked-to-market write-downs from the SIVs, the Bank's core business performance would have surged 46.6% year-on-year to HK\$1,173 million.

淨利息收入

二零零七年香港銀行同業拆息與最優惠利率之間差距一度收窄至 2.78%，但第四季度逐步擴闊至超過 3.5%。中信嘉華的淨利息收入則增加 31.9% 至十四億港元，經調整基金投資的資金成本後淨息差為 1.86%，較去年同期進一步改善一點子。

淨利息收入的增長主要是由於總貸款規模擴大支持利息收入顯著上升。二零零七年下半年息口下調亦有助減少中信嘉華持有至到期定息投資組合的利息虧損。中信嘉華董事會於去年九月通過把該批定息投資證券重新歸類為可供出售證券組合內，以便將任何相關的利息風險減至最低。該批定息投資證券於去年底共值七十六億二千萬港元，較二零零六年底減少達 25.1%。

非利息收入

二零零七年中信嘉華淨費用及佣金收入持續表現卓越，按年大幅增長 48.0% 至八億二千二百萬港元，其中以基金、結構性產品及保險銷售帶動為主的財富管理收入上升 90.2%，企業貸款費用上升 32.2%。惟受到結構性投資工具所造成的按市價計值後撇值影響，引致非利息虧損九千八百萬港元，二零零六年則錄得非利息收入十一億五千三百萬港元。

Net Interest Income

In 2007, the Prime-HIBOR spread narrowed to 2.78% at one time during the year, but gradually widened to over 3.5% in the fourth quarter of the year. CKWB managed to increase its net interest income by 31.9% to HK\$1,400 million for the year. After adjusting for the funding cost of its fund investments, its net interest margin stood at 1.86%, representing an improvement of 1 basis point over the previous year.

The growth in net interest income was primarily due to a significant increase in interest income from the Bank's expanded loan portfolio. Meanwhile, the interest rate down trend in the latter half of the year also helped to reduce the negative carry from the Bank's held-to-maturity fixed income investment portfolio. In September 2007, CKWB's Board of Directors approved the reclassification of this fixed income securities portfolio into the available-for-sale securities portfolio to enable the Bank to minimise the associated interest rate risk. As at the end of 2007, the size of this fixed income securities portfolio stood at HK\$7,620 million, representing a 25.1% reduction compared to a year ago.

Non-interest Income

CKWB's net fees and commission income grew substantially by 48.0% year-on-year to HK\$822 million. The main drivers for this growth were a 90.2% increase in wealth management related income, in particular from the sales of unit trust, structured products and bancassurance, and a 32.2% increase in corporate loans related fees. However, impacted by the marked-to-market write-downs from the SIVs, the Bank reported HK\$98 million in non-interest loss compared to a non-interest income of HK\$1,153 million in 2006.

經營支出

中信嘉華致力控制經營成本，要求各核心業務必須把經營開支控制於收入增長以內。但由於中港金融服務業蓬勃發展引發對專業人才龐大需求，整體銀行業均面對人才流失問題，中信嘉華為維持業務素質，並開始投放資源為未來發展成區域性銀行作好準備，致力吸納及保留優秀專業人士及管理人才，僱員成本因而上升 11.8%，推動經營支出上升 7.8%。受到結構性投資工具的按市價計值後撇值拖累，中信嘉華成本對收入比率由二零零六年的 49.4% 上升至 90.6%。若只計入期內核心業務的經營收入表現，則成本對收入比率較去年則改善至 45.1%。

Operating Expenses

CKWB is vigilant in its cost control disciplines and requires all its core businesses to manage operating expenses growth within income growth. However, the rapidly developing financial services industry in Hong Kong and China has created a tremendous demand on professional talents. This is in turn posing a serious staff turnover challenge for the banking industry as a whole. In order to attract and retain high quality professionals and management talents, both to maintain the quality of its business and to start investing resources to prepare for its development into a regional bank, CKWB's staff costs increased by 11.8% during the period and led to a 7.8% increase in overall operating expenses. The Bank's cost-to-income ratio for the period increased from 49.4% in 2006 to 90.6%, due primarily to the write-downs from the SIVs. Its cost-to-income ratio based on the results of its core businesses alone would have improved to 45.1%.

減值準備

中信嘉華一向審慎借貸，致力不斷提升資產素質。在信貸週期逐步回復正常的環境下，中信嘉華二零零七年個別評估貸款淨準備上升 27.6% 至一億四千六百萬港元，綜合評估貸款錄得近一千一百萬港元淨回撥，而二零零六年亦錄得二千萬港元淨回撥，但壞賬回收亦上升 56.3% 至六千三百萬港元，令涉及貸款淨減值準備錄得七千二百萬港元，較二零零六年增加 34.8%。計及物業所作減值準備三千萬港元後，中信嘉華錄得淨減值準備一億零二百萬港元，而二零零六年則為五千八百萬港元。

Impairment Allowances

CKWB lends conservatively and strives to continually improve its asset quality. With the gradual normalisation of the credit cycle, the charge in the Bank's individually assessed loans increased 27.6% to HK\$146 million; its collectively assessed loans registered releases of HK\$11 million and of HK\$20 million respectively for the year of 2007 and 2006. Taking into account an increase in bad debt recoveries by 56.3% to HK\$63 million, the Bank recorded HK\$72 million in net impairment provisions on loans and advances, representing a 34.8% increase over the previous year. Including HK\$30 million in impairment provisions on properties, CKWB's net charge in impairment provisions stood at HK\$102 million, compared to a net charge of HK\$58 million in 2006.

1.3 資產素質

資產、貸款及存款規模

於二零零七年底中信嘉華資產總值為一千一百零八億港元，較二零零六年底增加 23.5%。其中總貸款較二零零六年底大幅增加 31.6% 至六百七十四億港元，主要貸款金額的增長來自用於香港以外貸款、製造業及地產投資。總存款則為九百零九億港元，較二零零六年底上升 24.1%。

資產素質指標

期內，中信嘉華多項資產素質指標均有所提升。於二零零七年底，減值貸款比率由二零零六年底的 1.67% 減至 1.15%；貸款虧損覆蓋率維持在 38.9%；按揭貸款拖欠比率亦由 0.14% 進一步減至 0.06%。

財務狀況

於二零零七年底，中信嘉華各項主要財務狀況指標均處於健康水平，資本充足比率為 15.8%，平均流動資金比率為 40.8%，貸存比率為 74.1%，貸款對資產總值比率為 60.8%。

1.3 Asset Quality

Asset, Loan, And Deposit Sizes

As at the end of 2007, CKWB reported total assets of HK\$110.8 billion, representing a growth of 23.5% over 2006 year-end. Total loans rose significantly by 31.6% from a year ago to HK\$67.4 billion, driven mainly by a rise in loans for use outside Hong Kong and lending to the manufacturing and property investment sectors. Total deposits grew by 24.1% from 2006 year-end to HK\$90.9 billion.

Asset Quality Indicators

CKWB made improvements in several asset quality indicators during the period. As at 2007 year-end, its impaired loans ratio fell from 1.67% at the end of 2006 to 1.15%. Its loan loss coverage remained unchanged at 38.9%. Meanwhile, its mortgage delinquency ratio fell further from 0.14% to 0.06%.

Financial Position

As at the end of 2007, CKWB's key financial ratios all stood at healthy levels. Its capital adequacy ratio was 15.8%. Its average liquidity ratio was 40.8%. Its loans to deposits ratio was 74.1% and its loans to total assets ratio was 60.8%.

中信嘉華主要財務比率

CKWB's Key Financial Ratios

		二零零七年 十二月三十一日 31 December 2007	二零零六年 十二月三十一日 31 December 2006
資本充足比率 ¹	Capital adequacy ¹	15.8%	16.7%
主要資本充足比率	Core capital adequacy	10.3%	9.3%
平均流動資金比率	Average liquidity	40.8%	40.4%
貸存比率	Loans to deposits	74.1%	69.9%
貸款對資產總值比率	Loans to total assets	60.8%	57.1%
減值貸款比率	Impaired loans	1.15%	1.67%
覆蓋率 ²	Coverage ²	84.6%	98.0%
貸款虧損覆蓋率	Loan loss coverage	38.9%	38.9%
綜合減值準備覆蓋率	Collective assessment coverage	0.33%	0.49%
內地放款佔總貸款比率	Mainland loans to total customer advances	17.3%	13.2%

1 2006 年為經調整資本充足比率

1 2006 CAR on an adjusted basis

2 計法為將個別評估減值準備及減值貸款押品之和
除以減值貸款總額

2 Calculated by dividing the sum of individually assessed impairment allowances
and collateral of impaired loans by the gross impaired loans

1.4 業務發展

零售銀行部

零售銀行部憑藉成功建立具持久獨特競爭力的 CITIC*first* 財富管理平台，年內業績再創新高，非利息收入及稅前溢利表現較二零零六年分別增長 56.4% 及 53.8%，達至五億七千二百萬港元及五億五千一百萬港元。

截至二零零七年底，CITIC*first* 客戶人數已超逾一萬人，當中 15% 是全新客戶，為客戶管理資產總額已超逾三百五十億港元，帶動二零零七年財富管理有關的收入大幅增加 90.2%，其中來自投資及保險銷售的收入分別大幅上升 102.2% 及 63.6%。事實上，CITIC*first* 平台在業務及營運上取得的卓越表現，亦得到業內廣泛認同，年內獲得的獎項包括《亞太銀行及財經雜誌》「二零零七年香港區零售銀行獎」及香港生產力促進局「二零零七年香港工商業獎：生產力及品質獎」。

在零售信貸方面，零售銀行部繼續堅持不參與市場價格戰，而且積極全面加强產品特點及服務素質，以保持按揭貸款及零售信貸的增長動力。年內，按揭貸款餘額增長 15.5%，而無抵押零售貸款餘額亦錄得 2.2% 的溫和增長。

與此同時，零售銀行部繼續審慎發展針對中小企的商務銀行服務，貿易及非貿易貸款分別按年上升 60.3% 及 55.6%，兩類貸款均以擁有大量抵押品的客戶為主要對象。

1.4 Business Development

Retail Banking Group (“RBG”)

RBG reported another year of record growth in 2007 in both its non-interest income and profit before tax performance, which grew by 56.4% and 53.8% to HK\$572 million and HK\$551 million, respectively, compared to the previous year. Such success was built on its ability to establish a sustained and differentiated competitive platform for its CITIC*first* wealth management franchise.

By 2007 year-end, CITIC*first* has accumulated over 10,000 customers, of whom 15% were new-to-bank relationships; total assets under management have exceeded HK\$35 billion. As a result, wealth management related income grew by a substantial 90.2%, of which investment and bancassurance related income surged by 102.2% and 63.6%, respectively. Indeed, the business and operational excellence of the CITIC*first* platform has also earned the Bank broad industry recognition, including such awards as the “2007 Retail Bank of the Year – Hong Kong” by Asian Banking & Finance magazine, and the “2007 Hong Kong Awards for Industries: Productivity and Quality Award” by the Hong Kong Productivity Council.

In consumer lending, the strategy to stay away from market price war remained intact. The Bank adopted a proactive approach in enhancing product features and service quality across the consumer platform, maintaining a growth momentum in both mortgage and consumer finance. Its overall mortgage loan balances rose 15.5%, while unsecured consumer loan balances were up by a modest 2.2%.

Meanwhile, RBG continued to prudently grow its business banking services targeted at small- to medium-sized enterprises, posting a year-on-year increment of 60.3% and 55.6% in trade and non-trade loans, both of which are extended to customers on a heavily collateralised basis.

企業銀行部

企業銀行部已將業務重新定位，由只提供傳統的本地貸款服務轉為向亞洲區客戶提供全面增值方案。這個策略繼續為企業銀行部帶來佳績，二零零七年稅前溢利較二零零六年上升 14.3% 至六億二千四百萬港元，其中非利息收入上升達 15.9%，佔其整體經營收入 33.8%。另外，該部門透過積極向企業客戶交叉銷售增益或對沖增值方案，為中信嘉華帶來達四千萬港元的財資相關收入。

企業銀行部在拓展及提升客戶基礎方面進展良好，不但錄得雙位數的客戶總數增長率，同時亦鞏固了中港主要客戶關係，深化核心客戶滲透率，並成為不少大型區域性企業的主要銀行。

年內，企業銀行部各項業務全面做好。去年其中一項重點是建立國際銀行及金融機構業務部為另一核心優勢領域，為中信嘉華擴展香港及海外業務。該部門屬下金融機構業務小組已迅速由以往的支援角色轉型成為企業銀行部重要收入拓展部門，於年內積極參與新股發行融資、股票融資、銀團貸款及銀行同業拆借，整體經營收入全年錄得兩倍增長。

Wholesale Banking Group (“WBG”)

WBG repositioned its businesses and successfully transformed itself from a traditional local lending institution to a full-service solutions bank for its Asian clients. The business group continued to yield outstanding results on the back of this strategy, with profit before tax for the year increasing 14.3% over 2006 to HK\$624 million, of which non-interest income grew 15.9% to account for 33.8% of its total operating income. Separately, through focused cross-selling of value-added yield-enhancing or hedging solutions to corporate clients, the business unit also contributed to HK\$40 million in treasury-related income to the Bank.

WBG made good progress during the year to broaden and upgrade its customer base. In addition to achieving a double-digit growth in its total number of customer relationships, it also managed to strengthen its relationship with key clients in Hong Kong and China, increase core client penetration rate, and establish itself as the core banker for a number of large regional corporates.

WBG's excellent performance during the year can be seen generated across all of its business lines. One of the key initiatives during the year was to establish its International Banking and Financial Institutions Team as another of its Centres of Excellence, responsible for driving the Bank's Hong Kong and overseas business expansion. Indeed, the Financial Institutions Unit has quickly developed from its traditional support functional role to become a key income generating division for WBG. Through its active increase in initial public offering, share financing, syndication loans and interbank financing activities, the unit managed to triple its operating income from a year ago.

中國及跨境業務方面，企業銀行部與中國業務部門緊密合作，採用全球／本地客戶關係統一管理模式，為客戶提供一站式的跨境增值財務方案。去年多項商業地產交易也是透過此模式完成。

其他業務亦全有出色表現，貿易融資總額錄得 50.6% 的按年增長，優於市場平均增幅；貿易融資收入按年上升 36.5%；銀團貸款籌組達三十三宗，其中十三宗為牽頭經理。

中國業務

中國業務部門繼續致力發揮中信公司整體優勢，去年業務合作辦公室在促進與中信銀行及其他中信子公司合作方面取得全方位突破性進展。二零零七年中信銀行及中信子公司轉介至中信嘉華並成功獲批核的信貸額及存款分別逾六十億港元及六十八億港元，中信嘉華透過中信銀行轉介為客戶提供的財資產品總值達到十億美元。中信嘉華亦致力研發多項外匯交易、信貸、結構及貿易產品，為客戶提供解決方案，其中適時開發了針對中信銀行大型企業客戶的海外業務的貿易融資計劃並已取得初步成果，預期在今年將會有重大進展。

此外，中信嘉華期內與中信金融子公司（包括中信証券）和非金融子公司的業務合作亦取得成效，合作領域覆蓋跨境融資、產品支持、併購融資以及一般銀行服務。

WBG also works closely with the China Banking Division in developing its China and cross-border business. Through the implementation of the Global Account Management / Field Account Management operating model — especially in a number of successful commercial real estate transactions during the year, WBG was able to deliver one-stop cross-border value-added financial solutions to customers.

Achievements by other business lines included a 50.6% year-on-year increase in trade finance business volume which outperformed the industry average growth rate, a 36.5% increase in trade finance income, and the completion of 33 syndicated loan transactions, including 13 deals for which the Bank acted as lead manager.

China Banking

The China Banking Division continued to focus on harnessing the overall synergies within the CITIC Group. Its New Initiatives Office reported meaningful breakthroughs in driving collaboration with CNCB and other CITIC Group subsidiaries, with approved facilities arising from business referrals and deposits exceeding HK\$6 billion and HK\$6.8 billion respectively during the year. CKWB also delivered treasury products packages to customers referred by CNCB, with total volume reaching US\$1 billion. Other efforts to establish client solutions capabilities included product development initiatives in the areas of foreign exchange transactions, lending, as well as structured and trade products. Early successes were seen in CKWB's focus to provide timely trade finance programmes targeted at the overseas operations of CNCB's large corporate clients, an area that is likely to offer major growth opportunities in 2008.

The Bank also made progress in business cooperation with other CITIC financial subsidiaries (including CITIC Securities) and non-financial subsidiaries, spanning the areas of cross-border financings, product support, merger and acquisition financings, as well as the provision of general banking services, etc.

另一方面，本行已於二零零八年二月底獲得中國銀行業監督管理委員會批准在內地成立全資附屬銀行，新銀行名為中信嘉華銀行(中國)有限公司(「中信嘉華(中國)」)，由前身的中國國際財務有限公司(深圳)及中信嘉華上海及北京分行重組而成。目前中信嘉華(中國)正進行最後階段的商業牌照申請程序，期望於二零零八年第二季內正式開業^(註)。中信嘉華(中國)總部設於深圳，分行位於上海及北京，它將成為本行中國策略的執行平台，除了進一步支持本行與中信銀行的業務合作外，還將為推進與中信銀行及西班牙對外銀行之間的三方協作創造一個靈活的境內平台。

中信嘉華同時會保留原有的上海分行經營外匯批發業務。

財資部

財資部繼續加強與零售銀行部及企業銀行部的合作。去年為零售客戶推出多項結構性產品，包括在香港及內地試驗推出的衍生及結構性產品，同時亦積極參與香港人民幣零售債券的配售。另一方面，財資部除了專注向企業客戶交叉銷售財資相關產品外，在協助企業銀行部向有需要對沖人民幣外匯風險的客戶提供人民幣不交收遠期合約產品，以及支持非銀行金融機構客戶強大新股融資需求方面，亦扮演重要角色。去年與企業銀行部和零售銀行部的成功協作令有關財資收入按年大幅上升 157.8%。

Separately, the Bank received approval from the China Banking Regulatory Commission at the end of February 2008 to incorporate CITIC Ka Wah Bank (China) Limited ("CKWB China") as a wholly-owned subsidiary bank in China. CKWB China was formed from the former China International Finance Company Limited (Shenzhen) and the Bank's Shanghai and Beijing branches. It is in the final stages of completing its business licences applications, and is expected to officially start business within the second quarter of 2008 ^(Note). Headquartered in Shenzhen with branches in Shanghai and Beijing, CKWB China will serve as the execution platform for the Bank's China strategy, and will support business cooperation efforts between the Bank and CNCB. It is also expected to offer a flexible platform onshore to expand the tripartite collaboration with CNCB and BBVA.

Meanwhile, the Bank will retain its original Shanghai branch to focus on delivering foreign currency wholesale banking services to customers.

Treasury And Markets Group ("TMG")

TMG continued to build on its partnership with RBG and WBG. It maintained its pipeline of structured products to retail clients during the year, including the launch of derivative and structured products in Hong Kong and China, and active participation in the placement of RMB retail bonds in Hong Kong. In the area of WBG, apart from focused cross-selling of treasury-related products targeted at corporate customers, TMG was a key partner in delivering RMB non-deliverable forward products to clients who needed to hedge against their RMB exposure, as well as in supporting the strong initial public offering financing demand from non-bank financial institution customers. The successful teamwork with WBG and RBG saw related treasury income grew by a significant 157.8% compared to the same period last year.

(註) 中信嘉華(中國)已於二零零八年四月十四日正式開業。

(Note) CKWB China has officially commenced business operations on 14 April 2008.

基金投資方面，突如其來及急速逆轉的全球流動資金及信貸嚴重收緊，導致中信嘉華持有的結構性投資工具受到嚴重衝擊。本集團已於二零零七年十一月二十六日及十二月二十日就有關情況作出披露，組合內四隻結構性投資工具中已有一隻完成重組工作。二零零八年二月，組合內另一隻結構性投資工具宣佈清盤，其有關的投資總值已在中信嘉華二零零七年會計賬目中作全數撇值。現時其餘兩隻結構性投資工具已獲其管理金融機構提供信貸評級支持融資，中信嘉華亦已在會計賬目上按該等結構性投資工具在二零零七年年結日的資產淨值作出恰當撇值。

基金組合內其他的投資項目則繼續正常運作並取得約 5.89% 的全年回報率。

展望未來，為了配合中信嘉華快速業務增長和區域性發展計劃，財資部將專注支持各核心業務拓展客戶收入及妥善管理銀行的資金及流動資金活動。鑑於上述策略性發展以及資本市場的變化，中信嘉華管理層已於去年第四季度決定，有秩序地贖回該基金投資組合所有基金項目。該基金投資規模於二零零七年底為十六億港元，與二零零六年底約三十一億港元比較，按年縮減 48%，預計於二零零八年六月三十日前可完成贖回所有選類投資項目，屆時基金投資規模將減至約五億四千六百萬港元，而剩餘的便攜式阿爾法投資票據則預期於二零零九年贖回。

In the area of fund investments, the SIVs in the Bank's fund investments portfolio were heavily hit by the sudden and rapid deterioration in the global liquidity and credit markets. In the CIFH announcements dated 26 November 2007 and 20 December 2007, the Group disclosed that one of the four SIVs in the portfolio has already been restructured. In February 2008, another SIV has gone into receivership, and a full write-down of the SIV has been made in the Bank's 2007 accounts. The remaining two SIVs have received rating support facilities from their sponsoring institution, and CKWB has made appropriate write-downs for these SIVs in its annual accounts based on their net asset values at the close of 2007.

Other investment classes within the portfolio continued to operate normally and generated full-year returns of 5.89%.

Looking ahead, given CKWB's rapid business development and regional expansion plans, TMG will focus on supporting the Bank's core businesses by growing customer-driven income and managing CKWB's funding and liquidity business. In view of such strategic development as well as the changes in the capital markets, the Bank's management has decided in the fourth quarter of last year to redeem all the funds in the fund investment portfolio in an orderly manner. As at 31 December 2007, the size of the fund investment portfolio has been reduced to HK\$1.6 billion, a 48% reduction compared to approximately HK\$3.1 billion at 2006 year-end, and will be further reduced to approximately HK\$546 million by 30 June 2008 upon redemption of all alternative investments in the portfolio. The Bank expects to exit the remaining holdings in portable alpha mandates by 2009.

1.5 再獲殊榮

中信嘉華於二零零七年獲香港管理專業協會頒發優質管理獎銀獎，肯定其在優質企業管理上的卓越成就。此外，除上述的零售銀行獎項外，中信嘉華亦獲頒發 VISA 國際組織「二零零六年傑出零售簽賬大獎 — 銀獎」及連續第四年獲香港社會服務聯會「商界展關懷」標誌。

年內，中信嘉華財富管理同事囊括了香港註冊財務策劃師學會舉辦的二零零七年香港財務策劃師選舉金獎及銀獎，以及香港銀行學會「二零零七年傑出理財策略師銀獎」。

1.5 Awards

CKWB received the Silver Award in the 2007 Hong Kong Management Association Quality Award in recognition of its outstanding achievement in Total Quality Management. In addition to the earlier mentioned retail banking awards, the Bank also received the “2006 Outstanding Retail Sales Volume — Silver Prize” awarded by VISA International, and the “Caring Company Logo” awarded by the Hong Kong Council of Social Service for the fourth consecutive year.

Meanwhile, the staff of CKWB’s wealth management team won a number of industry awards in 2007 including the Gold and Silver Hong Kong Financial Planner of the Year Awards given by the Society of Registered Financial Planners, and the Silver Award in the “Outstanding Financial Planners Grand Award 2007” organised by the Hong Kong Institute of Bankers.

2. 中信銀行股份有限公司（「中信銀行」）

2.1 企業發展

中信銀行二零零七年四月二十七日成功在港滬兩地同步上市，分別以每股五點八六港元發行約五十六億股新 H 股，及以每股五點八人民幣發行約二十三億股新 A 股，合共集資逾四百億港元等值。中信銀行上市以後，中信公司、中信國金及西班牙對外銀行的持股權益分別為 62.3%、15.17% 及 4.83%。

2.2 業績

二零零七年中信銀行淨利息及非利息收入均大幅增長，帶動淨利潤按年大幅上升 116% 至八十三億人民幣。淨利息收入按年上升 59%，淨息差擴大 0.5 個百分點至 3.12%。非利息收入增長 23%，佔經營收入的比重 6.4%。

2. China CITIC Bank Corporation Limited (“CNCB”)

2.1 Corporate Developments

On 27 April 2007, CNCB was successfully listed in Hong Kong and Shanghai. The bank raised over an equivalent of HK\$40 billion from the new share issuance of approximately 5.6 billion H shares at HK\$5.86 per share and approximately 2.3 billion A shares at RMB5.80 per share. Subsequent to its listing, the respective shareholdings of CITIC Group, CIFH and BBVA in CNCB are 62.3%, 15.17% and 4.83%.

2.2 Business Performance

CNCB’s net profits for 2007 surged 116% year-on-year to RMB8.3 billion on the back of strong net interest income and non-interest income performance during the period. Net interest income grew by 59% year-on-year and net interest margin widened by 0.5 percentage point to 3.12%. Non-interest income grew 23% year-on-year and accounted for 6.4% of its total operating income.

2.3 資產素質

資產、貸款及存款規模

於二零零七年底，中信銀行總資產為一萬零一百一十一億人民幣，較二零零六年底擴大 43%；貸款總額為五千七百八十億人民幣，較二零零六年底上升 25%；總存款為七千八百七十二億人民幣，較二零零六年底增長 27%。

資產素質指標

中信銀行致力強化信貸風險管理，在企業貸款業務上重點開發關係國際民生的壟斷性、資源性行業和區域性支柱性行業中的優質客戶，以及產業鏈中有增長潛力的優質中小企業，在個人貸款業務上針對房地產業變化加強對住房按揭貸款管理，成功將不良貸款比率下降至 1.47%，較二零零六年底下降 1.03 個百分點。不良貸款額及不良貸款比率經過連續四年同時下降後，中信銀行的資產質量已屬國內上市銀行的優秀水平。

2.4 業務發展

企業銀行業務

企業銀行存貸款增長均勢頭強勁，企業存款總額達六千四百億人民幣，較二零零六年底增長 20%；貸款總額為四千六百八十三億人民幣，較二零零六年底增長 27%；國際業務結算量達九百三十四億美元，繼續保持中國內地中小股份制銀行首位。

2.3 Asset Quality

Asset, Loan, And Deposit Sizes

As at the end of 2007, CNCB's total assets were RMB1,011.1 billion, representing a 43% increase over 2006 year-end. Total loans rose by 25% from 2006 year-end to RMB578.0 billion. Total deposits grew by 27% from 2006 year-end to RMB787.2 billion.

Asset Quality Indicators

CNCB strives to strengthen its overall credit risk management quality. On corporate lending, CNCB has focused on developing high quality clients from key industries which have decisive international economic impact, including national monopolies and resource industries, regional pillar industries, high growth and high quality small- to medium-sized supply chain enterprises. In the area of personal lending, the bank strengthened its control over residential mortgage lending with reference to the changes in property markets. As a result, the bank was able to lower its non-performing loan ("NPL") ratio by 1.03 percentage points to 1.47%. In fact, having successfully reduced both its total outstanding NPL balances and ratio for four consecutive years, CNCB's asset quality is considered to be among the best of all listed banks in the Mainland.

2.4 Business Development

Wholesale Banking Business

CNCB's wholesale banking business reported strong growth. Corporate deposits increased 20% to RMB640 billion compared to 2006 year-end, while total loans rose 27% to RMB468.3 billion compared to 2006 year-end. With US\$93.4 billion in international settlement business volume, the bank continues to maintain its leadership position among the small- to medium-sized shareholding banks in the Mainland.

零售銀行業務

中信銀行因應資本市場及內地居民理財觀念的改變，推進理財產品開發和銷售，二零零七年理財產品銷售額達一千零三十八億人民幣，比二零零六年全年銷售量增長 255%，帶動客戶人數及非利息收入大幅增長。信用咭業務則在發咭量快速增長的情況下保持盈利，二零零七年信用咭發咭量、貸款額及簽賬交易分別按年增長 92%、227% 及 208%。

資金資本市場業務

二零零七年中信銀行順應國內利率、匯率改革和直接融資市場的發展趨勢，在市場波動加劇的環境下，有效管理風險，加大客戶營銷力度，積極發展代客資金資本市場業務，在交易量、客戶人數方面均取得了較高的增長。與此同時，債券承銷業務亦取得新的突破，中信銀行成為國內第二間以主承銷商身份為其他金融機構發行金融債券的商業銀行。

Retail Banking Business

In line with the development of China's capital markets and the evolving wealth management concepts of Mainland residents, CNCB has been actively developing and marketing its wealth management product offering, with sales volume reaching RMB103.8 billion in 2007, up 255% year-on-year. This helped to generate significant increases in both the number of customers and in its non-interest income. Its credit card business continued to be profitable, supported by the rapid growth in card issuance. In 2007, the total number of cards in issuance, loans outstanding and card sales rose by 92%, 227% and 208% respectively year-on-year.

Treasury Operations

Despite an environment of increased market volatility given the changes in the interest rate and foreign exchange regimes in China as well as developments in its primary capital market, CNCB managed to register relatively high growth in its foreign exchange trading volume and number of clients in 2007 by adopting effective risk management practices, strengthening its client sales efforts and aggressively developing its client driven treasury services. Meanwhile, CNCB's bond underwriting business reported a new breakthrough by becoming the second commercial bank in the Mainland to issue financial debts for other financial institutions in the role of lead underwriter.

2.5 與中信集團系內金融子公司的合作

中信銀行通過產品交叉設計和交叉銷售，進一步發揮中信集團綜合金融服務平台的優勢。期內，中信銀行通過與中信集團旗下證券公司開展第三方存管業務及銀證轉賬業務，新增銀行客戶近三十五萬位。中信銀行並與中信集團旗下各金融子公司聯合研發理財產品，有關產品的數量及銷售量分別是二零零六年的七點一倍和七點四倍；同時亦通過提供綜合金融解決方案為客戶開展聯合營銷，並與眾多金融子公司營業網點實現了網點和營銷隊伍資源的共用。

2.6 與西班牙對外銀行的合作

中信銀行與戰略投資者西班牙對外銀行已就下一步合作進行了積極的磋商及籌備，明確了重點合作領域及合作方式，未來將深入推進已確定的八大重點合作範疇，包括零售銀行業務、企業銀行業務、資金交易、風險管理、財富管理、資訊技術、客戶管理系統和組織架構。

2.5 Collaboration With Subsidiaries Within CITIC Group

CNCB continues to leverage the competitive strengths of the CITIC Group's integrated financial services platform through intra-group collaborative efforts to develop and cross-sell products. During the period, CNCB successfully attracted close to 350,000 new customers through working with a securities business within the CITIC Group to launch third party deposit account services, as well as fund transfer services between banking and securities accounts. As a result of collaboration with various CITIC Group companies last year to jointly develop wealth management products, the number of such products and related sales volume were 7.1 times and 7.4 times respectively those of 2006. Meanwhile, joint sales efforts were made to clients to offer integrated financial solutions, and the bank also started to share sales network and sale team resources with numerous CITIC Group financial services companies.

2.6 Collaboration With BBVA

CNCB has started active discussions and preparation work with BBVA to further their strategic collaboration. Both parties have agreed on eight key areas of business cooperation and on the framework for such cooperation, these will cover retail banking business, wholesale banking business, treasury operations, risk management, wealth management, information technology, customer management system and organisational structure.

非銀行金融業務

3. 中信資本控股有限公司 (「中信資本」)

3.1 業績

二零零七年中信資本再創佳績。憑藉其紮根中國的堅實業務平台，中信資本於二零零七年開創歷史性盈利紀錄，在管理費收入、表現費收入、諮詢費收入及投資收益增長所帶動下，股東應佔溢利較二零零六年上升 71.0% 至四億零一百萬港元。於二零零七年底，中信資本旗下管理資產總值達十六億美元，而二零零六年底為十一億美元。中信資本管理層有信心未來可進一步掌握內地各種資產類別在經濟強勁增長刺激下產生的龐大投資商機，並繼續擴大旗下資產管理規模。

3.2 業務發展

私募投資

中信資本的中國私募投資旗艦基金 — 中信資本中國投資基金於二零零七年四月最後集資期完結時籌得四億二千五百萬美元，遠超原來二億五千萬美元的目標。憑藉中信集團在內地龐大的業務網絡，該基金專注投資於國有企業。除了重點投資於內地最大型製藥公司之一的哈葯集團有限公司之外，亦已完成了兩個新投資項目，分別為一家高速增長的汽車零件製造商及一家主要起重機製造商。在國際領域方面，中信資本的中美私募投資基金最新投資項目為一家電子開關製造商，而從其中一項現有投資項目則成功取得相等於投資成本二點五倍以上的可觀回報。另一方面，中信資本中日私募投資基金除了繼續管理現有三項投資之外，同時亦積極發掘具吸引力的新投資項目。

Non-bank Financial Businesses

3. CITIC Capital Holdings Limited (“CCHL”)

3.1 Business Performance

2007 was another year of success for CCHL. Leveraging its strong China-based business platform, CCHL achieved a record profit in 2007, primarily driven by an increase in management fees, performance fees, advisory fees as well as investment gains. Profit attributable to equity shareholders grew 71.0% from a year ago to HK\$401 million, while total assets under management (“AUM”) reached US\$1.6 billion by the end of 2007, compared to US\$1.1 billion a year ago. Fuelled by Mainland China’s robust economic growth, the management of CCHL is confident to capture the attractive investment opportunities that abound in the country across different asset classes, and continues to grow its AUM.

3.2 Business Development

Private Equity

CITIC Capital China Partners, L.P. (“CCCP”), CCHL’s flagship China private equity fund, achieved its final closing at US\$425 million in April 2007, which far exceeded its target fund size of US\$250 million. Leveraging on CITIC Group’s extensive business network in China, CCCP focuses on investing in state-owned enterprises. In addition to its anchor investment in Harbin Pharmaceutical Holding Co., Limited, one of the largest Chinese pharmaceutical companies, CCCP has made two new investments, in a fast growing auto parts manufacturer and a leading crane manufacturer respectively. On the international front, CCHL’s US-China private equity fund made one new investment in an electronic switches manufacturer, and achieved a significant realisation from an existing investment that generated a remarkable return of more than 2.5 times over its investment cost. While working on a portfolio of three existing investments, CCHL’s Japan-China private equity fund continues to seek attractive new investments.

資產管理

除了管理中國對沖旗艦基金 — 中信資本中國增長基金之外，中信資本在二零零七年亦專注發展兩個新投資產品。於二零零七年十月，中信資本與西班牙對外銀行合作推出名為 BBVA CITIC Capital China Equity Fund 的互惠基金，在西班牙登記作公開發售，這是西班牙對外銀行在當地推出的首個中國投資產品，亦為中信資本開拓歐洲市場揭開序幕。與此同時，中信資本於二零零七年十二月推出中信資本中國機會基金，該基金透過上市股份私人配售或首次公開招股前商議證券配售，專注投資於已上市之內地公司。

為了掌握內地資金持續增加流入香港的商機，中信資本亦正與一間中信系內機構合作管理一個合資格境內機構投資者組合。

Asset Management

In addition to managing CITIC Capital China Plus Fund, CCHL's flagship China hedge fund offering, CCHL focused to develop two new investment offerings in 2007. CCHL collaborated with BBVA and launched BBVA CITIC Capital China Equity Fund in October 2007, a mutual fund registered for public distribution in Spain. This is the first China investment product offered by BBVA in Spain and helps to bring CCHL's presence into the European market. Meanwhile, CITIC Capital China Access Fund, another new fund launched in December 2007, focuses on concentrated investments in listed Chinese companies by way of private investment in public equities or negotiated share placements in companies at pre-IPO stage.

CCHL is also working with a CITIC affiliated institution to manage a Qualified Domestic Institutional Investor portfolio to capture opportunities from increasing capital flows from Mainland China to Hong Kong.

房地產及結構性融資

中信資本與內地最大房地產發展商萬科企業股份有限公司合作推出專注住宅樓房發展項目的中信萬科中國房地產開發基金，於二零零七年一月最後集資期完結時共籌得一億五千萬美元。截至二零零八年一月，該基金已全數投資於八個房地產項目。二零零七年四月，中信資本管理的首個房地產基金——中信資本中國房地產投資基金按原定計劃獲利撤出上海的房地產投資項目，為中信資本帶來可觀基金表現費用。建基於以上兩個基金的優良成績，中信資本已推出第三個房地產基金，並於首次集資期完結時籌得二億七千八百萬美元。新基金將會專注於投資物業、房地產發展計劃以及入股內地房地產發展商。截至二零零八年一月，新基金已投資了兩個項目，預計於二零零八年第二季完成最後集資，屆時基金總額將可達五億美元的目標。

在結構性融資方面，中信資本夥拍澳洲著名結構性融資集團共同管理的夾層融資基金 CITIC Allco Investments Limited，截至二零零七年十二月已在大中華地區投資了五個項目，又於二零零七年十月從其中一個投資項目套現獲利，錄得內部回報率高達 30%。在諮詢服務方面，中信資本年內出任了內地其中一個最大型房地產銀團貸款的牽頭經辦人。

Real Estate And Structured Finance

In January 2007, CITIC Capital Vanke China Property Development Fund, which focuses on residential property development projects in partnership with China Vanke, the largest property developer in China, completed its final closing at US\$150 million. The fund has already fully invested in eight projects by January 2008. In April 2007, CITIC Capital China Property Investment Fund, the first real estate fund managed by CCHL, exited its property investment in Shanghai profitably as planned, from which CCHL has received a sizeable performance fee. On the back of the success of these two predecessor funds, CCHL has launched and completed the initial closing of its third property fund at US\$278 million. The new fund focuses on investment properties, property development projects and equity investment in property developers in Mainland China. By January 2008, the new fund has already made two investments. The final closing for this new fund is expected to be completed in the second quarter of 2008 which will bring it to its target total fund size of US\$500 million.

In the structured finance area, CITIC Allco Investments Limited, a mezzanine fund that CCHL co-manages with a leading Australian structured finance group, had made five investments in Greater China by December 2007 and realised one investment with an internal rate of return of 30% in October 2007. On the advisory front, the firm acted as the lead arranger for one of the largest loan syndications done in the property sector in Mainland China during the year.

其他

中信資本致力發展新基金產品，不斷發掘具潛力的資產類別、界別或可取的投資策略，進行重點投資及安排一連串投資項目。年內，中信資本進行了多項新的重點投資，主要屬於特別情況類別，同時亦出售多項上市及非上市證券，務求建立投資業績紀錄，為未來管理第三者資金鋪路。

此外，中信證券有限公司於二零零七年初再度注資中信證券國際有限公司（「中信證券國際」）後，中信資本所持有的中信證券國際權益由 20% 攤薄至 11.6%。由於香港股票市場暢旺，加上中信證券國際擔任中信銀行首次公開招股的聯合保薦人，年內中信證券國際錄得強勁的財務表現。

4. 中信國際資產管理有限公司（「中信國際資產管理」）

4.1 業績

中信國際資產管理於二零零七年錄得淨收入一億五千四百萬港元，是去年淨收入的二點三倍。旗下所有主要業務均取得理想成績，包括出售投資項目獲得總值三千萬港元收益、短期貸款帶來一千九百萬港元利息收入以及處理不良資產帶來四千五百萬港元。值得一提的是，中信國際資產管理在投資相關業務的收入佔總收入比例有所增加，反映中信國際資產管理轉型為一間實質的私募投資、直接投資及資產管理業務公司的策略已見成效。

Others

As part of CCHL's strategy in developing new fund products, it continuously seeks to identify potential asset classes, sectors, or investment strategies of interest, make anchor investments and develop an investment pipeline. Accordingly, several new anchor investments were made during the year, mainly in the special situations area. Meanwhile, several divestitures in both listed and non-listed securities were also made with the aim of creating an investment track record for managing third party capital in the future.

Separately, CCHL's remaining stake in CITIC Securities International Company Limited ("CSI") was diluted from 20% to 11.6% after an additional capital injection by CITIC Securities Co., Limited in early 2007. Riding on the buoyant Hong Kong stock market and the initial public offering of CNCB for which CSI acted as a joint sponsor, CSI achieved a strong financial performance during the year.

4. CITIC International Assets Management Limited ("CIAM")

4.1 Business Performance

In 2007, CIAM recorded HK\$154 million in net income, which was 2.3 times that of last year. Significant amounts of revenues were recognised from all of its principal activities, including HK\$30 million gains from investments, HK\$19 million in interest income from short-term lending and HK\$45 million in recoveries from its distressed assets portfolio. Also noteworthy is the increase in the share of investment related revenue to total revenue which clearly is a benefit from the transformation of CIAM into a genuine private equity, direct investment and assets management company.

中信國際資產管理擁有穩健的收益基礎，而且成本控制得宜，令二零零七年股東應佔溢利按年上升 173% 至一億一百萬港元，開創自二零零二年成立以來的歷史新高。

4.2 業務發展

策略性收購新業務及集資平台

中信國際資產管理於二零零七年十一月向其三位國外策略股東籌集最終未繳付的資本金，以支持其收購香港上市公司金匯投資(集團)有限公司(「金匯投資」) 72% 股權之資金需要，此項收購行動乃透過中信國際資產管理的全資附屬公司 Right Precious Limited 進行。在國外策略股東注入六億三千萬港元的資本金後，中信國際資產管理的總資產於二零零七年底上升 56.5% 至二十四億港元，而是次籌集資本金的餘額二億一千萬港元則將在二零零八年內繳付。中信國際資產管理預計於二零零八年三月三十一日以六億四千二百萬港元總值完成入股金匯投資，並將在交易後向金匯投資小股東提出強制性收購建議，以每股二點二五港元收購金匯投資餘下的 28% 股權，有關收購建議預期於二零零八年第二季完成。不過，中信國際資產管理已表明將繼續保留金匯投資在香港聯合交易所的上市地位的意向。

現時金匯投資的主要業務包括投資控股、物業發展、工業及管理營運服務、投資銀行及直接投資。中信國際資產管理相信金匯投資提供了一個靈活的業務架構及集資平台，有助進一步推動其在私募股權及直接投資等業務領域上的未來發展。

With a strong revenue base and good cost control disciplines, CIAM's profits for the year attributable to shareholders amounted to HK\$101 million, representing a 173% increase over 2006 and a record high since its incorporation in 2002.

4.2 Business Development

Strategic Acquisition Of New Business And Fund Raising Platform

In November 2007, CIAM made the final call of the unpaid capital from its three foreign strategic shareholders to finance the acquisition of a 72% stake in a Hong Kong listed company, E2-Capital Holdings Limited ("E2-Capital"), through its wholly-owned subsidiary, Right Precious Limited ("RPL"). Following the equity injection of HK\$630 million from the said capital call, CIAM's total assets were increased by 56.5% to HK\$2.4 billion by the end of 2007. The remaining HK\$210 million from the said capital call will be paid up in 2008. The stake acquisition in E2-Capital at a total consideration of HK\$642 million is expected to complete on 31 March 2008; a mandatory general offer to E2-Capital's minority shareholders at HK\$2.225 per share for the remaining 28% stake will follow, and is in turn expected to complete by the second quarter of 2008. However, intention has been stated for E2-Capital to remain listed on the Hong Kong Stock Exchange.

E2-Capital's current principal activities include investment holding, property development, industrial and management operating services, investment banking as well as direct investments. CIAM believes that E2-Capital provides a flexible business structure and fund-raising platform on which to further its own growth, particularly in the areas of private equity and direct investments.

直接投資

年內，中信國際資產管理將直接投資的重點放在開拓礦業及房地產投資商機上，包括與一家內地合作夥伴成立總值十億人民幣的合資企業以投資於金屬礦業公司。該合資企業由中信國際資產管理佔 40% 權益，其目標在十二至十八個月內全面投放所有資金。至於房地產投資方面，二零零七年內亦落實了多個合資項目，已承諾投資總額超過七億人民幣。此外，中信國際資產管理亦在消費及建築相關行業上作出投資。

融資顧問業務

中信國際資產管理為客戶一併提供短期貸款及顧問服務的策略，於二零零七年成功帶來理想收益並為其擴大客戶基礎。於二零零八年，中信國際資產管理將善用國外股東在顧問業務方面的專長，配合本身在內地的商業網絡，繼續擴展有關業務。此高回報的短期貸款組合不但能提供固定收入來源及穩定的現金流，更成為了中信國際資產管理短期流動資金管理的重要一環。

基金管理

中信國際資產管理所管理的兩個基金已於二零零七年完成投資。總值達六千萬人民幣的科技項目基金已開始撤出部份投資，並錄得理想回報；而另一個房地產基金已於二零零七年底前已承諾總值約四千三百萬美元的多個投資項目，並將於二零零八年逐步投放資金。另外，中信國際資產管理正與多個國際私募投資基金經理合作成立最少兩個基金，專注於不同投資範疇，並計劃分階段合共集資四億美元。

Direct Investment

During the year, CIAM's direct investments focus has been on mining and real estate opportunities. It formed a RMB1 billion joint venture with a PRC partner to invest in metal mining companies. The joint venture, in which CIAM holds a 40% stake, targets to complete all its investments in 12 to 18 months. In the area of real estate investments, CIAM has committed more than RMB700 million in various joint venture projects during 2007. Meanwhile, other investments were also made in the consumer and construction related segments.

Advisory Services

CIAM provides short-term financing to its clients packaged as part of its advisory services. In 2007, this strategy proved to be quite successful in terms of revenue generation and client base expansion. CIAM will expand this business further in 2008 by aligning the expertise of its shareholders on advisory services with the business network of CIAM in China. This high-yield short-term loan portfolio offers distinct advantages in generating a steady income stream and stable cash flows, and forms an important component of CIAM's short-term liquidity management.

Fund Management

The two funds under CIAM's management have completed their investments in 2007. Its technology fund amounting to RMB60 million has started to partially exit some of its investments and has registered satisfactory returns. Its real estate fund has committed approximately US\$43 million in investments by the end of 2007 which will be funded gradually in 2008. At least two other funds partnering with various international private equity fund managers are in the process of being established and are expected to focus on different investment areas. These funds target to raise an aggregate of US\$400 million via several tranches.

不良資產管理

二零零七年，中信國際資產管理成功從變賣部份屬房地產物業的不良資產收取五千一百萬港元。由於押品升值，中信國際資產管理其中一個主要不良貸款的撥備額減少二千二百萬港元。在扣除回收款、其他壞賬的額外撥備及減值後，不良資產組合於二零零七年底達三億七千四百萬港元，比二零零六年上升1.1%。

作好準備迎接新挑戰及機遇

中信國際資產管理於二零零六年底成功引入日本的 Asset Managers Co., Ltd.、中東巴林的 Ithmaar Bank B.S.C. 以及東南亞的 Mega Rider Offshore Limited 三位國外策略投資者後，憑藉他們的專長及業務網絡，不但為中信國際資產管理締造新的商機，在投資過程及企業管治架構方面也得以進一步提升。

中信國際資產管理亦增加對人才的投資。新的營運總監於二零零七年中上任以來，一直致力理順企業營運，配置適當資源，為中信國際資產管理迎接未來挑戰及機遇作好準備。中信國際資產管理現正積極招攬合資格的專業人士，以壯大投資團隊及提升執行投資項目能力。同時，為了進一步加強企業管治，中信國際資產管理已在定期的常務董事會議及管理報告之外，成立審計委員會。

內地市場現正存在龐大的直接投資機會，而中信國際資產管理已在各個範疇全面建立業務增長動力，加上三位國外策略投資者各自擁有的優勢，未來中信國際資產管理將可盡握新的業務商機，於二零零八年及以後實現擴展業務的鴻圖大計。

Distressed Assets Management

In 2007, CIAM successfully received HK\$51 million from its distressed assets portfolio mainly through the sale of some property assets. Due to the appreciation of collaterals from one major non-performing loan receivable, the provisioning on CIAM's non-performing loans was reduced by HK\$22 million. Net of recoveries, additional provisions and write-offs made on some bad debts in 2007, the distressed assets portfolio amounted to HK\$374 million as at the end of 2007, representing a 1.1% increase over 2006.

Preparing For New Challenges And Opportunities

Following the successful introduction of three strategic investors in late 2006, namely Japan's Asset Managers Co., Ltd, Bahrain's Ithmaar Bank B.S.C., and Mega Rider Offshore Limited from South East Asia, CIAM has leveraged their expertise and connections by bringing in new business opportunities as well as improving the quality of its investment process and corporate governance structure.

CIAM has also increased its investments in talents. Its new Chief Operating Officer, appointed since mid-2007, has been rationalising its operations and putting the right resources in place for CIAM to face its forthcoming challenges and opportunities. It will also be strengthening its investment teams with qualified professionals who will be responsible for enhancing CIAM's investments execution capability. In addition to the regular Executive Board Committee meetings and management reports, an audit committee was established to further enhance the corporate governance of CIAM.

Looking ahead, improving business momentum has been built up in all parts of CIAM. With plentiful direct investment opportunities in the Mainland and the respective strengths of its different shareholders, CIAM is well-positioned to capture new business opportunities and to realise its ambitious business expansion plan in the year of 2008 and beyond.

風險管理

二零零七年，本集團繼續推進風險基建發展，以進一步完善其在中信嘉華營運平台的風險管理系統。在二零零七年第三季，中信嘉華根據《新巴塞爾資本協定》中第二支柱的規定，對整體風險管理架構進行自我評估後，隨即全面提升銀行的整體風險政策、監控程序及系統。

市場風險管理方面，本集團之主要有關風險源自中信嘉華。中信嘉華之市場風險限額監控政策奠下了一個穩固基礎，可以為因應商業目標、風險承受程度及產品範圍而設的市場風險限額架構的使用和控制，包括政策、商務及交易等級限額，提供有效指引。各級架構由一系列的限額組成，包括溢利及虧損、交易盤及敏感度等限額。任何限額一旦被超越，均會引發預警訊息提示高級管理層，並在必要時作出適當之應對行動。中信嘉華繼續採納風險價值、回溯測試、壓力測試、風險因素敏感度、虧損限額及其他先進和精密的工具以進行市場風險監控。

業務操作風險管理跟信貸風險及市場風險管理一樣，已設有專業團隊，以分隔及獨立運作方式專責集中處理所有業務操作風險。中信嘉華在年內完善了業務操作風險管理架構及進一步提升有關政策，以達至國際最佳水平。此外，中信嘉華亦已推出不同的業務操作風險管理措施，如自行評估計劃及主要風險指標，以協助確認、評估、減低及匯報業務操作風險。

Risk Management

In 2007, the Group made progressive developments in its risk infrastructure in order to improve on the robustness of the risk management system in its operating platform, CKWB. CKWB completed a self assessment exercise in accordance with the risk management framework stipulated under Pillar II of the New Basel Capital Accord ("Basel II") in the third quarter of 2007, based on which various comprehensive enhancements on bank-wide policies, procedures and system adequacy were initiated.

For market risk management, the Group's main exposure is derived from CKWB. The Market Risk Limits Control Policy of CKWB offers a solid foundation with effective guidelines on the use and control of the hierarchy of market risk limits, including policies, business and transaction limits with reference to the Bank's business goals, risk appetites and product scope. Each level of hierarchy consists of a series of limits, including profit and loss, position and sensitivity limits. Any excesses to these limits will alert the attention of senior management and trigger appropriate actions as necessary. CKWB continues to adopt value-at-risk, back-testing, stress testing, risk factor sensitivities, loss limits and other types of advanced and sophisticated tools for market risk control.

In the area of operational risk management, similar to the credit risk and market risk management functions of the Bank, the dedicated team of professionals involved operates as a segregated and independent function that centralises all aspects of operational risk control. CKWB's operational risk management framework was refined during the year and its operational risk policies were further enhanced to align with international best practice. The Bank has implemented various operational risk management programmes, such as self-assessment exercises and key risk indicators, to facilitate the identification, assessment, mitigation and reporting of operational risks.

展望二零零八年，面對環球經濟不明朗的前景，以及市場很可能持續大幅波動，中信嘉華將繼續致力提升其預警監察系統，嚴格控制貸款組合的信貸素質，同時密切監察投資組合及其他市場風險，並加緊進行壓力測試，確保在任何時間內所承受的風險，均不會偏離中信嘉華的既定指引。

踏入二零零八年，中信嘉華即宣佈委任首席風險管理總監，以配合業務高速增長及區域性擴展計劃。該新增高級行政人員職位旨在確保中信嘉華能提升及保持最高的風險管理水平，以符合《新巴塞爾資本協定》以及現在或未來經營地域監管機構的要求。

Looking ahead into 2008, in face of the uncertain global economic outlook as well as the extreme market volatilities that are likely to continue, the Bank will make continuous refinements to its Early Alert Monitoring System and stay vigilant in managing the credit quality of its business portfolios. Additional emphasis will be placed on reviewing and stress-testing the Bank's investment portfolios and market exposures to ensure that the evolving risk dynamics do not deviate from the Bank's prescribed guidelines at any time.

In view of CKWB's fast growing business and its regional expansion plans, the Bank announced at the beginning of 2008 the appointment of its Director of Risks, a new senior executive position created to ensure that the Bank upgrades to and upholds the highest risk management standards required under Basel II or by different regulatory regimes within which the Bank operates now or in the future.

人力資源發展

發展及培育人才，並與員工分擔權責及共享成果，是本集團一向奉行的使命之一。事實上，本集團於二零零七年市場求才若渴的環境下，仍能透過加強聚焦於團隊合作，在生產力及產品創新方面取得重大成果。年內，香港的失業率大幅下跌，同時面對大量人才外流到內地市場的挑戰，金融服務行業的職位空缺更見攀升。雖然人才競爭加劇，但相對於前幾年，本集團有更多員工選擇留任，繼續與本集團一起成長。此外，本集團亦透過增聘高素質及經驗豐富的專業人才，提升整體人力資源素質。

Human Resources Development

The Group has always placed as one of its top priorities the task of growing and nurturing its talent base, and shares with its staff the ownership and fruits of its success. Indeed in 2007, through a focus on teamwork, the Group recorded significant gains in productivity and product innovation. The results were achieved against a backdrop of acute demand for talent. During the year, Hong Kong experienced a sharp decline in unemployment and also faced the challenge of an immense talent drain to the Mainland market. As a result, the financial services industry in particular faced an escalating rate in job vacancies. Despite the intensified competition for talent, more of our staff chose to stay and grow with the Group compared to previous years. In addition, the talent pool has been enriched with the addition of a number of high calibre and experienced professionals.

本集團二零零七年以增強員工歸屬感為首要任務，推出一連串以人為本的計劃，以表揚、栽培及保留人才。例如舉辦「商業領袖培訓計劃」，挑選表現卓越的高級經理參與其中，所有參加者均對該計劃高度讚揚。此外，本集團亦舉辦不同類型的員工溝通大會，包括業務論壇、行政人員論壇、行政總裁聊天室等，提供適時及有效的平台，讓高級管理層與不同部門及職級的員工分享策略性業務遠景及直接聽取他們的意見。與此同時，由一系列體育項目組成的「Team Power Olympics」運動會亦得到員工踴躍參與，有關活動讓各個業務及支援部門的所有職級員工享受運動樂趣之餘，更可從中建立團隊合作精神。本集團亦積極履行企業社會責任，特別為香港社會的弱勢社群施以援手，並致力推動整體環保意識，這些均有助增強員工的社會服務精神，讓員工能引以為傲。

本集團不斷致力提升一千六百一十五名員工的表現，一方面按員工的貢獻給予不同的獎勵，另一方面為員工提供持續培訓及發展計劃；年內，每名員工平均接受五日培訓。同時，本集團繼續透過培訓頂尖畢業生及招聘經驗豐富的專業人才，孕育領導團隊。此等措施不但是本集團持續取得業務成功的關鍵，而且為未來發展進一步打好基礎。

The Group made employee engagement a top priority in 2007. A number of people initiatives were launched to recognise, develop and retain our staff force. For instance, a “Business Leadership Development Programme” was organised for selected high-performance senior managers with very positive feedback received from all participants. A range of communications forums — including business forums, executive forums, CEO chatrooms, etc. — were held as timely and effective platforms for senior management to share strategic business visions and to get direct feedback from a wide cross-section of staff members. Meanwhile, a series of sporting events branded as “Team Power Olympics” drew enthusiastic response from staff members and created various fun and rewarding team building activities for all levels of staff across different business and support units. The Group’s heightened engagement in corporate social responsibility activities, especially those targeted at helping the underprivileged in local communities or at promoting general environmental awareness, also helped to build community service consciousness and corporate pride.

The Group seeks to continuously strengthen the performance of our 1,615 employees by offering differentiated rewards for different levels of contribution and by providing on-going training and development programmes; during the year, the Group reported on average five training days per staff member. At the same time, the Group continues to invest in building its leadership pipeline by grooming top-notch fresh graduates as well as recruiting experienced professionals. All these are not only critical to the Group’s on-going business success, but also to strengthen its foundation for future growth.

展望未來

中國經濟在可見未來繼續穩健增長已是無庸置疑的，香港作為「背靠祖國，面向世界」的國際金融中心必然受惠。本集團將致力抓緊香港獨特地理經濟優勢及中國經濟騰飛帶來的無限機遇，致力打造成客戶首選的地區性中資銀行集團。

為了迎接未來市場機遇，本集團將致力與中信銀行共同打造貫通中國和海外的統一平台，為客戶提供世界級的一站式金融服務方案，並加強與其他中信子公司之間的業務合作，以最大限度地發揮中信公司在金融和非金融領域的綜合優勢及協同效應。同時，本集團將專注落實戰略性地區擴展計劃，首個目標是於新加坡開設分行，服務中國重要貿易夥伴東南亞的客戶，為未來與中信銀行及西班牙對外銀行構建三方商業銀行業務模式作好準備。

Future Outlook

China's sustained healthy economic growth in the foreseeable future is already an undoubted reality. With China as its immense hinterland, Hong Kong is certain to benefit in its role as the country's international financial centre. Leveraging on the unique geo-economic advantage of Hong Kong and the immense opportunities from China's rapid economic expansion, the Group is determined to establish itself as its customers' regional Chinese banking group of choice.

To welcome these new opportunities, the Group will focus on building a unified platform with CNCB to deliver seamless world-class financial services solutions for customers to reach from China to the rest of the world. It will also strive to harness the competitive advantages and synergies between CITIC's financial and non-financial businesses by reinforcing business collaboration with other CITIC subsidiary companies. Just as importantly, the Group will focus on executing its strategic regional expansion plan, with Singapore as its first target for establishing an overseas branch — to service customers in Southeast Asia who are important trade partners with China and to pave the way for establishing the tripartite commercial banking business model with CNCB and BBVA.

中信國金對未來發展充滿信心。本集團旗下各子公司在過去不懈努力地經營求創，務求在競爭激烈的市場中突圍而出。現時它們已踏上清晰軌道，核心業務均茁壯成長，不但為本集團創造了寶貴價值，亦為其未來發展計劃建立了堅實業務根基。展望將來，在中信公司的全力支持下，本集團有信心不但可以克服目前環球金融危機的考驗，而且能夠從中歷練出更獨特及穩健的基礎，繼續未來的突破性轉型發展。

CIFH looks to the future with confidence. The Group's companies have all worked hard in the past to perform and to innovate in order to establish their differentiating competitive edges in the highly competitive market place. Their achievements are reflected in the strong growth of their business fundamentals as they stay focused on their clear business visions. Building on their solid groundwork and with the full support of CITIC, CIFH is confident that it will overcome the challenges of the current global financial crisis, and emerge from the lessons learnt with an even stronger and more unique foundation to continue our strategic breakthrough and transformation.



竇建中

Dou Jianzhong

行政總裁

Chief Executive Officer

企業管治報告

Corporate Governance Report

中信國際金融控股有限公司(「本公司」)致力維持高水平的企業管治。截至二零零七年十二月三十一日止年度，本公司一直應用香港聯合交易所有限公司證券上市規則(「上市規則」)附錄十四所載「企業管治常規守則」(「守則」)條文的原則，惟在下文有關段落所披露的偏離者除外。

(A) 董事之證券交易

本公司已採納上市規則附錄十所載的「上市發行人董事進行證券交易的標準守則」為本公司董事進行證券交易的行為守則。經向本公司董事作出特定查詢後，彼等確認於二零零七年度內均有遵守行為守則內所載的要求標準。

CITIC International Financial Holdings Limited (the “Company”) is committed to maintaining high standards of corporate governance. Throughout the year ended 31 December 2007, the Company has complied with the code provisions in the Code on Corporate Governance Practices (the “Code”) as set out in Appendix 14 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”), save for the deviations discussed in the relevant paragraphs below.

(A) Directors’ Securities Transactions

The Company has adopted the “Model Code for Securities Transactions by Directors of Listed Issuers” as set out in Appendix 10 of the Listing Rules as its own code of conduct regarding securities transactions by the Directors of the Company. Having made specific enquiry of the Directors of the Company, all Directors of the Company have complied with the required standard as set out in the aforesaid model code throughout the year of 2007.

(B) 董事會

組成及角色

董事會現時由十八名成員組成，包括董事長、副董事長、五位執行董事及十一位非執行董事（當中三位為獨立非執行董事）。所有獨立非執行董事已確認符合上市規則第 3.13 條有關獨立性評估指引所列的條件。董事的姓名及個人資料簡介已列載於本公司二零零七年年報內之「董事及高級行政人員簡介」部份。

董事會負責監督本公司及其附屬公司（「本集團」）的策略發展，制定本集團的目標、策略及業務計劃，而日常業務運作及管理的責任則已轉授予管理層。除擔當起全面監督的角色外，董事會亦會執行一些指定職務，如審批特定管理層人員的聘任、審批財務賬目、建議派發股息、核准增資活動、關連及重大交易，和審批監管機構所要求的政策及守則等。

董事均可徵詢公司秘書的意見，以及獲得其服務，以確保董事會程序及所有適用的規則及規例均獲得遵守。董事如有需要，亦可尋求獨立專業意見，費用由本公司支付。

(B) The Board

Composition And Role

The Board currently comprises eighteen members, consisting of the Chairman, the Vice Chairman, five Executive Directors and eleven Non-executive Directors, three of whom are Independent Non-executive Directors. All the Independent Non-executive Directors confirmed that they have met the criteria of Rule 3.13 of the Listing Rules regarding the guidelines for the assessment of independence. The names and brief biographical details of the Directors are shown in the "Biographies of Directors and Senior Executives" section under the Company's 2007 Annual Report.

The Board is responsible for overseeing the strategic development of the Company and its subsidiaries (the "Group") and for determining the objectives, strategies, policies and business plan of the Group. It has delegated the responsibility of the day-to-day operation and management to the management of the Company. In addition to its overall supervisory role, the Board retains specific responsibilities such as approving specific senior appointments, approving financial accounts, recommending dividend payments, approving capital raising activities; approving connected or material transactions, approving policies and codes as required by regulators, etc.

Directors have access to the advice and services of the Company Secretary to ensure that Board procedures, and all applicable rules and regulations, are followed. Directors, should they believe it to be necessary, also may seek independent professional advice at the Company's expense.

董事會會議

董事會每年召開最少四次會議，大約為每季度一次，以討論本集團整體策略、運作及財務表現。召開董事會定期會議的通告，最少於一個月前發出，以讓所有董事皆有機會騰空出席。至於董事會特別會議的通告，則會在合理時段內發出。每位董事均可要求在董事會會議議程內加插討論事項。董事長亦會確保所有董事在每次會議前及時收到足夠資料，並在會議上適當知悉當前的事項。本集團的有關高級管理人員，會獲邀出席董事會會議，以講解或回覆各董事的查問。董事會及每名董事在任何時候均有自行接觸本公司高級管理人員的獨立途徑，以便取得更多資料。

Board Meetings

The Board meets at least four times each year at approximately quarterly intervals to discuss the Group's overall strategy, operation and financial performance. Notice of regular Board meetings is sent to Directors at least one month in advance in order to provide sufficient notice to give all Directors an opportunity to attend. Reasonable notice is also given for special Board meetings. Each Director may request the inclusion of matters in the agenda for Board meetings. The Chairman also ensures that all Directors are supplied with adequate information in a timely manner before each meeting and that all Directors are properly briefed on issues arising at Board meetings. Senior executives of the Group are invited to attend the Board meetings to present and answer any enquiries raised by the Directors. At all times the Board and each Director have separate and independent access to the Company's senior executives for the purpose of obtaining additional information.

截至二零零七年十二月三十一日止年度，共召開四次董事會會議，個別董事的出席記錄列載於下表。括號內的數字代表個別董事於其在任期間內的會議次數：

During the year ended 31 December 2007, four board meetings were held. The attendance record of individual Directors is set out below. Figure in brackets indicates maximum number of meetings in the period in which the individual was a Director of the Company.

	出席會議次數		Attendance
董事長			
孔丹先生	4/(4)	Chairman Mr. Kong Dan	4/(4)
副董事長			
常振明先生	3/(4)	Vice Chairman Mr. Chang Zhenming	3/(4)
執行董事			
竇建中先生	3/(4)	Executive Directors Mr. Dou Jianzhong	3/(4)
陳許多琳女士	4/(4)	Mrs. Chan Hui Dor Lam Doreen	4/(4)
盧永逸先生	4/(4)	Mr. Lo Wing Yat Kelvin	4/(4)
施柏雅先生	4/(4)	Mr. Roger Clark Spyer	4/(4)
趙盛彪先生	3/(4)	Mr. Zhao Shengbiao	3/(4)
非執行董事			
何塞·巴雷伊洛先生 (於二零零七年三月一日獲委任)	2/(4)	Non-executive Directors Mr. Jose Barreiro (appointed on 1 March 2007)	2/(4)
陳小憲先生	3/(4)	Mr. Chen Xiaoxian	3/(4)
范一飛先生 (於二零零七年四月十六日獲委任)	1/(3)	Mr. Fan Yifei (appointed on 16 April 2007)	1/(3)
馮曉增先生	1/(4)	Mr. Feng Xiaozeng	1/(4)
康樂德先生 (於二零零七年三月一日獲委任)	4/(4)	Mr. Manuel Galatas (appointed on 1 March 2007)	4/(4)
居偉民先生	4/(4)	Mr. Ju Weimin	4/(4)
劉基輔先生	2/(4)	Mr. Liu Jifu	2/(4)
王東明先生	0/(4)	Mr. Wang Dongming	0/(4)
獨立非執行董事			
席伯倫先生	3/(4)	Independent Non-executive Directors Mr. Rafael Gil-Tienda	3/(4)
林廣兆先生	2/(4)	Mr. Lam Kwong Siu	2/(4)
曾耀強先生	3/(4)	Mr. Tsang Yiu Keung Paul	3/(4)

董事會及董事會專責委員會會議，由公司秘書負責記錄。會議記錄在會議後合理時間內送交各董事或委員會會員覽閱。會議記錄已對董事會及董事專責委員會會議上各董事所考慮事項及達至的決定作出足夠詳細的記錄，其中包括董事提出的任何疑慮或表達的反對意見。所有會議記錄由公司秘書備存，並在董事要求時提供其查閱。

董事長與行政總裁

本公司董事長為孔丹先生，行政總裁為竇建中先生，兩者的角色有所區分。董事長負責領導董事會確保其有效地運作，適時及建設性地處理所有重要及合適的事項。行政總裁在其他董事會成員及高級管理人員的協助下，處理本集團業務的日常運作，包括推行經董事會採納的重大發展策略及方針。

非執行董事

按守則條文所述，非執行董事的委任應有指定任期，並須接受重新選舉。本公司非執行董事的委任並無指定任期，惟彼等與本公司所有其他董事，均需要按本公司的公司組織章程細則，於每年股東週年大會上告退，但可膺選連任。董事認為，非執行董事需要每年重選的機制，已達到守則的預期目標。

The Company Secretary is responsible for taking minutes of the Board meetings and meetings of the Board Committees. The minutes are sent to all Directors or Committee members for their comments within a reasonable time after each meeting. The minutes record in sufficient detail the matters considered by the Board and the Board Committees, decisions reached, including any concerns raised by Directors or dissenting views expressed. All such minutes are kept by the Company Secretary and are available for inspection by the Directors upon request.

Chairman And Chief Executive Officer (The "CEO")

Mr. Kong Dan is the Chairman and Mr. Dou Jianzhong is the CEO of the Company. The roles of Chairman and CEO are segregated. The Chairman is responsible for the leadership and effective running of the Board, and for ensuring that all key and appropriate issues are discussed by the Board in a timely and constructive manner, while the CEO, supported by other Board members and the senior management, is responsible for the day-to-day management of the Group's business, including the implementation of major strategies and initiatives adopted by the Board.

Non-executive Directors

The Code provides that Non-executive Directors should be appointed for a specific term and should be subject to re-election. The Non-executive Directors of the Company are not appointed for such a specific term. Instead, same as for all other Directors of the Company, the Non-executive Directors are subject to retirement and are eligible for re-election at each annual general meeting in accordance with the Articles of Association of the Company. The Directors believe that subjecting the Non-executive Directors to annual re-election achieves the intended aims of the Code.

(C) 提名及薪酬委員會

提名及薪酬委員會(「委員會」)成員包括董事長孔丹先生(彼亦擔任委員會主席)、一名獨立非執行董事席伯倫先生、一名非執行董事劉基輔先生，及三名執行董事竇建中先生、陳許多琳女士及盧永逸先生。

委員會的功能及職責，列於已登載於本公司網頁內的職權範圍書上，主要包括物色和提名合適人選，藉以委任為本公司董事、行政總裁、替任行政總裁及董事總經理職位；就董事袍金事宜向董事會提出建議；審批委任或終止高層管理人員，及就該等人員的薪酬和補償事宜而制定的政策及機制；審批本公司高層管理人員的繼任安排；以及參照董事會不時制定的企業目標，審批按表現而釐定的薪酬。

雖然委員會的組合並非大部份成員為獨立非執行董事，董事認為現時由董事會轉授予委員會的職責條文，令整體董事會對委員會作出全面監控，已達到守則對獨立性的要求。委員會成員不能參予決定其自己個人的薪酬及與其直接或間接有利益衝突的事項，而所有非執行董事均有權出席委員會會議。委員會的組合及職權範圍書將會不時作出檢討。

(C) Nomination And Remuneration Committee

The Nomination and Remuneration Committee (the “N&R Committee”) comprises the Chairman, Mr. Kong Dan, who is also the Chairman of the N&R Committee, an Independent Non-executive Director, Mr. Rafael Gil-Tienda, a Non-executive Director, Mr. Liu Jifu, and three Executive Directors, namely Mr. Dou Jianzhong, Mrs. Chan Hui Dor Lam Doreen and Mr. Lo Wing Yat Kelvin.

The roles and responsibilities of the N&R Committee, as set out in its terms of reference, are published on the Company’s website. These primarily include: identifying and nominating qualified individuals to the Board for appointment as Directors, CEO, Alternate CEO and Managing Directors of the Company; making recommendations to the Board on directors’ fees; reviewing and approving the policies and mechanism in relation to the appointment or termination of, remuneration or compensation to, and the succession plans for the senior executives of the Company; and reviewing and approving performance based remuneration by reference to corporate goals and objectives resolved by the Board from time to time.

Although the composition of the N&R Committee does not include a majority of members who are Independent Non-executive Directors, the Directors believe that the terms of the delegation of duties by the Board subject the decisions of the N&R Committee to the oversight of the full Board, which in itself satisfies the independence requirements under the Code. The members of the N&R Committee shall not vote in decisions concerning each of their own remuneration or any other matters which he / she has any direct or indirect interest. All Non-executive Directors of the Company have the right to attend the meetings of the N&R Committee. The composition and the terms of reference of the N&R Committee shall be reviewed from time to time.

截至二零零七年十二月三十一日止年度，共召開一次委員會會議，個別成員的出席記錄列載於下表。括號內的數字代表個別成員於其在任期間內的會議次數：

During the year ended 31 December 2007, one N&R Committee meeting was held. The attendance record of individual members is set out below. Figure in brackets indicates maximum number of meetings in the period in which the individual was a member of the N&R Committee.

姓名	出席會議次數	Name	Attendance
孔丹先生(主席)	1/(1)	Mr. Kong Dan (<i>Chairman</i>)	1/(1)
竇建中先生	1/(1)	Mr. Dou Jianzhong	1/(1)
陳許多琳女士	1/(1)	Mrs. Chan Hui Dor Lam Doreen	1/(1)
席伯倫先生 (於二零零七年七月六日 獲委任)	0/(0)	Mr. Rafael Gil-Tienda (appointed on 6 July 2007)	0/(0)
劉基輔先生	1/(1)	Mr. Liu Jifu	1/(1)
盧永逸先生	0/(1)	Mr. Lo Wing Yat Kelvin	0/(1)

(D) 內部監控

董事會需負責本集團的內部監控系統，並透過審核委員會檢討其效能。評核及評估本集團內部監控的足夠性和有效性乃由稽核部按持續基準獨立進行。稽核部主管負責制定每年度以風險作為基準的審核工作計劃表，並經由審核委員會審閱及批准，審核工作涵蓋所有重要的監控方面：包括財務監控、運作監控及合規監控以及風險管理功能。特別審核工作有需要時進行。稽核部主管會定期向審核委員會報告審核工作的進度，並向審核委員會匯報重要發現及事項，審核委員會經審閱有關發現及事項後送呈董事會參閱及作出適當之處理。

(D) Internal Control

The Board is responsible for the Group's internal control system and for reviewing its effectiveness through the Audit Committee. The examination and evaluation of the adequacy and effectiveness of the Group's internal control system is independently conducted by the Audit Department on an on-going basis. The Head of the Audit Department develops a risk-based annual audit plan for regular audits for each calendar year. Such audit plan is reviewed and approved by the Audit Committee. The audits cover all material controls, including financial, operational and compliance controls as well as risk management functions. Special audit may be conducted when necessary. The Head of the Audit Department reports regularly to the Audit Committee about the audit work done as compared with the annual audit plan and highlights any significant findings or issues to the Audit Committee. The Audit Committee will then review the findings and report to the Board for attention and appropriate action.

(E) 審核委員會

審核委員會現有四名成員，包括三名獨立非執行董事：曾耀強先生(主席)、席伯倫先生及林廣兆先生，以及一名非執行董事居偉民先生。審核委員會的權力及職責，列於已登載於本公司網頁內的職權範圍書上。

審核委員會定期與本公司及主要附屬公司的行政總裁、集團財務總監、稽核部主管、合規主任及外聘核數師進行會面，討論本集團的財務匯報程序、內部監控制度及合規情況。審核委員會亦負責考慮外聘核數師的委任及核數費用，並在展開審核工作前與外聘核數師商討審核性質及範圍。審核委員會亦會與內部稽核員、外聘核數師及監管機構討論其提出的事項，確保彼等提出的建議獲得執行。

截至二零零七年十二月三十一日止年度，共召開四次委員會會議，個別成員的出席記錄列載於下表。括號內的數字代表個別成員於其在任期間內的會議次數：

姓名	出席會議次數	Name	Attendance
曾耀強先生(主席)	4/(4)	Mr. Tsang Yiu Keung Paul (<i>Chairman</i>)	4/(4)
席伯倫先生	3/(4)	Mr. Rafael Gil-Tienda	3/(4)
居偉民先生	2/(4)	Mr. Ju Weimin	2/(4)
林廣兆先生	2/(4)	Mr. Lam Kwong Siu	2/(4)

(E) Audit Committee

The current composition of the Audit Committee consists of four members, including three Independent Non-executive Directors, namely Mr. Tsang Yiu Keung Paul (Chairman), Mr. Rafael Gil-Tienda and Mr. Lam Kwong Siu, and one Non-executive Director, Mr. Ju Weimin. The authority and duties of the Audit Committee, as set out in the terms of reference, are published on the Company's website.

The Audit Committee meets regularly with the CEOs of the Company and the major subsidiaries, the Group Chief Financial Officer, Head of Audit Department, Compliance Officer and the external auditors to consider and discuss the Group's financial reporting process, systems of internal control and compliance. It is also responsible for considering the appointment of the external auditors and the audit fee, and to discuss with the external auditors the nature and scope of audit before any audit commences. It also discusses matters raised by the internal auditors, external auditors and regulatory bodies to ensure that appropriate recommendations are implemented.

During the year ended 31 December 2007, four Audit Committee meetings were held. The attendance record of individual members is set out below. Figure in brackets indicates maximum number of meetings in the period in which the individual was a member of the Audit Committee.

審核委員會在年度內所做的工作，摘要如下：

The following is a summary of the work performed by the Audit Committee during the year under review:

- | | |
|--------------------------------|---|
| — 審閱及向董事會建議批准年度及中期財務報表； | — Reviewed and recommended to the Board for approval the annual and interim financial statements; |
| — 審閱外聘核數師致管理層的審核情況說明函件及管理層的回應； | — Reviewed the external auditors' management letter and management's response; |
| — 審閱及向董事會建議批准就審核事宜致外聘核數師的陳述函件； | — Reviewed and recommended to the Board for approval the representation letters in relation to the audit; |
| — 審批核數費用的建議； | — Reviewed and approved the audit fee proposal; |
| — 審批內部稽核計劃；及 | — Reviewed and approved the internal audit plan; and |
| — 審閱內部稽核報告，內含內部監控的評估。 | — Reviewed the internal audit reports covering the evaluation of internal controls. |

(F) 問責及核數

董事負責監督編製每個財政期間的賬目，確認賬目能真實和公平地反映本集團在該段期間的業務狀況、業績及現金流量表現。於編製截至二零零七年十二月三十一日止年度之賬目時，董事已採用適當的會計政策並貫徹應用，已批准採納符合國際財務報告準則的全部香港財務報告準則，及作出審慎合理判斷及估計，並按持續經營之基準編製賬目。

畢馬威會計師事務所在二零零七年股東週年大會上獲繼續委任為本公司外聘核數師，直至下屆股東週年大會為止。

本公司於二零零七年支付予畢馬威會計師事務所，作為審核服務的酬金為港幣5,668,500元，而支付予畢馬威會計師事務所的非審核服務酬金則為港幣2,271,805元。

(F) Accountability And Audit

The Directors are responsible for overseeing the preparation of accounts for each financial period and for ensuring that they give a true and fair view of the state of affairs of the Group and of the results and cash flows for that period. In preparing the accounts for the year ended 31 December 2007, the Directors have selected the suitable accounting policies and applied them consistently, approved the adoption of all Hong Kong Financial Reporting Standards which are in conformity to the International Financial Reporting Standards, made judgements and estimates that are prudent, and prepared the accounts on the going concern basis.

KPMG was reappointed as the Company's external auditors at the 2007 Annual General Meeting until the conclusion of the next Annual General Meeting.

During 2007, fees paid to KPMG for audit services amounted to HK\$5,668,500 and the fee paid to KPMG for non-audit services was HK\$2,271,805.

(G) 與股東溝通

本公司重視與股東及潛在投資者維繫有效的溝通，並透過多種渠道增進與投資界之交流及提高他們對本集團的發展策略及業務表現之瞭解。本公司定期就年度業績、中期業績及各項重大企業活動的最新發展動向與買方及賣方分析員舉行小組會議及提供簡報。此外，本公司的指定高層管理人員亦經常與機構性股東進行單對單的會面，以及參與多項企業投資者聚會日，或透過不同的大型投資者會議擴闊與本地及國際性機構投資者之接觸。於二零零七年，本公司共與來自一百六十四間公司之二百六十九位分析員及基金經理合共進行一百五十五次會面。本集團之企業關係部經常更新存檔內的投資者及分析員名單，主動向資料庫內的人士發放本公司、其附屬公司及聯營公司之最新重要新聞。與此同時，本公司又透過網址 www.citicfh.com 向外界提供本集團最新的企業資料、主要財務數據、通告及通函、中期報告及年報、投資者簡報資料、信貸評級及分析員聯絡資料。

股東週年大會亦視為本公司與股東溝通的重要平台，本公司董事、高層管理人員及外聘核數師均盡力出席本公司股東週年大會，以回應股東提問。

本公司董事長孔丹先生由於有其他重要事務安排，未能出席本公司於二零零七年五月十七日舉行的股東週年大會。當日與會董事按本公司的公司組織章程細則第 67 條，推選本公司行政總裁竇建中先生主持該次會議。

(G) Communication With Shareholders

The Company places high priority in maintaining effective communications with shareholders and potential investors, and has adopted various means to establish dialogues with the investment community and to promote greater understanding of its corporate strategy and business performance. The Company hosts regular meetings with and presentations for buy-side and sell-side analysts on its annual and interim results as well as to provide updates of key corporate events. Additionally, designated senior executives attend regular one-on-one meetings with institutional shareholders, as well as participate in corporate investor days or investor conferences to broaden its reach to other local and international institutional investors. In 2007, the Company participated in a total of 155 meetings with 269 analysts and fund managers from 164 companies. The Group's Corporate Relations Department proactively keeps investors and analysts on its database up-to-date with the latest key news concerning the Company and its key subsidiaries and associates. Meanwhile, the Company's website www.citicfh.com offers timely access to the Group's corporate information, key financial data, announcements and circulars, interim and annual reports, investor presentation materials, credit ratings, as well as analyst coverage information.

The Annual General Meeting is also an important platform for communicating with the shareholders. The Directors, senior executives and external auditors make their best efforts to attend the Annual General Meeting of the Company to address shareholders' queries.

Mr. Kong Dan, Chairman of the Board, was unable to attend the Annual General Meeting of the Company held on 17 May 2007 due to other important business engagements. The Directors presented at that meeting had elected Mr. Dou Jianzhong, Chief Executive Officer of the Company, to chair the meeting in accordance with Article 67 of the Articles of Association of the Company.

於二零零七年的股東週年大會上，會議主席已就所有議案要求以投票方式進行表決。以投票方式表決的程序及股東要求以投票方式表決的權利，已載於本公司致股東通函內，並與年報及股東週年大會通知一併發出。本公司的股份登記處香港中央證券登記有限公司，受聘擔任監察員以確保票數正確地點算。表決結果於會議後一個工作天在報章上刊登，並同時登載於本公司網頁內。

於二零零七年的股東週年大會上，會議主席就每項實際獨立的事宜，包括重選董事，個別提出決議案。

At the 2007 Annual General Meeting, the Chairman of the Meeting demanded a poll on all resolutions. Details of the poll voting procedures and the rights of shareholders to demand poll were included in the circular to shareholders despatched together with the Annual Report and Notice of Annual General Meeting. Computershare Hong Kong Investor Services Limited, the Share Registrar of the Company, was engaged as scrutineer to ensure the votes were properly counted. The poll results were published in the newspapers on the business day following the Annual General Meeting and were posted on the Company's website at the same time.

Separate resolutions were proposed in respect of each substantially separate issue in the 2007 Annual General Meeting, including the election of Directors.

董事及高級行政人員簡介

Biographies Of Directors And Senior Executives

董事簡介

孔丹先生

董事長

六十歲。於二零零一年一月二日獲委任為中信國際金融控股有限公司（「本公司」）董事，同年一月十二日被推選為董事長。孔先生為中國中信集團公司、中信銀行股份有限公司和中信資源控股有限公司董事長，亦為中信嘉華銀行有限公司董事。孔先生持有中國社會科學院經濟學碩士銜，曾出任中國光大（集團）總公司副董事長兼總經理、中國光大控股有限公司副主席及中國光大科技有限公司主席。孔先生擁有廣泛商業聯繫，並在投資、金融等方面有豐富經驗。

Biographies Of Directors

Mr. Kong Dan

Chairman

Aged 60. Appointed as a Director of CITIC International Financial Holdings Limited (the “Company”) on 2 January 2001 and was elected Chairman of the Company on 12 January 2001. Mr. Kong is the Chairman of CITIC Group, China CITIC Bank Corporation Limited and CITIC Resources Holdings Limited. He is also a Director of CITIC Ka Wah Bank Limited. He holds a Master Degree in Economics from the China Academy of Social Sciences. Mr. Kong was formerly the Vice Chairman and President of China Everbright Group Limited, Vice Chairman of China Everbright Limited and Chairman of China Everbright Technology Limited. He has extensive business connections and experience in investment and finance.

常振明先生

副董事長

五十一歲。於二零零五年六月二十七日獲委任為本公司董事，並於二零零六年十月十七日被推選為本公司副董事長。常先生為中國中信集團公司副董事長兼總經理、中信銀行股份有限公司副董事長、中信嘉華銀行有限公司和中信泰富有限公司董事、及中信資本控股有限公司和中信國際資產管理有限公司董事長。常先生持有美國紐約保險學院工商管理碩士銜，並擁有超過二十年之廣泛銀行、金融及證券業經驗。常先生於二零零一年七月至二零零四年八月期間為本公司董事兼行政總裁，於二零零四年九月至二零零六年七月期間任中國建設銀行股份有限公司副董事長兼行長。

竇建中先生

行政總裁

五十三歲。於一九九一年五月二十八日獲委任為本公司董事，並於二零零五年一月一日獲委任為本公司行政總裁。竇先生為中國中信集團公司常務董事兼副總經理、中信嘉華銀行有限公司董事長、和中信國際資產管理有限公司及中信銀行股份有限公司董事。竇先生於一九七九年畢業於北京對外經濟貿易大學，曾獲遼寧大學經濟學碩士，亦曾獲中國中信集團公司頒授「高級經濟師」之名銜。竇先生曾任中信實業銀行（現稱中信銀行股份有限公司）行長，擁有豐富的金融業務經驗。

Mr. Chang Zhenming

Vice Chairman

Aged 51. Appointed as a Director of the Company on 27 June 2005 and was elected Vice Chairman of the Company on 17 October 2006. Mr. Chang is the Vice Chairman and President of CITIC Group, Vice Chairman of China CITIC Bank Corporation Limited, Director of CITIC Ka Wah Bank Limited and CITIC Pacific Limited, and Chairman of CITIC Capital Holdings Limited and CITIC International Assets Management Limited. He holds an MBA from the Insurance College of New York and has over 20 years' broad range of experience in banking, finance and securities business. Mr. Chang was a Director and Chief Executive Officer of the Company during the period from July 2001 to August 2004 and was the Vice Chairman and President of China Construction Bank Corporation from September 2004 to July 2006.

Mr. Dou Jianzhong

Chief Executive Officer

Aged 53. Appointed as a Director of the Company on 28 May 1991 and was appointed as the Chief Executive Officer of the Company on 1 January 2005. Mr. Dou is an Executive Director and Vice President of CITIC Group, Chairman of CITIC Ka Wah Bank Limited, and a Director of CITIC International Assets Management Limited and China CITIC Bank Corporation Limited. He graduated from the University of International Business and Economics, Beijing in 1979 and obtained a Master Degree in Economics from Liao Ning University. Mr. Dou was granted the prestigious title of "Senior Economist" by CITIC Group. He was formerly the President of CITIC Industrial Bank (now known as China CITIC Bank Corporation Limited) and has extensive experience in the finance industry.

何塞·巴雷伊洛先生

四十九歲。於二零零七年三月一日獲委任為本公司董事。巴雷伊洛先生現為西班牙對外銀行全球企業銀行服務及資產管理董事。彼為西班牙對外銀行集團執行委員會成員，亦為 Bolsas y Mercados Espanoles 董事會成員、Altura Markets, A.V., S.A. 及 Proxima Alfa Investments (USA) LLC 主席。巴雷伊洛先生持有西班牙 Universidad Complutense of Madrid 經濟學學士學位。彼於企業銀行服務及金融方面擁有廣泛商業聯繫及經驗。

陳許多琳女士

董事總經理兼替任行政總裁

五十四歲。一九九八年四月加入本公司為執行副總裁，並分別於二零零一年五月四日及七月六日獲委任為本公司董事及替任行政總裁。陳太現為本公司董事總經理兼替任行政總裁、中信嘉華銀行有限公司董事、總裁兼行政總裁、中信嘉華銀行(中國)有限公司和香港華人財務有限公司董事長、及中信銀行股份有限公司董事。陳太現亦為銀行業務諮詢委員會會員。加入本公司前，陳太曾為本地一間國際銀行擔任零售銀行部的主管。此外，陳太熱心非牟利公益事務，身兼基督教靈實協會、青年發展基金及中國神學研究院董事，亦為香港浸會大學校董會和該大學財務委員會成員。

Mr. Jose Barreiro

Aged 49. Appointed as a Director of the Company on 1 March 2007. Mr. Barreiro is a Director of Global Wholesale Banking and Asset Management of Banco Bilbao Vizcaya Argentaria, S.A. ("BBVA"). He is a member of the Executive Committee of BBVA Group and a member of the board of directors of Bolsas y Mercados Espanoles and Chairman of Altura Markets, A.V., S.A. and Proxima Alfa Investments (USA) LLC. Mr. Barreiro holds a Bachelor Degree in Economics from the Universidad Complutense of Madrid in Spain. He has extensive business connections and experience in wholesale banking and finance.

Mrs. Chan Hui Dor Lam Doreen

Managing Director And Alternate Chief Executive Officer

Aged 54. Joined the Company as Executive Vice President in April 1998. Mrs. Chan was appointed as a Director and Alternate Chief Executive Officer of the Company on 4 May and 6 July 2001 respectively. Mrs. Chan is the Managing Director and Alternate Chief Executive Officer of the Company, a Director, President and Chief Executive Officer of CITIC Ka Wah Bank Limited, Chairman of CITIC Ka Wah Bank (China) Limited and HKCB Finance Limited, and a Director of China CITIC Bank Corporation Limited. Mrs. Chan also serves as a member of the Banking Advisory Committee. Prior to joining the Company, she was in charge of the retail banking business for a major international bank in Hong Kong. Mrs. Chan is also active in her support for non-profit organisations. She is currently serving on the board of Haven of Hope Christian Service, The Youth Foundation Limited and China Graduate School of Theology. She is also a council member of the Hong Kong Baptist University and serves as a member of its Finance Committee.

陳小憲博士

五十三歲。於二零零五年一月十七日獲委任為本公司董事。陳博士現為中信銀行股份有限公司董事兼行長、中國中信集團公司常務董事與副總經理、和中信嘉華銀行有限公司董事。陳博士被東北財經大學聘為博士生導師和客座教授，同時亦為中國人民大學客座教授。加入中國中信集團公司前，陳博士曾任招商銀行董事和常務副行長。陳博士畢業於中國人民大學，獲得財政金融專業的學士學位。此後，陳博士先後於西南財經大學獲得金融專業的碩士學位，於東北財經大學獲得金融學博士學位。陳博士為高級經濟師，在中國銀行業擁有二十四年從業經歷。二零零五、零六和零七年，陳博士連續三年被中國《銀行家》雜誌評選為「年度中國十大金融人物」，並於二零零六和零七年被中國國際金融討論年會評選為「中國十佳新銳金融人物」。

范一飛先生

四十三歲。於二零零七年四月十六日獲委任為本公司董事。范先生為中國建設銀行股份有限公司副行長、中國建設銀行(亞洲)有限公司及中國建設銀行(亞洲)股份有限公司董事長、和中國石油化工股份有限公司董事。范先生為一名高級會計師，彼於一九九零年考獲財政部財政科學研究所財政學專業碩士學位，於一九九三年考獲中國人民大學財政學專業博士研究生，並於二零零二年考獲哥倫比亞大學國際經濟學專業碩士學位。

Dr. Chen Xiaoxian

Aged 53. Appointed as a Director of the Company on 17 January 2005. Dr. Chen is the Director and President of China CITIC Bank Corporation Limited, an Executive Director and Vice President of CITIC Group, and a Director of CITIC Ka Wah Bank Limited. Dr. Chen is a mentor for doctoral student and visiting professor of Dongbei University of Finance and Economics, as well as visiting professor of Renmin University of China. Before joining CITIC Group, Dr. Chen was a director and Executive Vice President of China Merchants Bank. Dr. Chen graduated from Renmin University of China with a Bachelor Degree in Finance. He received his Master Degree in Finance from Xinan University of Finance and Economics and his Ph.D. in Finance from Dongbei University of Finance and Economics. He is a "Senior Economist" and has 24 years' extensive experience in banking. In 2005, 2006 and 2007 consecutively, Dr. Chen received the "China's Top Ten Finance Figures of the Year Award" from "The Chinese Banker" magazine. He also received the "Top Ten New Leaders in Finance of the Year Award" from the China International Forum in 2006 and 2007.

Mr. Fan Yifei

Aged 43. Appointed as a Director of the Company on 16 April 2007. Mr. Fan is the Vice President of China Construction Bank Corporation, Chairman of China Construction Bank (Asia) Limited and China Construction Bank (Asia) Corporation Limited, and a Director of China Petroleum & Chemical Corporation. Mr. Fan is a senior accountant. He received his M.A. in Finance from the Institute of Finance under the Ministry of Finance in 1990, his Ph.D. in Finance from Renmin University of China in 1993, and his M.I.A. Degree in International Economics from Columbia University in 2002.

馮曉增先生

六十歲。於二零零六年八月十日獲委任為本公司董事。馮先生為中保國際控股有限公司、民安(控股)有限公司、中國保險(控股)有限公司、香港中國保險(集團)有限公司、中保集團資產管理有限公司及中國國際再保險有限公司董事長，亦為太平人壽保險有限公司、太平養老保險股份有限公司和盈科保險集團有限公司董事。馮先生畢業於南開大學外文系，彼於一九九八年十一月至二零零五年六月期間，出任中國保險監督管理委員會副主席。馮先生於保險界享負盛名。

Mr. Feng Xiaozeng

Aged 60. Appointed as a Director of the Company on 10 August 2006. Mr. Feng is the Chairman of China Insurance International Holdings Company Limited, The Ming An (Holdings) Company Limited, China Insurance (Holdings) Company Limited, China Insurance H.K. (Holdings) Company Limited, China Insurance Group Assets Management Limited and China International Reinsurance Company Limited. He is now also a director of Tai Ping Life Insurance Company Limited, Tai Ping Pension Insurance Company Limited and Pacific Century Insurance Holdings Limited. Mr. Feng graduated from Department of Foreign Languages of Nankai University. He was the Deputy Chairman of The China Insurance Regulatory Commission from November 1998 to June 2005. Mr. Feng is held in high regard and reputation in the insurance field.

康樂德先生

四十五歲。於二零零七年三月一日獲委任為本公司董事。康先生為西班牙對外銀行亞洲區總經理，彼於一九九四年加盟西班牙對外銀行集團。康先生為美國 Georgetown University 商業管理及國際金融文學士，曾任西班牙對外銀行主席。康先生於私人理財、資產管理及銀行服務方面擁有廣泛商業聯繫及經驗。

Mr. Manuel Galatas

Aged 45. Appointed as a Director of the Company on 1 March 2007. Mr. Galatas is the General Manager for Asia of BBVA. He has been working within BBVA Group since 1994. Mr. Galatas holds a Bachelor of Arts degree in Business Administration and International Finance from Georgetown University in the United States. He was formerly the Chairman of BBVA Switzerland. He has extensive business connections and experience in private banking, asset management and in banking.

席伯倫先生

獨立非執行董事

五十五歲。於二零零四年十二月一日獲委任為本公司獨立非執行董事。席先生為 Marsh & McLennan Companies Inc. 亞洲區主席及中信嘉華銀行有限公司的獨立非執行董事和信貸及風險管理委員會主席。席先生於牛津大學及加州柏克萊大學考獲哲學、政治及經濟學學士銜和工商管理碩士銜。席先生曾於渣打銀行及花旗銀行工作，擁有超過二十五年銀行工作經驗。

Mr. Rafael Gil-Tienda

Independent Non-executive Director

Aged 55. Appointed as an Independent Non-executive Director of the Company on 1 December 2004. Mr. Gil-Tienda is the Chairman of Marsh & McLennan Companies Inc. in Asia and an Independent Non-executive Director and Chairman of the Credit & Risk Management Committee of CITIC Ka Wah Bank Limited. He obtained a Bachelor Degree in Philosophy, Politics and Economics from the Oxford University and an MBA from the University of California, Berkeley. He was formerly with Standard Chartered Bank and Citibank and has over 25 years of banking experience.

居偉民先生

四十四歲。於二零零一年七月十二日獲委任為本公司董事。居先生為中國中信集團公司董事兼財務總監、中信嘉華銀行有限公司及中信銀行股份有限公司董事、和中信信託投資有限責任公司董事長。居先生分別於杭州電子工業學院及中國人民大學考獲經濟學學士銜及經濟學碩士銜。

林廣兆先生

獨立非執行董事

七十三歲。於一九九六年獲委任為本公司獨立非執行董事。林先生為中銀國際控股有限公司副董事長、中國海外發展有限公司、閩港控股有限公司、信義玻璃控股有限公司及中信嘉華銀行有限公司獨立非執行董事。林先生曾任中國銀行港澳管理處副主任、寶生銀行主席、集友銀行副主席、中國銀行、中銀中國基金有限公司及恒基中國集團有限公司董事。擁有四十多年銀行工作經驗。

劉基輔先生

六十四歲。於二零零二年十一月二十五日獲委任為本公司董事。劉先生現為中信(香港)集團有限公司及中信泰富有限公司董事。

Mr. Ju Weimin

Aged 44. Appointed as a Director of the Company on 12 July 2001. Mr. Ju is the Director and Chief Financial Officer of CITIC Group, a Director of CITIC Ka Wah Bank Limited and China CITIC Bank Corporation Limited, and Chairman of CITIC Trust & Investment Co., Ltd. Mr. Ju obtained a Bachelor Degree in Economics from the Hangzhou Institute of Electronic Engineering and a Master Degree in Economics from the Renmin University of China.

Mr. Lam Kwong Siu

Independent Non-executive Director

Aged 73. Appointed as an Independent Non-executive Director of the Company in 1996. Mr. Lam is the Vice Chairman of BOC International Holdings Limited and the Independent Non-executive Director of China Overseas Land & Investment Limited, Fujian Holdings Limited, Xinyi Glass Holdings Limited and CITIC Ka Wah Bank Limited. He was formerly the Deputy Chief Executive of Bank of China Hongkong-Macau Regional Office, Chairman of Po Sang Bank Limited, Vice Chairman of Chiyu Banking Corporation Limited and a Director of Bank of China, BOC China Fund Limited and Henderson China Holdings Limited. He has over 40 years of continuous banking experience.

Mr. Liu Jifu

Aged 64. Appointed as a Director of the Company on 25 November 2002. Mr. Liu is a Director of CITIC Hong Kong (Holdings) Limited and CITIC Pacific Limited.

盧永逸先生

董事總經理

四十九歲。於一九九七年十月加入本公司為首席集團法律顧問，同年十二月獲委任為本公司董事。盧先生現為本公司董事兼董事總經理，亦為中信嘉華銀行有限公司董事及中信國際資產管理有限公司董事兼行政總裁。盧先生畢業於香港大學法律系，並分別於一九八四年及一九八九年取得香港最高法院和英國及威爾斯最高法院律師資格。加入本公司前，盧先生曾任中國銀行港澳管理處法律顧問及年利達律師事務所之合夥人。

施柏雅先生

六十八歲。於二零零五年十二月二日獲委任為本公司董事。施先生亦為中信嘉華銀行有限公司董事、執行副總裁兼替任行政總裁。施先生為資深銀行家，擁有逾三十年在信貸和風險管理、企業及投資銀行、財資、資產／負債和衍生工具交易的廣泛經驗。施先生曾於一家大型國際銀行工作超過二十五年，出任該集團多項高層管理職位，之後，施先生為一名獨立顧問，為國際性客戶提供在中國銀行業市場的投資顧問服務。

Mr. Lo Wing Yat Kelvin

Managing Director

Aged 49. Joined the Company as Chief Group Counsel in October 1997 and was appointed as a Director in December of the same year. Mr. Lo is presently the Director and Managing Director of the Company. He is also a Director of CITIC Ka Wah Bank Limited and, a Director and Chief Executive Officer of CITIC International Assets Management Limited. Mr. Lo graduated from the University of Hong Kong with a Bachelor Degree in Law. He was admitted as a Solicitor of the Supreme Court of Hong Kong in 1984 and a Solicitor of the Supreme Court of England and Wales in 1989. Prior to joining the Company, Mr. Lo served as an In-house Counsel of Bank of China Hongkong-Macau Regional Office and a partner of Linklaters.

Mr. Roger Clark Spyer

Aged 68. Appointed as a Director of the Company on 2 December 2005. Mr. Spyer is also a Director, Executive Vice President and Alternate Chief Executive Officer of CITIC Ka Wah Bank Limited. He is a veteran banker with over 30 years of extensive experience in credit and risk management, wholesale and investment banking, treasury, asset / liability and derivative trading. Mr. Spyer had been working in a major international bank for 25 years where he headed senior positions at the group level. Mr. Spyer was then an independent consultant providing advisory service to international clients on investment in the Chinese banking market.

曾耀強先生

獨立非執行董事

五十四歲。於二零零四年九月一日獲委任為本公司獨立非執行董事及審核委員會主席，亦為中信嘉華銀行有限公司獨立非執行董事及審核委員會主席。曾先生為一名專業會計師，彼為香港會計師公會、英國特許公認會計師公會和英國特許秘書及行政人員公會資深會員。曾先生於畢馬威會計師事務所工作超過二十七年，於二零零三年三月三十一日退休時為銀行業高級合夥人。

王東明先生

五十六歲。於二零零二年十一月二十五日獲委任為本公司董事。王先生為中國中信集團公司董事兼總經理助理、中信証券股份有限公司董事長及中信資本控股有限公司董事。王先生曾獲中國中信集團公司頒授「高級經濟師」之名銜。

趙盛彪先生

五十七歲。一九八六年加入本公司為副總裁，並於一九九一年獲委任為本公司董事。趙先生為中信嘉華銀行有限公司董事、執行副總裁兼美國地區總經理。趙先生畢業於北京對外經濟貿易大學，並於美國紐約保險學院考獲工商管理碩士。擁有三十多年國際銀行業務經驗，並曾在北京、倫敦、巴黎、香港及紐約工作。

Mr. Tsang Yiu Keung Paul

Independent Non-executive Director

Aged 54. Appointed as an Independent Non-executive Director and Chairman of the Audit Committee of the Company on 1 September 2004. Mr. Tsang is also an Independent Non-executive Director and Chairman of the Audit Committee of CITIC Ka Wah Bank Limited. He is a professional accountant and a Fellow Member of The Hong Kong Institute of Certified Public Accountants, The Chartered Association of Certified Accountants and The Institute of Chartered Secretaries and Administrators. Mr. Tsang was with KPMG for more than 27 years, where he was a senior banking partner until he retired from the firm on 31 March 2003.

Mr. Wang Dongming

Aged 56. Appointed as a Director of the Company on 25 November 2002. Mr. Wang is a Director and Assistant President of CITIC Group, Chairman of CITIC Securities Co., Ltd. and a Director of CITIC Capital Holdings Limited. Mr. Wang was granted the prestigious title of "Senior Economist" by CITIC Group.

Mr. Zhao Shengbiao

Aged 57. Joined the Company as Vice President in 1986 and was appointed as a Director in 1991. He is also a Director, Executive Vice President and Country Head, U.S.A. of CITIC Ka Wah Bank Limited. Mr. Zhao graduated from the University of International Business and Economics, Beijing and obtained a Master Degree in Finance from the College of Insurance, New York. He has over 30 years of experience in international banking and worked in Beijing, London, Paris, Hong Kong and New York.

高級行政人員簡介

張懿宸先生

董事總經理

四十四歲。於二零零二年十一月二十五日獲委任為本公司董事總經理，現亦為中信資本控股有限公司董事兼行政總裁。張先生畢業於美國麻省理工學院，曾任中信泰富有限公司執行董事、中信泰富信息科技有限公司總裁及美林集團常務董事，在美國及大中華地區的投資銀行具豐富經驗。

林宗仁先生

營運總監

六十三歲。二零零三年四月加入中信嘉華銀行有限公司。林先生現為中信嘉華銀行有限公司執行副總裁、營運總監及替任行政總裁，負責本集團所有支援及營運業務。林先生擁有逾三十年資訊科技及營運工作經驗。彼為 Williams College 物理學學士及 University of Wisconsin 計算機科學碩士。加入中信嘉華銀行有限公司之前，林先生為渣打銀行零售銀行營運主管。

Biographies Of Senior Executives

Mr. Zhang Yichen

Managing Director

Aged 44. Appointed as the Managing Director of the Company on 25 November 2002. Mr. Zhang is presently a Director and Chief Executive Officer of CITIC Capital Holdings Limited. He graduated from the Massachusetts Institute of Technology and was formerly an Executive Director of CITIC Pacific Limited, President of CITIC Pacific Communications Limited and a Managing Director of Merrill Lynch. Mr. Zhang had extensive experience in investment banking industry in both the United States and the Greater China Region.

Mr. Ling Chung Yan

Chief Operating Officer

Aged 63. Joined CITIC Ka Wah Bank Limited in April 2003. Mr. Ling is presently an Executive Vice President, Chief Operating Officer and Alternate Chief Executive Officer of CITIC Ka Wah Bank Limited. He is now in charge of all support and operation functions of the Group. Mr. Ling has over 30 years experience in information technology and operations. He obtained a Bachelor Degree in Physics from Williams College and a M.Sc. in Computers Sciences from the University of Wisconsin. Before joining CITIC Ka Wah Bank Limited, Mr. Ling was the Head of Operations, Consumer Banking of Standard Chartered Bank.

王浩成先生

集團財務總監及合資格會計師

五十五歲。二零零五年七月加入中信嘉華銀行有限公司。王先生現為中信嘉華銀行有限公司執行副總裁及財務總監，亦為本公司集團財務總監及合資格會計師（定義見上市規則）。王先生畢業於香港理工學院，為英國特許會計師公會資深會員、香港會計師公會資深會員、英國特許秘書及行政人員公會會員及香港特許秘書公會會員。加入中信嘉華銀行有限公司之前，王先生曾於美國大通銀行、大通信用咭有限公司及星展銀行出任高級管理職位。

黃致遠先生

集團法律顧問及集團合規主任

五十歲。二零零四年十一月加入中信嘉華銀行有限公司。黃先生現為中信嘉華銀行有限公司執行副總裁、法律顧問兼合規部主管，亦為本公司集團法律顧問及集團合規主任。黃先生擁有逾二十年香港和美國法律及監管事務經驗。黃先生畢業於加州柏克萊大學及Georgetown University Law School。加入中信嘉華銀行有限公司之前，黃先生為Andersen Worldwide 合夥人，主管亞太區法律事務。

Mr. Wong Ho Sing Steve

Group Chief Financial Officer And Qualified Accountant

Aged 55. Joined CITIC Ka Wah Bank Limited in July 2005. Mr. Wong is presently an Executive Vice President and Chief Financial Officer of CITIC Ka Wah Bank Limited. He is also the Group Chief Financial Officer and the Qualified Accountant (as defined under the Listing Rules) of the Company. Mr. Wong graduated from the Hong Kong Polytechnic and is a Fellow Member of The Association of Chartered Certified Accountants and The Hong Kong Institute of Certified Public Accountants, and a member of The Institute of Chartered Secretaries & Administrators and The Hong Kong Institute of Company Secretaries. Before joining CITIC Ka Wah Bank Limited, Mr. Wong held senior management positions in Chase Manhattan Bank, Manhattan Card Company Limited and DBS Bank.

Mr. Roy Huang

Group General Counsel And Group Compliance Officer

Aged 50. Joined CITIC Ka Wah Bank Limited in November 2004. Mr. Huang is presently an Executive Vice President, General Counsel and Head of Compliance of CITIC Ka Wah Bank Limited. He is also the Group General Counsel and Group Compliance Officer of the Company. Mr. Huang has over 20 years experience in legal and regulatory affairs in Hong Kong and the United States. He graduated from the University of California, Berkeley and Georgetown University Law School and prior to joining CITIC Ka Wah Bank Limited, he was partner in charge of legal affairs Asia-Pacific at Andersen Worldwide.

李錫生先生

集團人力資源部主管

五十二歲。於二零零六年七月加入中信嘉華銀行有限公司。李先生現為中信嘉華銀行有限公司執行副總裁，亦為本公司集團人力資源部主管。李先生持有經濟學學士銜及工商管理碩士銜。彼於渣打銀行服務逾二十年，曾任職該行的資訊科技部、零售銀行部、人力資源部及亞太地區合併項目業務等的管理層。加入中信嘉華銀行有限公司之前，李先生於地鐵有限公司任職人力發展部主管。

Mr. Lee Sik Sang John

Head Of Group Human Resources

Aged 52. Joined CITIC Ka Wah Bank Limited in July 2006. Mr. Lee is presently an Executive Vice President of CITIC Ka Wah Bank Limited and the Head of Group Human Resources of the Company. Mr. Lee holds a Bachelor degree in Economics and a Master degree in Business Administration. He started his banking career with Standard Chartered Bank in the information technology function and served for 20 years in various management positions in several business and support functions, including consumer banking, human resources, and post-merger integration in Asia Pacific. Prior to joining CITIC Ka Wah Bank Limited, Mr. Lee headed the people development function in Mass Transit Railway Corporation.

唐婉兒女士

集團企業關係部主管

四十三歲。於二零零五年一月加入中信嘉華銀行有限公司為高級副總裁及集團企業關係部主管，專責企業傳訊及投資者關係。唐女士一直從事有關金融業的市場推廣及傳訊工作，已累積逾二十年的經驗。唐女士為美國 Mills College 大學經濟學學士。加入中信嘉華銀行有限公司之前，她曾分別擔任瑞銀集團財富管理部及摩根大通私人銀行的亞洲區市場推廣及傳訊部主管。

Ms. Tong Yuen Yi Barbara

Head Of Group Corporate Relations

Aged 43. Joined CITIC Ka Wah Bank Limited in January 2005 as Senior Vice President and Head of Group Corporate Relations in charge of corporate communications and investor relations. Ms. Tong has over 20 years of experience in marketing and communications in the financial industry. Ms. Tong graduated from Mills College in the United States with a Bachelor degree in Economics. Prior to joining CITIC Ka Wah Bank Limited, she headed the Asian marketing and communications function for UBS Wealth Management and JPMorgan Private Bank respectively.

企業資料

Corporate Information

董事會

董事長

孔丹先生

副董事長

常振明先生

執行董事

竇建中先生

(行政總裁)

陳許多琳女士

(董事總經理兼替任行政總裁)

盧永逸先生

(董事總經理)

施柏雅先生

趙盛彪先生

非執行董事

何塞·巴雷伊洛先生

陳小憲先生

范一飛先生

馮曉增先生

康樂德先生

居偉民先生

劉基輔先生

王東明先生

獨立非執行董事

席伯倫先生

林廣兆先生

曾耀強先生

Board Of Directors

Chairman

Mr. Kong Dan

Vice Chairman

Mr. Chang Zhenming

Executive Directors

Mr. Dou Jianzhong

(Chief Executive Officer)

Mrs. Chan Hui Dor Lam Doreen

(Managing Director and Alternate Chief Executive Officer)

Mr. Lo Wing Yat Kelvin

(Managing Director)

Mr. Roger Clark Spyer

Mr. Zhao Shengbiao

Non-executive Directors

Mr. Jose Barreiro

Mr. Chen Xiaoxian

Mr. Fan Yifei

Mr. Feng Xiaozeng

Mr. Manuel Galatas

Mr. Ju Weimin

Mr. Liu Jifu

Mr. Wang Dongming

Independent Non-executive Directors

Mr. Rafael Gil-Tienda

Mr. Lam Kwong Siu

Mr. Tsang Yiu Keung Paul

審核委員會

曾耀強先生
主席
席伯倫先生
居偉民先生
林廣兆先生

Audit Committee

Mr. Tsang Yiu Keung Paul
Chairman
Mr. Rafael Gil-Tienda
Mr. Ju Weimin
Mr. Lam Kwong Siu

註冊辦事處

香港中環添美道 1 號
中信大廈 27 樓 2701-9 室
電話：(852) 3607 3000
傳真：(852) 2525 3303
www.citicifh.com

Registered Office

Suites 2701-9, 27th Floor, CITIC Tower,
1 Tim Mei Avenue, Central, Hong Kong.
Tel: (852) 3607 3000
Fax: (852) 2525 3303
www.citicifh.com

香港聯合交易所股份編號

183

Hong Kong Stock Exchange Code

183

公司秘書

黃婉貞小姐

Company Secretary

Miss Kyna Y. C. Wong

核數師

畢馬威會計師事務所

Auditors

KPMG

股票登記及轉讓辦事處

香港中央證券登記有限公司
香港皇后大道東 183 號
合和中心 17 樓 1712-16 室
電話：(852) 2862 8628
傳真：(852) 2865 0990

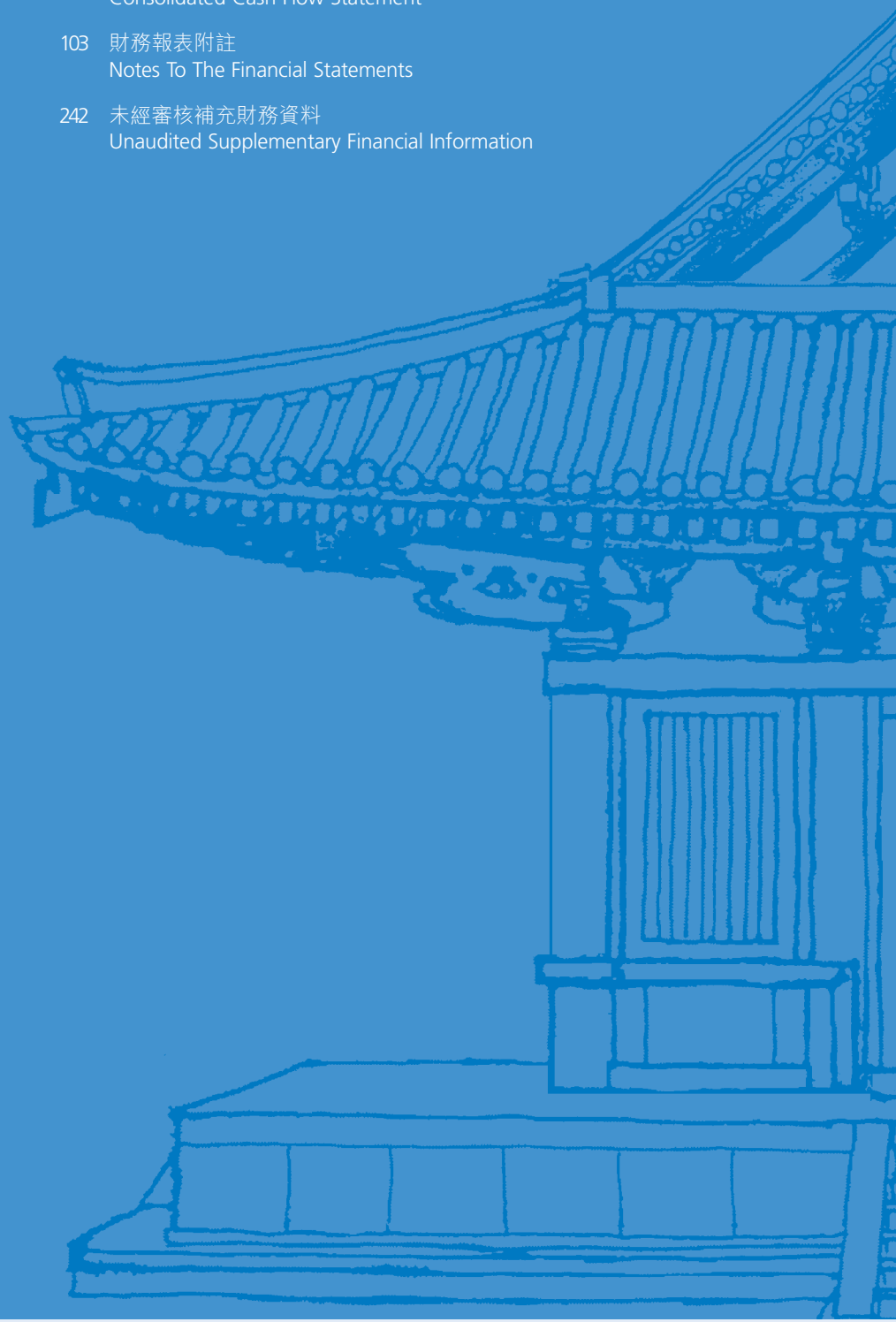
Share Registrar And Transfer Office

Computershare Hong Kong Investor Services Limited
Shops 1712-16, 17th Floor, Hopewell Centre,
183 Queen's Road East, Hong Kong.
Tel: (852) 2862 8628
Fax: (852) 2865 0990

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董事會報告書

Report Of The Directors

董事會謹將截至二零零七年十二月三十一日止年度的報告書及經審核財務報表呈覽。

主要營業地址

中信國際金融控股有限公司(「本公司」)為於香港註冊成立的有限公司，並以香港為辦事處所在地，其註冊辦事處位於香港中環添美道1號中信大廈27樓2701-9室。

主要業務

本公司為一間金融控股公司，其附屬公司的主要業務是在香港提供一般銀行及相關金融服務。本公司各主要附屬公司於二零零七年十二月三十一日的詳情載於財務報表附註29內。

財務報表

本公司及其附屬公司(統稱「本集團」)於截至二零零七年十二月三十一日止年度的溢利和本公司及本集團於該日的財政狀況載於第96頁至第241頁的財務報表內。

股息

本公司於截至二零零七年十二月三十一日止年度並無宣佈派發中期股息(二零零六年：每股港幣7.7仙)。董事會建議不派發截至二零零七年十二月三十一日止年度末期股息(二零零六年：每股港幣5.6仙)。

慈善捐款

本集團於本年度的慈善捐款合共為港幣652,000元(二零零六年：港幣71,800元)。

物業及設備

物業及設備的變動載於財務報表附註31內。

儲備

未扣除股息的股東應佔溢利港幣1,852,461,000元(二零零六年：港幣1,126,135,000元)已轉入儲備。其他儲備變動載於財務報表附註43內。

The Directors have pleasure in submitting their report together with the audited financial statements for the year ended 31 December 2007.

Principal Place of Business

CITIC International Financial Holdings Limited (the "Company") is a limited company incorporated and domiciled in Hong Kong and has its registered office at Suites 2701-9, 27th Floor, CITIC Tower, 1 Tim Mei Avenue, Central, Hong Kong.

Principal Activities

The Company is a financial holding company and the principal activities of its subsidiaries are the provision of general banking and related financial services primarily in Hong Kong. Particulars of the Company's principal subsidiaries as at 31 December 2007 are set out in note 29 to the financial statements.

Financial Statements

The profit of the Company and its subsidiaries (collectively the "Group") for the year ended 31 December 2007 and the state of the Company's and the Group's affairs as at that date are set out in the financial statements on pages 96 to 241.

Dividends

No interim dividend was paid for the year ended 31 December 2007 (2006: HK\$0.077 per share). The Directors do not recommend the payment of a final dividend for the year ended 31 December 2007 (2006: HK\$0.056 per share).

Charitable Donations

Charitable donations made by the Group during the year amounted to HK\$652,000 (2006: HK\$71,800).

Property and Equipment

Movements in property and equipment are set out in note 31 to the financial statements.

Reserves

Profit attributable to shareholders before dividends of HK\$1,852,461,000 (2006: HK\$1,126,135,000) has been transferred to reserves. Other movements in reserves are set out in note 43 to the financial statements.

股本

本公司於本年度內的股本變動載於財務報表附註 42(a) 內。於本年度內，本公司按「中信國際金融控股有限公司購股權計劃」、總值 180,000,000 美元並於二零零八年到期的 0.25% 有擔保可換股債券及日期為二零零六年十一月二十二日由本公司與西班牙對外銀行簽訂的認購協議，發行股份予購股權持有人、換股權持有人及西班牙對外銀行。

董事

截至二零零七年十二月三十一日止年度內及截至本報告書日期止的董事如下：

董事長

孔丹先生

副董事長

常振明先生

執行董事

竇建中先生 (行政總裁)

陳許多琳女士 (董事總經理兼替任行政總裁)

盧永逸先生 (董事總經理)

施柏雅先生

趙盛彪先生

非執行董事

何塞·巴雷伊洛先生 (於二零零七年三月一日獲委任)

陳小憲先生

范一飛先生 (於二零零七年四月十六日獲委任)

馮曉增先生

康樂德先生 (於二零零七年三月一日獲委任)

居偉民先生

劉基輔先生

王東明先生

獨立非執行董事

席伯倫先生

林廣兆先生

曾耀強先生

根據本公司的公司組織章程細則第98條，所有現任董事須在下屆股東週年大會上依章告退，惟依章告退的董事可膺選連任。

Share Capital

Movements in the share capital of the Company during the year are set out in note 42(a) to the financial statements. Shares were issued by the Company during the year to the option holders upon exercise of their share options pursuant to The CITIC International Financial Holdings Limited Share Option Scheme; to the convertible bondholders upon exercise of their conversion rights pursuant to the US\$180 million 0.25% Guaranteed Convertible Bonds due 2008; and to Banco Bilbao Vizcaya Argentaria, S.A. ("BBVA") pursuant to the Subscription Agreement dated 22 November 2006.

Directors

The Directors during the year ended 31 December 2007 and up to the date of this report are as follows:

Chairman

Mr. Kong Dan

Vice Chairman

Mr. Chang Zhenming

Executive Directors

Mr. Dou Jianzhong (*Chief Executive Officer*)

Mrs. Chan Hui Dor Lam Doreen

(*Managing Director and Alternate Chief Executive Officer*)

Mr. Lo Wing Yat Kelvin (*Managing Director*)

Mr. Roger Clark Spyer

Mr. Zhao Shengbiao

Non-executive Directors

Mr. Jose Barreiro (*appointed on 1 March 2007*)

Mr. Chen Xiaoxian

Mr. Fan Yifei (*appointed on 16 April 2007*)

Mr. Feng Xiaozeng

Mr. Manuel Galatas (*appointed on 1 March 2007*)

Mr. Ju Weimin

Mr. Liu Jifu

Mr. Wang Dongming

Independent Non-executive Directors

Mr. Rafael Gil-Tienda

Mr. Lam Kwong Siu

Mr. Tsang Yiu Keung Paul

In accordance with Article 98 of the Company's Articles of Association, all present Directors shall retire from office at the next Annual General Meeting and the retiring Directors shall be eligible to offer themselves for re-election.

董事服務合約

各董事均無與本公司或其任何附屬公司訂立若本公司於一年內終止便須作出賠償(一般法定賠償除外)的任何服務合約。

董事及行政總裁於股份、相關股份及債權證中的權益及淡倉

於二零零七年十二月三十一日，根據香港聯合交易所有限公司證券上市規則(「上市規則」)而披露的本公司董事及行政總裁在本公司或其任何相聯法團(定義見證券及期貨條例第XV部)的股份、相關股份及債權證中的權益及淡倉的詳情如下：

1. 本公司股份的好倉：

董事姓名 Name of director	身份 Capacity	持有普通股數目 Number of ordinary shares held	佔已發行股本百分率 Percentage of issued share capital (Note)
陳許多琳女士 Mrs. Chan Hui Dor Lam Doreen	實益擁有人 Beneficial owner	2,974,689	0.052%
趙盛彪先生 Mr. Zhao Shengbiao	實益擁有人 Beneficial owner	2,134,114	0.037%

附註：佔已發行股本百分率乃按本公司於二零零七年十二月三十一日的已發行股本5,757,320,916股股份計算。

2. 本公司(就股本衍生工具而言)相關股份的好倉：

根據本公司的購股權計劃，孔丹先生、常振明先生、竇建中先生、陳許多琳女士、陳小憲先生、范一飛先生、馮曉增先生、席伯倫先生、居偉民先生、林廣兆先生、劉基輔先生、盧永逸先生、施柏雅先生、曾耀強先生、王東明先生及趙盛彪先生獲授予購股權，以認購本公司普通股。該等購股權屬非上市以實物交付的股本衍生工具。有關該等購股權在截至二零零七年十二月三十一日止年度的資料，見於下列「購股權計劃」項下及財務報表附註46中「以股權償付的股份交易」內。

Directors' Service Contracts

None of the Directors has a service contract with the Company or any of its subsidiaries which is not determinable by the Company within one year without payment of compensation, other than normal statutory obligations.

Directors' and Chief Executive's Interests and Short Positions in Shares, Underlying Shares and Debentures

As at 31 December 2007, the interests and short positions of the Directors and chief executive of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO")) disclosed in accordance with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules") were as follows:-

1. Long positions in shares of the Company:

Note: The percentage interest is calculated on the basis of an issued share capital of the Company of 5,757,320,916 as at 31 December 2007.

2. Long positions (in respect of equity derivatives) in underlying shares of the Company:

Shares options, being unlisted physically settled equity derivatives, to subscribe for the ordinary shares of the Company were granted to Mr. Kong Dan, Mr. Chang Zhenming, Mr. Dou Jianzhong, Mrs. Chan Hui Dor Lam Doreen, Mr. Chen Xiaoxian, Mr. Fan Yifei, Mr. Feng Xiaozeng, Mr. Rafael Gil-Tienda, Mr. Ju Weimin, Mr. Lam Kwong Siu, Mr. Liu Jifu, Mr. Lo Wing Yat Kelvin, Mr. Roger Clark Spyer, Mr. Tsang Yiu Keung Paul, Mr. Wang Dongming and Mr. Zhao Shengbiao pursuant to the share option scheme of the Company. Information in relation to these share options during the year ended 31 December 2007 was shown in the following section under the heading of "Share Option Scheme" and note 46 to the financial statements under the section of "Equity-settled share-based transactions".

董事及行政總裁於股份、相關股份及債權證中的權益及淡倉 (續)

2. 本公司(就股本衍生工具而言)相關股份的好倉：(續)

此外，本公司的全資附屬公司中信嘉華銀行有限公司(「中信嘉華銀行」)授出 Equity Linked Deferred Award (「ELDA」)(有關 ELDA 之詳細條款載於財務報表附註 46 中「以股權償付的股份交易」內)予下列董事：

Directors' and Chief Executive's Interests and Short Positions in Shares, Underlying Shares and Debentures (cont'd)

2. Long positions (in respect of equity derivatives) in underlying shares of the Company: (cont'd)

In addition, the Equity Linked Deferred Award (the "ELDA") (detailed terms of which are stated in note 46 to the financial statements under the section of "Cash-settled share based transactions") was granted by CITIC Ka Wah Bank Limited ("CKWB"), a wholly owned subsidiary of the Company, to the following Directors:

董事姓名 Name of director	授予日期 Offer date	ELDA名義上涉及的普通股數目 Number of ordinary shares notionally subject to ELDA	ELDA每股股價 ELDA price per share (港幣(元)) (HK\$)
陳許多琳女士 Mrs. Chan Hui Dor Lam Doreen	28/04/2006	250,000	2.00
施柏雅先生 Mr. Roger Clark Spyer	28/04/2006	100,000	2.00

董事及行政總裁於股份、相關股份及債權證中的權益及淡倉 (續)

2. 本公司(就股本衍生工具而言)相關股份的好倉：(續)

再者，本公司設有一項Medium-term Equity Linked Performance Bonus(「MEPB」)計劃，據此，本公司及其附屬公司的主要僱員及下列董事獲授予MEPB。下列董事可按MEPB的條款，於指定期間(「行使日期」)行使其所持有MEPB兩部份的權利以獲發現金福利。有關下列董事將獲發現金福利的數額，為MEPB所涉及的普通股數目乘以以下兩項中的較低者：

- a. MEPB 每股股價與參考價兩者之差異。參考價為根據聯交所每日報價表所載，股份於指定日期(指按 MEPB 的條款與行使日期有相應關係的日期)的收市價；及
- b. MEPB 每股股價與下列兩者之差異：
 - MEPB 的第一部份：港幣6元；或
 - MEPB 的第二部份：港幣7元。

MEPB 持有人不會按 MEPB 獲配發或轉讓股份。

Directors' and Chief Executive's Interests and Short Positions in Shares, Underlying Shares and Debentures (cont'd)

2. Long positions (in respect of equity derivatives) in underlying shares of the Company: (cont'd)

Further, the Company has a Medium-term Equity Linked Performance Bonus ("MEPB") scheme whereby MEPB were granted to key staff of the Company and its subsidiaries, including the following Directors of the Company. These Directors will receive cash benefit upon they exercise their rights in two tranches in accordance with the terms of MEPB during the specified period (the "Exercise Date"). The amount of cash benefit to be received by these Directors shall be calculated by multiplying the number of ordinary shares of the Company notionally subject to MEPB by the lower of:

- a. the result obtained by subtracting the MEPB notional price from the Reference Price. Reference Price is the closing price of the ordinary share as stated in the daily quotations sheet of the Stock Exchange on a specified date which is corresponding to the Exercise Date in accordance with the terms of MEPB; and
- b. the result obtained by subtracting the MEPB notional price from HK\$6.00 for tranche 1 MEPB or HK\$7.00 for tranche 2 MEPB.

No ordinary shares will be allotted and transferred to these Directors under MEPB.

董事姓名 Name of director	授予日期 Offer date	MEPB名義上涉及的普通股數目 Number of ordinary shares notionally subject to MEPB		MEPB每股 名義上的股價 MEPB notional price per share (港幣(元)) (HK\$)
		第一部份 Tranche 1	第二部份 Tranche 2	
竇建中先生 Mr. Dou Jianzhong	15/5/2007	150,000	150,000	3.00
陳許多琳女士 Mrs. Chan Hui Dor Lam Doreen	15/5/2007	500,000	500,000	3.00
施柏雅先生 Mr. Roger Clark Spyer	15/5/2007	143,000	143,000	3.00

董事及行政總裁於股份、相關股份及債權證中的權益及淡倉 (續)

3. 本公司股份及(就股本衍生工具而言)相關股份的淡倉：
無。
4. 本公司相聯法團的股份的好倉及淡倉：
無。
5. 本公司相聯法團的(就股本衍生工具而言)相關股份的好倉：

以下的相聯法團(定義見證券及期貨條例第XV部)向下列本公司董事授予可認購各相聯法團的普通股的購股權(屬非上市以實物交付的股本衍生工具)：

Directors' and Chief Executive's Interests and Short Positions in Shares, Underlying Shares and Debentures (cont'd)

3. Short positions in shares and (in respect of equity derivatives) underlying shares of the Company:
None.
4. Long and short positions in shares of associated corporations of the Company:
None.
5. Long positions (in respect of equity derivatives) in underlying shares of associated corporations of the Company:

Share options, being unlisted physically settled equity derivatives, to subscribe for the ordinary shares of the following associated corporations (within the meaning of Part XV of the SFO) were granted by the respective associated corporations to the following Directors of the Company:

董事姓名 Name of director	相聯法團名稱 Name of associated corporations	所涉及股份數目 Number of shares involved	可行使購股權期間 Exercisable period
孔丹先生 Mr. Kong Dan	中信資本控股有限公司(「中信資本」) CITIC Capital Holdings Limited ("CCHL")	30,000	02/03/2007 – 01/03/2010
		25,000	04/04/2008 – 03/04/2011
		25,000	11/12/2009 – 10/12/2012
常振明先生 Mr. Chang Zhenming	中信資源控股有限公司 CITIC Resources Holdings Limited	20,000,000	07/03/2008 – 06/03/2012
		125,000	11/12/2009 – 10/12/2012
竇建中先生 Mr. Dou Jianzhong	中信資本 CCHL	15,000	02/03/2007 – 01/03/2010
		10,000	04/04/2008 – 03/04/2011
		10,000	11/12/2009 – 10/12/2012
陳許多琳女士 Mrs. Chan Hui Dor Lam Doreen	中信資本 CCHL	15,000	02/03/2007 – 01/03/2010
		10,000	04/04/2008 – 03/04/2011
居偉民先生 Mr. Ju Weimin	中信資本 CCHL	15,000	11/12/2009 – 10/12/2012
王東明先生 Mr. Wang Dongming	中信資本 CCHL	15,000	02/03/2007 – 01/03/2010
		10,000	04/04/2008 – 03/04/2011
		10,000	11/12/2009 – 10/12/2012

董事及行政總裁於股份、相關股份及債權證中的權益及淡倉 (續)

6. 本公司相聯法團的(就股本衍生工具而言)相關股份的淡倉：

無。

7. 本公司債權證權益：

無。

8. 本公司相聯法團的債權證權益：

無。

除上文所披露者外，於二零零七年十二月三十一日，本公司董事或行政總裁概無根據證券及期貨條例第 XV 部第 7 分部及第 8 分部，於本公司或其任何相聯法團(定義見證券及期貨條例第 XV 部)的股份、相關股份及債權證中擁有或根據證券及期貨條例的有關規定被認為或被視作擁有任何權益或淡倉，或任何必須列入本公司根據證券及期貨條例第 352 條予以存置的登記冊內的權益。

Directors' and Chief Executive's Interests and Short Positions in Shares, Underlying Shares and Debentures (cont'd)

6. Short positions (in respect of equity derivatives) in underlying shares of associated corporations of the Company:

None.

7. Interests in debentures of the Company:

None.

8. Interests in debentures of the associated corporations of the Company:

None.

Save as disclosed above, as at 31 December 2007, none of the Directors or chief executive of the Company had, under Divisions 7 and 8 of Part XV of the SFO, nor were they taken to or deemed to have under such provisions of the SFO, any interests or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) or any interests which are required to be entered into the register kept by the Company pursuant to Section 352 of the SFO.

購股權計劃

本公司於二零零三年五月十六日採納了中信國際金融控股有限公司購股權計劃(「購股權計劃」)。截至二零零七年十二月三十一日止年度，本公司於二零零七年七月六日向三百六十九名合資格人士授予可認購合共26,910,000股本公司普通股的購股權。

根據上市規則披露有關購股權計劃的摘要如下：

1. 購股權計劃的目的：

購股權計劃旨在為本公司提供一個靈活的方法，以挽留、推動、獎勵、酬謝、補償及／或提供福利予合資格人士。

2. 購股權計劃的參與者：

董事會可向下列合資格人士授出購股權：

- (a) 根據與本集團成員公司訂立的合約而持有受薪職位或工作的僱員或董事；
- (b) 非執行董事(包括任何獨立非執行董事)；
- (c) 本集團任何成員公司的直接或間接股東；
- (d) 本集團任何成員公司的貨物或服務供應商；
- (e) 本集團任何成員公司的客戶、顧問、業務或合營夥伴、特許經營人、承包人、代理或代表；
- (f) 為本集團任何成員公司提供研究、開發或其他技術支援或任何諮詢、顧問及專業服務的人士或實體；
- (g) 由屬於上述任何參與者類別的一名或多名人士全資擁有的任何公司；或
- (h) 受益人或全權信託對象包括上述任何類別參與者的任何信託或全權信託的受託人。

Share Option Scheme

The Company adopted The CITIC International Financial Holdings Limited Share Option Scheme (the "Share Option Scheme") on 16 May 2003. For the year ended 31 December 2007, options to subscribe for a total of 26,910,000 ordinary shares of the Company were granted to 369 eligible persons under the Share Option Scheme on 6 July 2007.

The following is a summary of the Share Option Scheme disclosed in accordance with the Listing Rules:

1. Purpose of the Share Option Scheme:

The purpose of the Share Option Scheme is to provide the Company with a flexible means of either retaining, incentivising, rewarding, remunerating, compensating and / or providing benefits to the eligible persons.

2. Participants of the Share Option Scheme:

The Board may offer to grant an option to the following eligible persons:-

- (a) an employee or director holding salaried office or employment under a contract with a member of the Group;
- (b) a non-executive director (including any independent non-executive directors);
- (c) a direct or indirect shareholder of any member of the Group;
- (d) a supplier of goods or services to any member of the Group;
- (e) a customer, consultant, business or joint venture partner, franchisee, contractor, agent or representative of any member of the Group;
- (f) a person or entity that provides research, development or other technological support or any advisory, consultancy and professional services to any member of the Group;
- (g) any company wholly-owned by one or more persons belonging to any of the above classes of participants; or
- (h) the trustee of any trust the beneficiary of which or any discretionary trust the discretionary objects of which include any of the above classes of participants.

購股權計劃 (續)

3. 購股權計劃中可發行的股份總數及其於二零零七年十二月三十一日佔已發行股本百分比率：

購股權計劃中可發行的股份數目為 255,051,128 股，佔本公司於二零零七年十二月三十一日已發行股本的 4.43%。

4. 購股權計劃中每名參與者可獲授權益上限：

倘若任何合資格人士在行使購股權後，會導致該名合資格人士有權認購的股份數目，加上所有於截至該等購股權要約日期（包括當日）止十二個月期間內已授予該合資格人士的購股權而發行或將可發行的股份總數，超過當日已發行股份的 1%，則不可再向該名合資格人士授予購股權。授予任何超過此上限的購股權，須受購股權計劃的規則所載若干規定所約束。

5. 購股權認購股份的期限：

由該購股權授予日的第二週年或第三週年開始，至授予日的第十週年之前一天止。

6. 購股權在行使前須持有的最短期限：

由該購股權授予日開始，至授予日的第二週年或第三週年之前一天止。

7. 申請或接受購股權須付金額以及付款或通知付款的期限或償還申請有關貸款的期限：

不適用。

8. 行使價釐定基準：

行使價由董事會釐定，惟不少於下列的較高者：

- (a) 根據香港聯合交易所有限公司（「聯交所」）每日報價表所載，本公司股份於要約日期的收市價；
- (b) 根據聯交所每日報價表所載，本公司股份在緊接要約日期前五個交易日的平均收市價；及
- (c) 本公司股份的面值。

Share Option Scheme (cont'd)

3. Total number of shares available for issue under the Share Option Scheme and percentage of issued share capital as at 31 December 2007:

The number of shares available for issue under the Share Option Scheme is 255,051,128 shares, representing 4.43% of the issued share capital of the Company as at 31 December 2007.

4. Maximum entitlement of each participant under the Share Option Scheme:

No options may be granted to any eligible person which, if exercised, would result in such eligible person becoming entitled to subscribe for such number of shares as, when aggregated with the total number of shares already issued or to be issued to him under all options granted to him in the 12 month period up to and including the offer date of the relevant options, exceed 1% of the shares in issue at such date. Any grant of further options above this limit shall be subject to certain requirements as stipulated in the rules of the Share Option Scheme.

5. The period within which the shares must be taken up under an option:

Beginning on the second or the third anniversary of the date of grant of such options and ending on the day immediately before the tenth anniversary thereof.

6. The minimum period for which an option must be held before it can be exercised:

From the date of grant of such options up to the day immediately before the second or the third anniversary thereof.

7. The amount payable on application or acceptance of the option and the period within which payments or calls must or may be made or loans for such purposes must be repaid:

Not applicable.

8. The basis of determining the exercise price:

The exercise price is determined by the Directors and being not less than the higher of the followings:-

- (a) the closing price of the shares of the Company as stated in the daily quotations sheet of The Stock Exchange of Hong Kong Limited (the "Stock Exchange") on the date of offer;
- (b) the average closing price of the shares of the Company as stated in the Stock Exchange's daily quotations sheets for the five trading days immediately preceding the date of offer; and
- (c) the nominal value of the shares of the Company.

購股權計劃 (續)

9. 購股權計劃尚餘的有效期：

購股權計劃將於二零一三年五月十五日終止。

於二零零七年十二月三十一日，董事及其他合資格人士根據購股權計劃獲授予以下購股權，以認購本公司普通股（於二零零七年十二月三十一日的收市價為每股港幣 4.87 元）：

Share Option Scheme (cont'd)

9. The remaining life of the Share Option Scheme:

The Share Option Scheme will end on 15 May 2013.

As at 31 December 2007, the Directors and the other eligible persons had the following interests in options granted under the Share Option Scheme to subscribe for the ordinary shares of the Company (closing market price per share as at 31 December 2007 was HK\$4.87):

	於二零零七年 一月一日 尚未行使的 購股權數目 Number of options outstanding as at 01/01/2007	於二零零七年 十二月三十一日 尚未行使的 購股權數目 Number of options outstanding as at 31/12/2007	授予日期 Date of grant	授予期間 Vesting period	可行使 購股權期間 Exercisable period	截至二零零七年 十二月三十一日 止年度 獲授予的 購股權數目 Number of options granted during the year ended 31/12/2007 (附註一)	截至二零零七年 十二月三十一日 止年度 已行使的 購股權數目 Number of options exercised during the year ended 31/12/2007	截至二零零七年 十二月三十一日 止年度 已失效的 購股權數目 Number of options lapsed during the year ended 31/12/2007	行使 購股權的 每股行使價 Price per share on exercise of options (港幣(元)) (HK\$)	加權平均 收市價 Weighted average closing price (附註二) (港幣(元)) (HK\$)
						(Note 1)				
孔丹先生 Mr. Kong Dan	400,000	400,000	17/11/2003	17/11/2003 – 16/11/2005	17/11/2005 – 16/11/2013	—	—	—	3.540	—
	400,000	400,000	06/04/2004	06/04/2004 – 05/04/2006	06/04/2006 – 05/04/2014	—	—	—	3.775	—
	400,000	400,000	13/06/2005	13/06/2005 – 12/06/2007	13/06/2007 – 12/06/2015	—	—	—	2.925	—
	400,000	400,000	18/05/2006	18/05/2006 – 17/05/2008	18/05/2008 – 17/05/2016	—	—	—	4.275	—
	—	1,600,000	06/07/2007	06/07/2007 – 05/07/2009	06/07/2009 – 05/07/2017	1,600,000	—	—	6.570	—
	—	1,600,000	06/07/2007	06/07/2007 – 05/07/2010	06/07/2010 – 05/07/2017	1,600,000	—	—	6.570	—
常振明先生 Mr. Chang Zhenming	—	1,280,000	06/07/2007	06/07/2007 – 05/07/2009	06/07/2009 – 05/07/2017	1,280,000	—	—	6.570	—
	—	1,280,000	06/07/2007	06/07/2007 – 05/07/2010	06/07/2010 – 05/07/2017	1,280,000	—	—	6.570	—
竇建中先生 Mr. Dou Jianzhong	400,000	400,000	18/05/2006	18/05/2006 – 17/05/2008	18/05/2008 – 17/05/2016	—	—	—	4.275	—
	—	1,120,000	06/07/2007	06/07/2007 – 05/07/2009	06/07/2009 – 05/07/2017	1,120,000	—	—	6.570	—
	—	1,120,000	06/07/2007	06/07/2007 – 05/07/2010	06/07/2010 – 05/07/2017	1,120,000	—	—	6.570	—

購股權計劃 (續)

Share Option Scheme (cont'd)

	於二零零七年 一月一日 尚未行使的 購股權數目 Number of options outstanding as at 01/01/2007	於二零零七年 十二月三十一日 尚未行使的 購股權數目 Number of options outstanding as at 31/12/2007	授予日期 Date of grant	授予期間 Vesting period	可行使 購股權期間 Exercisable period	截至二零零七年 十二月三十一日	截至二零零七年 十二月三十一日	截至二零零七年 十二月三十一日	行使 購股權的 每股行使價 Price per share on exercise of options (港幣(元)) (HK\$)	加權平均 收市價 Weighted average closing price (附註二) (Note 2) (港幣(元)) (HK\$)
						止年度 獲授予的 購股權數目 Number of options granted during the year ended 31/12/2007 (附註一) (Note 1)	止年度 已行使的 購股權數目 Number of options exercised during the year ended 31/12/2007	止年度 已失效的 購股權數目 Number of options lapsed during the year ended 31/12/2007		
陳許多琳女士 Mrs. Chan Hui Dor Lam Doreen	300,000	—	17/11/2003	17/11/2003 – 16/11/2005	17/11/2005 – 16/11/2013	—	300,000	—	3.540	6.455
	300,000	—	06/04/2004	06/04/2004 – 05/04/2006	06/04/2006 – 05/04/2014	—	300,000	—	3.775	6.492
	300,000	—	13/06/2005	13/06/2005 – 12/06/2007	13/06/2007 – 12/06/2015	—	300,000	—	2.925	6.345
	300,000	300,000	18/05/2006	18/05/2006 – 17/05/2008	18/05/2008 – 17/05/2016	—	—	—	4.275	—
	—	960,000	06/07/2007	06/07/2007 – 05/07/2009	06/07/2009 – 05/07/2017	960,000	—	—	6.570	—
	—	960,000	06/07/2007	06/07/2007 – 05/07/2010	06/07/2010 – 05/07/2017	960,000	—	—	6.570	—
陳小憲先生 Mr. Chen Xiaoxian	—	160,000	06/07/2007	06/07/2007 – 05/07/2009	06/07/2009 – 05/07/2017	160,000	—	—	6.570	—
	—	160,000	06/07/2007	06/07/2007 – 05/07/2010	06/07/2010 – 05/07/2017	160,000	—	—	6.570	—
范一飛先生 Mr. Fan Yifei	—	160,000	06/07/2007	06/07/2007 – 05/07/2009	06/07/2009 – 05/07/2017	160,000	—	—	6.570	—
	—	160,000	06/07/2007	06/07/2007 – 05/07/2010	06/07/2010 – 05/07/2017	160,000	—	—	6.570	—
馮曉增先生 Mr. Feng Xiaozeng	—	160,000	06/07/2007	06/07/2007 – 05/07/2009	06/07/2009 – 05/07/2017	160,000	—	—	6.570	—
	—	160,000	06/07/2007	06/07/2007 – 05/07/2010	06/07/2010 – 05/07/2017	160,000	—	—	6.570	—
席伯倫先生 Mr. Rafael Gil-Tienda	—	160,000	06/07/2007	06/07/2007 – 05/07/2009	06/07/2009 – 05/07/2017	160,000	—	—	6.570	—
	—	160,000	06/07/2007	06/07/2007 – 05/07/2010	06/07/2010 – 05/07/2017	160,000	—	—	6.570	—

購股權計劃 (續)

Share Option Scheme (cont'd)

	於二零零七年 一月一日 尚未行使的 購股權數目 Number of options outstanding as at 01/01/2007	於二零零七年 十二月三十一日 尚未行使的 購股權數目 Number of options outstanding as at 31/12/2007	授予日期 Date of grant	授予期間 Vesting period	可行使 購股權期間 Exercisable period	截至二零零七年 十二月三十一日 止年度 獲授予的 購股權數目 Number of options granted during the year ended 31/12/2007 (附註一)	截至二零零七年 十二月三十一日 止年度 已行使的 購股權數目 Number of options exercised during the year ended 31/12/2007	截至二零零七年 十二月三十一日 止年度 已失效的 購股權數目 Number of options lapsed during the year ended 31/12/2007	行使 購股權的 每股行使價 Price per share on exercise of options (港幣(元)) (HK\$)	加權平均 收市價 Weighted average closing price (附註二) (Note 2) (港幣(元)) (HK\$)
						(Note 1)				
居偉民先生 Mr. Ju Weimin	—	160,000	06/07/2007	06/07/2007 – 05/07/2009	06/07/2009 – 05/07/2017	160,000	—	—	6.570	—
	—	160,000	06/07/2007	06/07/2007 – 05/07/2010	06/07/2010 – 05/07/2017	160,000	—	—	6.570	—
林廣兆先生 Mr. Lam Kwong Siu	—	160,000	06/07/2007	06/07/2007 – 05/07/2009	06/07/2009 – 05/07/2017	160,000	—	—	6.570	—
	—	160,000	06/07/2007	06/07/2007 – 05/07/2010	06/07/2010 – 05/07/2017	160,000	—	—	6.570	—
劉基輔先生 Mr. Liu Jifu	—	160,000	06/07/2007	06/07/2007 – 05/07/2009	06/07/2009 – 05/07/2017	160,000	—	—	6.570	—
	—	160,000	06/07/2007	06/07/2007 – 05/07/2010	06/07/2010 – 05/07/2017	160,000	—	—	6.570	—
盧永逸先生 Mr. Lo Wing Yat Kelvin	200,000	200,000	17/11/2003	17/11/2003 – 16/11/2005	17/11/2005 – 16/11/2013	—	—	—	3.540	—
	200,000	200,000	06/04/2004	06/04/2004 – 05/04/2006	06/04/2006 – 05/04/2014	—	—	—	3.775	—
	200,000	200,000	13/06/2005	13/06/2005 – 12/06/2007	13/06/2007 – 12/06/2015	—	—	—	2.925	—
	200,000	200,000	18/05/2006	18/05/2006 – 17/05/2008	18/05/2008 – 17/05/2016	—	—	—	4.275	—
	—	160,000	06/07/2007	06/07/2007 – 05/07/2009	06/07/2009 – 05/07/2017	160,000	—	—	6.570	—
	—	160,000	06/07/2007	06/07/2007 – 05/07/2010	06/07/2010 – 05/07/2017	160,000	—	—	6.570	—
施柏雅先生 Mr. Roger Clark Spyer	140,000	140,000	18/05/2006	18/05/2006 to 17/05/2008	18/05/2008 to 17/05/2016	—	—	—	4.275	—
	—	210,000	06/07/2007	06/07/2007 – 05/07/2009	06/07/2009 – 05/07/2017	210,000	—	—	6.570	—
	—	210,000	06/07/2007	06/07/2007 – 05/07/2010	06/07/2010 – 05/07/2017	210,000	—	—	6.570	—

購股權計劃 (續)

Share Option Scheme (cont'd)

	於二零零七年 一月一日 尚未行使的 購股權數目 Number of options outstanding as at 01/01/2007	於二零零七年 十二月三十一日 尚未行使的 購股權數目 Number of options outstanding as at 31/12/2007	授予日期 Date of grant	授予期間 Vesting period	可行使 購股權期間 Exercisable period	截至二零零七年 十二月三十一日	截至二零零七年 十二月三十一日	截至二零零七年 十二月三十一日	行使 購股權的 每股行使價 Price per share on exercise of options (港幣(元)) (HK\$)	加權平均 收市價 Weighted average closing price (附註二) (港幣(元)) (HK\$)
						止年度 獲授予的 購股權數目 Number of options granted during the year ended 31/12/2007 (附註一) (Note 1)	止年度 已行使的 購股權數目 Number of options exercised during the year ended 31/12/2007	止年度 已失效的 購股權數目 Number of options lapsed during the year ended 31/12/2007		
曾耀強先生 Mr. Tsang Yiu Keung Paul	—	160,000	06/07/2007	06/07/2007 – 05/07/2009	06/07/2009 – 05/07/2017	160,000	—	—	6.570	—
	—	160,000	06/07/2007	06/07/2007 – 05/07/2010	06/07/2010 – 05/07/2017	160,000	—	—	6.570	—
王東明先生 Mr. Wang Dongming	—	160,000	06/07/2007	06/07/2007 – 05/07/2009	06/07/2009 – 05/07/2017	160,000	—	—	6.570	—
	—	160,000	06/07/2007	06/07/2007 – 05/07/2010	06/07/2010 – 05/07/2017	160,000	—	—	6.570	—
趙盛彪先生 Mr. Zhao Shengbiao	40,000	—	17/11/2003	17/11/2003 – 16/11/2005	17/11/2005 – 16/11/2013	—	40,000	—	3.540	6.455
	40,000	—	06/04/2004	06/04/2004 – 05/04/2006	06/04/2006 – 05/04/2014	—	40,000	—	3.775	6.492
	40,000	—	13/06/2005	13/06/2005 – 12/06/2007	13/06/2007 – 12/06/2015	—	40,000	—	2.925	6.345
	40,000	40,000	18/05/2006	18/05/2006 – 17/05/2008	18/05/2008 – 17/05/2016	—	—	—	4.275	—
	—	160,000	06/07/2007	06/07/2007 – 05/07/2009	06/07/2009 – 05/07/2017	160,000	—	—	6.570	—
	—	160,000	06/07/2007	06/07/2007 – 05/07/2010	06/07/2010 – 05/07/2017	160,000	—	—	6.570	—
其他合資格人士總計 Aggregate total of other eligible persons	1,452,000	512,000	17/11/2003	17/11/2003 – 16/11/2005	17/11/2005 – 16/11/2013	—	932,000	8,000	3.540	6.455
	1,900,000	752,000	06/04/2004	06/04/2004 – 05/04/2006	06/04/2006 – 05/04/2014	—	1,140,000	8,000	3.775	6.492
	4,532,000	1,192,000	13/06/2005	13/06/2005 – 12/06/2007	13/06/2007 – 12/06/2015	—	3,208,000	132,000	2.925	6.345
	5,984,000	5,060,000	18/05/2006	18/05/2006 – 17/05/2008	18/05/2008 – 17/05/2016	—	—	924,000	4.275	—
	—	6,271,000	06/07/2007	06/07/2007 – 05/07/2009	06/07/2009 – 05/07/2017	6,525,000	—	254,000	6.570	—
	—	6,271,000	06/07/2007	06/07/2007 – 05/07/2010	06/07/2010 – 05/07/2017	6,525,000	—	254,000	6.570	—
	18,168,000	37,198,000				26,910,000	6,300,000	1,580,000		

購股權計劃 (續)

附註一：本公司普通股於二零零七年七月六日授出購股權之前一天的收市價為港幣 6.36 元。有關已授出購股權的價值載於財務報表附註 46 內。

附註二：此為本公司購股權行使日期前的加權平均收市價。

除上述者外，本公司、控股公司、附屬公司或同系附屬公司均沒有在本年度內任何時間訂立任何安排，致使本公司董事或他們的配偶或未滿十八歲的子女可以透過收購本公司或任何其他法人公司的股份或債券而獲益。

主要股東及其他人士持有股份及相關股份中的權益及淡倉

除下文所披露者外，董事並不知悉有任何其他人士（本公司的董事或行政總裁或其各自的聯繫人士除外）於二零零七年十二月三十一日在本公司的股份及相關股份中，擁有根據證券及期貨條例第 XV 部第 2 分部及第 3 分部之規定必須向本公司披露的權益或淡倉。

1. 本公司股份的好倉：

股東名稱 Name of shareholder	身份 Capacity	持有普通股數目 Number of ordinary shares held	佔已發行股本 百分率 Percentage of issued share capital (附註一) (Note 1)
中國中信集團公司（「 中信集團 」） CITIC Group	所控制法團的權益（附註二） Interest of controlled corporations (Note 2)	3,176,395,029	55.17%
	實益擁有人（附註三） Beneficial owner (Note 3)	869,071,554	15.10%
	根據《證券及期貨條例》第317(1)(a)條和第318條須予披露的特定上市法團權益（附註四） Interest of any parties to an agreement to acquire interests in a particular listed corporation required to be disclosed under Section 317(1)(a) and Section 318 of the SFO (Note 4)	869,071,554	15.10%
西班牙對外銀行（「 BBVA 」） Banco Bilbao Vizcaya Argentaria, S.A. （「 BBVA 」）	實益擁有人 Beneficial owner	835,717,967	14.52%
	其他（附註五） Other (Note 5)	3,209,748,616	55.75%

Share Option Scheme (cont'd)

Note 1: The closing price of the ordinary shares of the Company immediately before 6 July 2007 on which the options were granted was HK\$6.36. The values of the options granted are set out in note 46 to the financial statements.

Note 2: This represents the weighted average closing price of the ordinary shares of the Company immediately before the dates on which the options were exercised.

Apart from the foregoing, at no time during the year was the Company, its holding company, subsidiaries or fellow subsidiaries a party to any arrangement to enable the Directors or any of their spouses or children under eighteen years of age to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

Substantial Shareholders and Other Persons' Interests and Short Positions in Shares and Underlying Shares

Save as disclosed below, as at 31 December 2007, the Directors were not aware of any person (other than a Director or chief executive of the Company or their respective associate(s)) who had an interest or short position in the shares and underlying shares of the Company which would fall to be disclosed to the Company under Divisions 2 and 3 of Part XV of the SFO:

1. Long positions in shares of the Company:

主要股東及其他人士持有股份及相關股份中的權益及淡倉 (續)

1. 本公司股份的好倉：(續)

附註一：佔已發行股本百分率乃按本公司於二零零七年十二月三十一日的已發行股本 5,757,320,916 股股份計算。

附註二：此等權益全數由中信集團的全資附屬公司 Gloryshare Investments Limited 持有。

附註三：此等權益為中信集團根據其與 BBVA 於二零零六年十一月二十二日訂立的股份買賣協議內之條款，擁有 BBVA 所持有或將持有的本公司股份之優先購買權，該等權益被視為中信集團的權益。

附註四：此等權益為 BBVA 所持有本公司普通股數目及按照本公司與 BBVA 於二零零六年十一月二十二日訂立的認購協議，本公司須於 BBVA 行使其可換股債券追加認購權時，發行予 BBVA 的任何額外股份。

附註五：此等權益為 BBVA 根據其與中信集團於二零零六年十一月二十二日訂立的股份買賣協議內之條款，擁有中信集團所持有的本公司股份之優先購買權，以及按照本公司與 BBVA 於二零零六年十一月二十二日訂立的認購協議，須於可換股債券追加認購權獲行使時發行予 BBVA 的任何額外股份。

2. 本公司股份的淡倉：

附註一：佔已發行股本百分率乃按本公司於二零零七年十二月三十一日的本公司已發行股本 5,757,320,916 股股份計算。

附註二：此等權益為中信集團根據其與 BBVA 於二零零六年十一月二十二日訂立的股份買賣協議內之條款，擁有 BBVA 所持有的本公司股份之優先購買權。

3. 本公司(就股本衍生工具而言)相關股份的好倉及淡倉：

無。

Substantial Shareholders and Other Persons' Interests and Short Positions in Shares and Underlying Shares (cont'd)

1. Long positions in shares of the Company: (cont'd)

Note 1: The percentage interest is calculated on the basis of an issued share capital of the Company of 5,757,320,916 as at 31 December 2007.

Note 2: These interests are all held by Gloryshare Investments Limited which is a wholly owned subsidiary of CITIC Group.

Note 3: These interests represent the pre-emptive right of CITIC Group over the ordinary shares of the Company held or to be held by BBVA pursuant to the share purchase agreement dated 22 November 2006 between CITIC Group and BBVA and are regarded as deemed interests held by CITIC Group.

Note 4: These interests represent the ordinary shares of the Company held by BBVA and any additional ordinary shares which may fall to be issued to BBVA in respect of the convertible bond top up right of BBVA under the subscription agreement entered into between the Company and BBVA dated 22 November 2006.

Note 5: These interests represent the pre-emptive right of BBVA over the ordinary shares of the Company held by CITIC Group pursuant to the share purchase agreement dated 22 November 2006 between CITIC Group and BBVA; and any additional ordinary shares which may fall to be issued to BBVA in respect of the convertible bond top up right of BBVA under the subscription agreement entered into between the Company and BBVA dated 22 November 2006.

2. Short positions in shares of the Company:

股東名稱 Number of shareholder	身份 Capacity	持有普通股數目 Name of ordinary shares held	佔已發行股本百分率 Percentage of issued share capital (附註一) (Note 1)
BBVA	實益擁有人(附註二) Beneficial owner (Note 2)	835,717,967	14.52%

Note 1: The percentage interest is calculated on the basis of an issued share capital of the Company of 5,757,320,916 as at 31 December 2007.

Note 2: These interests represent the pre-emptive right of CITIC Group over the ordinary shares of the Company held by BBVA pursuant to the share purchase agreement dated 22 November 2006.

3. Long and short positions in (in respect of equity derivatives) underlying shares of the Company:

None.

購買、出售或贖回本公司的上市證券

本公司於截至二零零七年十二月三十一日止年度並無贖回任何本公司的上市證券。本公司及各附屬公司於本年度均無購入或出售任何本公司的上市證券。

管理合約

本年度內，本公司並無簽訂或存有任何與本公司全盤業務或其中重大部份業務管理有關的合約。

主要客戶

董事會相信，本集團五大客戶佔本集團於本年度的利息收入及其他經營收入總額少於 30%。

公眾持股量

根據本公司在截至二零零七年十二月三十一日止可以得悉，而各董事亦知悉的公開資料作為基準，本公司仍維持按上市規則規定的公眾持股量。

董事於合約的權益

本公司、控股公司、附屬公司或同系附屬公司，概無訂立任何與本公司業務有關而令本公司董事於年終時或本年度內任何時間，可直接或間接享有重大權益的重要合約。

退休計劃

本集團現行一項既定供款的公積金計劃及一項強制性公積金計劃。有關該等退休計劃的詳情載於財務報表附註45內。

獨立性確認

本公司已收到林廣兆先生、席伯倫先生和曾耀強先生作為本公司的獨立非執行董事於每年度須向本公司就其獨立性作出的確認。本公司認為該三名獨立非執行董事確屬獨立人士。

核數師

重新委任畢馬威會計師事務所為本公司核數師的決議案，將在即將舉行的股東週年大會上提呈。

承董事會命
孔丹
董事長

香港，二零零八年三月二十七日

Purchase, Sale or Redemption on the Company's Listed Securities

The Company had not redeemed any of its listed securities during the year ended 31 December 2007. Neither the Company nor any of its subsidiaries had purchased or sold any of the Company's listed securities during the year.

Management Contracts

No contract concerning the management and administration of the whole or any substantial part of the business of the Company was entered into or existed during the year.

Major Customers

The Directors believe that the five largest customers of the Group accounted for less than 30% of the total of interest income and other operating income of the Group in the year.

Sufficiency of Public Float

Based on the information that is publicly available to the Company and within the knowledge of the Directors of the Company as at 31 December 2007, the Company has maintained the prescribed public float under the Listing Rules.

Directors' Interests in Contracts

No contract of significance in relation to the Company's business to which the Company, its holding company, subsidiaries or fellow subsidiaries was a party and in which a Director of the Company had a material interest, whether directly or indirectly, subsisted at the end of the year or at any time during the year.

Retirement Schemes

The Group operates a defined contribution provident fund scheme and a mandatory provident fund scheme. Particulars of these retirement schemes are set out in note 45 to the financial statements.

Confirmation of Independence

The Company has received an annual confirmation of independence from each of the Independent Non-executive Directors, namely Mr. Lam Kwong Siu, Mr. Rafael Gil-Tienda and Mr. Tsang Yiu Keung Paul. The Company considers all three Independent Non-executive Directors of the Company to be independent.

Auditors

A resolution for the re-appointment of KPMG as auditors of the Company is to be proposed at the forthcoming Annual General Meeting.

On behalf of the Board
Kong Dan
Chairman

Hong Kong, 27 March 2008

獨立核數師報告書 Independent Auditor's Report



致中信國際金融控股有限公司股東
(於香港註冊成立的有限公司)

本核數師(以下簡稱「我們」)已審核列載於第96頁至241頁中信國際金融控股有限公司(「貴公司」)的綜合財務報表。此綜合財務報表包括於二零零七年十二月三十一日的綜合資產負債表及貴公司的資產負債表與截至該日止年度的綜合收益表、綜合權益變動表及綜合現金流量表，以及主要會計政策概要及其他附註解釋。

董事就財務報表須承擔的責任

董事須負責根據香港會計師公會頒佈的香港財務報告準則及香港《公司條例》編製及真實而公平地列報該等財務報表。這責任包括設計、實施及維護與編製及真實而公平地列報財務報表相關的內部監控，以使財務報表不存在由於欺詐或錯誤而導致的重大錯誤陳述；選擇和應用適當的會計政策；及按情況下作出合理的會計估計。

核數師的責任

我們的責任是根據我們的審核對該等財務報表作出意見。我們是按照香港《公司條例》第141條的規定，僅向整體股東報告。除此以外，我們的報告書不可用作其他用途。我們概不就本報告書的內容，對任何其他人士負責或承擔法律責任。

我們已根據香港會計師公會頒佈的香港審計準則進行審核。這些準則要求我們遵守道德規範，並規劃及執行審核，以合理確定此等財務報表是否不存有任何重大錯誤陳述。

**Independent auditor's report to the shareholders of
CITIC International Financial Holdings Limited**
(Incorporated in Hong Kong with limited liability)

We have audited the consolidated financial statements of CITIC International Financial Holdings Limited ("the Company") set out on pages 96 to 241, which comprise the consolidated and the Company balance sheets as at 31 December 2007, and the consolidated income statement, the consolidated statement of changes in equity and the consolidated cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory notes.

Directors' Responsibility for the Financial Statements

The directors of the Company are responsible for the preparation and the true and fair presentation of these financial statements in accordance with Hong Kong Financial Reporting Standards issued by the Hong Kong Institute of Certified Public Accountants and the Hong Kong Companies Ordinance. This responsibility includes designing, implementing and maintaining internal control relevant to the preparation and the true and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. This report is made solely to you, as a body, in accordance with section 141 of the Hong Kong Companies Ordinance, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

We conducted our audit in accordance with Hong Kong Standards on Auditing issued by the Hong Kong Institute of Certified Public Accountants. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance as to whether the financial statements are free from material misstatement.

審核涉及執行情序以獲取有關財務報表所載金額及披露資料的審核憑證。所選定的程序取決於核數師的判斷，包括評估由於欺詐或錯誤而導致財務報表存有重大錯誤陳述的風險。在評估該等風險時，核數師考慮與該公司編製及真實而公平地列報財務報表相關的內部監控，以設計適當的審核程序，但並非為對公司的內部監控的效能發表意見。審核亦包括評價董事所採用的會計政策的合適性及所作出的會計估計的合理性，以及評價財務報表的整體列報方式。

我們相信，我們所獲得的審核憑證是充足和適當地為我們的審核意見提供基礎。

意見

我們認為，該等綜合財務報表已根據香港財務報告準則真實而公平地反映 貴公司及 貴集團於二零零七年十二月三十一日的事務狀況及集團截至該日止年度的溢利及現金流量，並已按照香港《公司條例》妥為編製。

畢馬威會計師事務所

執業會計師
香港中環
遮打道十號
太子大廈八樓

二零零八年三月二十七日

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and true and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting polices used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements give a true and fair view of the state of affairs of the Company and of the Group as at 31 December 2007 and of the Group's profit and cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards and have been properly prepared in accordance with the Hong Kong Companies Ordinance.

KPMG

Certified Public Accountants
8th Floor, Prince's Building
10 Chater Road
Central, Hong Kong

27 March 2008

綜合收益表

Consolidated Income Statement

截至二零零七年十二月三十一日止年度(以港幣為單位)

For the year ended 31 December 2007 (Expressed in Hong Kong dollars)

			二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
利息收入	Interest income	4	5,057,246	4,106,324
利息支出	Interest expense		(3,698,377)	(3,036,786)
淨利息收入	Net interest income		1,358,869	1,069,538
費用及佣金收入	Fee and commission income		835,875	574,695
費用及佣金支出	Fee and commission expense		(13,835)	(14,668)
淨費用及佣金收入	Net fee and commission income	5	822,040	560,027
結構性投資工具淨虧損及撇值	Net loss and write-down on structured investment vehicles		(1,311,170)	—
其他淨交易收入	Other net trading income		589,257	651,327
淨交易(虧損)/收入	Net trading (loss) / income	6	(721,913)	651,327
指定為通過損益以反映公允價值之金融工具淨支出	Net expense from financial instruments designated at fair value through profit or loss	7	(249,014)	(69,736)
淨對沖收益	Net hedging gain	8	2,455	129
其他經營收入	Other operating income	9	61,695	48,507
經營收入	Operating income		1,274,132	2,259,792
經營支出	Operating expenses	10	(1,233,664)	(1,145,306)
扣除減值準備前之經營溢利	Operating profit before impairment		40,468	1,114,486
貸款及墊款減值虧損	Impairment losses on loans and advances	13	(72,476)	(35,100)
持有至到期投資減值虧損回撥/(準備)	Impairment losses written back / (charged for) on held-to-maturity investments		242	(3,957)
可供出售證券減值虧損	Impairment losses on available-for-sale securities		—	(17,461)
減值虧損	Impairment losses		(72,234)	(56,518)
出售可供出售證券淨溢利	Net profit on disposal of available-for-sale securities	14	6,905	90,199
出售持有至到期投資淨虧損	Net loss on disposal of held-to-maturity investments		—	(22,306)
經營(虧損)/溢利	Operating (loss) / profit		(24,861)	1,125,861
攤薄聯營公司投資所得收益	Gain on dilution of investment in associates		198,313	—
出售附屬公司溢利	Profit on disposal of a subsidiary		—	1,073
出售物業及設備淨溢利	Net profit on disposal of property and equipment		18,167	71,884
投資物業重估收益	Revaluation gain on investment properties	31(c)	60,104	3,376
所佔聯營公司溢利	Share of profits of associates		1,600,954	131,450
稅前溢利	Profit before taxation		1,852,677	1,333,644
所得稅	Income tax	15	(216)	(206,126)
本年度溢利	Profit for the year		1,852,461	1,127,518
可歸屬於：	Attributable to:			
本公司股東	Equity shareholders of the Company	16	1,852,461	1,126,135
少數股東	Minority interests	44	—	1,383
本年度溢利	Profit for the year		1,852,461	1,127,518
本年度本公司歸屬於股東的股息：	Dividends payable to equity shareholders of the Company attributable to the year:	17(a)		
本年度已宣派及派發的 中期股息	Interim dividend declared and paid during the year		—	246,517
結算日後擬派的末期股息	Final dividend proposed after the balance sheet date		—	321,000
			—	567,517
每股盈利	Earnings per share	18		
基本	Basic		32.86¢ 仙	34.66¢ 仙
攤薄	Diluted		32.79¢ 仙	32.58¢ 仙

第103頁至第241頁的附註屬本財務報表一部份。

The notes on pages 103 to 241 form part of these financial statements.

綜合資產負債表

Consolidated Balance Sheet

於二零零七年十二月三十一日 (以港幣為單位)
At 31 December 2007 (Expressed in Hong Kong dollars)

	附註 Note	二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000	
資產	Assets			
現金及在銀行、中央銀行及其他 金融機構的結存	Cash and balances with banks, central banks and other financial institutions	20	1,502,876	1,267,871
在銀行、中央銀行及 其他金融機構的存款及墊款	Placements with and advances to banks, central banks and other financial institutions	21	12,647,588	12,392,538
貿易票據	Trade bills	22	1,523,200	491,994
交易用途資產	Trading assets	23	3,479,009	6,414,870
指定為通過損益以反映 公允價值的證券	Securities designated at fair value through profit or loss	24	531,025	1,003,579
客戶貸款及墊款及其他賬項	Loans and advances to customers and other accounts	25	67,704,297	51,906,002
可供出售證券	Available-for-sale securities	27	22,125,403	4,973,450
持有至到期投資	Held-to-maturity investments	28	—	10,176,493
聯營公司權益	Interest in associates	30	20,635,639	11,477,510
物業及設備	Property and equipment	31		
— 投資物業	— Investment property		238,380	124,776
— 其他物業及設備	— Other property and equipment		836,239	874,989
商譽	Goodwill	32	1,007,749	1,007,749
可回收稅項	Tax recoverable	37(a)	71,248	—
遞延稅項資產	Deferred tax assets	37(b)	82,374	29,904
資產總額	Total assets		132,385,027	102,141,725
權益及負債	Equity and liabilities			
銀行及其他金融機構 的存款及結存	Deposits and balances of banks and other financial institutions	33	6,649,030	831,973
客戶存款	Deposits from customers	34	83,794,961	65,421,831
交易用途負債	Trading liabilities	35	879,690	428,648
已發行存款證	Certificates of deposit issued	36	6,863,124	7,257,719
已發行債務證券	Debt securities issued	39	2,314,394	2,300,889
已發行可換股債券	Convertible bonds issued	40	7,648	247,191
本期稅項	Current taxation	37(a)	6,760	112,681
遞延稅項負債	Deferred tax liabilities	37(b)	—	22,586
其他負債	Other liabilities		1,459,451	1,384,810
債務資本	Loan capital	41	3,926,390	3,901,326
負債總額	Total liabilities		105,901,448	81,909,654
權益	Equity			
股本	Share capital	42	5,757,321	5,023,422
儲備	Reserves	43	20,726,258	15,208,649
歸屬於本公司股東 的權益總額	Total equity attributable to equity shareholders of the Company		26,483,579	20,232,071
權益及負債總額	Total equity and liabilities		132,385,027	102,141,725

董事會於二零零八年三月二十七日核准並授權發佈。
Approved and authorised for issue by the Board of Directors on 27 March 2008.

竇建中
Dou Jianzhong
董事兼行政總裁
Director and CEO

陳許多琳
Chan Hui Dor Lam Doreen
董事總經理兼替任行政總裁
Managing Director and ACEO

盧永逸
Lo Wing Yat Kelvin
董事總經理
Managing Director

王浩成
Wong Ho Sing Steve
集團財務總監
Group Chief Financial Officer

第103頁至第241頁的附註屬本財務報表一部份。
The notes on pages 103 to 241 form part of these financial statements.

資產負債表

Balance Sheet

於二零零七年十二月三十一日 (以港幣為單位)

At 31 December 2007 (Expressed in Hong Kong dollars)

	附註 Note	二零零七年 2007		二零零六年 2006	
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
非流動資產					
物業及設備	31(b)				
— 投資物業			75,700		—
— 其他物業及設備			4,593		51,049
附屬公司投資	29		7,500,518		4,987,561
聯營公司投資	30		16,756,096		10,114,080
			24,336,907		15,152,690
流動資產					
交易用途資產	23	—		60,893	
客戶貸款及墊款及 其他賬項	25	29,800		13,860	
應收附屬公司款項	26	1,115,461		1,483,461	
			1,145,261	1,558,214	
流動負債					
其他負債		14,915		42,896	
遞延稅項負債		1,473		—	
銀行及其他金融機構 的結存		5,110,000		—	
應付附屬公司款項	38	84,443		260,550	
			5,210,831	303,446	
淨流動(負債)/資產			(4,065,570)		1,254,768
淨資產			20,271,337		16,407,458
權益					
股本	42		5,757,321		5,023,422
儲備	43		14,514,016		11,384,036
權益及負債總額			20,271,337		16,407,458

董事會於二零零八年三月二十七日核准並授權發佈。

Approved and authorised for issue by the Board of Directors on 27 March 2008.

竇建中
Dou Jianzhong
董事兼行政總裁
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第103頁至第241頁的附註屬本財務報表一部份。

The notes on pages 103 to 241 form part of these financial statements.

綜合權益變動表

Consolidated Statement Of Changes In Equity

截至二零零七年十二月三十一日止年度(以港幣為單位)

For the year ended 31 December 2007 (Expressed in Hong Kong dollars)

	附註 Note	二零零七年 2007		二零零六年 2006	
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
於1月1日權益總額	Total equity at 1 January	20,232,071		9,455,853	
於權益內直接確認的淨收入：	Net income recognised directly in equity:				
換算以下項目的匯兌差額：	Exchange differences on translation of:				
— 海外分行、附屬公司及聯營公司的財務報表	— financial statements of overseas branches, subsidiaries and associates	43	787,384		7,056
— 有關借款	— related borrowings	43	200		363
			787,584		7,419
將其他物業重新劃歸為投資物業的重估盈餘(已扣除遞延稅項)	Surplus on revaluation of other premises upon reclassification to investment properties, net of deferred tax	43	33,670		9,488
出售物業而撥回重估儲備	Release of revaluation reserve on disposal of properties	43	6,011		(1,549)
可供出售證券	Available-for-sale securities				
— 公允價值變動	— changes in fair value	43	(337,476)		(37,338)
— 出售時由權益轉至收益表	— transfer from equity to income statement on disposal	43	(7,356)		(79,221)
— 由權益轉至遞延稅項	— transfer from equity to deferred tax	43	60,346		20,398
			(284,486)		(96,161)
出售附屬公司	Disposal of a subsidiary				
— 匯兌差額儲備	— exchange differences reserve	43	—		(199)
— 公允價值儲備	— fair value reserve	43	—		(28,513)
— 保留溢利	— retained profits	43	—		29,530
			—		818
所佔聯營公司	Share of associates				
— 公允價值儲備	— fair value reserve	43	(10,910)		(423)
— 購股權儲備	— share option reserve	43	8,167		9,644
			(2,743)		9,221
本年度溢利	Profit for the year		1,852,461		1,127,518
本年度確認的收入及支出總額	Total recognised income and expense for the year		2,392,497		1,056,754

綜合權益變動表

Consolidated Statement Of Changes In Equity

	附註 Note	二零零七年 2007		二零零六年 2006	
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
可歸屬於					
— 本公司股東	Attributable to: — equity shareholders of the Company	2,392,497		1,055,371	
— 少數股東	— minority interests	—		1,383	
		2,392,497		1,056,754	
本年度已派發股息	Dividends paid during the year		(322,056)		(438,591)
本年度購買／出售聯營公司／附屬公司而產生的少數股東權益	Minority interests attributable to associates / subsidiaries acquired / disposed during the year		—		(1,919)
進行資本交易所產生的權益變動：	Movements in equity arising from capital transactions:				
行使股權而發行新股	Shares issued under the share option scheme				
— 股本	— share capital	42	6,300		5,012
— 股本溢價	— share premium		19,396		17,942
— 由購股權儲備轉至股份溢價	— transfer of share option reserve to share premium	43	(5,228)		(4,761)
			20,468		18,193
行使可換股債券而發行新股	Conversion of convertible bonds into ordinary shares				
— 股本	— share capital	42	59,024		266,061
— 股本溢價	— share premium		192,949		869,754
— 權益部份	— equity component	43	(11,768)		(61,294)
			240,205		1,074,521
發行新股	Issuance of shares				
— 股本	— share capital	42	668,575		1,554,490
— 股本溢價	— share premium		3,229,214		3,746,322
— 一般儲備	— general reserve	43	—		3,761,867
			3,897,789		9,062,679
以股權償付的股份交易	Equity-settled share-based transactions	43	22,605		4,581
			4,181,067		10,159,974
於12月31日權益總額	Total equity at 31 December		26,483,579		20,232,071

第103頁至第241頁的附註屬本財務報表一部份。

The notes on pages 103 to 241 form part of these financial statements.

綜合現金流量表

Consolidated Cash Flow Statement

截至二零零七年十二月三十一日止年度 (以港幣為單位)
For the year ended 31 December 2007 (Expressed in Hong Kong dollars)

	附註 Note	二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
經營業務	Operating activities		
稅前溢利	Profit before taxation	1,852,677	1,333,644
非現金項目調整：	Adjustments for non-cash items:		
結構性投資工具淨虧損及撇值	Net loss and write-down on structured investment vehicles	1,311,170	—
貸款及墊款減值虧損	Impairment losses on loans and advances	72,476	35,100
所佔聯營公司溢利	Share of profits of associates	(1,600,954)	(131,450)
投資物業重估收益	Revaluation gain on investment properties	(60,104)	(3,376)
出售物業及設備淨溢利	Net profit on disposal of property and equipment	(18,167)	(71,884)
出售可供出售證券淨溢利	Net profit on disposal of available-for-sale securities	(6,905)	(90,199)
出售持有至到期投資淨虧損	Net loss on disposal of held-to-maturity investments	—	22,306
持有至到期投資減值虧損(回撥)/準備	Impairment losses (written back) / charged for on held-to-maturity investments	(242)	3,957
可供出售證券減值虧損	Impairment losses on available-for-sale securities	—	17,461
出售附屬公司溢利	Profit on disposal of a subsidiary	—	(1,073)
以股權償付的股份支出	Equity-settled share-based payment expenses	22,605	4,581
遞延支出攤銷	Amortisation of deferred expenses	71,852	65,978
可換股債券利息支出	Interest expense on convertible bonds	1,908	34,121
物業及設備折舊	Depreciation on property and equipment	82,087	110,330
權益證券股息收入	Dividend income from equity securities	(20,291)	(33,164)
債務資本利息支出	Interest expense on loan capital	318,035	266,781
攤薄聯營公司投資所得收益	Gain on dilution of investment in associates	(198,313)	—
匯兌差額	Foreign exchange differences	35,946	24,382
		1,863,780	1,587,495
經營資產(增加)/減少	(Increase) / decrease in operating assets		
原到期日超過3個月的在銀行、中央銀行及其他金融機構的存款及墊款	Placement with and advances to banks, central banks and other financial institutions with original maturity beyond three months	(2,469,812)	(1,356,567)
原到期日超過3個月的國庫券	Treasury bills with original maturity beyond three months	(499,609)	99,468
原到期日超過3個月的持有存款證	Certificates of deposit held with original maturity beyond three months	(100,043)	449,923
交易用途資產	Trading assets	1,624,691	58,159
指定為通過損益以反映公允價值的證券	Securities designated at fair value through profit or loss	472,554	76,213
客戶貸款及墊款，其他賬項及貿易票據	Loans and advances to customers, other accounts and trade bills	(16,525,959)	(8,566,774)
持有至到期投資	Held-to-maturity investments	9,988,152	6,432,528
可供出售證券	Available-for-sale securities	(16,768,424)	970,777
		(24,278,450)	(1,836,273)
經營負債增加/(減少)	Increase / (decrease) in operating liabilities		
銀行及其他金融機構的存款及結存	Deposits and balances of banks and other financial institutions	5,817,057	(3,325,473)
客戶存款	Deposits from customers	18,373,130	11,006,552
交易用途負債	Trading liabilities	451,042	(232,489)
已發行存款證	Certificates of deposit issued	(399,015)	(210,242)
已發行債務證券	Debt securities issued	4,944	6,284
其他負債	Other liabilities	12,914	617,850
		24,260,072	7,862,482

綜合現金流量表
Consolidated Cash Flow Statement

	附註 Note	二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
來自經營業務的現金淨額	Cash generated from operations	1,845,402	7,613,704
已付所得稅	Income tax paid		
已付香港利得稅	Hong Kong Profits Tax paid	(192,373)	(130,325)
已付海外稅項	Overseas tax paid	(7,505)	(4,283)
來自經營業務活動的現金淨額	Net cash generated from operating activities	1,645,524	7,479,096
投資業務	Investing activities		
已收權益證券股息	Dividends received from equity securities	20,291	33,164
已收聯營公司股息	Dividends received from associates	52,450	597
購入物業及設備	Purchase of property and equipment	(59,595)	(213,379)
出售物業及設備所得款項	Proceeds from disposal of property and equipment	29,143	186,985
出售附屬公司淨現金流出	Net cash outflow from disposal of a subsidiary	—	(340,828)
購入聯營公司	Purchase of an associate	(6,657,505)	—
用於投資業務的現金淨額	Net cash used in investing activities	(6,615,216)	(333,461)
融資業務	Financing activities		
支付普通股股息	Ordinary dividends paid	(322,056)	(438,591)
支付可換股債券利息	Interest paid on convertible bonds	(20)	(2,467)
支付債務資本利息	Interest paid on loan capital	(319,337)	(355,061)
發行債務資本所得款項	Proceeds from loan capital issued	1,949,500	1,942,230
贖回債務資本	Redemption of loan capital	(1,949,363)	(2,331,346)
發行債務證券所得款項	Proceeds from debt securities issued	—	41,125
發行股份所得款項	Proceeds from shares issued	3,918,256	18,193
來自／(用於)融資業務的現金淨額	Net cash generated from / (used in) financing activities	3,276,980	(1,125,917)
現金及現金等值項目(減少)／增加淨額	Net (decrease) / increase in cash and cash equivalents	(1,692,712)	6,019,718
於1月1日的現金及現金等值項目	Cash and cash equivalents at 1 January	12,031,996	6,012,278
於12月31日的現金及現金等值項目	Cash and cash equivalents at 31 December	10,339,284	12,031,996
經營業務產生的現金流量包括：	Cash flows from operating activities include:		
已收利息	Interest received	5,046,225	4,095,834
已付利息	Interest paid	(3,246,327)	(2,711,111)

第103頁至第241頁的附註屬本財務報表一部份。

The notes on pages 103 to 241 form part of these financial statements.

財務報表附註

Notes To The Financial Statements

(除特別列明外，均以港幣為單位)
(Expressed in Hong Kong dollars unless otherwise indicated)

1. 主要業務

中信國際金融控股有限公司(「本公司」)及其附屬公司(「本集團」)的主要業務是提供銀行及相關金融服務。這些業務對本集團的業績或資產及負債具有重大影響。

2. 主要會計政策

中信國際金融控股有限公司於香港註冊成立的有限公司，並以香港為辦事處所在地，其註冊辦事處位於香港中環添美道一號中信大廈二十七樓二七零一至九室。截至二零零七年十二月三十一日止年度的綜合財務報表涵蓋本公司和各附屬公司(以下統稱「本集團」)及本集團持有的聯營公司權益。

(a) 合規聲明

本財務報表是根據《香港會計師公會》頒佈的所有適用的香港財務報告準則(包括所有適用的個別香港財務報告準則、《香港會計準則》及詮釋)、香港公認會計原則及香港公司條例的規定編製而成。本財務報表也符合香港聯合交易所有限公司證券上市規則的適用披露規定。本集團採用的主要會計政策概述如下。

香港會計師公會頒佈數項新增及經修訂的香港財務報告準則，並可於本年度本集團及本公司的會計期被提早採納或生效。在與本集團有關的範圍內初始應用這些新訂和經修訂的準則所引致當前和以往會計期間的會計政策變更，已於本財務報表內反映，有關資料載列於附註3。

1. Principal Activities

The principal activities of CITIC International Financial Holdings Limited ("the Company") and its subsidiaries ("the Group"), which materially affect the results or comprise the assets and liabilities of the Group, are the provision of banking and related financial services.

2. Significant Accounting Policies

CITIC International Financial Holdings Limited is a limited company incorporated and domiciled in Hong Kong and has its registered office at Suites 2701-9, 27th Floor, CITIC Tower, 1 Tim Mei Avenue, Central, Hong Kong. The consolidated financial statements for the year ended 31 December 2007 comprise the Company and its subsidiaries (together referred to as the Group) and the Group's interest in associates.

(a) Statement of Compliance

These financial statements have been prepared in accordance with all applicable Hong Kong Financial Reporting Standards ("HKFRSs"), which collective term includes all applicable individual Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards ("HKASs"), and Interpretations issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA"), accounting principles generally accepted in Hong Kong and the requirements of the Hong Kong Companies Ordinance. These financial statements also comply with the applicable disclosure provisions of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. A summary of the significant accounting policies adopted by the Group is set out below.

The HKICPA has issued certain new and revised HKFRSs that are first effective or available for early adoption for the current accounting period of the Group and the Company. Note 3 provides information on the changes in accounting policies resulting from initial application of these developments to the extent that they are relevant to the Group for the current and prior accounting periods reflected in these financial statements.

2. 主要會計政策 (續)

(b) 財務報表編製基礎

除了以下以公允價值列賬外，編製財務報表時是以歷史成本作為計量基礎。有關詳情已載列於下列會計政策：

- 劃歸為交易用途、指定為通過損益以反映公允價值及可供出售的金融工具（參閱附註2(h)(ii)）；
- 投資物業（參閱附註2(k)）；及
- 以現金償付的股份支出（參閱附註2(q)）。

管理層在按照香港財務報告準則編製財務報表時，需要對會計政策的應用和資產及負債、收入及支出的匯報數額等作判斷、估計及假設從而影響政策實施及資產和負債、及收入與支出之呈報金額。有關估計及假設乃按在既定情況下可合理地相信，根據過往之經驗及其他因素，作出判斷那些未能從其他來源確定的資產及負債的賬面值。實際結果可能與此等估計不盡相同。

有關估計及假設須定期作檢討。若修訂只影響該修訂期，會計估計的修訂於該修訂期內確認；或如該修訂影響本期及未來會計期，則於修訂期及未來會計期確認。

管理層在應用香港財務報告準則時作出對財務報表有重大影響的判斷，以及對在下一年度造成重大調整的主要風險的估計，於附註59討論。

2. Significant Accounting Policies (Cont'd)

(b) Basis of preparation of the financial statements

The measurement basis used in the preparation of the financial statements is the historical cost basis except that the following assets and liabilities are stated at their fair value as explained in the accounting policies set out below:

- financial instruments classified as trading, designated at fair value through profit or loss and available-for-sale (see note 2(h)(ii));
- investment property (see note 2(k)); and
- Cash-settled share-based payments (see note 2(q)).

The preparation of financial statements in conformity with HKFRSs requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

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

Judgements made by management in the application of HKFRSs that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year are discussed in note 59.

2. 主要會計政策 (續)

(c) 收入確認

收入是在經濟效益很可能會流入本集團，以及能夠可靠地計量收入和成本(如適用)時，根據下列方法在收益表內確認：

(i) 利息收入

所有計息金融工具的利息收入均使用實際利率法在收益表內確認。

實際利率法是計算金融資產的攤銷成本及分配有關期間的利息收入的方法。按照金融資產的賬面淨值折讓未來於金融工具預計有效年期或(如適用)較短期間內估計付出或取得的現金值時，所用比率即為實際利率。本集團在計算實際利率時對現金流量作出估計，並且已考慮金融工具的所有合約條款(如提前還款、認購及類似期權)，惟並無考慮未來信貸損失。合約訂約方付出或收取的所有費用(為實際利率的一部份)、交易成本及所有其他溢價或折讓，均在計算之列。因住宅物業按揭貸款所支出的現金回贈會被資本化及按其估計期限於損益表內攤銷。

就減值貸款而言，根據貸款原來條款計算的應計利息收入已停止，但隨時間過去而引致任何減值貸款的現值增加則匯報為利息收入。

指定為通過損益以反映公允價值的金融工具的淨收入及淨交易收入，包括該等金融資產及金融負債的公允價值變動所產生的所有損益(已扣除應計息票)，以及該等金融工具產生的利息收入及支出和股息收入。

2. Significant Accounting Policies (Cont'd)

(c) Revenue recognition

Provided it is probable that the economic benefits will flow to the Group and the revenue and costs, if applicable, can be measured reliably, revenue is recognised in the income statement as follows:

(i) Interest income

Interest income for all interest-bearing financial instruments is recognised in the income statement on accrual basis using the effective interest rate method.

The effective interest rate method is a method of calculating the amortised cost of a financial asset and of allocating the interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument or, when appropriate, a shorter period to the net carrying amount of the financial asset. When calculating the effective interest rate, the Group estimates cash flows considering all contractual terms of the financial instrument (for example, prepayment, call and similar options) but does not consider future credit losses. The calculation includes all fees paid or received between parties to the contract that are an integral part of the effective interest rate, transaction costs and all other premiums or discounts. Cash rebates granted in relation to residential mortgage loans are capitalised and amortised to the income statement over their expected life.

For impaired loans, the accrual of interest income based on the original terms of the loan is discontinued, but any increase in the present value of impaired loans due to the passage of time is reported as interest income.

Net income from financial instruments designated at fair value through profit or loss and net trading income comprises all gains and losses from changes in fair value (net of accrued coupon) of such financial assets and financial liabilities, together with interest income and expense and dividend income attributable to those financial instruments.

2. 主要會計政策 (續)

(c) 收入確認 (續)

(ii) 費用及佣金收入

費用及佣金收入在提供相應服務時確認，但如費用是為彌補持續為客戶提供服務或承受風險的成本而收取，或費用屬於利息性質則除外。在這些情況下，費用在產生成本或承受風險的會計期間確認為收入，或視作利息收入。

因本集團創造或購入金融資產而產生之始創或承擔服務費的收入／支出須根據有效利率遞延及確認。如預計承擔不會引致提取貸款，該服務費需按承擔期限以直線法確認為收入。

(iii) 融資租賃及分期付款合約的財務收入

融資租賃及分期付款的隱含財務收入按租賃年期確認為利息收入，以令每個會計期間剩餘的淨投資回報率大致上相同。因購併融資租賃及分期付款合約而付交易商之佣金，已包含於資產的賬面值及於租賃期內攤銷並入收益表，作為對利息收入的調整。

(iv) 經營租賃的租金收入

除非有更具代表性的基準能反映從租賃資產獲取利益的模式，其經營租賃的租金收入會按租賃年期內的會計期間，以等額分期確認為其他經營收入。經營租賃協議所涉及的激勵措施均在收益表內確認為租賃淨收款總額的組成部份。

(v) 股息收入確認如下

- 上市投資的股息收入是在該項投資的股價除息時確認；及
- 非上市投資的股息收入在股東收取款項的權利確立時確認。

2. Significant Accounting Policies (Cont'd)

(c) Revenue recognition (Cont'd)

(ii) Fee and commission income

Fee and commission income is recognised when the corresponding service is provided, except where the fee is charged to cover the costs of a continuing service to, or risk borne for, the customer, or is interest in nature. In these cases, the fee is recognised as income in the accounting period in which the costs or risk is incurred or accounted for as interest income.

Origination or commitment fees received / paid by the Group which result in the creation or acquisition of a financial assets are deferred and recognised as an adjustment to the effective interest rate. When a loan commitment is not expected to result in the draw-down of a loan, loan commitment fees are recognised on a straight-line basis over the commitment period.

(iii) Finance income from finance lease and hire purchase contract

Finance income implicit in the finance lease and hire purchase payments is recognised as interest income over the period of the leases so as to produce an approximately constant periodic rate of return, on the outstanding net investment in the leases for each accounting period. Commission paid to dealers for acquisition of finance lease loans or hire purchase contracts is included in the carrying value of the assets and amortised to the income statement over the expected life of the lease as an adjustment to interest income.

(iv) Rental income from operating lease

Rental income received under operating leases is recognised as other operating income in equal installments over the accounting periods covered by the lease term, except where an alternative basis is more representative of the pattern of benefits to be derived from the leased asset. Lease incentives granted are recognised in the income statement as an integral part of the aggregate net lease payments receivable.

(v) Dividend income is recognised as follows

- dividend income from listed investments is recognised when the share price of the investment is quoted ex-dividend; and
- dividend income from unlisted investments is recognised when the shareholder's right to receive payment is established.

2. 主要會計政策 (續)

(d) 附屬公司及少數股東權益

附屬公司是指受本集團控制的實體。控制是指本集團有權決定該實體的財務及經營業務，並藉此從其活動中取得利益。在評估控制存在與否時，現時可行使的潛在投票權會納入考慮之列。

於附屬公司的投資由控制權開始生效當日起在綜合財務報表中綜合計算，直至控制權終止期間為止。

集團內部的結餘及交易，及任何集團內部交易所產生的未實現溢利均於編製綜合財務報表時悉數抵銷。除有證據顯示已出現減值的部份外，集團內部交易產生的未實現虧損的攤銷方法與未實現收益相同。

少數股東權益是指，無論是直接或間接透過附屬公司，非由本公司擁有的應佔附屬公司淨資產的權益部份，而集團未與該權益持有者達成任何附加協議，致令集團整體上對該等權益產生符合財務負債定義的法定義務。少數股東權益在綜合資產負債表內的權益項目中，與本公司權益股東應佔的權益分開列示。少數股東權益佔集團年度內溢利在綜合收益賬賬面以分配為少數股東權益及可歸屬於集團股東權益形式呈報。

如果少數股東應佔的虧損超過其應佔附屬公司的權益，超額部份和任何其他少數股東應佔虧損便會抵銷本集團所佔權益；但如少數股東有具約束力的義務和能力作出額外投資彌補虧損則除外。如附屬公司其後匯報溢利，則所有該等溢利均會分配予本集團權益，直至收回以往由本集團承擔的少數股東應佔虧損為止。

在本公司的資產負債表中，其於附屬公司的投資是按成本減去減值虧損（如有）（參閱附註2(o)）後入賬。

2. Significant Accounting Policies (Cont'd)

(d) Subsidiaries and minority interest

Subsidiaries are entities controlled by the Group. Control exists when the Group has the power to govern the financial and operating policies of an entity so as to obtain benefits from their activities. In assessing control, potential voting rights that presently are exercisable are taken into account.

An investment in a subsidiary is consolidated into the consolidated financial statements from the date that control commences until the date that control ceases.

Intra-group balances and transactions and any unrealised profits arising from intra-group transactions are eliminated in full in preparing the consolidated financial statements. Unrealised losses resulting from intra-group transactions are eliminated in the same way as unrealised gains but only to the extent that there is no evidence of impairment.

Minority interests represent the portion of the net assets of subsidiaries attributable to interests that are not owned by the Company, whether directly or indirectly through subsidiaries, and in respect of which the Group has not agreed any additional terms with the holders of those interests which would result in the Group as a whole having a contractual obligation in respect of those interests that meet the definition of a financial liability. Minority interests are presented in the consolidated balance sheet within equity, separately from equity attributable to the equity shareholders of the Company. Minority interests in the results of the Group are presented on the face of the consolidated income statement as an allocation of the profit or loss for the year between minority interests and the equity shareholders of the Company.

Where losses applicable to the minority exceed the minority's interests in the equity of a subsidiary, the excess, and any further losses applicable to the minority, are charged against the Group's interest except to the extent that the minority has a binding obligation to, and is able to, make additional investment to cover the losses. If the subsidiary subsequently reports profits, the Group's interest is allocated all such profits until the minority's share of losses previously absorbed by the Group has been recovered.

In the Company's balance sheet, its investments in subsidiaries are stated at cost less impairment losses, if any (see note 2(o)).

2. 主要會計政策 (續)

(e) 聯營公司

聯營公司是指本集團或本公司可對其管理發揮重大影響(包括參與其財務及經營決策),但並不控制或共同控制其管理的實體。

聯營公司投資均在綜合財務報表最初以權益會計法按成本入賬,本集團佔聯營公司收購後淨資產的比例出現變化後再作調整。綜合收益表包括本集團本年度佔聯營公司收購後、除稅後業績的比例,包括任何有關聯營公司投資於本年度確認的商譽減值虧損和其他無形資產攤銷(參閱附註2(f), 2(g)及2(o))。

當本集團應佔的虧損超過其聯營公司權益,則本集團的權益會完全沖銷,並會停止確認其他虧損,但如本集團須代表聯營公司承擔法律或推定義務或支付款項則除外。就此而言,本集團的聯營公司權益是以權益會計法入賬的投資賬面值,連同實質上構成本集團於聯營公司淨投資一部份的長期權益。

本集團及其聯營公司之間交易所產生的未實現盈虧均予抵銷,但只限於本集團於有關聯營公司的權益。然而,如能證明已轉讓的資產出現減值而產生未實現虧損,則該項虧損會立即在損益確認。

在本公司的資產負債表中,聯營公司投資均按成本減任何減值虧損(如有)(參閱附註2(o))後入賬。

2. Significant Accounting Policies (Cont'd)

(e) Associates

An associate is an entity in which the Group or the Company has significant influence, but not control or joint control over its management, including participation in the financial and operating policy decisions.

An investment in an associate is accounted for in the consolidated financial statements under the equity method and is initially recorded at cost and adjusted thereafter for the post acquisition change in the Group's share of the associate's net assets. The consolidated income statement includes the Group's share of the post-acquisition, post-tax results of the associates for the year, including any impairment loss on goodwill and amortisation of other intangible assets relating to the investment in associates recognised for the year (see notes 2(f), 2(g) and 2(o)).

When the Group's share of losses exceeds its interest in the associate, the Group's interest is reduced to nil and recognition of further losses is discontinued except to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate. For these purposes, the Group's interest in the associate is the carrying amount of the investment under equity method together with the Group's long-term interests that in substance form part of the Group's net investment in the associate.

Unrealised profits and losses resulting from transactions between the Group and its associates are eliminated to the extent of the Group's interest in the associate, except where unrealised losses provide evidence of an impairment of the asset transferred, in which case they are recognised immediately in profit or loss.

In the Company's balance sheet, its investments in associates are stated at cost less impairment losses, if any (see note 2(o)).

2. 主要會計政策 (續)

(f) 商譽

商譽即商業合併或投資聯營公司的成本超過本集團應佔被收購者的可辨別資產、負債及或有負債的公平淨值。

商譽是以成本減任何累計減值虧損列賬。商譽會分配至現金生產單位，並透過以現金生產單位的預計現金流量現值與其淨資產(包括應佔商譽)的賬面值作出比較，每年進行減值測試(參閱附註2(o))。就聯營公司而言，商譽賬面值計入聯營公司權益賬面值。

在商業合併或投資聯營公司時，若本集團應佔被收購者的可辨別資產、負債及或有負債的公平淨值高於成本價，超出的金額便會即時在收益表確認為。

於本年度出售單一現金生產單位或聯營公司，計算出售溢利時計入任何可歸屬購入商譽的金額。

(g) 無形資產(商譽除外)

本集團購入的其他無形資產按成本減累計攤銷(適用於預計可用而有既定的期限)和減值虧損物參閱附註2(o))後記入資產負債表內。其他無形資產包括品牌、核心存款和客戶關係的價值。

有既定可用期限的無形資產攤銷按直線法於資產的預計可用期限內在損益中列支。以下有既定可用期限的無形資產由可供使用當日起，在預計可用期限內攤銷：

—	品牌	無期限
—	核心存款	十年
—	客戶關係	二十年

本集團會每年檢討攤銷的期限和方法。

2. Significant Accounting Policies (Cont'd)

(f) Goodwill

Goodwill represents the excess of the cost of a business combination or an investment in an associate over the Group's interest in the net fair value of the acquiree's identifiable assets, liabilities and contingent liabilities.

Goodwill is stated at cost less any accumulated impairment losses (see note 2(o)). Goodwill is allocated to cash-generating units and is tested annually for impairment by comparing the present value of expected cash flows from cash-generating unit with carrying value of its net assets, including attributable goodwill. In respect of associates, the carrying amount of goodwill is included in the carrying amount of the interest in the associate.

Any excess of the Group's interest in the net fair value of acquiree's identifiable assets, liabilities and contingent liabilities over the cost of a business combination or an investment in an associate is recognised immediately in the income statement.

On disposal of a cash-generating unit, or an associate during the year, any attributable amount of purchased goodwill is included in the Group's share of net assets in the calculation of the profit or loss on disposal.

(g) Intangible assets (other than goodwill)

Intangible assets that are acquired by the Group are stated in the balance sheet at cost less accumulated amortisation (where the estimated useful life is finite) and impairment losses (see note 2(o)). Intangible assets include the value of brand name, core deposits and customer relationships.

Amortisation of intangible assets with finite useful lives is charged to profit or loss on a straight-line basis over the assets' estimated useful lives. The following intangible assets with finite useful lives are amortised from the date they are available for use and their estimated useful lives are as follows:

—	Brand name	Indefinite
—	Core deposits	10 years
—	Customer relationships	20 years

Both the period and method of amortisation are reviewed annually.

2. 主要會計政策 (續)

(g) 無形資產 (商譽除外) (續)

本集團不會攤銷可用期限未定的無形資產，並會每年檢討關於可用期限未定的無形資產，以釐定有關事項和情況是否繼續支持該資產可用期限未定的評估結論。如否的話，由未定轉為有既定可用期限的評估變動會自變動日期起，根據上文所載有既定期限的無形資產的攤銷政策提早入賬。

(h) 金融工具

(i) 首次確認

本集團在首次確認時，按照購入資產或產生負債的目的而將金融工具分為不同類別。分類為：通過損益以反映公允價值、貸款及應收賬項、持有至到期投資、可供出售金融資產及其他金融負債。

金融工具先以公允價值計量，通常與交易價相同。如果金融資產或金融負債不屬於通過損益以反映公允價值，便需加上直接歸屬於購入金融資產或發行金融負債的交易成本。通過損益以反映公允價值的金融資產及金融負債的交易成本將立即支銷。

本集團會在成為金融工具合約其中一方當日確認金融資產及金融負債。以有規律方式買賣金融資產按交易日會計法予以確認。通過損益以反映公允價值的金融資產或金融負債的公允價值變動產生的任何盈虧由該日起記錄。

2. Significant Accounting Policies (Cont'd)

(g) Intangible assets (other than goodwill) (Cont'd)

Intangible assets are not amortised while their useful lives are assessed to be indefinite. Any conclusion that the useful life of an intangible asset is indefinite is reviewed annually to determine whether events and circumstances continue to support the indefinite useful lives assessment for that asset. If they do not, the change in the useful life assessment from indefinite to finite is accounted for prospectively from the date of change and in accordance with the policy for amortisation of intangible assets with finite lives as set out above.

(h) Financial instruments

(i) Initial recognition

The Group classifies its financial instruments into different categories at inception, depending on the purpose for which the assets were acquired or the liabilities were incurred. The categories are: fair value through profit or loss, loans and receivables, held-to-maturity investments, available-for-sale securities and other financial liabilities.

Financial instruments are measured initially at fair value, which normally will be equal to the transaction price plus, in case of a financial asset or financial liability not held at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial assets or issue of financial liabilities. Transaction costs on financial assets and financial liabilities at fair value through profit or loss are expensed immediately.

The Group recognises financial assets and financial liabilities on the date it becomes a party to the contractual provisions of the instrument. A regular way purchase or sale of financial assets and financial liabilities at fair value through profit and loss is recognised using trade date accounting. Other financial assets and financial liabilities are recognised using settlement date accounting. From these dates, any gains and losses arising from changes in fair value of the financial assets or financial liabilities at fair value through profit or loss are recorded.

2. 主要會計政策 (續)

(h) 金融工具 (續)

(ii) 分類

通過損益以反映公允價值

該類別包括持作交易用途金融資產及金融負債，以及於初步確認時指定為通過損益以反映公允價值的金融資產及負債，惟不包括沒有市場報價及不能可靠計量公允價值的股本工具投資。

交易用途金融工具為主要就交易用途而購入或招致主要是作短期出售或屬可辨別金融工具組合的一部份，以及有證據顯示該組合最近有可短期獲利的模式。不合資格採用對沖會計法(附註2(j))的衍生工具則計入交易用途工具。

如屬以下情況，本集團可以選擇在初步確認時將金融工具指定為通過損益以反映公允價值：

- 本集團內部是按公允價值基準管理、衡量和匯報有關的資產或負債；
- 作出指定後，原應出現的會計錯配情況可予消除或明顯減少；
- 有關的資產或負債包括內含衍生工具，而這些衍生工具令原來按合約所需的現金流量出現明顯的變化；或
- 本集團沒有被禁止將嵌入衍生工具從金融工具內分開。

該類別下的金融資產及金融負債是按公允價值列賬。公允價值的變動在有關變動產生的期間計入收益表。在出售或購回時，淨銷售所得款項或淨付款與賬面值之間的差額會計入收益表內。

2. Significant Accounting Policies (Cont'd)

(h) Financial instruments (Cont'd)

(ii) Categorisation

Fair value through profit or loss

This category comprises financial assets and financial liabilities held for trading, and those designated at fair value through profit or loss upon initial recognition, but excludes those investments in equity instruments that do not have a quoted market price and whose fair value cannot be reliably measured.

Trading financial instruments are financial assets or financial liabilities which are acquired or incurred principally for the purpose of trading, or are part of a portfolio of identified financial instruments that are managed together and for which there is evidence of a recent actual pattern of short-term profit-taking. Derivatives that do not qualify for hedge accounting (note 2(j)) are accounted for as trading instruments.

The Group has the option to designate its financial instruments at fair value through profit or loss upon initial recognition when:

- the assets or liabilities are managed, evaluated and reported internally on a fair value basis;
- the designation eliminates or significantly reduces an accounting mismatch which would otherwise arise;
- the asset or liability contains an embedded derivatives that significantly modifies the cash flows that would otherwise be required under the contract; or
- the separation of the embedded derivatives from the financial instrument is not prohibited.

Financial assets and financial liabilities under this category are carried at fair value and are not allowed to reclassify into or out of this category while it is held or issued. Changes in the fair value are included in the income statement in the period in which they arise. Upon disposal or repurchase, the difference between the net sale proceeds or the net payment and the carrying value is included in the income statement.

2. 主要會計政策 (續)

(h) 金融工具 (續)

(ii) 分類 (續)

貸款及應收賬項

貸款及應收賬項為具有固定或可確定付款且沒有活躍市場報價的非衍生金融資產，惟除了(a)本集團擬即時或於短期內出售而劃歸為持作交易用途；(b)本集團於初始確認時已指定為通過損益以反映公允價值或可供出售者；或(c)本集團可能無法收回其絕大部份初始投資(因信貸表現惡化而無法收回者除外)則分類為可供出售。貸款及應收賬項主要包括客戶貸款及墊款和銀行及金融機構存款。

貸款及應收賬項採用實際利率法，按攤銷成本減去減值虧損(如有)(參閱附註2(o))後列賬。

持有至到期投資

持有至到期投資為具有固定或可確定付款及固定到期日，且本集團有積極意欲及能力持有至到期為止的非衍生金融資產，惟(a)本集團於初步確認時已指定為通過損益以反映公允價值或可供出售者；及(b)符合貸款及應收款定義者除外。

持有至到期投資採用實際利率法，按攤銷成本減去減值虧損(如有)(參閱附註2(o))後列賬。

可供出售證券

可供出售證券是指定為可供出售或並無劃歸上述三個中任何一個類別的非衍生金融資產，包括計劃作不定期限持有的金融資產，惟可能因應流動資金需求或市場環境變動而出售。

2. Significant Accounting Policies (Cont'd)

(h) Financial instruments (Cont'd)

(ii) Categorisation (Cont'd)

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market, other than (a) those that the Group intends to sell immediately or in the near term, which will be classified as held for trading; (b) those that the Group, upon initial recognition, designates at fair value through profit or loss or as available-for-sale; or (c) those where the Group may not recover substantially all of its initial investment, other than because of credit deterioration, which will be classified as available-for-sale. Loans and receivables mainly comprise loans and advances to customers and placements with banks, central banks and financial institutions.

Loans and receivables are carried at amortised cost using the effective interest rate method less impairment losses, if any (see note 2(o)).

Held-to-maturity investments

Held-to-maturity investments are non-derivative financial assets with fixed or determinable payments and fixed maturity which the Group has the positive intention and ability to hold to maturity, other than (a) those that the Group, upon initial recognition, designates as fair value through profit or loss or as available-for-sale; and (b) those that meet the definition of loans and receivables.

Held-to-maturity investments are carried at amortised cost using the effective interest rate method less impairment losses, if any (see note 2(o)).

Available-for-sale securities

Available-for-sale securities are non-derivative financial assets that are designated as available-for-sale or are not classified in any of the other three categories above. They include financial assets intended to be held for an indefinite period of time, but which may be sold in response to needs for liquidity or changes in the market environment.

2. 主要會計政策 (續)

(h) 金融工具 (續)

(ii) 分類 (續)

可供出售證券 (續)

可供出售證券是按公允價值列賬。除如債務證券的貨幣性項目所引致的外匯盈虧須在收益表確認外，因公允價值變動而產生之未實現收益及虧損直接在公允價值儲備內確認。

權益證券投資並沒有活躍市場的報價，而其公允價值並不能可靠計量，與之有所聯繫的衍生工具須透過交付該權益證券而清償，該類權益證券投資按成本減去減值虧損（如有）（參閱附註2(o)）列賬。

倘出售可供出售證券，出售收益或虧損包括淨銷售所得款項與賬面值之間的差額，當中累計公允價值調整會從公允價值儲備撥回。

其他金融負債

除交易用途負債及該等指定為通過損益以反映公允價值的金融負債外，金融負債是採用實際利率法按攤銷成本計量。

可換股債券的負債部份公允價值是採用等同非可換股債券的市場利率釐定。有關金額已記錄為按攤銷成本計算的負債，直至完全兌換或債券已到期為止。所得款項餘額會分配至兌換選擇權，並確認及計入於股東權益內。

如果債券獲轉換為股份，負債部份於轉換時的賬面值會按照以面值發行的股份數目轉入「股本」，有關的差額在資本儲備中確認為股份溢價。

2. Significant Accounting Policies (Cont'd)

(h) Financial instruments (Cont'd)

(ii) Categorisation (Cont'd)

Available-for-sale securities (Cont'd)

Available-for-sale securities are carried at fair value. Unrealised gains and losses arising from changes in the fair value are recognised directly in the fair value reserve, except for impairment losses and foreign exchange gains and losses on monetary items such as debt securities which are recognised in the income statement.

Investments in equity securities that do not have a quoted market price in an active market and whose fair value cannot be reliably measured, and derivatives that are linked to and must be settled by delivery of such unquoted equity securities are carried at cost less impairment losses, if any (see note 2(o)).

When the available-for-sale securities are sold, gains or losses on disposal include the difference between the net sale proceeds and the carrying value, and the accumulated fair value adjustments are released from the fair value reserve.

Other financial liabilities

Financial liabilities, other than trading liabilities and those designated at fair value through profit or loss, are measured at amortised cost using the effective interest rate method.

The fair value of the liability portion of a convertible bond is determined using a market interest rate for an equivalent non-convertible bond. This amount is recorded as a liability on an amortised cost basis until extinguished on conversion or maturity of the bonds. The remainder of the proceeds is allocated to the conversion option. This is recognised and included in shareholders' equity.

If the bond is converted into shares, the carrying value of the liability component at the time of conversion, are transferred to "share capital" based on the numbers of shares issued at par and the differences are recognised as share premium in capital reserve.

2. 主要會計政策 (續)

(h) 金融工具 (續)

(iii) 公允價值計量原則

金融工具的公允價值是於結算日根據其市場報價但未扣除將來的估計出售成本計算。金融資產以當時買入價作價，而金融負債則以當時賣出價作價。

如並無公開成交價，或未能從認可證券交易所獲得市場報價或從經紀／交易商獲得屬於非通過交易所買賣的金融工具價格，或如市場交投不活躍，則此工具的公允價值以估值模式估值，而該估值模式可根據市場實際交易提供可靠的估計價格。

當採用現金流量折讓價格模式，估計將來現金流量按管理層的最佳估計及採用的折現率是在結算日適用於相近工具條款及條件的市場利率計算。當採用其他定價模式，輸入項目是依據結算日的市場價格資料。

(iv) 終止確認

當從金融資產獲得現金流量的合約權利屆滿，或當金融資產連同擁有權的絕大部份風險及報酬已被轉移，便會終止確認金融資產。

當合約指定的義務已經履行、取消或屆滿，便會終止確認金融負債。

(v) 抵銷

倘若存在可依法強制執行的權利可抵銷已確認數額，且有計劃按淨額基準結算或同時變現資產及償付負債，則金融資產及金融負債可予抵銷，淨額在資產負債表內匯報。

2. Significant Accounting Policies (Cont'd)

(h) Financial instruments (Cont'd)

(iii) Fair value measurement principles

The fair value of financial instruments is based on their quoted market prices at the balance sheet date without any deduction for estimated future selling costs. Financial assets are priced at current bid prices, while financial liabilities are priced at current asking prices.

If there is no publicly available latest traded price nor a quoted market price for exchange-traded financial instrument on a recognised stock exchange is not available or a price from a broker / dealer for non-exchange-traded financial instrument is not available, or if the market for a financial instrument is not active, the fair value of the instrument is estimated using valuation techniques that provides a reliable estimate of prices which could be obtained in actual market transactions.

Where discounted cash flow techniques are used, estimated future cash flows are based on management's best estimates and the discount rate used is a market rate at the balance sheet date applicable for an instrument with similar terms and conditions. Where other pricing models are used, inputs are based on market data at the balance sheet date.

(iv) Derecognition

A financial asset is derecognised when the contractual rights to receive the cash flows from the financial asset expire, or where the financial asset together with substantially all the risks and rewards of ownership, have been transferred.

A financial liability is derecognised when the obligation specified in the contract is discharged, cancelled or expired.

(v) Offsetting

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis, or realise the asset and settle liability simultaneously.

2. 主要會計政策 (續)

(h) 金融工具 (續)

(vi) 內含衍生工具

內含衍生工具是一個包括衍生工具及主合約的混合(合併)工具的一部份，這一部份以獨立衍生工具類似的方式改變該合併工具的部份現金流量。當(a)內含衍生工具的經濟特質及風險與主合約並無密切關係；及(b)混合(合併)工具並非以公允價值計量而公允價值變動在收益表內確認。則內含衍生工具從主合約分開，並入賬列作衍生工具。

當內含衍生工具分開，則主合約根據金融工具的會計政策入賬(參閱附註2(h)(ii))。

(i) 購回及反向購回交易

出售的證券如同時附有在某一較後日期以固定價格購回這些證券的協議(購回協議)，會在財務報表內保留，並根據其原有計量原則計量。出售所得款項匯報為負債，並以攤銷成本列賬。

根據轉售協議(反向購回協議)購買的證券並非匯報為購買證券，而是應收賬項，並以攤銷成本在資產負債表內列賬。

反向購回協議賺取的利息及購回協議產生的利息採用實際利率法，在各協議的有效期內分別確認為利息收入及利息支出。

2. Significant Accounting Policies (Cont'd)

(h) Financial instruments (Cont'd)

(vi) Embedded derivatives

An embedded derivative is a component of a hybrid (combined) instrument that includes both the derivative and a host contract with the effect that some of the cash flows of the combined instrument vary in a way similar to a stand-alone derivative. The embedded derivatives are separated from the host contract and accounted for as a derivative when (a) the economic characteristics and risks of the embedded derivative are not closely related to the host contract; and (b) the hybrid (combined) instrument is not measured at fair value with changes in fair value recognised in the income statement.

When the embedded derivative is separated, the host contract is accounted for in accordance with the accounting policies for financial instruments (see note 2(h)(ii)).

(i) Repurchase and reverse repurchase transactions

Securities sold subject to a simultaneous agreement to repurchase these securities at a certain later date at a fixed price (repurchase agreements) are retained in the financial statements and measured in accordance with their original measurement principles. The proceeds from the sale are reported as liabilities and are carried at amortised cost.

Securities purchased under agreements to resell (reverse repurchase agreements) are reported not as purchases of the securities, but as receivables and are carried in the balance sheet at amortised cost.

Interest earned on reverse repurchase agreements and interest incurred on repurchase agreements are recognised as interest income and interest expense respectively, over the life of each agreement using the effective interest rate method.

2. 主要會計政策 (續)

(j) 對沖

對沖會計法確認對沖工具與被對沖項目的公允價值變動對損益構成的抵銷影響。本集團於開始進行對沖及持續進行對沖時，評估用於對沖交易的金融工具在抵銷與被對沖風險相關的被對沖項目的公允價值或現金流量變動上是否極具效用，並就此制定文件記錄。當(a)對沖工具到期或售出、終止或行使；(b)對沖不再符合對沖會計法的使用條件；或(c)本集團撤銷對沖關係的指定，本集團將終止在往後採用對沖會計法。

(i) 公允價值對沖

公允價值對沖尋求抵銷已確認資產或負債的公允價值變動的風險，該等風險將導致損益在收益表內確認。

對沖工具以公允價值計量，公允價值變動在收益表內確認。被對沖項目的賬面值按與被對沖風險相關的對沖工具公允價值變動的數額作出調整。此調整在收益表內確認，以抵銷損益對對沖工具構成的影響。

當對沖工具到期或被出售、終止或行使，或本集團撤銷指定的對沖關係時，截至當時為止對採用實際利率法計量的被對沖項目作出的任何調整，均在收益表中攤銷(作為該項目在尚餘期限內重新計算的實際利率一部份)。

(ii) 現金流量對沖

倘若衍生金融工具被指定作為已確認資產或負債或很可能進行的預計交易的現金流量變數、或已承諾進行的未來交易的外匯風險的對沖工具，則將衍生金融工具重新計量至公允價值所產生損益的有效部份直接在權益內確認。任何損益的無效部份即在收益表內確認。

2. Significant Accounting Policies (Cont'd)

(j) Hedging

Hedge accounting recognises the offsetting effects on profit or loss of changes in the fair values of the hedging instrument and the hedged item. The Group assesses and documents whether the financial instruments that are used in hedging transactions are highly effective in offsetting changes in fair values or cash flows of hedged items attributable to the hedged risks both at hedge inception and on an ongoing basis. The Group discontinues prospectively hedge accounting when (a) the hedging instrument expires or is sold, terminated or exercised; (b) the hedge no longer meets the criteria for hedge accounting; or (c) the Group revokes the designation.

(i) Fair value hedge

A fair value hedge seeks to offset risks of changes in the fair value of recognised asset or liability that will give rise to a gain or loss being recognised in the income statement.

The hedging instrument is measured at fair value, with fair value changes recognised in the income statement. The carrying amount of the hedged item is adjusted by the amount of the changes in fair value of the hedging instrument attributable to the risk being hedged. This adjustment is recognised in the income statement to offset the effect of the gain or loss on the hedging instrument.

When a hedging instrument expires or is sold, terminated or exercised, the hedge no longer meets the criteria for hedge accounting or the Group revokes designation of the hedge relationship, any adjustment up to that point, to a hedged item for which the effective interest rate method is used, is amortised to the income statement as part of the recalculated effective interest rate of the item over its remaining life.

(ii) Cash flow hedge

Where a derivative financial instrument is designated as a hedge of the variability in cash flows of a recognised asset or liability, or a highly probable forecast transaction, or the foreign currency risk of a committed future transaction, the effective part of any gain or loss on remeasurement of the derivative financial instrument to fair value is recognised directly in equity. The ineffective portion of any gain or loss is recognised immediately in the income statement.

2. 主要會計政策 (續)

(j) 對沖 (續)

(ii) 現金流量對沖 (續)

如果預計交易的對沖其後導致確認金融資產或金融負債，則相關損益會自權益移除，並於購入資產或承擔負債影響收益表的同期內在收益表予以確認。如果預計交易的對沖其後導致確認非金融資產或非金融負債，則相關累計損益自權益移除，並計入非金融資產或負債的初始成本或其他賬面值。

就所有其他現金流量對沖而言，相關的損益於被對沖現金流量影響收益表的同期內自權益移除，並在收益表內確認。

當對沖工具到期或售出、終止或行使，或本集團撤銷對沖關係的指定，惟被對沖預計交易仍然預期會進行，則當時的累計損益仍會保留在權益內，並於交易進行時根據上述政策確認。倘若被對沖交易預期不會落實進行，則已在權益內確認的累計未變現損益立即在收益表內確認。

(iii) 對沖效用測試

為符合資格實施對沖會計法，在開始對沖時及預計對沖期內，本集團須預期對沖成效極具效用（預計效用）。在對沖期內，並必須持續顯示有實際效用（追溯效用）。

有關各種對沖關係的文件載有如何評估對沖的效用。本集團採納的對沖效用評估方法將視乎其風險管理策略而定。

就公允價值對沖關係而言，本集團採用累計價值抵銷法作為測試效用的方法。就現金流量對沖關係而言，本集團利用假設衍生工具方法論採用累計價值抵銷法。

2. Significant Accounting Policies (Cont'd)

(j) Hedging (Cont'd)

(ii) Cash flow hedge (Cont'd)

If a hedge of a forecast transaction subsequently results in the recognition of a financial asset or a financial liability, the associated gain or loss is removed from equity and recognised in the income statement in the same period or periods during which the asset acquired or liability assumed affects the income statement. If the hedge of a forecast transaction subsequently results in the recognition of a non-financial asset or non-financial liability, the associated gain or loss is removed from equity and included in the initial cost or other carrying amount of the non-financial asset or liability.

For all other cash flow hedges, the associated gain or loss is removed from equity and recognised in the income statement in the same period or periods during which the hedged cash flow affects the income statement.

When a hedging instrument expires or is sold, terminated or exercised, or the Group revokes designation of the hedge relationship but the hedged forecast transaction is still expected to occur, the cumulative gain or loss at that point remains in equity and is recognised in accordance with the above policy when the transaction occurs. If the hedged transaction is no longer expected to take place, the cumulative unrealised gain or loss recognised in equity is recognised immediately in the income statement.

(iii) Hedge effectiveness testing

The Group carries out prospective effectiveness testing to demonstrate that the Group expects the hedge to be highly effective (prospective effectiveness) at the inception of the hedge and throughout its life in order to qualify for hedge accounting. Actual effectiveness (retrospective effectiveness) also needs to be demonstrated on an ongoing basis.

The documentation of each hedging relationship sets out how the effectiveness of the hedge is assessed. The method which the Group adopts for assessing hedge effectiveness will depend on its risk management strategy.

For fair value hedge relationships, the Group utilises the cumulative dollar offset method as effectiveness testing methodologies. For cash flow hedge relationships, the Group utilises the cumulative dollar offset method using the hypothetical derivative approach.

2. 主要會計政策 (續)

(j) 對沖 (續)

(iii) 對沖效用測試 (續)

就預計效用而言，對沖工具必須被預期為在指定對沖期間內，能高度有效地抵銷被對沖風險的公允價值或現金流量變動。就實際效用而言，公允價值或現金流量變動抵銷額須介乎80%至125%之間才被視為有效。

(k) 投資物業

集團若擁有或以租約業權(參閱附註2(m))持有的土地和樓宇，以賺取租金收入及／或作資本增值的目的，列為投資物業。投資物業包括持有作目前未確定將來用途的土地和樓宇。

投資物業按公允價值記入資產負債表中。投資物業公允價值的變動，或報廢或出售投資物業所產生的任何收益或虧損均在收益表中確認。投資物業的租金收入是按照會計政策第2(c)(iv)項所述方式入賬。

如果本集團以經營租賃持有物業權益以賺取租金收入及／或為資本增值，有關的權益會按每項物業的基準劃歸為投資物業。劃歸為投資物業的任何物業權益的入賬方式與以融資租賃(參閱附註2(m)(ii))持有的權益一樣，而其適用的會計政策也跟以融資租賃出租的其他投資物業相同。租賃付款的入賬方式載列於附註2(c)(iii)。

(l) 其他物業及設備

這些財務報表是按照香港會計師公會頒佈的香港會計準則第16號「物業、廠房及設備」第80A段所載的過渡性條文編製，故並無在結算日重估在截至一九九五年九月三十日期間的財務報表內以重估數額列賬的其他物業的公允價值。

2. Significant Accounting Policies (Cont'd)

(j) Hedging (Cont'd)

(iii) Hedge effectiveness testing (Cont'd)

For prospective effectiveness, the hedging instrument must be expected to be highly effective in achieving offsetting changes in fair value or cash flows attributable to the hedged risk during the period for which the hedge is designated. For actual effectiveness, the changes in fair value or cash flows must offset each other in the range of 80% to 125% for the hedge to be deemed effective.

(k) Investment property

Investment properties are land and buildings which are owned and / or held under a leasehold interest (see note 2(m)) to earn rental income and / or for capital appreciation. These include land and buildings held for a currently undetermined future use.

Investment properties are stated in the balance sheet at fair value. Any gain or loss arising from a change in fair value or from the retirement or disposal of an investment property is recognised in the income statement. Rental income from investment property is accounted for as described in accounting policy note 2(c)(iv).

When the Group holds a property interest under an operating lease to earn rental income and / or for capital appreciation, the interest is classified and accounted for as an investment property on a property-by-property basis. Any such property interest which has been classified as an investment property is accounted for as if it were held under a finance lease (see note 2(m)(ii)), and the same accounting policies are applied to that interest as are applied to other investment properties leased under finance leases. Lease payments are accounted for as described in note 2(c)(iii).

(l) Other property and equipment

In preparing these financial statements, advantage has been taken of the transitional provisions set out in paragraph 80A of HKAS 16 "Property, plant and equipment", issued by the HKICPA, with effect that other premises which are carried at revalued amounts in financial statements relating to periods ended before 30 September 1995 have not been revalued to fair value at the balance sheet date.

2. 主要會計政策 (續)

(l) 其他物業及設備 (續)

下列物業及設備項目以成本減累計折舊及減值虧損(如有)(參閱附註2(o))在資產負債表內列賬：

- 根據經營租賃持有的土地及其上的樓宇，而於土地及樓宇的租賃權益公允價值可以在租賃年期開始時分開計量(參閱附註2(m)(iii))持有；及
- 其他設備項目。

物業及設備項目按以下方式在估計可用年期内以直線法沖銷其成本或估值(已扣除估計殘值(如有))計算折舊：

- 永久業權土地不予折舊。
- 樓宇 — 以三十年以上或土地租賃剩餘年期兩者中的較短者計算折舊。
- 傢俬、固定裝置及設備 — 三至十年。

倘若物業及設備項目部份的可用年期不同，則項目成本或估值在各部份作出合理分配，而各部份分開計算折舊。資產的可用年期及其餘值(如有)每年作出檢討。

報廢或出售物業及設備項目所產生的損益以出售所得淨額與項目的賬面值之間的差額釐定，並於報廢或出售當日在收益表內確認。任何相關的重估盈餘將由重估儲備轉入保留溢利。

(m) 租賃及分期付款合約

如果本集團把一項安排(包括一項交易或一系列交易)確定為在一段商定期間轉讓一項或一些特定資產的使用權，以換取一筆或多筆付款，則這項安排便包含租賃。確定時是以對有關安排的實質所作評估為準，而不管這項安排是否涉及租賃的法律形式。

2. Significant Accounting Policies (Cont'd)

(l) Other property and equipment (Cont'd)

The following items of property and equipment are stated in the balance sheet at cost less accumulated depreciation and impairment losses, if any (see note 2(o)):

- land held under operating leases and buildings thereon, where the fair value of the leasehold interest in the land and buildings can be measured separately at the inception of the lease. See note 2(m)(iii); and
- other items of equipment.

Depreciation is calculated to write off the cost or valuation of items of property and equipment, less their estimated residual value, if any, using the straight line method over the estimated useful lives as follows:

- freehold land is not depreciated.
- buildings — over 30 years or the unexpired terms of the land leases, whichever is shorter.
- furniture, fixtures and equipment — 3 to 10 years.

Where parts of an item of property and equipment have different useful lives, the cost or valuation of the item is allocated on a reasonable basis between the parts and each part is depreciated separately. Both the useful life of an asset and its residual value, if any, are reviewed annually.

Gains or losses arising from the retirement or disposal of an item of property and equipment are determined as the difference between the net disposal proceeds and the carrying amount of the item and are recognised in the income statement on the date of retirement or disposal. Any related revaluation surplus is transferred from the revaluation reserve to retained profits.

(m) Leases and hire purchase contracts

An arrangement, comprising a transaction or a series of the transactions, is or contains a lease if the Group determines that the arrangement conveys a right to use a specific asset or assets for an agreed period of time in return for a payment or a series of payments. Such a determination is made based on an evaluation of the substance of the arrangement and is regardless of whether the arrangement takes the legal form of a lease.

2. 主要會計政策 (續)

(m) 租賃及分期付款合約 (續)

(i) 租賃資產分類

承租人承受擁有權帶來的絕大部份風險及報酬的租賃列為融資租賃。出租人沒有轉移擁有權的絕大部份風險及報酬的租賃列為經營租賃。

(ii) 融資租賃

在本集團是融資租賃的出租人情況下，對在租賃中租出的資產的投資淨額視作客戶貸款及墊款，在資產負債表列賬。有融資租賃特徵的分期付款合約以同樣方式列作融資租賃。減值虧損根據附註2(o)所載的會計政策入賬。

(iii) 經營租賃

倘若本集團根據經營租賃租出資產，則資產根據其性質計入資產負債表，而在適用的情況下，折舊會根據附註2(l)所載的本集團折舊政策計算。減值虧損根據附註2(o)所載的會計政策入賬。

經營租賃的收入會根據附註2(c)(iv)所載的本集團收入確認政策確認。

如本集團使用根據經營租賃持有的資產，除非有其他基準更能表示從該等經營租賃資產獲得利益的模式，否則其租賃支出按該租賃年期相關的會計期間以等額分期記入收益表。租賃回贈收入視為淨租賃支出總額的一部份，在收益表內確認。

2. Significant Accounting Policies (Cont'd)

(m) Leases and hire purchase contracts (Cont'd)

(i) Classification of leased assets

Leases which transfer substantially all the risks and rewards of ownership to the lessee are classified as finance leases. Leases which do not transfer substantially all the risks and rewards of ownership to the lessee are classified as operating leases.

(ii) Finance leases

Where the Group is a lessor under finance leases, an amount representing the net investment in the lease is included in the balance sheet as loans and advances to customers. Hire purchase contracts having the characteristics of finance leases are accounted for in the same manner as finance leases. Impairment losses are accounted for in accordance with the accounting policy as set out in note 2(o).

(iii) Operating leases

Where the Group leases out assets under operating leases, the assets are included in the balance sheet according to their nature and, where applicable, are depreciated in accordance with the Group's depreciation policies, as set out in note 2(l). Impairment losses are accounted for in accordance with the accounting policy as set out in note 2(o).

Revenue arising from operating leases is recognised in accordance with the Group's revenue recognition policies, as set out in note 2(c)(iv).

Where the Group has the use of assets held under operating leases, payments made under the leases are charged to income statement in equal installments over the accounting periods covered by the lease term, except where an alternative basis is more representative of the pattern of benefits to be derived from the leased asset. Lease incentives received are recognised in income statement as an integral part of the aggregate net lease payments made.

2. 主要會計政策 (續)

(n) 取回抵押資產

在收回減值貸款及墊款時，本集團可透過法律程序或借款人自願交付而取回持作抵押品的資產。當本集團再不向借款人追索還款，並欲轉為透過有秩序的減值資產變現時，則取回抵押資產會在「其他資產」下匯報。

取回資產在交易日以有關貸款及墊款的賬面值及公允價值減出售成本確認（以較低者為準），不予折舊或攤銷。

初次分類及其後重新計量引致的減值虧損在收益表內確認。

(o) 資產減值

本集團在每個結算日審閱資產的賬面金額，以確定是否出現客觀的減值跡象。金融資產減值的客觀跡象包括本集團注意到有關以下一宗或多宗損失事件的可觀察數據，並會對能夠可靠地估計的資產的未來現金流量構成影響：

- 發行人或借款人出現重大的財務困難；
- 違反合約，如拖欠利息或本金付款；
- 借款人很可能面臨破產或其他財務重組；
- 技術、市場、經濟或法律環境出現對借款人構成負面影響的重大變動；
- 金融資產因財務困難而失去活躍市場；及
- 於權益工具的投資顯著或長期跌至低於成本。

如果出現任何這類跡象，賬面金額便會透過在收益表內列支而減少至估計可收回金額。

2. Significant Accounting Policies (Cont'd)

(n) Repossessed assets

In the recovery of impaired loans and advances, the Group may take repossession of assets held as collateral through court proceedings or voluntary delivery of possession by the borrowers. Where it is intended to achieve an orderly realisation of the impaired assets and the Group is no longer seeking repayment from the borrower, repossessed assets are reported in "Other assets".

Reposessed assets are recognised at the lower of the carrying amount of the related loans and advances and fair value of such amounts less costs to sell at the date of exchange. They are not depreciated or amortised.

Impairment losses on initial classification and on subsequent remeasurement are recognised in the income statement.

(o) Impairment of assets

The carrying amount of the Group's assets are reviewed at each balance sheet date to determine whether there is objective evidence of impairment. Objective evidence that financial assets are impaired includes observable data that comes to the attention of the Group about one or more of the following loss events which has an impact on the future cash flows on the assets that can be estimated reliably:

- significant financial difficulty of the issuer or borrower;
- a breach of contract, such as a default or delinquency in interest or principal payments;
- it becoming probable that the borrower will enter bankruptcy or other financial reorganisation;
- significant changes in the technological, market, economic or legal environment that have an adverse effect on the borrower;
- disappearance of an active market for financial assets because of financial difficulties; and
- a significant or prolonged decline in the fair value of an investment in an equity instrument below its cost.

If any such evidence exists, the carrying amount is reduced to the estimated recoverable amount by means of a charge to the income statement.

2. 主要會計政策 (續)

(o) 資產減值 (續)

減值損失會直接沖銷相應的資產，但就以攤銷成本計量的貸款及應收款和持有至到期投資確認的減值損失而言，其可收回性被視為可疑，但不是可能性極低則除外。在這種情況下，減值損失會採用準備賬來記錄。當本集團認為收回的可能性極低時，被視為不可收回的數額會直接沖銷貸款及應收款和持有至到期投資，與該借款人／投資有關而在準備賬內持有的任何數額也會轉回。其後收回早前計入準備賬的數額會在準備賬轉回。準備賬的其他變動和其後收回早前直接沖銷的數額均在收益表內確認。

(i) 貸款及應收賬項

貸款及應收賬項的減值虧損是以資產賬面值，以及就資產以其原本的實際利率（即於首次確認這些資產時計算的實際利率）用折現方式計算預計的未來現金流量的現值差額計量。如果折現影響並不重大，則短年期應收賬項不予折現。

信貸損失準備總額包括兩個組成部份：個別減值準備及綜合減值準備。

本集團首先評估客觀減值證據是否個別存在於個別上重大的金融資產，及個別或整體存在於非個別上重大的金融資產。如果本集團確定個別評估金融資產（不論是否重大）並無存在減值的客觀證據，則本集團將有相同信貸風險特質的金融資產歸類，並作綜合減值評估。作個別減值評估的資產而減值損失須持續確認，其減值損失不會包括於綜合減值評估內。

2. Significant Accounting Policies (Cont'd)

(o) Impairment of assets (Cont'd)

Impairment losses are written off against the corresponding assets directly, except for impairment losses recognised in respect of loans and receivables and held-to-maturity investments, which are measured at amortised cost, whose recovery is considered doubtful but not remote. In this case, the impairment losses are recorded using an allowance account. When the Group is satisfied that recovery is remote, the amount considered irrecoverable is written off against loans and receivables or held-to-maturity investments directly and any amounts held in the allowance account relating to that borrower / investment are reversed. Subsequent recoveries of amounts previously charged to the allowance account are reversed against the allowance account. Other changes in the allowance account and subsequent recoveries of amounts previously written off directly are recognised in the income statement.

(i) Loans and receivables

Impairment losses on loans and receivables are measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the asset's original effective interest rate (i.e. the effective interest rate computed at initial recognition of these assets). Receivables with a short duration are not discounted if the effect of discounting is immaterial.

The total allowance for credit losses consists of two components: individual impairment allowances and collective impairment allowances.

The Group first assesses whether objective evidence of impairment exists individually for financial assets that are individually significant, and individually or collectively for financial assets that are not individually significant. If the Group determines that no objective evidence of impairment exists for an individually assessed financial asset, whether significant or not, it includes the asset in a group of financial assets with similar credit risk characteristics and collectively assesses them for impairment. Assets that are individually assessed for impairment and for which an impairment loss is or continues to be recognised are not included in a collective assessment of impairment.

2. 主要會計政策 (續)

(o) 資產減值 (續)

(i) 貸款及應收賬項 (續)

個別減值準備是根據管理層的最佳估計，以原本的實際利率折現預計收取的現金流量的現值。在估計這些現金流量時，管理層須判斷有關借款人的財政狀況及任何向本集團提供的相關抵押品或擔保的可變現淨值，並須評估每宗減值資產的真正價值。

在評估綜合減值準備的需要時，管理層考慮的因素包括信貸質素、組合規模、集中度及經濟因素。為了估計所需準備，本集團根據過往的經驗和現時的經濟情況去釐定潛在虧損及輸入變數。

減值準備的準確性須視乎本集團能否在個別評估減值準備時準確估計未來現金流量及在釐定綜合減值準備時所採用的推測模式及變數。雖然視乎判斷而定，本集團相信客戶貸款及墊款減值準備是合理和足夠的。

任何因估計未來現金流量的金額及時間上與先前估計的其後轉變，而該轉變是可客觀地與減值後發生的事件有關連，從而導致貸款及墊款減值準備亦需改變，該轉變會支銷或存入收益表。所回撥的減值虧損以在以往年度沒有確認任何減值虧損而應已釐定的貸款及應收款賬面金額為限。

當再無實際機會收回貸款時，則貸款及相關應收利息將會沖銷。

附有可再議條款的貸款及應收賬項是指由於借款人的財務狀況轉差而獲重新議定比一般情況寬鬆的還款條件的貸款及應收賬項。有關部門會對重新議訂條例之貸款及應收賬項作出持續監察，以決定是否仍存有減值需要或逾期的狀況。

2. Significant Accounting Policies (Cont'd)

(o) Impairment of assets (Cont'd)

(i) Loans and receivables (Cont'd)

The individual impairment allowance is based upon management's best estimate of the present value of the cash flows which are expected to be received discounted at the original effective interest rate. In estimating these cash flows, management makes judgments about the borrower's financial situation and the net realisable value of any underlying collateral or guarantees in favor of the Group. Each impaired asset is assessed on its own merits.

In assessing the need for collective impairment allowances, management considers factors such as credit quality, portfolio size, concentrations, and economic factors. In order to estimate the required allowance, the Group makes assumptions both to define the way the Group models inherent losses and to determine the required input parameters, based on historical experience and current economic conditions.

The accuracy of the impairment allowances the Group makes depends on how well the Group can estimate future cash flows for individually assessed impairment allowances and the model assumptions and parameters used in determining collective impairment allowances. While this necessarily involves judgment, the Group believes that the impairment allowances on loans and advances to customers are reasonable and supportable.

Any subsequent changes to the amounts and timing of the expected future cash flows compared to the prior estimates that can be linked objectively to an event occurring after the write-down, will result in a change in the impairment allowances on loans and receivables and be charged or credited to the income statement. A reversal of impairment losses is limited to the loans and receivables' carry amount that would have been determined had no impairment loss been recognised in prior years.

When there is no reasonable prospect of recovery, the loan and the related interest receivables are written off.

Loans and receivables with renegotiated terms are loans that have been restructured due to deterioration in the borrower's financial position and where the Group has made concessions that it would not otherwise consider. Renegotiated loans and receivables are subject to ongoing monitoring to determine whether they remain impaired or past due.

2. 主要會計政策 (續)

(o) 資產減值 (續)

(ii) 持有至到期投資

本集團會從個別和綜合兩個層面考慮持有至到期投資是否出現減值。個別減值準備是以資產賬面值與就資產以其原本的實際利率(如果折現影響重大)用折現方式計算預計未來現金流量的現值之間的差額計量。

在個別層面沒有出現減值的所有重大資產會接受綜合評估，以確定是否有任何已出現但未確定的減值情況。然後，具備類似風險特性的金融資產會集合起來，以便對個別而言並不重大的資產進行綜合評估。

如果在較後期間，減值虧損金額減少，而該減少是可客觀地與確認減值虧損後發生的事件有關連，則減值虧損會透過收益表回撥。減值虧損回撥只限於減值虧損從未在往年確認而應已釐定的資產賬面值。

(iii) 可供出售證券

當可供出售證券出現客觀證據顯示已減值時，已直接在權益內確認的累計虧損會被移除，並在收益表內確認。在收益表內確認的累計虧損金額是購入成本(扣除任何本金還款及攤銷後)與現時公允價值之間的差額，再減該資產以往在收益表內確認的任何減值虧損。

就按成本列賬的無報價可供出售股份證券而言，減值虧損是以股份證券賬面值，以及就類似金融資產(如果折現影響重大)以現行市場回報率用折現方式計算預計的未來現金流量的現值差額計量，此減值虧損將不能回撥。

2. Significant Accounting Policies (Cont'd)

(o) Impairment of assets (Cont'd)

(ii) Held-to-maturity investments

Impairment on held-to-maturity investments is considered at both an individual and collective level. The individual impairment allowance is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the asset's original effective interest rate, where the effect of discounting is material.

All significant assets found not to be individually impaired are then collectively assessed for any impairment that has been incurred but not yet identified. Assets that are not individually significant are then collectively assessed for impairment by grouping together financial assets with similar risk characteristics.

If in a subsequent period the amount of an impairment loss decreases and the decrease can be linked objectively to an event occurring after the impairment loss was recognised, the impairment loss is reversed through the income statement. A reversal of impairment losses shall not result in the asset's carrying amount exceeding that which would have been determined had no impairment loss been recognised in prior years.

(iii) Available-for-sale securities

When there is objective evidence that an available-for-sale security is impaired, the cumulative loss that had been recognised directly in equity is removed from equity and is recognised in the income statement. The amount of the cumulative loss that is recognised in the income statement is the difference between the acquisition cost (net of any principal repayment and amortisation) and current fair value, less any impairment loss on that asset previously recognised in the income statement.

For unquoted available-for-sale equity securities that are carried at cost, the impairment loss is measured as the difference between the carrying amount of the equity securities and the estimated future cash flows, discounted at the current market rate of return for a similar financial asset where the effect of discounting is material.

2. 主要會計政策 (續)

(o) 資產減值 (續)

(iii) 可供出售證券 (續)

在收益表內確認有關可供出售股份證券的減值虧損不會透過收益表轉回。這些資產其後的任何公允價值增加會直接在權益內確認。

如果其後的公允價值增加是可客觀地與確認減值虧損後發生的事件有關連，則有關可供出售債務證券的減值虧損會回撥。在這些情況下的減值虧損回撥會在收益表內確認。

(iv) 其他資產

本公司在每一結算日檢討內部和外來的資料，以確定下列資產有否出現減值跡象，或以往確認的減值虧損（有關商譽者除外）是否不復存在或有否減少：

- 物業及設備（以重估數額列賬的物業除外）；
- 附屬公司及聯營公司投資；
- 商譽；及
- 無形資產。

如果存在任何有關跡象，便會估計資產的可收回數額。此外，就商譽、尚未可供使用的無形資產和無既定可用期限的無形資產而言，不論有否出現任何減值跡象，亦會每年估計可收回數額。

2. Significant Accounting Policies (Cont'd)

(o) Impairment of assets (Cont'd)

(iii) Available-for-sale securities (Cont'd)

Impairment losses recognised in the income statement in respect of available-for-sale equity securities are not reversed through the income statement. Any subsequent increase in the fair value of such assets is recognised directly in equity.

Impairment losses in respect of available-for-sale debt securities are reversed if the subsequent increase in fair value can be objectively related to an event occurring after the impairment loss was recognised. Reversals of impairment losses in such circumstances are recognised in the income statement.

(iv) Other assets

Internal and external sources of information are reviewed at each balance sheet date to identify indications that the following assets may be impaired or, except in the case of goodwill, an impairment loss previously recognised no longer exists or may have decreased:

- property and equipment (other than properties carried at revalued amounts);
- investments in subsidiaries and associates;
- goodwill; and
- intangible assets.

If any such indication exists, the asset's recoverable amount is estimated. In addition, for goodwill, intangible assets that are not yet available for use and intangible assets that have indefinite useful lives, the recoverable amount is estimated annually whether or not there is any indication of impairment.

2. 主要會計政策 (續)

(o) 資產減值 (續)

(iv) 其他資產 (續)

— 計算可收回數額

資產可收回數額是出售淨額及使用價值兩者中的較高者。在評估使用價值時，會採用一項當時市場評估貨幣的時間值及相對於該資產的風險的稅前折扣率將預計未來現金流量折現為現值。當某資產未能大部份地獨立於其他資產產生現金流量時，其可收回數額取決於可獨立地產生現金流量的最小資產組合（即一個現金生產單位）。

— 確認減值虧損

每當資產（或其所屬的現金生產單位）的賬面值高於其可收回數額時，便會在收益表內確認減值虧損。就現金生產單位確認的減值虧損先分配以減少任何分配至現金生產單位（或單位組別）的商譽的賬面值，然後按比例減少單位（或單位組別）內其他資產的賬面值，惟資產賬面值不會減少至低於其個別公允價值減出售成本或使用值（如可釐定）所得數額。

— 減值虧損回撥

就資產（商譽除外）而言，如果用來確定可收回數額的估計出現有利改變，則減值虧損會被回撥。商譽的減值虧損不予回撥。

減值虧損回撥只限於如減值虧損從未在往年確認時釐定的資產賬面值。減值虧損回撥在該回撥被確認的年度計入收益表內。

2. Significant Accounting Policies (Cont'd)

(o) Impairment of assets (Cont'd)

(iv) Other assets (Cont'd)

— Calculation of recoverable amount

The recoverable amount of an asset is the greater of its net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of time value of money and the risks specific to the asset. Where an asset does not generate cash inflows largely independent of those from other assets, the recoverable amount is determined for the smallest group of assets that generates cash inflows independently (i.e. a cash-generating unit).

— Recognition of impairment losses

An impairment loss is recognised in the income statement whenever the carrying amount of an asset, or the cash-generating unit to which it belongs, exceeds its recoverable amount. Impairment losses recognised in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to the cash-generating unit (or group of units) and then, to reduce the carrying amount of the other assets in the unit (or group of units) on a pro rata basis, except that the carrying value of an asset will not be reduced below its individual fair value less costs to sell, or value in use, if determinable.

— Reversals of impairment losses

In respect of assets other than goodwill, an impairment loss is reversed if there has been a favorable change in the estimates used to determine the recoverable amount. An impairment loss in respect of goodwill is not reversed.

A reversal of impairment losses is limited to the asset's carrying amount that would have been determined had no impairment loss been recognised in prior years. Reversals of impairment losses are credited to the income statement in the year in which the reversals are recognised.

2. 主要會計政策 (續)

(o) 資產減值 (續)

(v) 中期財務報告和減值

根據香港聯合交易所有限公司證券上市規則，本集團須就年度首六個月編製符合香港會計準則第34號—「中期財務報告」規定的中期財務報告。本集團在中期期末採用了在本年度終結時會採用的相同減值測試、確認和回撥準則（參閱附註2(o)(i)至(iv)）。

商譽和可供出售股份證券已在中期確認的減值虧損不會在其後回撥。即使僅在該中期所屬的年度終結時才評估減值並確認沒有虧損或所確認的虧損較少，也不會回撥減值虧損。

(p) 現金等值項目

現金等值項目包括短期以及流動性極高的投資，可隨時兌換為已知的現金數額，而價值變動風險並不重大，並在購入後三個月內到期。

(q) 僱員福利

(i) 短期僱員福利及界定供款退休計劃供款

薪金、年度花紅、有薪年假、界定供款計劃供款及非貨幣性福利成本均列入僱員提供相關服務的年度。如果有關付款或結算受到遞延，而其影響將十分重大，則這些金額將以現值列賬。

(ii) 以股權償付

僱員購股權計劃

授予僱員的購股權的公允價值確認為僱員成本，並在權益內的資本儲備作相應的增加。公允價值在授出日期用三項式點陣法模式計及授予購股權的條款及條件而計量。僱員須符合歸屬條款以無條件享有這些購股權，而購股權的總估計公允價值會於考慮購股權歸屬的可能性後在歸屬期間內攤分。

2. Significant Accounting Policies (Cont'd)

(o) Impairment of assets (Cont'd)

(v) Interim financial reporting and impairment

Under the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited, the Group is required to prepare an interim financial report in compliance with HKAS 34, *Interim financial reporting*, in respect of the first six months of the year. At the end of the interim period, the Group applies the same impairment testing, recognition, and reversal criteria as it would at the end of the year (see note 2 (o)(i) to (iv)).

Impairment losses recognised in an interim period in respect of goodwill and available-for-sales equity securities carried at cost are not reversed in a subsequent period. This is the case even if no loss, or a smaller loss, would have been recognised had the impairment been assessed only at the end of the year to which the interim period relates.

(p) Cash equivalents

Cash equivalents are short-term, highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value, having been within three months of maturity at acquisition.

(q) Employee benefits

(i) Short term employee benefits and contributions to defined contribution retirement plans

Salaries, annual bonuses, paid annual leave, contributions to defined contribution plans and the cost of non-monetary benefits are accrued in the year in which the associated services are rendered by employees. Where payment or settlement is deferred and the effect would be material, these amounts are stated at their present values.

(ii) Share-based payments

Employee share option scheme

The fair value of share options granted to employees is recognised as an employee cost with a corresponding increase in a capital reserve within equity. The fair value is measured at grant date using the trinomial lattice model, taking into account the terms and conditions upon which the options were granted. Where the employees have to meet vesting conditions before becoming unconditionally entitled to those share options, the total estimated fair value of the share options is spread over the vesting period, taking into account the probability that the options will vest.

2. 主要會計政策 (續)

(q) 僱員福利 (續)

(ii) 以股權償付 (續)

僱員購股權計劃 (續)

在歸屬期間內，會對預期歸屬的購股權數目作出檢討。任何對往年確認的累計公允價值所作的調整會支銷／計入檢討年度的收益表，除非原僱員支出符合資格確認為資產，並在資本儲備作相應的調整。在歸屬日期，除未能達成歸屬條件中有關本公司股份市價的規定而遭沒收的情況外，確認為支出的金額會作出調整，以反映實際歸屬的購股權數目（並在資本儲備作相應的調整）。

權益額在權益內確認，直至購股權被行使（在此情況下將轉至股份溢價內）或購股權屆滿（在此情況下將直接撥回保留溢利內）。

授予僱員的權益相關遞延獎勵（「ELDA」）

本集團僱員獲授予權益相關遞延獎勵。應付僱員款項的公允價值確認為僱員成本，並在負債作相應的增加。公允價值先於授出日期計量，並在僱員無條件享有款項後的有效期內攤分。所授出獎勵的公允價值估計是以三項式點陣法模式計量。因此，獎勵的公允價值是以公允價值模式計量，最高款額為每股港幣3.00元。負債在每一結算日及交收日重新計量。任何負債的公允價值變動在收益表內確認。

(iii) 員工退休計劃

本集團設有一項界定供款公積金計劃及一項強制性公積金計劃。有關供款在供款到期時計入收益表內。

2. Significant Accounting Policies (Cont'd)

(q) Employee benefits (Cont'd)

(ii) Share-based payments (Cont'd)

Employee share option scheme (Cont'd)

During the vesting period, the number of share options that is expected to vest is reviewed. Any adjustment to the cumulative fair value recognised in prior years is charged / credited to the income statement for the year of the review, unless the original employee expenses qualify for recognition as an asset, with a corresponding adjustment to the capital reserve. On vesting date, the amount recognised as an expense is adjusted to reflect the actual number of share options that vest (with a corresponding adjustment to capital reserve) except where forfeiture is only due to not achieving vesting conditions that relate to the market price of the Company's shares.

The amount recognised in share option reserve is retained until either the option is exercised (when it is transferred to share premium) or the option expires (when it is released directly to retained profits).

Employee Equity Linked Deferred Award Scheme ("ELDA")

Awards are granted to employees of the Group under ELDA. The fair value of the amount payable to the employee is recognised as an employee cost with a corresponding increase in liabilities. The fair value is initially measured at grant date and spread over the period during which the employees become unconditionally entitled to payment. The fair value estimation of the awards granted is measured based on a trinomial lattice model and subject to the maximum payment of HK\$3.00 per share. The liability is remeasured at each balance sheet date and at settlement date. Any changes in the fair value of the liability are recognised in the income statement.

(iii) Staff retirement scheme

The Group operates a defined contribution provident fund and a Mandatory Provident Fund scheme. Contributions are charged to the income statement as and when the contributions fall due.

2. 主要會計政策 (續)

(r) 所得稅

本年度所得稅包括本期稅項及遞延稅項資產和負債的變動。本期稅項及遞延稅項資產和負債的變動在收益表內確認，但關乎直接確認為權益項目的，則在權益內確認。

本期稅項為本年度應課稅收入按結算日已生效或實際上已生效的稅率計算的預計應付稅項，並已包括往年應付稅項的任何調整。

遞延稅項資產及負債是因納稅基礎計算的資產及負債與其賬面值之間的差異而分別產生的可扣稅及應課稅的暫時性差異。遞延稅項資產也包括尚未使用的稅項虧損及尚未使用的稅項抵免。

除了某些有限的例外情況外，所有遞延稅項負債和所有遞延稅項資產（只限於可用來抵銷日後應課稅溢利的部份）均予確認。

可支持確認可扣稅暫時性差異所產生的遞延稅項資產的日後應課稅溢利包括因回撥現有應課稅暫時性差異所產生者，惟該等差異必須與同一稅務機關及同一應課稅實體有關，並預期會在預期回撥可扣稅暫時性差異的同一期間或遞延稅項資產所產生的稅務虧損可向後期或前期結轉的期間內回撥。在釐定現有應課稅暫時性差異是否支持確認未使用稅務虧損及抵免所產生的遞延稅項資產時，會採用同一準則，即如果差異與同一稅務機關及同一應課稅實體有關，便會計算在內，並預期會在可動用稅務虧損或抵免的期間內回撥。

2. Significant Accounting Policies (Cont'd)

(r) Income tax

Income tax for the year comprises current tax and movements in deferred tax assets and liabilities. Current tax and movements in deferred tax assets and liabilities are recognised in the income statement except to the extent that they relate to items recognised directly in equity, in which case they are recognised in equity.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax assets and liabilities arise from deductible and taxable temporary differences respectively, being the differences between the carrying amounts of assets and liabilities for financial reporting purposes and their tax bases. Deferred tax assets also arise from unused tax losses and unused tax credits.

Apart from certain limited exceptions, all deferred tax liabilities, and all deferred tax assets to the extent that it is probable that future taxable profits will be available against which the asset can be utilised, are recognised.

Future taxable profits that may support the recognition of deferred tax assets arising from deductible temporary differences include those that will arise from the reversal of existing taxable temporary differences, provided those differences relate to the same taxation authority and the same taxable entity, and are expected to reverse either in the same period as the expected reversal of the deductible temporary difference or in periods into which a tax loss arising from the deferred tax asset can be carried back or forward. The same criteria are adopted when determining whether existing taxable temporary differences support the recognition of deferred tax assets arising from unused tax losses and credits, that is, those differences are taken into account if they relate to the same taxation authority and the same taxable entity, and are expected to reverse in a period, or periods, in which the tax loss or credit can be utilised.

2. 主要會計政策 (續)

(r) 所得稅 (續)

確認遞延稅項資產和負債的有限例外情況包括不可在稅務方面獲得扣減的商譽所產生的暫時性差異、不影響會計或應課稅溢利(如屬業務合併的一部份則除外)的資產或負債的初次確認、以及附屬公司投資的暫時性差異，就應課稅差異而言，只限於本集團可以控制回撥的時間，而且在可預見的將來不大可能回撥的差異，而就可扣稅的差異而言，則只限於可在將來回撥的差異。

遞延稅項是以有關資產及負債賬面值的預期實現或結算金額，按結算日已頒佈或基本上已頒佈的稅率確認。遞延稅項資產及負債不予折現。

於每一結算日，本公司將檢討有關的遞延稅項資產的賬面值，對不再有足夠的應課稅溢利以實現相關稅務利益的部份予以扣減。被扣減的遞延稅項資產若於將來出現足夠的應課稅溢利時，應予回撥。因派發股息而產生的額外所得稅在確認支付有關股息的責任時確認。

本期稅項及遞延稅項結餘和其變動會分開列示，而且不予抵銷。本期和遞延稅項資產只會在本集團或本公司有合法權利以本期稅項資產分別抵銷本期稅項負債和遞延稅項負債，並且符合以下附帶條件的情況下，才可以分別抵銷本期和遞延稅項負債：

- 本期稅項資產和負債：本集團或本公司計劃按淨額基準結算，或在實現資產的同時清償負債；或
- 遞延稅項資產和負債：這些資產和負債必須與同一稅務機關就以下其中一項徵收的所得稅有關：
 - 同一應課稅實體；或
 - 不同的應課稅實體。這些實體計劃在預期有大額遞延稅項負債需要清償或遞延稅項資產可以收回的每一未來期間，按淨額基準實現本期稅項資產和清償本期稅項負債，或在實現資產的同時清償負債。

2. Significant Accounting Policies (Cont'd)

(r) Income tax (Cont'd)

The limited exceptions to recognition of deferred tax assets and liabilities are those temporary differences arising from goodwill not deductible for tax purposes, the initial recognition of assets or liabilities that affect neither accounting nor taxable profit (provided they are not part of a business combination), and temporary differences relating to investments in subsidiaries to the extent that, in the case of taxable differences, the Group controls the timing of the reversal and it is probable that the differences will not reverse in the foreseeable future, or in the case of deductible differences, unless it is probable that they will reverse in the future.

The amount of deferred tax recognised is measured based on the expected manner of realisation or settlement of the carrying amount of the assets and liabilities, using tax rates enacted or substantively enacted at the balance sheet date. Deferred tax assets and liabilities are not discounted.

The carrying amount of a deferred tax asset is reviewed at each balance sheet date and is reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow the related tax benefit to be utilised. Any such reduction is reversed to the extent that it becomes probable that sufficient taxable profit will be available. Additional income taxes that arise from the distribution of dividends are recognised when the liability to pay the related dividends is recognised.

Current tax balances and deferred tax balances, and movements therein, are presented separately from each other and are not offset. Current tax assets are offset against current tax liabilities, and deferred tax assets against deferred tax liabilities if, and only if, the Group or the Company has the legally enforceable right to set off current tax assets against current tax liabilities and the following additional conditions are met:

- in the case of current tax assets and liabilities, the Group or the Company intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously; or
- in the case of deferred tax assets and liabilities, if they relate to income taxes levied by the same taxation authority on either:
 - the same taxable entity; or
 - different taxable entities, which, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered, intend to realise the current tax assets and settle the current tax liabilities on a net basis or realise and settle simultaneously.

2. 主要會計政策 (續)

(s) 外幣換算

本年度內的外幣交易按交易日的匯率換算為港幣。以外幣計算的貨幣資產與負債則按結算日的匯率換算為港幣。匯兌盈虧均在收益表確認。

以歷史成本計量的外幣非貨幣資產與負債是按交易日的外幣匯率換算為港幣。以外幣為單位並以公允價值列賬的非貨幣資產與負債按釐定公允價值當日的外幣匯率換算。

有關通過損益以反映公允價值的投資及衍生金融工具的匯兌差額，計入指定為通過損益以反映公允價值的交易用途證券或金融工具的收益減虧損中。所有其他有關貨幣項目的匯兌差額在收益表外幣買賣淨盈虧項下列示。而可供出售證券在匯兌時產生之差額則記於相應的儲備。

海外企業的業績按交易日的匯率換算為港幣。資產負債表項目則按結算日的匯率換算。產生的匯兌差額作為儲備變動處理。

計算出售海外企業的損益包括與該海外業務相關並且已在儲備內確認的累計匯兌差額。

(t) 準備及或有負債

倘若本集團或本公司須就已發生的事件承擔法律或推定義務，而履行該義務預期很可能會導致經濟效益外流，並可作出可靠的估計，便會就該時間或數額不定的負債計提準備。如果貨幣時間價值重大，則按預計履行義務支出的現值計列準備。

2. Significant Accounting Policies (Cont'd)

(s) Translation of foreign currencies

Foreign currency transactions during the year are translated into Hong Kong dollars at the exchange rates ruling at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are translated into Hong Kong dollars at the exchange rates ruling at the balance sheet date. Exchange gains and losses are recognised in the income statement.

Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated into Hong Kong dollars using the foreign exchange rates ruling at the transactions dates. Non-monetary assets and liabilities denominated in foreign currencies that are stated at fair value are translated using the foreign exchange rates ruling at the dates the fair value was determined.

Exchange differences relating to investments at fair value through profit or loss and derivative financial instruments are included in gains less losses from trading securities or financial instruments designated at fair value through profit or loss. All other exchange differences relating to monetary items are presented as gains less losses from dealing in foreign currencies in the income statement. Differences arising on translation of available-for-sale equity instruments are recognised in reserves.

The results of foreign operations are translated into Hong Kong dollars at the exchange rates approximately the foreign exchange rates ruling at the dates of the transactions; balance sheet items are translated into Hong Kong dollars at the rates of exchange ruling at the balance sheet date. The resulting exchange differences are recognised directly in a separate component of equity.

On disposal of a foreign operation, the cumulative amount of the exchange differences recognised in reserves which relate to that foreign operation is included in the calculation of the profit or loss on disposal.

(t) Provisions and contingent liabilities

Provisions are recognised for liabilities of uncertain timing or amount when the Group or the Company has a legal or constructive obligation arising as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made. Where the time value of money is material, provisions are stated at the present value of the expenditure expected to settle the obligation.

2. 主要會計政策 (續)

(t) 準備及或有負債 (續)

倘若經濟效益外流的可能性不大，或是無法對有關數額作出可靠的估計，便會將該義務披露為或有負債；但倘若經濟效益外流的可能性極低則除外。須視乎某宗或多宗未來事件是否發生而確定存在與否的潛在義務，亦會披露為或有負債；但倘若經濟效益外流的可能性極低則除外。

(u) 關聯方

就本財務報表而言，與集團關聯人士是指：

- (i) 該人士有能力直接或間接透過一個或多個中介人控制，或可發揮重大影響集團的財務及經營決策，或共同控制本集團；
- (ii) 本集團及該人士均受共同控制；
- (iii) 該人士屬本集團的聯營公司；
- (iv) 該人士屬本集團主要管理人員的成員、或屬個人的近親家庭成員、或受該等個人人士控制、或共同控制或重大影響的實體；
- (v) 該人士如屬(i)所指的近親家庭成員或受該等個人人士控制、或共同控制或重大影響的實體；或
- (vi) 屬提供福利予本集團或與本集團關聯的實體的僱員離職後福利計劃。

個人的近親家庭成員指可影響，或受該個人影響，他們與該實體交易的家庭成員。

2. Significant Accounting Policies (Cont'd)

(t) Provisions and contingent liabilities (Cont'd)

Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. Possible obligations, whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events are also disclosed as contingent liabilities unless the probability of outflow of economic benefits is remote.

(u) Related parties

For the purposes of these financial statements, a party is considered to be related to the Group if:

- (i) the party has the ability, directly or indirectly through one or more intermediaries, to control the Group or exercise significant influence over the Group in making financial and operating policy decisions, or has joint control over the Group;
- (ii) the Group and the party are subject to common control;
- (iii) the party is an associate of the Group;
- (iv) the party is a member of key management personnel of the Group, or a close family member of such an individual, or is an entity under the control, joint control or significant influence of such individuals;
- (v) the party is a close family member of a party referred to in (i) or is an entity under the control, joint control or significant influence of such individuals; or
- (vi) the party is a post-employment benefit plan which is for the benefit of employees of the Group, the Group's parent or of any entity that is a related party of the Group.

Close family members of an individual are those family members who may be expected to influence, or be influenced by, that individual in their dealings with the entity.

2. 主要會計政策 (續)

(v) 分部匯報

分部為本集團可辨認的組成部份，而且從事提供產品或服務(業務分部)，或在個別經濟環境提供產品或服務(地區分部)，所得的風險與報酬有別於其他分部。

本集團在這些財務報表中採用業務分部資料作基本匯報形式，以地區分部資料作次級匯報形式。

分部的收入、支出、業績、資產及負債包括直接來自某一分部，以及可以合理地分配至該分部的項目。除發生於本集團企業內單一分部之間的集團內部結餘及交易外，分部收入、支出、資產及負債是包括集團內部的結餘，而集團內部交易已經在賬項合併時抵銷。

分部資本開支是指在期內購入預計可於超過一段期間使用的分部資產(包括有形和無形資產)所產生的成本總額。

未分配的項目主要包括銀行物業及任何不能合理地分配至特定業務分部的項目。

2. Significant Accounting Policies (Cont'd)

(v) Segment reporting

A segment is a distinguishable component of the Group that is engaged either in providing products or services (business segment), or in providing products or services within a particular economic environment (geographical segment), which is subject to risks and rewards that are different from those of other segments.

The Group has chosen business segment information as the primary reporting format and geographical segment information as the secondary reporting format for the purposes of these financial statements.

Segment revenue, expenses, results, assets and liabilities include items directly attributable to a segment as well as those that can be allocated on a reasonable basis to that segment. Segment revenue, expenses, assets, and liabilities are determined before intra-group balances and intra-group transactions are eliminated as part of the consolidation process, except to the extent that such intra-group balances and transactions are between Group entities within a single segment.

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

Unallocated items mainly comprise the premises and any items which cannot be reasonably allocated to specific business segments.

3. 會計政策的修訂

香港會計師公會頒布了多項新訂和經修訂的《香港財務報告準則》和詮釋。這些準則和詮釋在本行和本集團的當前會計期間首次生效或可供提早採用。

在呈示年度的財務報表中採用的會計政策並無因這些準則變化而出現任何重大的修訂。由於採納了《香港財務報告準則》第7號「金融工具：披露」和《香港會計準則》第1號修訂「財務報表的列報：資本披露」，財務報表已披露了若干額外的內容如下：

由於採納了《香港財務報告準則》第7號，與早前根據《香港會計準則》第30號「銀行和類似金融機構財務報表的披露」和《香港會計準則》第32號「金融工具：披露和列報」須予披露的資料相比，本財務報表所包含有關本集團金融工具的重要性和這些工具所產生風險的性質及程度的披露內容更加詳盡。這些披露內容載列於本財務報表的各個部份，特別是附註51。

《香港會計準則》第1號修訂引入了額外的披露要求，以便就資本水平和本公司與本集團管理資本的目標、政策及流程提供資料。這些新的披露內容載列於附註51(e)。

《香港財務報告準則》第7號和《香港會計準則》第1號修訂均沒有對在財務報告中所確認數額的分類、確認和計量構成任何重大的影響。

本集團並無採用任何在當前會計期間尚未生效的新準則或詮釋（參閱附註59）。

3. Change in Accounting Policies

The HKICPA has issued a number of new and revised HKFRSs and Interpretations that are first effective or available for early adoption for the current accounting period of the Company and the Group.

There have been no significant changes to the accounting policies applied in these financial statements for the years presented as a result of these developments. However, as a result of the adoption of HKFRS 7, *Financial instruments: Disclosures* and the amendment to HKAS 1, *Presentation of financial statement: Capital disclosures*, there have been some additional disclosures provided as follows:

As a result of the adoption of HKFRS 7, the financial statements include expanded disclosure about the significance of the Group's financial instruments and the nature and extent of risks arising from those instruments, compared with the information previously required to be disclosed by HKAS 30, *Disclosure in the financial statements of banks and similar financial institutions*, and HKAS 32, *Financial instruments: Disclosure and presentation*. These disclosures are provided throughout these financial statement, in particular in note 51.

The amendment to HKAS 1 introduces additional disclosure requirements to provide information about the level of capital and the Company and the Group's objectives, policies and processes for managing capital. These new disclosures are set out in note 51(e).

Both HKFRS 7 and the amendment to HKAS 1 do not have any material impact on the classification, recognition and measurement of the amounts recognised in the financial statements.

The Group has not applied any new standard or interpretation that is not yet effective for the current accounting period (see note 59).

4. 利息收入

4. Interest Income

		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
上市證券	Listed securities	450,986	518,780
非上市證券	Unlisted securities	488,512	398,183
其他	Others	4,117,748	3,189,361
		5,057,246	4,106,324

截至二零零七年十二月三十一日止年度及截至二零零六年十二月三十一日止年度，以上利息收入及相關利息支出並非按公允價值計入損益賬的金融資產的利息收入及金融負債的利息支出。

All interest income and interest expenses included in the income statement refer to those interest income on financial assets or interest expense on financial liabilities that are not at fair value through profit or loss for the year ended 31 December 2007 and 31 December 2006.

截至二零零七年十二月三十一日止年度，其他利息收入包括減值金融資產的應計利息收入港幣18,172,000元（二零零六年：港幣35,684,000元），其中已包括貸款減值虧損折現撥回的利息收入港幣1,820,000元（二零零六年：港幣28,766,000元）。

Included in the above is interest income accrued on impaired financial assets of HK\$18,172,000 (2006: HK\$35,684,000) which includes interest income on unwinding of discount on loan impairment losses of HK\$1,820,000 (2006: HK\$28,766,000) for the year ended 31 December 2007.

5. 淨費用及佣金收入

5. Net Fee and Commission Income

		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
費用及佣金收入	Fee and commission income		
票據佣金	Bills commission	67,184	49,255
信用卡相關收入	Cards related income	36,549	36,929
一般銀行服務	General banking services	52,373	49,273
保險	Insurance	125,543	81,001
投資及結構性投資產品	Investment and structured investment products	270,818	120,203
貸款、透支及融資費用	Loans, overdrafts and facilities fees	282,509	237,226
其他	Others	899	808
		835,875	574,695
費用及佣金支出	Fee and commission expense	(13,835)	(14,668)
淨費用及佣金收入	Net fee and commission income	822,040	560,027
其中：	of which:		
淨費用及佣金收入，不包括用作計算實際利率之金額，關於並非按公允價值計入損益賬的金融資產及負債	Net fee and commission income (other than the amounts included in determining the effective interest rate) relating to financial assets and liabilities not at fair value through profit or loss		
— 費用及佣金收入	— Fee and commission income	319,058	274,155
— 費用及佣金支出	— Fee and commission expense	(4,641)	(3,754)
		314,417	270,401

6. 淨交易（虧損）／收入

6. Net Trading (Loss) / Income

		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
結構性投資工具淨虧損及撇值	Net loss and write-down on structured investment vehicles	(1,311,170)	—
其他淨交易收入	Other net trading income		
買賣外幣收益減虧損	Gains less losses from dealing in foreign currencies	141,115	157,090
買賣交易用途證券收益減虧損	Gains less losses from trading securities	183,615	242,375
其他買賣活動收益減虧損	Gains less losses from other dealing activities	160,407	49,051
交易用途資產利息收入	Interest income on trading assets		
— 上市	— Listed	13,752	44,697
— 非上市	— Unlisted	73,937	131,186
交易用途負債利息支出	Interest expense on trading liabilities	—	(2,089)
上市交易用途證券股息收入	Dividend income from listed trading securities	—	164
非上市交易用途證券股息收入	Dividend income from unlisted trading securities	16,431	28,853
		589,257	651,327
		(721,913)	651,327

本集團於結構性投資工具的投資於年內由於其公允價值的變動錄得淨虧損及撇值港幣1,311,170,000元。

The Group's investments in structured investment vehicles ("SIVs") recorded a net loss and write-down on SIVs of HK\$1,311,170,000 during the year, which represented the changes in fair value of the investments.

7. 指定為通過損益以反映公允價值的
金融工具的淨支出

7. Net Expense from Financial Instruments
Designated at Fair Value Through Profit or
Loss

		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
淨虧損	Net losses	(103,020)	(13,319)
利息收入	Interest income		
— 上市	— Listed	11,304	31,106
— 非上市	— Unlisted	22,899	10,134
利息支出	Interest expense	(180,197)	(97,657)
		(249,014)	(69,736)

8. 淨對沖收益

8. Net Hedging Gain

		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
公允價值對沖收益	Fair value hedge gain	2,455	129

9. 其他經營收入

9. Other Operating Income

		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
可供出售證券股息收入	Dividend income from available-for-sale securities		
— 非上市	— Unlisted investments	3,860	4,147
投資物業租金收入減	Rental income from investment properties less		
直接支出：港幣217,000元	direct outgoings of HK\$217,000	5,201	2,918
(二零零六年：港幣15,000元)	(2006: HK\$15,000)		
其他	Others	52,634	41,442
		61,695	48,507

10. 經營支出

10. Operating Expenses

		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
(a) 員工成本	Staff costs		
薪金及其他員工成本	Salaries and other staff costs	646,596	596,520
退休金成本(附註45)	Retirement costs (note 45)	41,576	39,270
以股權償付的支出(附註46)	Share-based payment expenses (note 46)		
— 以股權償付的股份支出	— Equity-settled share-based payment expenses	22,605	4,581
— 以現金償付的股份支出	— Cash-settled share-based payment expenses	12,828	11,650
		723,605	652,021
(b) 折舊	Depreciation		
物業及設備折舊(附註31)	Depreciation of property and equipment (note 31)		
— 根據經營租賃持有的資產	— Assets held for use under operating leases	13,212	10,819
— 其他資產	— Other assets	68,875	99,511
		82,087	110,330
(c) 其他經營支出	Other operating expenses		
物業及設備支出 (不包括折舊)	Property and equipment expenses, excluding depreciation		
— 物業租金	— Rental of property	84,565	73,589
— 其他	— Others	71,317	67,984
核數師酬金	Auditors' remuneration	5,484	5,102
廣告費	Advertising	67,279	54,890
通訊費、印刷及文儀用品	Communication, printing and stationery	63,085	60,003
法律及專業費用	Legal and professional fee	16,701	16,807
其他	Others	119,541	104,580
		427,972	382,955
經營支出總額	Total operating expenses	1,233,664	1,145,306

其他經營支出包括根據經營租賃支出的最低應付租賃支出，分別為設備租賃支出港幣2,005,000元(二零零六年：港幣1,759,000元)及其他資產租賃支出(包括物業租金)港幣79,075,000元(二零零六年：港幣67,943,000元)。

Included in other operating expenses are minimum lease payment under operating leases of HK\$2,005,000 (2006: HK\$1,759,000) for hire of equipment and HK\$79,075,000 (2006: HK\$67,943,000) for hire of property and other assets.

11. 董事酬金

根據香港《公司條例》第161條披露的董事酬金如下：

11. Directors' Remuneration

Directors' remuneration disclosed pursuant to section 161 of the Hong Kong Companies Ordinance is as follows:

		二零零七年 2007					
		薪金、津貼及 實物利益 Salaries, allowances and benefits in kind	酌情花紅 Discretionary bonuses	以股權償付 Share-based payments	退休計劃供款 Retirement scheme contributions	總額 Total	
		董事袍金 Directors' fee 港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
陳許多琳女士*	Mrs. Chan Hui Dor Lam Doreen*	300	3,852	1,926	2,156	385	8,619
常振明先生	Mr. Chang Zhenming	300	—	—	1,974	—	2,274
陳小憲先生	Mr. Chen Xiaoxian	300	—	—	247	—	547
竇建中先生*	Mr. Dou Jianzhong*	300	2,621	786	1,988	262	5,957
居偉民先生	Mr. Ju Weimin	300	—	—	247	—	547
孔丹先生	Mr. Kong Dan	500	—	—	2,793	—	3,293
林廣兆先生	Mr. Lam Kwong Siu	350	—	—	247	—	597
劉基輔先生	Mr. Liu Jifu	300	—	—	247	—	547
盧永逸先生	Mr. Lo Wing Yat Kelvin	300	—	—	279	—	579
席伯倫先生	Mr. Rafael Gil-Tienda	525	—	—	247	—	772
施柏雅先生*	Mr. Roger Clark Spyer*	300	3,000	1,750	565	—	5,615
曾耀強先生	Mr. Tsang Yiu Keung Paul	450	—	—	247	—	697
王東明先生	Mr. Wang Dongming	300	—	—	247	—	547
馮曉增先生	Mr. Feng Xiaozeng	300	—	—	247	—	547
何塞•巴雷伊洛先生 (於二零零七年三月一日 獲委任)	Mr. Jose Barreiro (appointed on 1 March 2007)	250	—	—	—	—	250
康樂德先生 (於二零零七年三月一日 獲委任)	Mr. Manuel Galatas (appointed on 1 March 2007)	250	—	—	—	—	250
范一飛先生 (於二零零七年四月 十六日獲委任)	Mr. Fan Yifei (appointed on 16 April 2007)	225	—	—	247	—	472
趙盛彪先生	Mr. Zhao Shengbiao	300	1,633	390	279	78	2,680
		5,850	11,106	4,852	12,257	725	34,790

* 二零零七年度，本公司提議向指定董事，給予Medium-term Equity Linked Performance Bonus計劃下之遞延支付花紅，該花紅正等待董事會審批。

* Deferred payment bonus under Medium-term Equity Linked Performance Bonus scheme to certain directors is proposed for Year 2007 and is subject to the approval of the Board of Directors.

11. 董事酬金 (續)

11. Directors' Remuneration (Cont'd)

		二零零六年 2006					
		薪金、津貼及 實物利益 Salaries, allowances and benefits in kind	酌情花紅 Discretionary bonuses	以股權償付 Share-based payments	退休計劃供款 Retirement scheme contributions	總額 Total	
		董事袍金 Directors' fee 港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	
陳許多琳女士**	Mrs. Chan Hui Dor Lam Doreen**	300	3,726	3,726	502	373	8,627
常振明先生	Mr. Chang Zhenming	300	—	—	—	—	300
陳小憲先生	Mr. Chen Xiaoxian	300	—	—	—	—	300
竇建中先生**	Mr. Dou Jianzhong**	300	2,570	1,260	101	257	4,488
居偉民先生	Mr. Ju Weimin	300	—	—	—	—	300
孔丹先生	Mr. Kong Dan	500	—	—	254	—	754
林廣兆先生	Mr. Lam Kwong Siu	350	—	—	—	—	350
劉基輔先生	Mr. Liu Jifu	300	—	—	—	—	300
盧永逸先生	Mr. Lo Wing Yat Kelvin	300	2,881	700	202	234	4,317
席伯倫先生	Mr. Rafael Gil-Tienda	500	—	—	—	—	500
施柏雅先生**	Mr. Roger Clark Spyer**	300	3,760	2,500	104	—	6,664
曾耀強先生	Mr. Tsang Yiu Keung Paul	450	—	—	—	—	450
王東明先生	Mr. Wang Dongming	300	—	—	—	—	300
楊超先生	Mr. Yang Chao	120	—	—	—	—	120
(於二零零六年 五月十六日離任)	(resigned on 16 May 2006)						
馮曉增先生	Mr. Feng Xiaozeng	120	—	—	—	—	120
(於二零零六年 八月十日獲委任)	(appointed on 10 August 2006)						
趙盛彪先生	Mr. Zhao Shengbiao	300	1,595	390	25	78	2,388
		5,040	14,532	8,576	1,188	942	30,278

上述酬金包括若干董事根據本公司中信國際金融控股有限公司的購股權計劃獲授予派發購股權的公允價值。這些實物利益的詳情載於董事會報告書及財務報表附註46內。

The above emoluments include the fair value of share options granted to certain directors under The CITIC International Financial Holdings Limited Share Option Scheme of the Company. The details of these benefits in kind are disclosed under the paragraph "Share Option Schemes" in the Report of the Directors and note 46 to the financial statements.

** 於二零零七年五月，就此等董事之二零零六年的成績，按本公司之Medium-term Equity Linked Performance Bonus(「MEPB」)計劃給予此等董事現金利益形式的遞延支付花紅。此遞延支付花紅將於二零零八年至二零一零年支付予該等董事。此MEPB計劃分為第一部份和第二部份，它們的最後到期日分別為二零零九年二月十四日和二零一零年二月十四日。該現金利益的計算方法是將MEPB單位數目乘以本公司股票於指定日的市價和MEPB單位面值(港幣3元)的差額。但是，每單位的現金利益最高額，第一部份為港幣3元正、第二部份為港幣4元正。行使MEPB權利最高可取得的現金利益，陳許多琳女士為港幣3,500,000元、竇建中先生為港幣1,050,000元和施柏雅先生為港幣1,001,000元。直至二零零八年二月二十九日止，該等董事沒有行使權利以收取該等現金利益。

** In May 2007, these directors were offered deferred payment bonus in form of cash benefit which was granted under the Company's Medium-term Equity Linked Performance Bonus ("MEPB") scheme for their achievements in Year 2006. The deferred payment bonus would be payable to the directors from Year 2008 to 2010. The MEPB is divided into Tranche 1 and Tranche 2 with final expiry of 14 February 2009 and 14 February 2010 respectively. The cash benefits are calculated by multiplying the number of MEPB units with the difference between the market price of our Company's listed share at specified date and the MEPB Notional Price of HK\$3. However, the cash benefit per unit is capped at HK\$3 and HK\$4 for Tranche 1 and Tranche 2 respectively. The maximum possible cash benefits to Mrs. Chan Hui Dor Lam Doreen, Mr. Dou Jianzhong and Mr. Roger Clark Spyer upon their exercise of the MEPB would be HK\$3,500,000, HK\$1,050,000 and HK\$1,001,000 respectively. Up to 29 February 2008, none of these directors exercised the right to realize the cash benefits.

12. 最高酬金人士

五名最高酬金人士中，其中三名(二零零六年：四名)人士為董事，其酬金已在上文附註11披露。有關其他兩名人士的酬金總額如下：

其餘兩名(二零零六年：一名)人士的酬金如下：

		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
薪金及其他酬金	Salaries and other emoluments	5,957	2,388
酌情花紅	Discretionary bonuses	2,400	1,500
以股權償付	Share-based payments	959	257
退休計劃供款	Retirement scheme contributions	223	229
		9,539	4,374

其餘兩名(二零零六年：一名)最高酬金人士的金額範圍如下：

		二零零七年 2007 人數 Number of individuals	二零零六年 2006 人數 Number of individuals
港元	HK\$		
4,000,001 – 4,500,000	4,000,001 – 4,500,000	1	1
5,000,001 – 5,500,000	5,000,001 – 5,500,000	1	—
		2	1

12. Individuals with Highest Emoluments

Of the five individuals with the highest emoluments, three of them (2006: four) are directors whose emoluments are disclosed in note 11 above. The aggregate of the emoluments in respect of the other two individuals are as follows:

The emoluments of the remaining two (2006: one) individuals are as follows:

The emoluments of the remaining two (2006: one) individuals with the highest emoluments are within the following bands:

13. 貸款及墊款減值虧損準備

		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
個別評估準備	Individual assessment charged for		
— 新提撥(附註25(b))	— Additions (note 25(b))	(158,954)	(155,899)
— 撥回	— Releases	11,037	57,999
— 收回金額(附註25(b))	— Recoveries (note 25(b))	53,559	31,903
		(94,358)	(65,997)
綜合評估撥回	Collective assessment written back	21,882	30,897
		(72,476)	(35,100)

13. Impairment Losses on Loans and Advances

14. 出售可供出售證券淨溢利

14. Net Profit on Disposal of Available-for-sale Securities

		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
轉自儲備的淨重估收益(附註43)	Net revaluation gain transferred from reserves (note 43)	7,356	79,221
本年度產生的淨(虧損)/溢利	Net (loss) / profit arising in current year	(451)	10,978
		6,905	90,199

15. 綜合收益表所示的所得稅

15. Income Tax in the Consolidated Income Statement

(a) 綜合收益表所示的所得稅

(a) Income tax in the consolidated income statement

		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
本期稅項 — 香港利得稅	Current tax — Hong Kong Profits Tax		
年內準備(附註37(a))	Provision for the year (note 37(a))	9,544	174,406
過往年度稅項補提	Under-provision in respect of prior years	3,655	11,596
		13,199	186,002
本期稅項 — 海外稅項	Current tax — Overseas		
年內準備	Provision for the year	10,761	6,888
遞延稅項	Deferred tax		
暫時性差額的(轉回)/產生 (附註37(b))	(Reversal) / origination of temporary differences (note 37(b))	(23,744)	13,236
		216	206,126

香港利得稅稅項以年內估計應課稅溢利按稅率17.5%計算(二零零六年:17.5%)。而全資附屬公司,中信嘉華銀行有限公司(「中信嘉華」)的海外分行及其附屬公司的稅項,則按照其經營國家的適當現行稅率提撥準備。

The provision for Hong Kong Profits Tax is calculated at 17.5% (2006: 17.5%) of the estimated assessable profits for the year. Taxation for overseas branches of wholly-owned subsidiary, CITIC Ka Wah Bank Limited ("CKWB") and subsidiaries outside Hong Kong is charged at the appropriate current rates of taxation ruling in the relevant countries.

15. 綜合收益表所示的所得稅 (續)

15. Income Tax in the Consolidated Income Statement (Cont'd)

(b) 稅項支出與會計溢利按適用稅率計算稅款的對賬表

(b) Reconciliation between tax expense and accounting profit at applicable tax rates

		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
稅前溢利	Profit before tax	1,852,677	1,333,644
按以有關國家適用利得稅 稅率計算	Notional tax on profit before tax, calculated at the rates		
稅前溢利的名義稅項	applicable to profits in the countries concerned	318,877	231,188
不可扣減支出的稅項影響	Tax effect of non-deductible expenses	16,010	26,850
非應課稅收入的稅項影響	Tax effect of non-taxable revenue	(341,208)	(63,094)
未確認的未使用稅務虧損的 稅項影響	Tax effect of unused tax losses not recognised	5,568	3,467
本年度使用以往稅務虧損的 稅項影響	Tax effect of previous tax losses utilised in current year	(2,686)	(3,881)
過往年度稅項準備補提	Under-provision in prior years	3,655	11,596
實際稅項支出	Actual tax expense	216	206,126

16. 本公司股東應佔溢利

16. Profit Attributable to Equity Shareholders of the Company

本公司股東應佔綜合溢利包括一筆已列入本公司財務報表，為數港幣13,844,000元的虧損（二零零六年：溢利港幣588,883,000元）。

The consolidated profit attributable to equity shareholders of the Company includes a loss of HK\$13,844,000 (2006: profit of HK\$588,883,000) which has been dealt with in the financial statements of the Company.

17. 股息

(a) 本年度本公司歸屬於權益股東的股息

		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
已宣派及派發的中期股息 每股普通股港幣：無 (二零零六年：港幣7.7仙)	Interim dividend declared and paid of HK\$Nil (2006: HK\$0.077) per ordinary share	—	246,517
結算日後擬派發的末期股息 每股普通股港幣：無 (二零零六年：港幣5.6仙)	Final dividend proposed after the balance sheet date of HK\$Nil (2006: HK\$0.056) per ordinary share	—	321,000
		—	567,517

於結算日後擬派發的末期股息並未在結算日確認為負債。

The final dividend proposed after the balance sheet date has not been recognised as a liability at the balance sheet date.

(b) 已於本年度內核准及派發的上一財政年度應付本公司股東的股息

		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
已於本年度內核准及派發的 上一財政年度末期股息 每股普通股港幣5.6仙 (二零零六年：港幣6.0仙)	Final dividend in respect of the previous financial year, approved and paid during the year of HK\$0.056 (2006: HK\$0.060) per ordinary share	321,000	191,872
於結算日後，但在本公司暫停 辦理股份過戶登記前根據購 股權計劃所發行普通股的上 一財政年度末期股息	Final dividend in respect of the previous financial year on ordinary shares issued under the Share Option Scheme subsequent to the balance sheet date and before the close of the Register of Members of the Company	1,056	202
		322,056	192,074

(b) Dividends payable to equity shareholders of the Company attributable to the previous financial year, approved and paid during the year

18. 每股盈利

(a) 每股基本盈利

每股基本盈利是按照年內本公司普通股股東應佔溢利港幣1,852,461,000元(二零零六年：港幣1,126,135,000元)及已發行普通股的加權平均數5,636,649,176股(二零零六年：3,248,931,032股)計算如下：

普通股加權平均數

		二零零七年 2007	二零零六年 2006
於1月1日的已發行普通股	Issued ordinary shares at 1 January	5,023,422,774	3,197,859,375
行使購股權的影響	Effect of share options exercised	3,554,542	2,765,524
發行新股的影響	Effect of issuance of new shares	560,721,750	12,776,634
行使可換股債券的影響	Effect of convertible bonds exercised	48,950,110	35,529,499
於12月31日的普通股加權平均數	Weighted average number of ordinary shares at 31 December	5,636,649,176	3,248,931,032

(b) 每股攤薄盈利

每股攤薄盈利是按照本公司普通股股東的應佔經調整溢利港幣1,853,877,000元(二零零六年：港幣1,154,284,000元)及就所有具備潛在攤薄影響的普通股作出調整後的普通股加權平均數5,653,802,374股(二零零六年：3,543,462,848股)計算如下：

普通股加權平均數(攤薄)

		二零零七年 2007	二零零六年 2006
於12月31日的普通股加權平均數	Weighted average number of ordinary shares at 31 December	5,636,649,176	3,248,931,032
假設按本公司購股權計劃發行但不計價款的普通股之影響	Effect of deemed issue of ordinary shares under the Company's share option scheme for nil consideration	5,483,163	3,160,402
假設按可換股債券發行的普通股之影響	Effect of deemed conversion of convertible bonds	11,670,035	291,371,414
於12月31日的普通股加權平均(攤薄)	Weighted average number of ordinary shares (diluted) at 31 December	5,653,802,374	3,543,462,848

18. Earnings Per Share

(a) Basic earnings per share

The calculation of basic earnings per share is based on profit attributable to ordinary equity shareholders of the Company of HK\$1,852,461,000 (2006: HK\$1,126,135,000) and the weighted average of 5,636,649,176 ordinary shares (2006: 3,248,931,032 shares) in issue during the year, calculated as follows:

Weighted average number of ordinary shares

(b) Diluted earnings per share

The calculation of diluted earnings per share is based on adjusted profit attributable to ordinary equity shareholders of the Company of HK\$1,853,877,000 (2006: HK\$1,154,284,000) and the weighted average number of ordinary shares of 5,653,802,374 shares (2006: 3,543,462,848 shares) after adjusting for the effect of all dilutive potential ordinary shares, calculated as follows:

Weighted average number of ordinary shares (diluted)

19. 分部匯報

分部匯報是按本集團的業務和地區分部作出呈述。由於董事會認為業務分部較切合本集團內部財務資料的匯報，故已採納為基本報告形式。

(i) 按業務分部

本集團主要從事提供銀行及相關金融服務。以下是本集團的主要業務組成部份：

商業銀行業務： 主要包括零售銀行、企業銀行及財資等銀行業務。

資產管理： 主要包括直接投資及不良資產的管理。

未分配業務： 主要包括物業及不能合理地列入特定業務分部的任何項目。

19. Segment Reporting

Segment information is presented in respect of the Group's business and geographical segments. Business segment information is chosen as the primary reporting format as the directors consider that this is more relevant to the Group's internal financial reporting.

(i) By business segments

The Group is principally engaged in the provision of banking and related financial services. The Group comprises the following main business segments:

Commercial banking business: It mainly comprises banking business, which includes retail banking, corporate banking and treasury activities.

Asset management: It mainly comprises direct investment and distressed assets management.

Unallocated: It mainly comprises the premises and any items which cannot be reasonably allocated to specific business segments.

19. 分部匯報 (續)

(i) 按業務分部 (續)

		二零零七年 2007				
		商業銀行 Commercial banking 港幣千元 HK\$'000	(附註) (Note) 資產管理 Asset management 港幣千元 HK\$'000	未分配業務 Unallocated 港幣千元 HK\$'000	分部間抵銷 Inter-segment elimination 港幣千元 HK\$'000	綜合 Consolidated 港幣千元 HK\$'000
淨利息收入	Net interest income	1,399,828	—	(40,959)	—	1,358,869
其他經營收入	Other operating income	(98,019)	—	18,560	(5,278)	(84,737)
經營收入	Operating income	1,301,809	—	(22,399)	(5,278)	1,274,132
經營支出	Operating expenses	(1,179,048)	—	(59,894)	5,278	(1,233,664)
扣除減值準備前之經營溢利	Operating profit before impairment	122,761	—	(82,293)	—	40,468
貸款及墊款減值虧損準備	Impairment losses charged for on loans and advances	(72,476)	—	—	—	(72,476)
持有至到期投資及可供出售證券減值回撥	Impairment losses written back on held-to-maturity investments and available-for-sale securities	242	—	—	—	242
物業減值虧損(準備)/回撥	Impairment losses (charged for) / written back on properties	(30,068)	—	—	30,068	—
減值虧損(準備)/回撥	Impairment losses (charged for) / written back	(102,302)	—	—	30,068	(72,234)
出售持有至到期投資及可供出售證券淨溢利	Net profit on disposal of held-to-maturity investments and available-for-sale securities	6,905	—	—	—	6,905
經營溢利/(虧損)	Operating profit / (loss)	27,364	—	(82,293)	30,068	(24,861)
攤薄聯營公司投資所得收益	Gain on dilution of investment in associates	—	—	198,313	—	198,313
出售物業及設備溢利/(虧損)	Net profit / (loss) on disposal of property and equipment	18,859	—	(692)	—	18,167
投資物業重估收益	Revaluation gain on investment properties	60,104	—	—	—	60,104
所佔聯營公司溢利	Share of profits of associates	1,337,833	263,121	—	—	1,600,954
稅前溢利	Profit before taxation	1,444,160	263,121	115,328	30,068	1,852,677
所得稅	Income tax	38	—	(254)	—	(216)
本年度溢利	Profit for the year	1,444,198	263,121	115,074	30,068	1,852,461
可歸屬於： 本公司股東 少數股東	Attributable to: Equity shareholders of the Company Minority interests	1,444,198 —	263,121 —	115,074 —	30,068 —	1,852,461 —
本年度溢利	Profit for the year	1,444,198	263,121	115,074	30,068	1,852,461
本年度折舊	Depreciation for the year	(83,069)	—	(2,165)	3,147	(82,087)
分部資產	Segment assets	110,783,077	—	1,448,717	(482,406)	111,749,388
聯營公司權益	Interest in associates	18,138,043	2,497,596	—	—	20,635,639
資產總額	Total assets	128,921,120	2,497,596	1,448,717	(482,406)	132,385,027
分部負債	Segment liabilities	101,144,653	—	5,204,677	(447,882)	105,901,448
本年度產生的資本開支	Capital expenditure incurred during the year	397,944	—	5,205	—	403,149

19. 分部匯報 (續)

(i) 按業務分部 (續)

19. Segment Reporting (Cont'd)

(i) By business segments (Cont'd)

		二零零六年 2006				
		商業銀行 Commercial banking 港幣千元 HK\$'000	(附註) (Note) 資產管理 Asset management 港幣千元 HK\$'000	未分配業務 Unallocated 港幣千元 HK\$'000	分部間抵銷 Inter-segment elimination 港幣千元 HK\$'000	綜合 Consolidated 港幣千元 HK\$'000
淨利息收入	Net interest income	1,061,497	37,832	(29,791)	—	1,069,538
其他經營收入	Other operating income	1,152,558	15,335	22,361	—	1,190,254
經營收入	Operating income	2,214,055	53,167	(7,430)	—	2,259,792
經營支出	Operating expenses	(1,093,600)	(26,618)	(25,088)	—	(1,145,306)
扣除減值準備前之經營溢利	Operating profit before impairment	1,120,455	26,549	(32,518)	—	1,114,486
貸款及墊款減值虧損 (準備)/回撥	Impairment losses (charged for) / written back on loans and advances	(53,757)	18,657	—	—	(35,100)
持有至到期投資及可供出售 證券減值虧損	Impairment losses charged for on held-to- maturity investments and available-for-sale securities	(3,970)	(17,448)	—	—	(21,418)
減值虧損 (準備)/回撥	Impairment losses (charged for) / written back	(57,727)	1,209	—	—	(56,518)
出售持有至到期投資及 可供出售 證券淨溢利	Net profit on disposal of held-to- maturity investments and available- for-sale securities	67,893	—	—	—	67,893
經營溢利/(虧損)	Operating profit / (loss)	1,130,621	27,758	(32,518)	—	1,125,861
出售附屬公司溢利	Profit on disposal of a subsidiary	—	1,073	—	—	1,073
出售物業及設備 (虧損)/溢利	Net (loss) / profit on disposal of property and equipment	(24,368)	(436)	96,688	—	71,884
投資物業重估收益	Revaluation gain on investment properties	3,376	—	—	—	3,376
所佔聯營公司溢利	Share of profits of associates	3,437	128,013	—	—	131,450
稅前溢利	Profit before taxation	1,113,066	156,408	64,170	—	1,333,644
所得稅	Income tax	(191,380)	(3,051)	(11,695)	—	(206,126)
本年度溢利	Profit for the year	921,686	153,357	52,475	—	1,127,518
可歸屬於： 本公司股東 少數股東	Attributable to: Equity shareholders of the Company Minority interests	921,686 —	151,974 1,383	52,475 —	— —	1,126,135 1,383
本年度溢利	Profit for the year	921,686	153,357	52,475	—	1,127,518
本年度折舊	Depreciation for the year	112,688	392	(2,750)	—	110,330
分部資產	Segment assets	89,671,917	—	1,376,088	(383,790)	90,664,215
聯營公司權益	Interest in associates	9,107,342	2,370,168	—	—	11,477,510
資產總額	Total assets	98,779,259	2,370,168	1,376,088	(383,790)	102,141,725
分部負債	Segment liabilities	82,389,578	—	287,219	(767,143)	81,909,654
本年度產生的資本開支	Capital expenditure incurred during the year	4,711,470	2,628	15	—	4,714,113

附註：於二零零七年及二零零六年度，中信資本控股有限公司的核心業務主要為資產管理多於投資銀行業務，所以將該公司的業務重新歸納為資產管理分部。

Note: The core business of CITIC Capital Holdings Ltd. for the year 2007 and 2006 is asset management rather than investment banking. Therefore, the profit on "Investment banking segment" was reclassified to "Asset management segment".

19. 分部匯報 (續)

(ii) 按地區分部

有關地區分析的資料是根據附屬公司或附屬公司之分行的主要業務所在地點予以劃分。

19. Segment Reporting (Cont'd)

(ii) By geographical segments

The information concerning geographical analysis has been classified by the location of the principal operations of the subsidiaries or branches of its subsidiaries.

		二零零七年 2007					
		香港 Hong Kong 港幣千元 HK\$'000	中國 Mainland China 港幣千元 HK\$'000	美國 USA 港幣千元 HK\$'000	其他 Others 港幣千元 HK\$'000	分部間抵銷 Inter-segment elimination 港幣千元 HK\$'000	綜合 Consolidated 港幣千元 HK\$'000
來自外界客戶的 經營收入	Operating income from external customers	1,064,097	108,609	72,994	28,643	(211)	1,274,132
資產總額	Total assets	111,828,224	24,079,621	1,960,169	1,757,310	(7,240,297)	132,385,027
本年度產生的 資本開支	Capital expenditure incurred during the year	53,882	348,474	707	86	—	403,149

		二零零六年 2006					
		香港 Hong Kong 港幣千元 HK\$'000	中國 Mainland China 港幣千元 HK\$'000	美國 USA 港幣千元 HK\$'000	其他 Others 港幣千元 HK\$'000	分部間抵銷 Inter-segment elimination 港幣千元 HK\$'000	綜合 Consolidated 港幣千元 HK\$'000
來自外界客戶的 經營收入	Operating income from external customers	2,106,118	70,394	70,019	13,261	—	2,259,792
資產總額	Total assets	90,309,891	13,043,465	1,792,687	2,789,290	(5,793,608)	102,141,725
本年度產生的 資本開支	Capital expenditure incurred during the year	201,606	4,511,927	205	375	—	4,714,113

20. 現金及在銀行、中央銀行及其他金融機構的結存

20. Cash and Balances with Banks, Central Banks and Other Financial Institutions

		本集團 The Group	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
現金	Cash in hand	159,201	155,147
中央銀行結存	Balances with central banks	76,579	27,694
在銀行的結存	Balances with banks	1,251,023	1,061,005
在其他金融機構的結存	Balances with other financial institutions	16,073	24,025
		1,502,876	1,267,871

21. 在銀行、中央銀行及其他金融機構的存款及墊款

21. Placements with and Advances to Banks, Central Banks and Other Financial Institutions

		本集團 The Group	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
在銀行的存款	Placements with banks	9,893,443	11,498,258
給予銀行的墊款	Advances to banks	2,511,607	353,824
向其他銀行託收中的項目	Items in the course of collection from other banks	242,538	540,456
		12,647,588	12,392,538
到期日：	Maturing:		
— 1個月內	— within 1 month	9,552,993	8,971,727
— 1個月至1年內	— between 1 month and 1 year	582,988	3,066,987
— 1年後	— after 1 year	2,511,607	353,824
		12,647,588	12,392,538

於二零零七年十二月三十一日及二零零六年十二月三十一日，給予銀行及其他金融機構的墊款並沒有減值或對其提撥個別評估減值準備。

There were no impaired advances to banks and other financial institutions as at 31 December 2007 and 31 December 2006, nor were there any individually assessed impairment allowances made for them on these two respective dates.

22. 貿易票據

22. Trade Bills

		本集團 The Group	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
貿易票據總額	Gross trade bills	1,523,242	491,994
減值準備	Impairment allowances		
— 綜合評估(附註25(b))	— Collectively assessed (note 25(b))	(42)	—
		1,523,200	491,994

23. 交易用途資產

23. Trading Assets

		本集團 The Group		本公司 The Company	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000	二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
債務證券	Debt securities	1,335,609	3,211,734	—	—
權益證券	Equity securities	5,612	—	—	—
投資基金	Investment funds	1,238,246	2,848,045	—	60,893
交易用途證券	Trading securities	2,579,467	6,059,779	—	60,893
衍生工具的正公允價值 (附註53(b))	Positive fair values of derivatives (note 53(b))	899,542	355,091	—	—
		3,479,009	6,414,870	—	60,893
以上各項的發行 機構如下：	Issued by:				
政府機關	Sovereigns	898	599	—	—
公營機構	Public sector entities	2,355	10,395	—	—
銀行及其他金融機構	Banks and other financial institutions	628,054	583,401	—	—
企業	Corporate entities	1,948,160	5,465,384	—	60,893
		2,579,467	6,059,779	—	60,893
按上市地點分析：	Analysed by place of listing:				
於香港上市	Listed in Hong Kong	1,095	3,296	—	—
於香港以外地區上市	Listed outside Hong Kong	200,165	1,077,026	—	—
		201,260	1,080,322	—	—
非上市	Unlisted	2,378,207	4,979,457	—	60,893
		2,579,467	6,059,779	—	60,893

24. 指定為通過損益以反映公允價值的證券

24. Securities Designated at Fair Value Through Profit or Loss

		本集團 The Group	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
債務證券	Debt securities	531,025	959,436
投資基金	Investment funds	—	44,143
		531,025	1,003,579
以上各項的發行機構如下：	Issued by:		
銀行及其他金融機構	Banks and other financial institutions	134,422	—
企業	Corporate entities	396,603	1,003,579
		531,025	1,003,579
按上市地點分析：	Analysed by place of listing:		
於香港上市	Listed in Hong Kong	—	153,750
於香港以外地區上市	Listed outside Hong Kong	82,844	221,092
		82,844	374,842
非上市	Unlisted	448,181	628,737
		531,025	1,003,579

25. 客戶貸款及墊款及其他賬項

(a) 客戶貸款及墊款及其他賬項減減值準備

		本集團 The Group		本公司 The Company	
		二零零七年 2007 港幣千元 HK'000	二零零六年 2006 港幣千元 HK'000	二零零七年 2007 港幣千元 HK'000	二零零六年 2006 港幣千元 HK'000
客戶貸款及墊款總額	Gross loans and advances to customers	65,833,430	50,685,350	—	—
減值準備	Impairment allowances				
— 個別評估 (附註25(b))	— Individually assessed (note 25(b))	(70,883)	(76,360)	—	—
— 綜合評估 (附註25(b))	— Collectively assessed (note 25(b))	(223,540)	(253,166)	—	—
		65,539,007	50,355,824	—	—
應計利息及其他賬項 減減值準備	Accrued interest and other accounts less impairment allowances	2,165,290	1,550,178	29,800	13,860
		67,704,297	51,906,002	29,800	13,860

其他賬項還包括在收回已減值貸款時獲得的權益價值為港幣249,000,000元，此權益的價值為該貸款的帳面值，本集團打算於短期內出售此權益。

25. Loans and Advances to Customers and Other Accounts

(a) Loans and advances to customers and other accounts less impairment allowances

Other accounts include equity interest of HK\$249,000,000 acquired through recovery of an impaired loan which the Group plans to dispose of in the near future. The equity interest is carried at the original loan amount.

25. 客戶貸款及墊款及其他賬項 (續)

(b) 客戶貸款及墊款及其他賬項減值準備的變動

25. Loans and Advances to Customers and Other Accounts (Cont'd)

(b) Movement in impairment allowances on loans and advances to customers and other accounts

		本集團 The Group		
		二零零七年 2007		
		個別評估 Individually assessed 港幣千元 HK\$'000	綜合評估 Collectively assessed 港幣千元 HK\$'000	總額 Total 港幣千元 HK\$'000
於1月1日	At 1 January	91,204	253,166	344,370
在收益表列支的 減值損失(附註13)	Impairment losses charged to income statement (note 13)	158,954	—	158,954
撥回收益表的 減值損失	Impairment losses written back to income statement	(64,596)	(21,882)	(86,478)
沖銷數額	Amounts written off	(151,696)	(18,654)	(170,350)
收回以往年度已沖銷的 貸款及墊款(附註13)	Recoveries of loans and advances written off in previous years (note 13)	53,559	10,871	64,430
貸款減值虧損折現撥回 (附註4)	Unwind of discount on loan impairment losses (note 4)	(1,820)	—	(1,820)
匯兌及其他調整	Exchange and other adjustments	12	81	93
於12月31日	At 31 December	85,617	223,582	309,199
扣除自：	Deducted from:			
客戶貸款及墊款 (附註25(a))	Loans and advances to customers (note 25(a))	70,883	223,540	294,423
其他賬項	Other accounts	14,734	—	14,734
貿易票據(附註22)	Trade bills (note 22)	—	42	42
		85,617	223,582	309,199

25. 客戶貸款及墊款及其他賬項 (續)**25. Loans and Advances to Customers and Other Accounts** (Cont'd)**(b) 客戶貸款及墊款及其他賬項減值準備的變動** (續)**(b) Movement in impairment allowances on loans and advances to customers and other accounts** (Cont'd)

		本集團 The Group		
		二零零六年 2006		
		個別評估 Individually assessed 港幣千元 HK\$'000	綜合評估 Collectively assessed 港幣千元 HK\$'000	總額 Total 港幣千元 HK\$'000
於1月1日	At 1 January	313,868	294,544	608,412
在收益表列支的 減值損失(附註13)	Impairment losses charged to income statement (note 13)	155,899	—	155,899
撥回收益表的 減值損失	Impairment losses written back to income statement	(89,902)	(30,897)	(120,799)
沖銷數額	Amounts written off	(147,255)	(20,826)	(168,081)
收回以往年度已沖銷的 貸款及墊款(附註13)	Recoveries of loans and advances written off in previous years (note 13)	31,903	10,266	42,169
貸款減值虧損折現 撥回(附註4)	Unwind of discount on loan impairment losses (note 4)	(28,766)	—	(28,766)
出售附屬公司	Disposal of a subsidiary	(144,917)	—	(144,917)
匯兌及其他調整	Exchange and other adjustments	374	79	453
於12月31日	At 31 December	91,204	253,166	344,370
扣除自：	Deducted from:			
客戶貸款及墊款 (附註25(a))	Loans and advances to customers (note 25(a))	76,360	253,166	329,526
其他賬項	Other accounts	14,844	—	14,844
		91,204	253,166	344,370

25. 客戶貸款及墊款及其他賬項 (續)

(c) 按行業劃分的客戶貸款及墊款

以下按經濟行業進行的分析是根據香港金融管理局(「金管局」)用的分類及定義作出。

25. Loans and Advances to Customers and Other Accounts (Cont'd)

(c) Loans and advances to customers analysed by industry sectors

The following economic sector analysis is based on categories and definitions used by the Hong Kong Monetary Authority ("HKMA").

		本集團 The Group			
		二零零七年 2007		二零零六年 2006	
		客戶貸款和 墊款總額 Gross loans and advances to customer 港幣千元 HK\$'000	已減值 貸款及墊款 Impaired loans and advances 港幣千元 HK\$'000	客戶貸款和 墊款總額 Gross loans and advances to customer 港幣千元 HK\$'000	已減值 貸款及墊款 Impaired loans and advances 港幣千元 HK\$'000
工商金融	Industrial, commercial and financial				
— 物業發展	— Property development	207,000	—	205,155	—
— 物業投資	— Property investment	7,740,669	21,931	5,370,620	3,060
— 金融企業	— Financial concerns	5,061,032	323	3,315,125	2,570
— 股票經紀	— Stockbrokers	181,000	—	50,000	—
— 批發及零售業	— Wholesale and retail trade	3,383,895	95,552	2,885,044	34,891
— 製造業	— Manufacturing	5,833,965	8,208	3,370,282	11,386
— 運輸及運輸設備	— Transport and transport equipment	3,394,165	2,750	3,467,330	12,254
— 娛樂活動	— Recreational activities	100,800	—	143,763	—
— 資訊科技	— Information technology	1,122	—	52,082	—
— 其他	— Others	3,332,366	24,483	2,468,601	41,168
個人	Individuals				
— 購買居者有其屋計劃、私人發展商參建居屋計劃及租者置其屋計劃的樓宇貸款	— Loans for the purchase of flats under the Home Ownership Scheme, Private Sector Participation Scheme and Tenants Purchase Scheme	34,963	—	16,054	—
— 購買其他住宅物業的貸款	— Loans for the purchase of other residential properties	11,284,553	13,927	11,446,698	20,042
— 信用卡墊款	— Credit card advances	506,775	488	535,293	386
— 其他	— Others	2,401,149	11,781	1,693,327	22,808
在香港使用的貸款及墊款總額	Gross loans and advances for use in Hong Kong	43,463,454	179,443	35,019,374	148,565
貿易融資	Trade finance	4,467,495	44,838	3,508,201	5,207
在香港以外使用的貸款及墊款總額	Gross loans and advances for use outside Hong Kong	17,902,481	532,931	12,157,775	692,867
客戶貸款及墊款總額	Gross loans and advances to customers	65,833,430	757,212	50,685,350	846,639

25. 客戶貸款及墊款及其他賬項 (續)

(d) 減值客戶貸款及墊款

		本集團 The Group	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
減值客戶貸款及墊款總額	Gross impaired loans and advances to customers	757,212	846,639
減值準備 — 個別評估	Impairment allowance — Individually assessed	(70,883)	(76,360)
		686,329	770,279
減值貸款及墊款總額佔客戶貸款及墊款總額的百分比	Gross impaired loans and advances as a % of total loans and advances to customers	1.15%	1.67%

減值貸款及墊款主要是根據個別具有減值的客觀證據，以作個別減值評估的貸款。

經個別評估的減值準備已計及本集團就這些貸款及墊款所持抵押品的可變現價值，為港幣601,359,000元（二零零六年：港幣788,446,000元）。這些抵押品主要由住宅或商業物業按揭權益和在本集團的現金存款組成。

25. Loans and Advances to Customers and Other Accounts (Cont'd)

(d) Impaired loans and advances to customers

Impaired loans and advances are mainly individually assessed loans which exhibit objective evidence of impairment on an individual basis.

Individually assessed impairment allowances were made after taking into account the realisable value of collateral in respect of such loans and advances of HK\$601,359,000 (2006: HK\$788,446,000) for the Group. This collateral mainly comprises mortgage interest over residential or commercial properties and cash with the Group.

25. 客戶貸款及墊款及其他賬項 (續)

(e) 融資租賃及分期付款合約的投資淨額

客戶貸款及墊款包括按融資租賃及具備融資租賃特徵的分期付款合約租借給客戶的機器及設備的投資淨額。這些合約的最初租賃期一般為期五至二十年，其後可選擇按賬面值購入這些租借資產。按融資租賃及分期付款合約應收的最低租賃付款總額及其現值如下：

25. Loans and advances to customers and other accounts (Cont'd)

(e) Net investment in finance leases and hire purchase contracts

Loans and advances to customers include net investment in motor vehicles and equipment leased to customers under finance leases and hire purchase contracts having the characteristics of finance leases. These contracts usually run for an initial period of 5 to 20 years, with an option for acquiring the leased asset at nominal value. The total minimum lease payments receivable under finance leases and hire purchase contracts and their present values are as follows:

		本集團 The Group			
		二零零七年 2007		二零零六年 2006	
		最低租賃 付款現值 Present value of the minimum lease payments 港幣千元 HK\$'000	最低租賃 付款總額 Total minimum lease payments 港幣千元 HK\$'000	最低租賃 付款現值 Present value of the minimum lease payments 港幣千元 HK\$'000	最低租賃 付款總額 Total minimum lease payments 港幣千元 HK\$'000
1年內	Within 1 year	406,634	533,394	478,113	634,486
1年至5年	After 1 year but within 5 years	558,357	938,127	574,747	1,035,704
5年後	After 5 years	2,111,777	2,960,387	1,968,813	3,007,568
		3,076,768	4,431,908	3,021,673	4,677,758
減值準備：	Impairment allowances:				
— 個別評估	— Individually assessed	(6,318)		(12,465)	
— 綜合評估	— Collectively assessed	(1,322)		(2,355)	
融資租賃及分期付款 合約的投資淨額	Net investment in finance leases and hire purchase contracts	3,069,128		3,006,853	

26. 應收附屬公司款項

26. Amounts Due from Subsidiaries

		本公司 The Company	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
現金及銀行存款	Cash and balances with banks	223,351	—
在銀行及其他金融機構存款	Placements with banks and other financial institutions	129,989	543,776
附屬公司貸款及墊款及其他賬項	Loans and advances to subsidiaries and other accounts	762,121	939,685
		1,115,461	1,483,461

27. 可供出售證券

27. Available-for-sale Securities

		本集團 The Group	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
持有的存款證	Certificates of deposit held	150,033	—
債務證券	Debt securities	21,157,046	4,771,960
國庫券(包括外匯基金票據)	Treasury bills (including Exchange Fund Bills)	721,180	149,757
權益證券	Equity securities	40,212	23,181
投資基金	Investment funds	56,932	28,552
		22,125,403	4,973,450
以上各項的發行機構如下：	Issued by:		
政府機關	Sovereigns	805,060	149,757
公營機構	Public sector entities	710,682	—
銀行及其他金融機構	Banks and other financial institutions	15,450,543	847,022
企業	Corporate entities	5,159,118	3,976,671
		22,125,403	4,973,450
按上市地點分析：	Analysed by place of listing:		
於香港上市	Listed in Hong Kong	864,142	—
於香港以外地區上市	Listed outside Hong Kong	6,473,642	3,913,802
		7,337,784	3,913,802
非上市	Unlisted	14,787,619	1,059,648
		22,125,403	4,973,450
個別減值權益證券的公允價值	Fair value of individually impaired equity securities	18	18
個別減值債務證券的公允價值	Fair value of individually impaired debt securities	2,895	—
個別減值投資基金的公允價值	Fair value of individually impaired investment funds	56,932	28,552
		59,845	28,570

27. 可供出售證券 (續)

於二零零七年十二月三十一日，本集團部份可供出售證券包括權益及債務證券和投資基金，以公允價值長期跌至低於成本為基礎，個別釐定為已減值證券。這些投資的減值損失根據附註2(h)(ii)所載列的會計政策，在收益表內確認。

28. 持有至到期投資

27. Available-for-sale Securities (Cont'd)

As at 31 December 2007, certain of the Group's available-for-sale securities comprising equity or debt securities and investment funds were determined to be individually impaired on the basis of a prolonged decline in the fair value below cost. Impairment losses on these investments were recognised in the income statement in accordance with the accounting policy set out in note 2(h)(ii).

28. Held-to-maturity Investments

		本集團 The Group	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
國庫券 (包括外匯基金票據)	Treasury bills (including Exchange Fund Bills)	—	138,593
持有的存款證	Certificates of deposit held	—	49,990
債務證券	Debt securities	—	10,001,850
減值準備 — 個別評估	Impairment allowances — Individually assessed	—	10,190,433
		—	(13,940)
		—	10,176,493
以上各項的發行機構如下：	Issued by:		
政府機關，中央政府及中央銀行	Sovereigns, central governments and central banks	—	317,316
公營機構	Public sector entities	—	1,023,223
銀行及其他金融機構	Banks and other financial institutions	—	7,593,359
企業	Corporate entities	—	1,242,595
		—	10,176,493
按上市地點分析：	Analysed by place of listing:		
於香港上市	Listed in Hong Kong	—	953,630
於香港以外地區上市	Listed outside Hong Kong	—	3,595,266
非上市	Unlisted	—	4,548,896
		—	5,627,597
		—	10,176,493
上市證券市值	Market value of listed securities	—	4,493,453

於二零零七年，本集團將所有持有至到期而攤銷成本為港幣7,676,157,000元（二零零六年：無）的投資轉入可供出售證券類別中。於轉移日在公允價值儲備已直接確認的相關未實現虧損為港幣112,100,000元（二零零六年：無）。這些持有至到期投資的轉移（二零零六年：無）已獲董事會核准，並一般會在因出現本集團未有預期的其他獨立事件而作出。

Held-to-maturity investments held by the Group with an amortised cost of HK\$7,676,157,000 (2006: Nil) were all transferred to the available-for-sale securities category in 2007. The unrealised loss arising from change in fair value amounted to HK\$112,100,000 (2006: Nil) was recognised directly in the available-for-sale revaluation reserve. Such transfer of all held-to-maturity investments into available-for-sale securities (2006: Nil), were approved by the Board of Directors, and were generally made in response to other isolated events which were not anticipated by the Group.

28. 持有至到期投資 (續)

經個別評估的減值準備賬於年內的變動如下：

		本集團 The Group	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
於1月1日	At 1 January	(13,940)	(9,983)
在收益表列支的減值損失	Impairment losses charged to income statement	—	(4,163)
在收益表列支的減值虧損回撥	Impairment losses written back to income statement	242	49
折現影響及其他調整	Effect of discounting and others	136	157
重新劃歸為可供出售證券	Reclassification to available-for-sale securities	13,562	—
於12月31日	At 31 December	—	(13,940)

28. Held-to-maturity Investments (Cont'd)

The movement of the individually assessed impairment allowances account during the year is as follows:

29. 附屬公司投資

		本公司 The Company	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
非上市股份 (按成本入賬)	Unlisted shares, at cost	7,500,518	4,987,561

29. Investments in Subsidiaries

29. 附屬公司投資 (續)

下文列出對本集團的業績、資產或負債有重大影響的主要附屬公司詳情。除非另有註明，否則所持股份類別均為普通股。

29. Investments in Subsidiaries (Cont'd)

The following list contains the particulars of principal subsidiaries which materially affect the results, assets or liabilities of the Group. The class of shares held is ordinary unless otherwise stated.

公司名稱 Name of company	註冊成立／經營地區 Place of incorporation / operation	持有股份百分率 % of shares held	主要業務 Principal activities	已發行及繳足股本 Issued and paid up capital
California Investment LLC**	美國 USA	100%	物業持有 Property holding	美金5,415,000元 US\$5,415,000
啓福國際有限公司* Carford International Limited*	香港 Hong Kong	100%	物業持有 Property holding	港幣2元 HK\$2
中國國際財務有限公司(深圳)*** China International Finance Company Limited (Shenzhen) ("CIFIC") ***	中國 People's Republic of China ("PRC")	100%	金融服務 Financial services	人民幣500,000,000元 RMB500,000,000
CIFH (CB-I) Limited	開曼群島／香港 Cayman Islands / Hong Kong	100%	發行可換股債券 Issue of convertible bonds	美金1元 US\$1
中信嘉華銀行有限公司(「中信嘉華」) CITIC Ka Wah Bank Limited ("CKWB")	香港 Hong Kong	100%	銀行 Banking	港幣5,583,341,176元 HK\$5,583,341,176
CKWH-UT2 Limited*	開曼群島／香港 Cayman Islands / Hong Kong	100%	發行後償票據 Issue of subordinated notes	美金1元 US\$1
CKWB-SN Limited*	開曼群島／香港 Cayman Islands / Hong Kong	100%	發行結構票據和投資 Issue of structured notes and investments	美金1元 US\$1
中信保險服務有限公司* CITIC Insurance Brokers Limited*	香港 Hong Kong	100%	保險代理 Insurance broker	港幣5,000,000元 HK\$5,000,000
Dramatic Year Limited	英屬維爾京群島／香港 British Virgin Islands / Hong Kong	100%	投資控股 Investment holding	美金1元 US\$1
香港華人財務有限公司* HKCB Finance Limited*	香港 Hong Kong	100%	消費借貸 Consumer financing	港幣200,000,000元 HK\$200,000,000

29. 附屬公司投資 (續)

29. Investments in Subsidiaries (Cont'd)

公司名稱 Name of company	註冊成立／經營地區 Place of incorporation / operation	持有股份百分率 % of shares held	主要業務 Principal activities	已發行及繳足股本 Issued and paid up capital
香港華人保險代理有限公司* HKCB Insurance Agency Limited*	香港 Hong Kong	100%	保險代理 Insurance agency	港幣2元 HK\$2
嘉華投資有限公司* KWB Investment Limited*	香港 Hong Kong	100%	投資控股 Investment holding	港幣5,000,000元 HK\$5,000,000
嘉華國際財務有限公司* Ka Wah International Merchant Finance Limited*	香港 Hong Kong	100%	金融服務 Financial services	港幣32,500,000元 HK\$32,500,000
香港華人銀行(代理人)有限公司* The Hongkong Chinese Bank (Nominees) Limited*	香港 Hong Kong	100%	代理人服務 Nominees services	港幣5,000元 HK\$5,000
嘉華銀行(信託)有限公司* The Ka Wah Bank (Trustee) Limited*	香港 Hong Kong	100%	信託服務 Trustee services	港幣3,000,000元 HK\$3,000,000
True Worth Investments Limited	英屬維爾京群島／香港 British Virgin Islands / Hong Kong	100%	投資控股 Investment holding	美金1元 US\$1
恒康香港有限公司* Viewcon Hong Kong Limited*	香港 Hong Kong	100%	按揭融資 Mortgage financing	港幣2元 HK\$2

除下文所列者外，以上所有附屬公司均由本公司直接持有：

- * 本公司間接持有的附屬公司。
- ** 本公司直接持有該附屬公司99%股份，其餘1%則透過本公司另一間附屬公司間接持有。
- *** 本公司間接持有，並按中國法律在中國以「外資企業」方式註冊成立的附屬公司。

All of the above subsidiaries are held directly by the Company except for those indicated below:

- * Subsidiaries held indirectly by the Company.
- ** 99% of the shares of this subsidiary is held directly by the Company and the remaining 1% is held indirectly through another subsidiary of the Company.
- *** Subsidiary held indirectly by the Company. This subsidiary is incorporated in the PRC and is a "Foreign Investment Enterprise" under the PRC Law.

30. 聯營公司權益

30. Interest in Associates

		本集團 The Group		本公司 The Company	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000	二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
上市股份，按成本入賬	Listed shares, at cost	—	—	15,836,665	—
非上市股份，按成本入賬	Unlisted shares, at cost	—	—	887,039	9,990,944
所佔淨資產	Share of net assets	15,754,176	6,884,190	—	—
商譽	Goodwill	4,374,546	4,029,114	—	—
無形資產	Intangible assets	632,700	658,314	—	—
無形資產的遞延稅項	Deferred tax on intangible assets	(158,175)	(217,244)	—	—
應收聯營公司款項	Amount due from associates	32,392	123,136	32,392	123,136
		20,635,639	11,477,510	16,756,096	10,114,080

(a) 主要聯營公司的詳情如下：

(a) Details of the principal associates are as follows:

公司名稱 Name of company	業務結構形式 Form of business structure	註冊成立/ 經營地區 Place of incorporation / operation	本集團實際權益 Group's effective interest	由本公司持有 Held by the Company	由附屬公司持有 Held by the subsidiaries	主要業務 Principal activities	已發行股份面值 Nominal value of issued shares
中信銀行股份有限公司 （「中信銀行」） China CITIC Bank Corporation Limited （「CNCB」）	法人公司 Incorporated	中國 PRC	15%	15% （附註1） （Note 1）	—	銀行服務 Banking services	人民幣39,033,000,000元 RMB39,033,000,000
中信資本控股有限公司 CITIC Capital Holdings Limited（「CCHL」）	法人公司 Incorporated	香港 Hong Kong	50%	—	50%	投資控股 Investment holding	港幣28,000,000元 HK\$28,000,000
中信國際資產管理有限公司 （「中信國際資產管理」） CITIC International Assets Management Limited（「CIAM」）	法人公司 Incorporated	香港 Hong Kong	40%	40%	—	投資控股及 資產管理 Investment holding and asset management	港幣1,427,452,018元 HK\$1,427,452,018

附註1：由於本集團有代表加入中信銀行之董事會及對其有重大之影響力，因此中信銀行被視作本集團之聯營公司，並將是項投資以權益法入賬。

Note 1: The Group's investment in CNCB has been accounted for as an associate using the equity method as the Group has representation on the Board of Directors of CNCB and is in a position to exercise significant influence over CNCB.

30. 聯營公司權益 (續)

(b) 主要聯營公司財務資料摘要：

本集團實際權益：

		本集團 The Group	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
資產	Assets	166,546,704	109,859,893
負債	Liabilities	150,460,821	102,999,721
收入	Revenue	5,103,813	431,197
淨溢利	Net profit	1,600,954	131,450

30. Interest in Associates (Cont'd)

(b) Summary of aggregate financial information on principal associates

The Group's effective share of associates' financials:

(c) 無形資產的變動

(c) Movement of the intangible assets

		本集團 The Group		
		品牌 Brand name 港幣千元 HK\$'000	核心存款和 客戶關係 Core deposits and customers relationships 港幣千元 HK\$'000	總額 Total 港幣千元 HK\$'000
成本	Cost			
2007年1月1日	At 1 January 2007	405,426	252,888	658,314
視作出售	Deemed disposal adjustment	(4,463)	(2,620)	(7,083)
2007年12月31日	At 31 December 2007	400,963	250,268	651,231
累計攤銷	Accumulated amortisation			
2007年1月1日	At 1 January 2007	—	—	—
無形資產攤銷	Amortisation of the intangible assets	—	18,531	18,531
2007年12月31日	At 31 December 2007	—	18,531	18,531
賬面值	Carrying amount			
2007年12月31日	At 31 December 2007	400,963	231,737	632,700
2006年12月31日	At 31 December 2006	405,426	252,888	658,314

截至二零零七年十二月三十一日止年度，無形資產並無出現減值(二零零六年：無)。

There is no impairment charged for the year ended 31 December 2007 (2006: Nil) on the intangible assets.

30. 聯營公司權益 (續)

(d) 收購中信銀行

30. Interest in Associates (Cont'd)

(d) Acquisition of an equity interest in CNCB

		本集團 The Group	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
收購之對價：	Purchase consideration:		
發行新股	Issue of new shares	—	5,300,812
發行股份之溢價	Surplus in fair value of shares issued	—	3,761,867
現金	Cash	6,657,505	—
收購之公允價值	Fair value of consideration	6,657,505	9,062,679
有關收購之直接費用	Direct costs relating to the acquisition settled in cash	75,255	41,226
於2007年收購成本	Acquisition costs incurred in 2007	6,732,760	—
於2006年收購成本	Acquisition costs incurred in 2006	9,103,905	9,103,905
總收購成本	Total acquisition costs	15,836,665	9,103,905
購入之淨資產及無形資產之公允價值	Fair value of acquired net assets and intangible assets	(11,651,456)	(5,264,128)
商譽	Goodwill	4,185,209	3,839,777

中信銀行於二零零七年四月二十七日首次公開配售新股後股本擴大，本公司於中信銀行所佔之權益亦隨之被攤薄。其後，本公司行使補足認購協議增購1,136,000,000股中信銀行普通股，使本公司於中信銀行所佔權益增加至15%。增購中信銀行股份之對價是由現金港幣6,657,505,000元支付，及直接費用為港幣75,255,000元。

另一方面，在沒有直接出售中信銀行任何股份的情況下，出現了港幣202,000,000元之攤薄收益。

本公司於中信銀行增加的總投資成本(港幣6,732,760,000元)較本公司所佔其淨有形資產及無形資產的公允價值(港幣6,387,328,000元)高出之金額，會被確認為額外之商譽入賬(港幣345,432,000元)。

在二零零七年十二月三十一日，本公司持有中信銀行之權益以公平價值計算為港幣28,221,111,000元。

The Company's equity interest in CNCB was diluted after the expansion of CNCB's share capital following initial public offer of CNCB on 27 April 2007. Subsequently, the Company executed the Top Up Agreement and purchased additional 1,136,000,000 ordinary shares of CNCB for top up equity interest to 15% in CNCB. The consideration for the purchase of additional number of shares was settled by HK\$6,657,505,000 in cash plus direct cost of HK\$75,255,000.

On the other hand, a dilution gain with HK\$202,000,000 was occurred without disposing directly any of its share in CNCB.

The excess of CNCB's total additional investment cost (HK\$6,732,760,000) over the Company's interest in the fair value of net tangible assets and intangible assets (HK\$6,387,328,000) was recognised as additional goodwill (HK\$345,432,000).

The fair value of the Company's interest in CNCB was HK\$28,221,111,000 at 31 December 2007.

31. 物業及設備

(a) 本集團

31. Property and Equipment

(a) The Group

		投資物業 Investment properties 港幣千元 HK\$'000	其他物業 Other premises 港幣千元 HK\$'000	傢俬、固定 裝置及設備 Furniture, fixtures and equipment 港幣千元 HK\$'000	總額 Total 港幣千元 HK\$'000
成本或估值：	Cost or valuation:				
於2006年1月1日	At 1 January 2006	64,994	1,037,017	616,531	1,718,542
增加	Additions	106,064	18,782	88,533	213,379
重新分類	Reclassification	(40,458)	38,705	—	(1,753)
出售	Disposals	(9,200)	(140,155)	(41,757)	(191,112)
出售附屬公司	Disposal of a subsidiary	—	—	(3,808)	(3,808)
重新分類前之重估盈餘	Surplus on revaluation before reclassification	—	9,952	—	9,952
重估盈餘	Surplus on revaluation	3,376	—	—	3,376
匯兌調整	Exchange adjustments	—	111	94	205
於2006年12月31日	At 31 December 2006	124,776	964,412	659,593	1,748,781
上述資產的成本或 估值分析如下：	The analysis of cost or valuation of the above assets is as follows:				
成本	Cost	—	930,718	659,593	1,590,311
估值	Valuation				
— 1985年	— 1985	—	33,694	—	33,694
— 2006年	— 2006	124,776	—	—	124,776
		124,776	964,412	659,593	1,748,781
於2007年1月1日	At 1 January 2007	124,776	964,412	659,593	1,748,781
增加	Additions	—	—	59,595	59,595
重新分類	Reclassification	62,100	(79,607)	—	(17,507)
出售	Disposals	(8,600)	(2,657)	(10,568)	(21,825)
重新分類前之重估盈餘	Surplus on revaluation before reclassification	—	48,098	—	48,098
重估盈餘	Surplus on revaluation	60,104	—	—	60,104
匯兌調整	Exchange adjustments	—	117	45	162
於2007年12月31日	At 31 December 2007	238,380	930,363	708,665	1,877,408
上述資產的成本或 估值分析如下：	The analysis of cost or valuation of the above assets is as follows:				
成本	Cost	—	899,326	708,665	1,607,991
估值	Valuation				
— 1985年	— 1985	—	31,037	—	31,037
— 2007年	— 2007	238,380	—	—	238,380
		238,380	930,363	708,665	1,877,408

31. 物業及設備 (續)

(a) 本集團 (續)

31. Property and Equipment (Cont'd)

(a) The Group (Cont'd)

		投資物業 Investment properties 港幣千元 HK\$'000	其他物業 Other premises 港幣千元 HK\$'000	傢俬、固定 裝置及設備 Furniture, fixtures and equipment 港幣千元 HK\$'000	總額 Total 港幣千元 HK\$'000
累計折舊：	Accumulated depreciation:				
於2006年1月1日	At 1 January 2006	—	293,088	423,986	717,074
本年度折舊 (附註10(b))	Charged for the year (note 10(b))	—	20,798	89,532	110,330
因出售而撥回	Written back on disposals	—	(39,275)	(36,736)	(76,011)
出售附屬公司	Disposal of a subsidiary	—	—	(679)	(679)
重新分類	Reclassification	—	(1,753)	—	(1,753)
匯兌調整	Exchange adjustments	—	17	38	55
於2006年12月31日	At 31 December 2006	—	272,875	476,141	749,016
於2007年1月1日	At 1 January 2007	—	272,875	476,141	749,016
本年度折舊 (附註10(b))	Charged for the year (note 10(b))	—	19,524	62,563	82,087
因出售而撥回	Written back on disposals	—	(1,715)	(9,134)	(10,849)
重新分類	Reclassification	—	(17,507)	—	(17,507)
匯兌調整	Exchange adjustments	—	18	24	42
於2007年12月31日	At 31 December 2007	—	273,195	529,594	802,789
賬面淨值：	Net book value:				
於2007年12月31日	At 31 December 2007	238,380	657,168	179,071	1,074,619
於2006年12月31日	At 31 December 2006	124,776	691,537	183,452	999,765

31. 物業及設備 (續)

(b) 本公司

		投資物業 Investment properties 港幣千元 HK\$'000	其他物業 Other premises 港幣千元 HK\$'000	傢俬、固定 裝置及設備 Furniture, fixtures and equipment 港幣千元 HK\$'000	總額 Total 港幣千元 HK\$'000
成本或估值：	Cost or valuation:				
於2006年1月1日	At 1 January 2006	—	62,759	2,710	65,469
增加	Additions	—	—	8	8
出售	Disposals	—	(7,370)	(30)	(7,400)
於2006年12月31日	At 31 December 2006	—	55,389	2,688	58,077
上述資產的成本或 估值分析如下：	The analysis of cost or valuation of the above assets is as follows:				
成本	Cost	—	55,389	2,688	58,077
於2007年1月1日	At 1 January 2007	—	55,389	2,688	58,077
增加	Additions	—	—	4,891	4,891
重新分類	Reclassification	57,700	(63,806)	—	(6,106)
出售	Disposals	—	—	(1,365)	(1,365)
重估盈餘	Surplus on revaluation	18,000	—	—	18,000
重新分類前之重估盈餘	Surplus on revaluation before reclassification	—	8,417	—	8,417
於2007年12月31日	At 31 December 2007	75,700	—	6,214	81,914
上述資產的成本或 估值分析如下：	The analysis of cost or valuation of the above assets is as follows:				
成本	Cost	—	—	6,214	6,214
估值	Valuation				
— 2007	— 2007	75,700	—	—	75,700
		75,700	—	6,214	81,914
累計折舊：	Accumulated depreciation:				
於2006年1月1日	At 1 January 2006	—	8,606	1,298	9,904
本年度折舊	Charged for the year	—	1,689	449	2,138
因出售而撥回	Written back on disposals	—	(5,002)	(12)	(5,014)
於2006年12月31日	At 31 December 2006	—	5,293	1,735	7,028
於2007年1月1日	At 1 January 2007	—	5,293	1,735	7,028
本年度折舊	Charged for the year	—	814	561	1,375
因出售而撥回	Written back on disposals	—	—	(675)	(675)
重新分類	Reclassification	—	(6,107)	—	(6,107)
於2007年12月31日	At 31 December 2007	—	—	1,621	1,621
賬面淨值：	Net book value:				
於2007年12月31日	At 31 December 2007	75,700	—	4,593	80,293
於2006年12月31日	At 31 December 2006	—	50,096	953	51,049

31. 物業及設備 (續)

(c) 於二零零七年十二月三十一日，獨立測量師行，威格斯資產評估顧問有限公司，按公開市場價值為基準，重估本集團及本公司的所有投資物業。有關的重估盈餘港幣60,104,000元及港幣18,000,000元（二零零六年：港幣3,376,000元及港幣零元）已計入收益表中。威格斯資產評估顧問有限公司部份僱員為香港測量師學會資深專業會員，具有評估同類物業地點及類別的近期經驗。

投資物業產生的租金收入總額為港幣5,418,000元（二零零六年：港幣2,931,000元）。

本年度內，出售投資物業的虧損為港幣570,000元（二零零六年：出售溢利港幣760,000元）。

(d) 投資物業及其他物業的賬面淨值分析如下：

31. Property and Equipment (Cont'd)

(c) All investment properties of the Group and the Company were revalued at 31 December 2007 by an independent firm of surveyors, Vigers Appraisal & Consulting Limited on an open market value basis. The revaluation surpluses amounting to HK\$60,104,000 and HK\$18,000,000 (2006: HK\$3,376,000 and HK\$Nil) in the Group and the Company respectively have been credited to the income statement. Vigers Appraisal & Consulting Limited have among their staff Fellows of the Hong Kong Institute of Surveyors with recent experience in the location and category of property being valued.

The gross rental income arising from investment properties is HK\$5,418,000 (2006: HK\$2,931,000).

During the year, loss on disposal of investment properties amounted to HK\$570,000 (2006: profit on disposal amounted to HK\$760,000).

(d) The analysis of net book value of investment properties and other premises is as follows:

		本集團 The Group		本公司 The Company	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000	二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
永久業權	Freehold				
香港以外地區	Held outside Hong Kong	33,688	34,315	—	—
租賃	Leasehold				
香港	Held in Hong Kong				
— 長期租賃	— Long-term leases	234,937	208,394	—	—
— 中期租賃	— Medium-term leases	606,699	555,753	75,700	50,096
香港以外地區	Held outside Hong Kong				
— 中期租賃	— Medium-term leases	20,224	17,851	—	—
		895,548	816,313	75,700	50,096

31. 物業及設備 (續)

本集團及本公司若干其他物業曾於以往年度進行重估。如果這些物業是以成本減累計折舊入賬，本集團及本公司於二零零七年十二月三十一日的其他物業賬面淨值應分別為港幣8,612,000元（二零零六年：港幣9,151,000元）及港幣零元（二零零六年：港幣零元）。

(e) 通過經營租賃租出的物業及設備

本集團通過經營租賃的方式租出投資物業。有關物業的最初租賃期一般為兩至三年，其後可於重新商定所有條款後續期。

本集團按不可解除的投資及分租物業的經營租賃應收的未來最低租金總額如下：

		本集團 The Group	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
1年內	Within 1 year	9,933	8,651
1年至5年	After 1 year but within 5 years	6,699	8,123
		16,632	16,774

31. Property and Equipment (Cont'd)

Some of the other premises of the Group and the Company have been revalued in previous years. The net book value of other premises of the Group and the Company at 31 December 2007 would have been HK\$8,612,000 (2006: HK\$9,151,000) and HK\$Nil (2006: HK\$Nil) respectively had they been carried at cost less accumulated depreciation.

(e) Property and equipment leased out under operating leases

The Group leases out investment properties under operating leases. The leases typically run for an initial period of two to three years, with an option to renew the leases after that date at which time all terms are renegotiated.

The Group's total future minimum lease payments under non-cancellable operating leases for investment and sub-letting properties are receivable as follows:

32. 商譽

32. Goodwill

		本集團 The Group 港幣千元 HK\$'000
成本： 於2006年12月31日及 2007年12月31日	Cost: At 31 December 2006 and 31 December 2007	1,007,749
賬面值： 於2006年12月31日及 2007年12月31日	Carrying amount: At 31 December 2006 and 31 December 2007	1,007,749

包括商譽的現金生產單位的減值測試

商譽分配至根據業務分部辨認的本集團現金生產單位如下：

Impairment tests for cash-generating units containing goodwill

Goodwill is allocated to the Group's cash-generating units (CGU) identified according to business segment as follows:

		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
商業銀行業務	Commercial banking business	1,007,749	1,007,749

現金生產單位的可收回數額是根據使用值計算釐定。這些計算是使用管理層所核准涵蓋最多五年期間的財政預算計算的現金流量預測。其後年度的現金流量按8% (二零零六年：0%)增長率估計，有關增長率不會超越現金生產單位經營業務的長期平均增長率。

管理層根據過往表現及其對市場發展的預期釐定預算毛利率。16.82% (二零零六年：12.34%) 所用的稅前折扣率已反映了相對於有關分部的風險。

The recoverable amount of the CGU is determined based on value-in-use calculations. These calculations use cash flow projections based on financial budgets approved by management covering a maximum of five-year period. Cash flow in subsequent years are estimated at 8% (2006: 0%) growth rate which does not exceed the long-term average growth rate for the business in which the CGU operates.

Management determined the budgeted gross margin based on past performance and its expectation for market development. The pre-tax discount rate used is 16.82% (2006: 12.34%) which reflects specific risks relating to the relevant segments.

33. 銀行及其他金融機構的存款及結存

33. Deposits and Balances of Banks and Other Financial Institutions

		本集團 The Group	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
銀行的存款和結存	Deposits and balances from banks	6,649,030	831,973

34. 客戶存款

34. Deposits from Customers

		本集團 The Group	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
活期及往來賬戶存款	Demand deposits and current deposits	6,872,059	6,411,967
儲蓄存款	Savings deposits	11,687,849	11,073,425
定期、即期及短期通知存款	Time, call and notice deposits	65,235,053	47,936,439
		83,794,961	65,421,831

35. 交易用途負債

35. Trading Liabilities

		本集團 The Group	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
衍生工具的負公允價值 (附註53(b))	Negative fair value of derivatives (note 53(b))	879,690	428,648

36. 已發行存款證

36. Certificates of Deposit Issued

		本集團 The Group	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
指定為通過損益以反映公允價值 非交易用途	Designated at fair value through profit or loss Non-trading	4,763,836 2,099,288	3,726,854 3,530,865
		6,863,124	7,257,719

指定為通過損益以反映公允價值的已發行存款證具備可改變現金流量的內含衍生工具，若內含衍生工具未能有效改變現金流量，則兩者需要分別入賬。

Certificates of deposit issued are designated at fair value through profit or loss when they contain embedded derivatives that modify the cash flows that otherwise would be required to be separated.

本集團指定為通過損益以反映公允價值的已發行存款證的賬面值於二零零七年十二月三十一日為港幣31,135,000元低於(二零零六年：港幣86,212,000元)到期時應付合約金額低，其公允價值下跌主要是因為基準利率變動而產生。

The carrying amount of certificates of deposit issued designated at fair value through profit or loss at 31 December 2007 was HK\$31,135,000 (2006: HK\$86,212,000) lower than the contractual amount at maturity, which was mainly due to changes in benchmark interest rate.

37. 資產負債表所示的所得稅

(a) 綜合資產負債表所示的本期稅項為：

37. Income Tax in the Balance Sheet

(a) Current taxation in the consolidated balance sheet represents:

		本集團 The Group	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
本年度香港利得稅準備 (附註15(a))	Provision for Hong Kong Profits Tax for the year (note 15(a))	9,544	174,406
已付暫繳利得稅	Provisional Profits Tax paid	(136,292)	(120,365)
		(126,748)	54,041
以往年度的利得稅準備結餘	Balance of Profits Tax provision relating to prior years	55,779	54,164
		(70,969)	108,205
海外稅項準備	Provision for overseas taxation	6,481	4,476
		(64,488)	112,681
其中：	Of which:		
可收回稅項	Tax recoverable	(71,248)	—
本期稅項	Current taxation	6,760	112,681
		(64,488)	112,681

37. 資產負債表所示的所得稅 (續)

(b) 已確認的遞延稅項資產及負債

已於綜合資產負債表確認的遞延稅項(資產)/負債的組合及本年度內的變動如下:

37. Income Tax in the Balance Sheet (Cont'd)

(b) Deferred tax assets and liabilities recognised

The components of deferred tax (assets) / liabilities recognised in the consolidated balance sheet and the movements during the year are as follows:

		本集團 The Group							
遞延稅項源自:	Deferred tax arising from:	折舊免稅額 超過有關折舊 Depreciation allowances in excess of related depreciation	貸款減值準備 Impairment allowances for loans	物業及其他 資產的公允 價值調整 Fair value adjustments for properties and other assets	可供出售 證券的公允 價值調整 Fair value adjustments for available-for- sale securities	稅項虧損 Tax losses	其他 Others	總額 Total	
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
於2006年1月1日	At 1 January 2006	26,609	(46,622)	(43,842)	67,788	—	(668)	3,265	
綜合收益表內 (撥回)/撇銷	(Credited) / charged to consolidated income statement	(9,048)	7,363	15,175	—	—	(254)	13,236	
儲備內撇銷/ (撥回)	Charged / (credited) to reserves	—	—	2,013	(20,398)	—	—	(18,385)	
出售附屬公司時 抵銷	Released on disposal of subsidiary	—	—	—	(5,434)	—	—	(5,434)	
於2006年12月31日	At 31 December 2006	17,561	(39,259)	(26,654)	41,956	—	(922)	(7,318)	
於2007年1月1日	At 1 January 2007	17,561	(39,259)	(26,654)	41,956	—	(922)	(7,318)	
綜合收益表內 (撥回)/撇銷	(Credited) / charged to consolidated income statement	(132)	234	10,824	—	(34,670)	—	(23,744)	
儲備內撇銷/ (撥回)	Charged / (credited) to reserves	—	—	8,417	(60,347)	—	—	(51,930)	
匯兌及其他調整	Exchange and other adjustments	—	—	—	—	618	—	618	
於2007年12月31日	At 31 December 2007	17,429	(39,025)	(7,413)	(18,391)	(34,052)	(922)	(82,374)	

		本集團 The Group	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
在資產負債表確認的淨遞延 稅項資產	Net deferred tax assets recognised on the balance sheet	(82,374)	(29,904)
在資產負債表確認的淨遞延 稅項負債	Net deferred tax liabilities recognised on the balance sheet	—	22,586
		(82,374)	(7,318)

37. 資產負債表所示的所得稅 (續)**(c) 未確認的遞延稅項資產**

由於可能未來沒有適用於有關稅務機關的應課稅溢利以彌補有關虧損，本集團並未確認累計稅項虧損的遞延稅項資產為港幣106,868,000元（二零零六年：港幣87,105,000元）。根據現時稅務條例，這些稅項虧損的到期日如下：

		本集團 The Group	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
於5年內到期	Expiring within 5 years	—	13,164
不設到期日	No expiry date	106,868	73,941
		106,868	87,105

37. Income Tax in the Balance Sheet (Cont'd)**(c) Deferred tax assets not recognised**

The Group has not recognised deferred tax assets in respect of cumulative tax losses of HK\$106,868,000 (2006: HK\$87,105,000) as it is not probable that future taxable profits against which the losses can be utilised will be available in the relevant tax jurisdiction and entity. Under the current tax legislation, the expiry dates of the tax losses were as follows:

38. 應付附屬公司款項**38. Amounts Due to Subsidiaries**

		本公司 The Company	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
其他負債	Other liabilities	76,644	42
附屬公司存款	Placement from a subsidiary	7,799	260,508
		84,443	260,550

39. 已發行債務證券**39. Debt Securities Issued**

		本集團 The Group	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
非交易性已發行債務證券	Non-trading debt securities issued	2,314,394	2,256,746
指定為通過損益以反映公允價值	Designated at fair value through profit or loss	—	44,143
		2,314,394	2,300,889

39. 已發行債務證券 (續)

非交易性債務證券包括於二零零四年十一月十七日以折讓價發行年息率為4.25%的票據，其面值為美金300,000,000元(港幣2,339,600,000元)。票據由中信嘉華發行及構成其直接、無條件及無抵押義務。票據將於二零零九年十一月十七日到期。

指定為通過損益以反映公允價值的債務證券是指由附屬公司發行、並由中信嘉華就無抵押義務作出擔保的面值美金5,300,000元(港幣41,200,000元)的結構票據。這些票據將於二零零七年五月十七日到期。票據的回報直接取決於投資基金(已包括在指定為通過損益以反映公允價值的證券中)的表現。

40. 已發行可換股債券

於二零零三年十二月八日，本公司只具單一目的全資附屬公司CIFH (CB-I) Limited發行年息率為0.25%的有擔保可換股債券(「債券」)，其面值為美金180,000,000元(港幣1,399,700,000元)。本公司無條件及不可撤回地對這些債券的所有應付金額作出擔保。

債券由二零零三年十二月八日起按年息率0.25%計息，並由二零零四年六月八日起，於每年六月八日和十二月八日支付過去半年的未付利息。

每一份債券持有人有權於二零零四年一月十八日或以後，直至二零零八年十一月八日為止，按初始兌換價每股港幣4.269元，兌換一股本公司面值港幣1元的普通股。本公司可於二零零八年十二月八日以本金加應付利息的總數贖回債券。發行債券所得款項淨額已被用作本集團一般用途。

負債部份及權益轉換部份的公允價值是在二零零四年十二月二十三日(即豁免現金結算選擇權當日)釐定。

負債部份的公允價值計入長期借貸，並根據同類非可換股債券的市場利率計算。餘額反映權益轉換部份的價值，已計入股東權益中的可換股債券一權益部份儲備(附註43)內。

39. Debt Securities Issued (Cont'd)

The non-trading debt securities issued represent 4.25% per annum notes with face value of US\$300,000,000 (HK\$ equivalent 2,339,600,000) issued at a discount on 17 November 2004. The notes were issued by CKWB and constitute direct, unconditional and unsecured obligations of CKWB. The notes will mature on 17 November 2009.

As at 31 December 2006, the debt securities designated at fair value through profit or loss represented the Structured Notes ("the Notes") with nominal value of US\$5,300,000 (HK\$ equivalent 41,200,000) issued by a subsidiary, and were unsecured obligations guaranteed by CKWB. The Notes were redeemed on 17 May 2007. Returns on the Notes were directly linked to the performance of the investment funds which include in securities designated at fair value through profit or loss.

40. Convertible Bonds Issued

CIFH (CB-I) Limited, a single purpose wholly-owned subsidiary of the Company, issued 0.25% per annum Guaranteed Convertible Bonds ("Bonds") with face value of US\$180,000,000 (HK\$ equivalent 1,399,700,000) on 8 December 2003. The Company unconditionally and irrevocably guarantees all amounts payable under the Bonds.

The bonds bear interest from 8 December 2003 payable at the rate of 0.25% per annum, payable semi-annually in arrear on 8 June and 8 December in each year, commencing on 8 June 2004.

Each Bond, at the option of the holder, is convertible on or after 18 January 2004 up to and including 8 November 2008 into fully paid ordinary shares with a par value of HK\$1.00 of the Company at an initial conversion price of HK\$4.269 per share. The Bonds can be redeemed at their principal amount together with accrued interest on 8 December 2008. The net proceeds from the issue of the Bonds have been used for general corporate purposes of the Group.

The fair values of the liability component and the equity conversion component were determined at the date of waiver of the cash settlement option on 23 December 2004.

The fair values of the liability component, included in long-term borrowings, were calculated using a market interest rate for an equivalent non-convertible bond. The residual amount, representing the value of the equity conversion component, is included in shareholders' equity in Convertible Bond — equity component reserve (note 43).

40. 已發行可換股債券 (續)

已在資產負債表確認的可換股債券計算如下：

40. Convertible Bonds Issued (Cont'd)

The convertible bonds recognised in the balance sheet are calculated as follows:

		本集團 The Group	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
可換股債券的面值	Face value of convertible bonds	1,399,384	1,399,384
權益部份	Equity component	(133,027)	(133,027)
保留盈利	Retained earnings	(7,658)	(7,658)
於2005年1月1日首次確認的 負債部份	Liability component on initial recognition at 1 January 2005	1,258,699	1,258,699
利息	Interest	67,285	65,887
換股為普通股	Amounts converted to ordinary shares	(1,314,726)	(1,074,521)
匯兌差額	Exchange difference	(3,610)	(2,874)
於12月31日的負債部份	Liability component at 31 December	7,648	247,191

可換股債券負債部份的賬面值是以攤銷成本列賬。債券的利息支出是採用實際利率法，透過對負債部份應用實際利率2.98%計算。截至二零零七年十二月三十一日止年度的利息支出為港幣1,418,000元（二零零六年：港幣34,121,000元）。二零零七年度的實際已付利息為港幣20,000元（二零零六年：港幣2,467,000元）。

債券附有本集團提前贖回的選擇權及債券持有人提前贖回的選擇權。這些內含認購及認沽特質的價值會互相影響，而且沒有從自主債項分開入賬。

The carrying amount of the liability component of the convertible bonds is carried at amortised cost. Interest expense on the bonds is calculated using the effective interest rate method by applying the effective interest rate of 2.98% to the liability component and for the year end 31 December 2007 amounted to HK\$1,418,000 (2006: HK\$34,121,000). The actual interest paid in 2007 was HK\$20,000 (2006: HK\$2,467,000).

The Bonds are embedded with an early redemption option by the Group and an early redemption option by the bondholders. The values of the embedded call and put feature are interdependent and have not been accounted for separately from the host debt.

41. 債務資本

41. Loan Capital

		本集團 The Group	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
年息率為9.125%，面值美金250,000,000元的後償票據*	Subordinated notes with US\$250 million 9.125%*	1,976,738	1,958,353
年息率為倫敦銀行同業拆息率加1.68%，面值美金250,000,000元的後償票據**	Subordinated notes with US\$250 million 1.68%+LIBOR rate**	—	1,942,973
年息率為倫敦銀行同業拆息率加1.75%，面值美金250,000,000元的後償票據***	Subordinated notes with US\$250 million 1.75%+LIBOR rate***	1,949,652	—
		3,926,390	3,901,326

* 年息率為9.125%，面值美金250,000,000元（港幣1,944,100,000元）的後償票據是於二零零二年五月二十三日由本集團的全資附屬公司—CKWH-UT2 Limited發行，並合資格列作第二級資本。本集團無條件及不可撤回地對這些票據的所有應付金額作出擔保。CKWH-UT2 Limited可於二零一二年提前贖回年息率為9.125%的永久後償票據。

** 二零零六年十二月十一日，中信嘉華發行年息率為三個月美金存款適用的倫敦銀行同業拆息率加1.68%，面值美金250,000,000元（港幣1,944,100,000元）的浮動利率後償票據。這些票據在香港聯合交易所有限公司上市，並於二零零七年十二月十二日提前贖回。

*** 二零零七年十一月三十一日，中信嘉華推出一個美金20億元的中期票據計劃。根據這計劃並依照相關的法例、守則及指令，中信嘉華和有關的交易商可隨時發行任何幣種的票據。關於根據這計劃在新加坡交易所發行上市的票據交易及報價，中信嘉華已收到由新加坡交易所有限公司的原則認可。有關這計劃的詳細條款，請參考中信嘉華於二零零七年十一月二十八日發行的發售文件。

二零零七年十二月十一日，中信嘉華根據上述中期票據計劃發行年息率為三個月美金存款適用的倫敦銀行同業拆息率加1.75%，面值美金250,000,000元（港幣1,949,500,000元）的浮動利率後償票據。這些票據在新加坡交易所有限公司上市，並於二零一七年十二月十二日到期。

* Subordinated notes with a coupon of 9.125% per annum and with face value of US\$250 million (HK\$ equivalent 1,944.1 million) were issued on 23 May 2002 by CKWH-UT2 Limited, a wholly owned subsidiary of CKWB and qualifying as tier 2 capital. CKWB unconditionally and irrevocably guarantees all amounts payable under the notes. The 9.125% per annum perpetual subordinated notes will be callable by CKWH-UT2 Limited in 2012.

** Subordinated notes with a coupon of 1.68% per annum above the London Interbank Offered Rate ("LIBOR") for three-month US dollar deposits with face value of US\$250 million (HK\$ equivalent 1,944.1 million) issued on 11 December 2006 by CKWB, were early redeemed on 12 December 2007.

*** On 30 November 2007, CKWB launched a US\$2 billion Medium Term Note Programme ("the Programme"). Under the Programme, CKWB, subject to compliance with all relevant laws, regulations and directives, may from time to time issue notes ("the Notes") denominated in any currency agreed between CKWB and the relevant dealers as defined. Approval-in-principle has been received from the Singapore Exchange Securities Trading Limited ("the SGX-ST") for dealing in and quotation for any Notes that may be issued and so listed on the SGX-ST. The offering circular was issued by CKWB on 28 November 2007 for the detail terms of the Programme.

On 11 December 2007, CKWB, under the Programme, issued subordinated float rate notes with a coupon of 1.75% per annum above the LIBOR for three-month US dollar deposits with face value of US\$250 million (HK\$ equivalent 1,949.5 million). The Notes are listed on the SGX-ST and will be matured on 12 December 2017.

42. 股本

(a) 法定及已發行股本

		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
法定股本： 每股面值港幣1元的普通股8,000,000,000股 (2006年：6,000,000,000股)	Authorised: 8,000,000,000 (2006: 6,000,000,000) ordinary shares of HK\$1 each	8,000,000	6,000,000
已發行及繳足股本： 於1月1日： 每股面值港幣1元的普通股5,023,422,774股 (2006年：3,197,859,375股) 根據購股權計劃發行的股份 (附註42 (c)(i)) 發行新股份(附註42 (c)(ii)) 根據可換股債券而轉換的股份 (附註42 (c)(iii))	Issued and fully paid: At 1 January: 5,023,422,774 (2006: 3,197,859,375) ordinary shares of HK\$1 each Share issued under the share option scheme (note 42(c)(i)) Issuance of new shares (note 42(c)(ii)) Conversion of convertible bonds into ordinary shares (note 42(c)(iii))	5,023,422 6,300 668,575 59,024	3,197,859 5,012 1,554,490 266,061
於12月31日： 每股面值港幣1元的普通股5,757,320,916股 (2006年：5,023,422,774股)	At 31 December: 5,757,320,916 (2006: 5,023,422,774) ordinary shares of HK\$1 each	5,757,321	5,023,422

(b) 增加法定股本

於二零零七年二月九日舉行的特別股東大會，本公司通過普通決議案，透過增設2,000,000,000股每股面值港幣1元的普通股，把法定股本增加至港幣8,000,000,000元。新增股份與本公司現有的普通股在各方面均享有同等權益。

(c) 二零零七年內發行的股份

- (i) 二零零三年五月十六日，本公司採納了「中信國際金融控股有限公司購股權計劃」（「購股權計劃」）。於二零零七年內，部份購股權獲行使，以認購本公司普通股6,300,000股，價款為港幣20,467,780元；其中港幣6,300,000元已誌入股本，餘額港幣14,167,780元則誌入股份溢價賬。
- (ii) 二零零七年三月一日，本公司按於二零零六年十一月二十二日簽訂的認購協議發行了668,574,374股普通股予西班牙對外銀行。

42. Share Capital

(a) Authorised and issued share capital

(b) Increase in authorised share capital

By an ordinary resolution passed at the Extraordinary General Meeting held on 9 February 2007, the Company's authorised share capital was increased to HK\$8,000,000,000 by the creation of an additional 2,000,000,000 ordinary shares of HK\$1.00 each, ranking pari passu with the existing ordinary shares of the Company in all respects.

(c) Shares issued during the year 2007

- (i) On 16 May 2003, the Company adopted The CITIC International Financial Holdings Limited Share Option Scheme (the "Share Option Scheme"). During 2007, options were exercised to subscribe for 6,300,000 ordinary shares in the Company at a consideration of HK\$20,467,780 of which HK\$6,300,000 were credited to share capital, HK\$14,167,780 was credited to share premium accounts.
- (ii) On 1 March 2007, the Company issued and allotted 668,574,374 ordinary shares to Banco Bilbao Vizcaya Argentaria, S.A. pursuant to the Subscription Agreement dated 22 November 2006.

42. 股本 (續)

(c) 二零零七年內發行的股份 (續)

- (iii) 二零零七年內，價值港幣251,972,500元的可換股債券獲行使而轉換59,023,768股普通股，港幣59,023,768元已誌入股本及餘額港幣192,948,732元則誌入股份溢價賬。

(d) 於結算日未到期及未行使購股權的條款

於二零零七年十二月三十一日，根據購股權計劃已授予但尚未行使的購股權詳情如下：

42. Share Capital (Cont'd)

(c) Shares issued during the year 2007 (Cont'd)

- (iii) During the year, convertible bonds of HK\$251,972,500 were converted into 59,023,768 ordinary shares. HK\$59,023,768 was credited to share capital and the remaining balance of HK\$192,948,732 was credited to share premium accounts.

(d) Terms of unexpired and unexercised share options at balance sheet date

As at 31 December 2007, the details of the outstanding share options granted under the Share Option Scheme are as follows:

授予日期 Date of grant	行使價 (港元) Exercise price (HK\$)	已授予購 股權數目 Number of option granted	授予期間 Vesting period	可行使期間 Exercisable period	截至 二零零七年 十二月三十一日 止年度 行使購股權 認購的 股份數目 Number of shares exercised during the year ended 31 December 2007	截至 二零零七年 十二月三十一日 止年度 已放棄的 購股權數目 Number of options lapsed for the year ended 31 December 2007	於二零零七年 十二月三十一日 未行使的 購股權數目 Number of options outstanding as at 31 December 2007	於二零零六年 十二月三十一日 未行使的 購股權數目 Number of options outstanding as at 31 December 2006
17/11/2003	3.540	6,758,000	17/11/2003 – 16/11/2005	17/11/2005 – 16/11/2013	1,272,000	8,000	1,112,000	2,392,000
06/04/2004	3.775	7,412,000	06/04/2004 – 05/04/2006	06/04/2006 – 05/04/2014	1,480,000	8,000	1,352,000	2,840,000
13/06/2005	2.925	6,800,000	13/06/2005 – 12/06/2007	13/06/2007 – 12/06/2015	3,548,000	132,000	1,792,000	5,472,000
18/05/2006	4.275	8,152,000	18/05/2006 – 17/05/2008	18/05/2008 – 17/05/2016	—	924,000	6,540,000	7,464,000
06/07/2007	6.570	13,455,000	06/07/2007 – 05/07/2009	06/07/2009 – 05/07/2017	—	254,000	13,201,000	—
06/07/2007	6.570	13,455,000	06/07/2007 – 05/07/2010	06/07/2010 – 05/07/2017	—	254,000	13,201,000	—
		56,032,000			6,300,000	1,580,000	37,198,000	18,168,000

每股購股權賦予持有人權利認購一股本公司的普通股。這些購股權的進一步詳情載於財務報表附註46。

Each option entitles the holder to subscribe for one ordinary share in the Company. Further details of these options are set out in note 46 to the financial statements.

43. 儲備

(i) 本集團

43. Reserves

(i) The Group

		歸屬於本公司股東 Attributable to equity shareholders of the Company									
		股份溢價	資本儲備	一般儲備	匯兌差額儲備	其他物業重估儲備	公允價值儲備	可換股債券—權益部份	購股權儲備	保留溢利	總額
		Share premium	Capital reserve	General reserve	Exchange differences reserve	Other property revaluation reserve	Fair value reserve	Convertible bond — equity component	Share option reserve	Retained profits	Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
於2006年1月1日	At 1 January 2006	1,840,212	2,818	100,000	3,684	6,550	322,467	132,698	16,604	3,832,425	6,257,458
本年度已發行股份的溢價	Share premium on shares issued during the year	4,634,018	—	—	—	—	—	—	—	—	4,634,018
發行新股投資中信銀行而增加一般準備	Change in share price on issue of shares for investment in CNCB	—	—	3,761,867	—	—	—	—	—	—	3,761,867
除遞延稅項後的重估盈餘	Revaluation surplus, net of deferred tax	—	—	—	—	9,488	—	—	—	(1,549)	7,939
所佔聯營公司購股權儲備	Share of share option reserve of associates	—	—	—	—	—	—	—	9,644	—	9,644
所佔聯營公司公允價值儲備	Share of fair value reserve of associates	—	—	—	—	—	(423)	—	—	—	(423)
外幣換算差額	Exchange difference on translation	—	—	—	7,056	—	—	363	—	—	7,419
除遞延稅項後的出售附屬公司時撥回	Release on disposal of subsidiaries, net of deferred tax	—	—	—	(199)	—	(28,513)	—	—	29,530	818
以股權償付的股份交易	Equity-settled share-based transactions	—	—	—	—	—	—	—	4,581	—	4,581
可供出售證券	Available-for-sale securities	—	—	—	—	—	—	—	—	—	—
— 公允價值變動	— changes in fair value	—	—	—	—	—	(37,338)	—	—	—	(37,338)
— 出售時轉出至收益表 (附註14)	— transfer to income statement on disposal (note 14)	—	—	—	—	—	(79,221)	—	—	—	(79,221)
— 轉至遞延稅項	— transfer to deferred tax	—	—	—	—	—	20,398	—	—	—	20,398
可轉換股債券而轉換的股份	Conversion of convertible bonds into ordinary shares	—	—	—	—	—	—	(61,294)	—	—	(61,294)
行使購股權發行股份	Exercise of share options during the year	—	—	—	—	—	—	—	(4,761)	—	(4,761)
已派發上年度股息 (附註17(b))	Dividends paid in respect of the previous year (note 17(b))	—	—	—	—	—	—	—	—	(192,074)	(192,074)
本年度溢利	Profit for the year	—	—	—	—	—	—	—	—	1,126,135	1,126,135
已宣派及派發本年度股息 (附註17(a))	Dividends declared and paid in respect of the current year (note 17(a))	—	—	—	—	—	—	—	—	(246,517)	(246,517)
於2006年12月31日	At 31 December 2006	6,474,230	2,818	3,861,867	10,541	16,038	197,370	71,767	26,068	4,547,950	15,208,649

43. 儲備 (續)

(i) 本集團 (續)

43. Reserves (Cont'd)

(i) The Group (Cont'd)

		歸屬於本公司股東 Attributable to equity shareholders of the Company									
		股份溢價	資本儲備	一般儲備	匯兌差額 儲備	其他物業 重估儲備	公允價值 儲備	可換股債券 — 權益部份	購股權儲備	保留溢利	總額
		Share premium	Capital reserve	General reserve	Exchange differences reserve	Other property revaluation reserve	Fair value reserve	Convertible bond — equity component	Share option reserve	Retained profits	Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
於2007年1月1日	At 1 January 2007	6,474,230	2,818	3,861,867	10,541	16,038	197,370	71,767	26,068	4,547,950	15,208,649
本年度已發行股份的溢價	Share premium on shares issued during the year	3,441,559	—	—	—	—	—	—	—	—	3,441,559
除遞延稅項後的重估盈餘	Revaluation surplus, net of deferred tax	—	—	—	—	33,670	—	—	—	—	33,670
出售物業而撥回重估儲備	Release of revaluation reserve on disposal of properties	—	—	—	—	—	—	—	—	6,011	6,011
所佔聯營公司購股權儲備	Share of share option reserve of associates	—	—	—	—	—	—	—	8,167	—	8,167
所佔聯營公司公允價值儲備	Share of fair value reserve of associates	—	—	—	—	—	(10,910)	—	—	—	(10,910)
外幣換算差額	Exchange difference on translation	—	—	—	787,384	—	—	200	—	—	787,584
以股權價付的股份交易	Equity-settled share-based transactions	—	—	—	—	—	—	—	22,605	—	22,605
可供出售證券	Available-for-sale securities	—	—	—	—	—	—	—	—	—	—
— 公允價值變動	— changes in fair value	—	—	—	—	—	(337,476)	—	—	—	(337,476)
— 出售時轉出至收益表 (附註14)	— transfer to income statement on disposal (note 14)	—	—	—	—	—	(7,356)	—	—	—	(7,356)
— 轉至遞延稅項	— transfer to deferred tax	—	—	—	—	—	60,346	—	—	—	60,346
可轉換股債券而轉換的股份	Conversion of convertible bonds into ordinary shares	—	—	—	—	—	—	(11,768)	—	—	(11,768)
行使購股權發行股份	Exercise of share options during the year	—	—	—	—	—	—	—	(5,228)	—	(5,228)
已派發上年度股息 (附註17(b))	Dividends paid in respect of the previous year (note 17(b))	—	—	—	—	—	—	—	—	(322,056)	(322,056)
本年度溢利	Profit for the year	—	—	—	—	—	—	—	—	1,852,461	1,852,461
已宣派及派發本年度股息 (附註17(a))	Dividends declared and paid in respect of the current year (note 17(a))	—	—	—	—	—	—	—	—	—	—
於2007年12月31日	At 31 December 2007	9,915,789	2,818	3,861,867	797,925	49,708	(98,026)	60,199	51,612	6,084,366	20,726,258

43. 儲備 (續)

(ii) 本公司

43. Reserves (Cont'd)

(ii) The Company

		歸屬於本公司股東 Attributable to equity shareholders of the Company						
		股份溢價 Share premium 港幣千元 HK\$'000	購股權儲備 Share option reserve 港幣千元 HK\$'000	一般儲備 General reserve 港幣千元 HK\$'000	其他物業 重估儲備 Other property revaluation reserve 港幣千元 HK\$'000	保留溢利 Retained profits 港幣千元 HK\$'000	總額 Total 港幣千元 HK\$'000	
於2006年1月1日	At 1 January 2006	1,840,212	10,104	—	—	987,723	2,838,039	
本年度已發行 股份的溢價	Share premium on shares issued during the year	4,634,018	—	—	—	—	4,634,018	
發行新股投資中信 銀行而增加 一般準備	Change in share price on issue of shares for investment in CNCB	—	—	3,761,867	—	—	3,761,867	
以股權償付的 股份交易	Equity-settled share-based transactions	—	4,581	—	—	—	4,581	
行使購股權發行 新股	Exercise of share options during the year	—	(4,761)	—	—	—	(4,761)	
已派發上年度 股息 (附註17(b))	Dividends paid in respect of the previous year (note 17(b))	—	—	—	—	(192,074)	(192,074)	
本年度溢利	Profit for the year	—	—	—	—	588,883	588,883	
已宣派及派發 本年度股息 (附註17(a))	Dividends declared and paid in respect of the current year (note 17(a))	—	—	—	—	(246,517)	(246,517)	
於2006年12月31日	At 31 December 2006	6,474,230	9,924	3,761,867	—	1,138,015	11,384,036	
於2007年1月1日	At 1 January 2007	6,474,230	9,924	3,761,867	—	1,138,015	11,384,036	
本年度已發行 股份的溢價	Share premium on shares issued during the year	3,422,162	—	—	—	—	3,422,162	
除遞延稅項後的 重估盈餘	Revaluation surplus, net of deferred tax	—	—	—	6,945	—	6,945	
以股權償付的股份 交易	Equity-settled share-based transactions	—	22,605	—	—	—	22,605	
行使購股權發行 新股	Exercise of share options during the year	19,396	(5,228)	—	—	—	14,168	
已派發上年度股息 (附註17(b))	Dividends paid in respect of the previous year (note 17(b))	—	—	—	—	(322,056)	(322,056)	
本年度虧損	Loss for the year	—	—	—	—	(13,844)	(13,844)	
已宣派及派發本年 度股息 (附註17(a))	Dividends declared and paid in respect of the current year (note 17(a))	—	—	—	—	—	—	
於2007年12月31日	At 31 December 2007	9,915,788	27,301	3,761,867	6,945	802,115	14,514,016	

43. 儲備 (續)

(iii) 儲備性質及目的

- (a) **股份溢價**
股份溢價賬的應用受香港《公司條例》第48B條所管轄。
- (b) **匯兌差額儲備**
匯兌差額儲備包括所有因換算海外業務的財務報表而產生的匯兌差額，並根據附註2(s)所載的會計政策處理。
- (c) **其他物業重估儲備**
其他物業重估儲備不可分派予股東，因為根據香港《公司條例》第79B(2)條的定義，這些儲備不屬於已實現溢利。
- (d) **公允價值儲備**
公允價值儲備包括於結算日持有的可供出售證券的累計淨公允價值變動，並會根據附註2(h)(ii)所載的會計政策處理。
- (e) **可換股債券 — 權益部份**
可換股債券 — 權益部份包括於二零零四年十二月二十三日(即豁免現金結算選擇權的日期)釐定的已發行可換股債券的權益轉換部份的公允價值。
- (f) **購股權儲備**
購股權儲備包括根據附註46就以股權償付而採納的會計政策確認授予本集團僱員的未行使購股權實際或估計數目的公允價值。

購股權儲備中有港幣8,167,000元(二零零六年：港幣9,644,000元)為所佔其中一間聯營公司—中信資本控股有限公司的購股權計劃作出的購股權儲備。

43. Reserves (Cont'd)

(iii) Nature and purpose of reserves

- (a) **Share premium**
The application of the share premium account is governed by section 48B of the Hong Kong Companies Ordinance.
- (b) **Exchange differences reserve**
The exchange differences reserve comprises all foreign exchange differences arising from the translation of the financial statements of foreign operations. The reserve is dealt with in accordance with the accounting policies set out in note 2(s).
- (c) **Other property revaluation reserve**
The other property revaluation reserve is not available for distribution to shareholders because it does not constitute realised profits within the meaning of section 79B(2) of the Hong Kong Companies Ordinance.
- (d) **Fair value reserve**
The fair value reserve comprises the cumulative net change in the fair value of available-for-sale securities held at the balance sheet date and is dealt with in accordance with the accounting policies in note 2(h)(ii).
- (e) **Convertible bond — equity component**
The convertible bond — equity component comprises the fair value of the equity conversion component of the convertible bond issued that were determined at the date of waiver of the cash settlement option on 23 December 2004.
- (f) **Share option reserve**
The share option reserve comprises the fair value of the actual or estimated number of unexercised share options granted to employees of the Group recognised in accordance with the accounting policy adopted for share-based payment in note 46.

Included in the share option reserve is an amount of HK\$8,167,000 (2006: HK\$9,644,000) being the share option reserve attributable to its associates under its own "Share Option Scheme".

43. 儲備 (續)

(iii) 儲備性質及目的 (續)

(g) 保留溢利

本集團已按照香港金融管理局之要求須維持超過香港會計準則所規定的減值撥備。於二零零七年十二月三十一日，保留溢利中已包括此法定儲備港幣957,055,000元(二零零六年：港幣376,300,000元)屬可派發予中信嘉華的股東，但派發前須諮詢香港金融管理局。

保留溢利中有港幣2,178,358,000元(二零零六年：港幣577,404,000元)為所佔聯營公司保留溢利。

(iv) 儲備的可分派性

於二零零七年十二月三十一日，可供分派予本公司股東的儲備總額為港幣4,563,982,000元(二零零六年：港幣4,899,882,000元)。於結算日後，董事建議不派發末期股息(二零零六年：港幣5.6仙)。

44. 少數股東權益

43. Reserves (Cont'd)

(iii) Nature and purpose of reserves (Cont'd)

(g) Retained profits

The Group complies with the Hong Kong Monetary Authority's requirement to maintain minimum impairment allowances in excess of those required under Hong Kong Accounting Standards. As at 31 December 2007, an amount of HK\$957,055,000 (2006: HK\$376,300,000) was included in the retained profits as regulatory reserve in this respect which was distributable to equity shareholders of CKWB subject to consultation with the Hong Kong Monetary Authority.

Included in the retained profits is an amount of HK\$2,178,358,000 (2006: HK\$577,404,000) being the retained profits attributable to associates.

(iv) Distributability of reserve

At 31 December 2007, the aggregate amount of reserves available for distribution to equity shareholders of the Company was HK\$4,563,982,000 (2006: HK\$ 4,899,882,000). After the balance sheet date the directors proposed no payment of a final dividend for the year ended 31 December 2007 (2006: HK\$0.056).

44. Minority Interests

		本集團 The Group	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
於1月1日	At 1 January	—	536
本年度購入聯營公司	Associates acquired during the year	—	—
本年度溢利	Profit for the year	—	1,383
本年度出售附屬公司	Disposal of subsidiary during the year	—	(1,938)
其他	Others	—	19
於12月31日	As 31 December	—	—

45. 僱員退休計劃

本集團設有一項界定供款公積金計劃(「該退休計劃」)；據此，本集團須作出相當於僱員基本薪金10%的供款。該退休計劃是一個強積金豁免計劃，涵蓋範圍遍及本集團的所有全職僱員。僱員毋須作出任何供款。如果僱員在獲得全數供款前離職，本集團不得將僱員所放棄的供款用作減少現時的供款額，而需將有關供款撥入一個獨立的福利基金，作為該退休計劃成員的福利金。

除了該退休計劃外，本集團自二零零零年十二月一日起，也參與一項認可強積金計劃，為現有及新聘的僱員提供計劃選擇。本集團已根據強積金計劃提供等同強制部份的福利。

本年度內，本集團就這些計劃作出的供款約為港幣41,576,000元(二零零六年：港幣39,270,000元)(附註10(a))。

45. Staff Retirement Scheme

The Group has a defined contribution provident fund scheme ("the Retirement Scheme") under which it contributes 10% of the employees' basic salaries. The Retirement Scheme is an MPF exempted scheme and covers all permanent full-time employees of the Group. No employee contributions are required. Contributions forfeited by leavers prior to vesting fully may not be used by the Group to reduce the existing level of contribution but are transferred to a separate welfare fund which shall be applied for the welfare of the Retirement Scheme's members.

Besides the Retirement Scheme, the Group also participated in an approved MPF scheme effective on 1 December 2000 to provide scheme choice to both existing and new employees. Mandatory benefits are being provided under the MPF Scheme.

During the year, the Group contributed approximately HK\$41,576,000 (2006: HK\$39,270,000) (note 10(a)) to these schemes.

46. 以股權償付

以股權償付的股份交易

於二零零三年五月十六日，本公司採納「中信國際金融控股有限公司購股權計劃」（「購股權計劃」）。根據購股權計劃授出的購股權，授予期間為授予日期起計兩年或三年，並且一直可行使，直至授予日期起計十週年為止。每份購股權賦予持有人認購一股本公司普通股的權利。

- (a) 本年度內，根據購股權計劃授予的購股權（將以股份實物交收）的條款及條件如下：

46. Share-based Payments

Equity-settled share-based transactions

The Company adopted The CITIC International Financial Holdings Limited Share Option Scheme (the "Share Option Scheme") on 16 May 2003. The options granted under the Share Option Scheme have a vesting period of two years or three years starting from the date of grant and will then remain exercisable until the tenth anniversary day from the date of grant. Each option gives the holder the right to subscribe for one ordinary share in the Company.

- (a) The terms and conditions of the options, which will be settled by physical delivery of shares, granted under the Share Option Scheme are as follows:

授予日期／獲授予僱員數目 Date of grant / Number of employees entitled	購股權數目 Number of options	授予條件 Vesting conditions	購股權合約年期 Contractual life of options
於2003年11月17日向273名合資格人士授予購股權 Options granted to 273 eligible persons on 17 November 2003	6,758,000	由授予日期起計2年 2 years from the date of grant	由授予日期起計10年 10 years from the date of grant
於2004年4月6日向293名合資格人士授予購股權 Options granted to 293 eligible persons on 6 April 2004	7,412,000	由授予日期起計2年 2 years from the date of grant	由授予日期起計10年 10 years from the date of grant
於2005年6月13日向275名合資格人士授予購股權 Options granted to 275 eligible persons on 13 June 2005	6,800,000	由授予日期起計2年 2 years from the date of grant	由授予日期起計10年 10 years from the date of grant
於2006年5月18日向321名合資格人士授予購股權 Options granted to 321 eligible persons on 18 May 2006	8,152,000	由授予日期起計2年 2 years from the date of grant	由授予日期起計10年 10 years from the date of grant
於2007年7月6日向369名合資格人士授予購股權 Options granted to 369 eligible persons on 6 July 2007	13,455,000	由授予日期起計2年 2 years from the date of grant	由授予日期起計10年 10 years from the date of grant
於2007年7月6日向369名合資格人士授予購股權 Options granted to 369 eligible persons on 6 July 2007	13,455,000	由授予日期起計3年 3 years from the date of grant	由授予日期起計10年 10 years from the date of grant

46. 以股權償付 (續)

以股權償付的股份交易 (續)

(b) 購股權數目及加權平均行使價如下：

		於二零零七年 授予的購股權 Share options granted in 2007		於二零零六年 授予的購股權 Share options granted in 2006		於二零零五年 授予的購股權 Share options granted in 2005		於二零零四年 授予的購股權 Share options granted in 2004		於二零零三年 授予的購股權 Share options granted in 2003	
		行使價 Exercise price 港元 HK\$	購股權 數目 Number of options	行使價 Exercise price 港元 HK\$	購股權 數目 Number of options	行使價 Exercise price 港元 HK\$	購股權 數目 Number of options	行使價 Exercise price 港元 HK\$	購股權 數目 Number of options	行使價 Exercise price 港元 HK\$	購股權 數目 Number of options
於年初未行使	Outstanding at the beginning of the year	—	—	4.275	7,464,000	2.925	5,472,000	3.775	2,840,000	3.540	2,392,000
本年度已授予	Granted during the year	6.570	26,910,000	—	—	—	—	—	—	—	—
本年度已放棄	Forfeited during the year	—	(508,000)	—	(924,000)	—	(132,000)	—	(8,000)	—	(8,000)
本年度已行使	Exercised during the year	—	—	—	—	—	(3,548,000)	—	(1,480,000)	—	(1,272,000)
於年終未行使	Outstanding at the end of the year	6.570	26,402,000	4.275	6,540,000	2.925	1,792,000	3.775	1,352,000	3.540	1,112,000
於年終可行使	Exercisable at the end of the year	—	—	—	—	—	1,792,000	—	1,352,000	—	1,112,000
已行使購股權於行使日 的加權平均股價	Weighted average share price at the date of share options exercised during the year	—	—	—	—	6.345	—	6.492	—	6.455	—

本年度已行使購股權於行使日的加權平均股價為港幣6.402元(二零零六年：港幣4.805元)。

於二零零七年十二月三十一日，未行使的購股權的行使價介乎港幣2.925元至港幣6.570元(二零零六年：港幣2.925元至港幣4.275元)，加權平均合約年期為10年(二零零六年：10年)。

46. Share-based Payments (Cont'd)

Equity-settled share-based transactions (Cont'd)

(b) The number and weighted average exercise prices of share options are as follows:

The weighted average share price at the date of share options exercised during the year was HK\$6.402 (2006: HK\$4.805).

The options outstanding at 31 December 2007 have exercise prices which fall within the range of HK\$2.925 to HK\$6.570 (2006: HK\$2.925 to HK\$4.275) and have a weighted average contractual life of 10 years (2006: 10 years).

46. 以股權償付 (續)

以股權償付的股份交易 (續)

(c) 購股權的公允價值及假設

以授予購股權而獲服務的公允價值是經參考授予購股權的公允價值計量。所獲服務的公允價值估計是根據三項式點陣法模式計量。用作這模式的輸入項目的購股權合約年期為10年。

		於二零零七年 七月六日 授予的 購股權 For options granted on 6 July 2007	於二零零六年 五月十八日 授予的 購股權 For options granted on 18 May 2006	於二零零五年 六月十三日 授予的 購股權 For options granted on 13 June 2005	於二零零四年 四月六日 授予的 購股權 For options granted on 6 April 2004	於二零零三年 十一月十七日 授予的 購股權 For options granted on 17 November 2003
於計量日期的公允價值	Fair value at measurement date	港元 3.702 HK\$ 3.702	港元1.301 HK\$1.301	港元0.653 HK\$0.653	港元1.248 HK\$1.248	港元0.835 HK\$0.835
股價	Share price	港元 6.570 HK\$ 6.570	港元4.275 HK\$4.275	港元2.925 HK\$2.925	港元3.775 HK\$3.775	港元3.475 HK\$3.475
行使價	Exercise price	港元 6.570 HK\$ 6.570	港元4.275 HK\$4.275	港元2.925 HK\$2.925	港元3.775 HK\$3.775	港元3.540 HK\$3.540
預期波幅(以三項式點陣法模式所用的波幅表示)	Expected volatility (expressed as volatility used in the trinomial lattice model)	53.94%	31.00%	24.30%	34.00%	24.00%
購股權年期	Option life	10年 10 Years	10年 10 Years	10年 10 Years	10年 10 Years	10年 10 Years
預期股息(持續孳息)	Expected dividends (continuous Yield)	2.10%	4.14%	3.84%	3.71%	3.71%
無風險利率(根據港幣政府債券孳息計算)	Risk-free interest rate (based on HKD government bond Yield)	4.62%	4.84%	3.22%	4.07%	4.34%

預期波幅是根據過往之波幅，再調整因公眾知悉的資訊影響未來波幅的估計變動。估計股息按過往的股息。主觀輸入假設的變動可能重大影響公允價值的估計。

購股權是根據服務條件及(就授予人員的購股權而言)非市場表現條件授予。

46. Share-based Payments (Cont'd)

Equity-settled share-based transactions (Cont'd)

(c) Fair value of share options and assumptions

The fair value of services received in return for share options granted is measured by reference to the fair value of the share options granted. The estimate of the fair value of the share options granted is measured based on a trinomial lattice model. The 10 years contractual life of the share option is used as an input into this model.

The expected volatility is based on the historic volatility and adjusted for any expected changes to future volatility according to publicly available information. Expected dividends are based on historical dividend yields. Changes in the subject input assumptions could materially affect the fair value estimates.

Share options are granted under a service condition and, for grants to personnel, a non-market performance condition.

46. 以股權償付 (續)

以現金償付的股份交易

本公司之附屬公司中信嘉華銀行有限公司(「中信嘉華」)曾向其合資格僱員和若干本公司的董事(「合資格人士」)授出Equity Linked Deferred Award(「ELDA」)；據此，合資格人士可於指定的到期日(即授予日的第二週年及退休日兩者中的較早日期)獲發現金福利。合資格人士將於到期日獲發的現金福利數額，為ELDA所涉及的本公司普通股數目乘以以下兩者中的較低數額：

1. ELDA每股股價與聯交所每日報價表所載本公司普通股於到期日的收市價兩者的差異；及
2. 港幣3.00元。

若根據聯交所每日報價表所載，本公司普通股於到期日的收市價低於ELDA每股股價，則各合資格人士將不會根據ELDA獲發任何款項。各合資格人士亦不會於ELDA到期時獲配發或轉讓本公司普通股。

有關授予各合資格人士的ELDA的詳細條款如下：

46. Share-based Payments (Cont'd)

Cash-settled share-based transactions

CITIC Ka Wah Bank Limited (“CKWB”), a wholly owned subsidiary of the Company, has offered Equity Linked Deferred Award (“the ELDA”) to its eligible employees and certain directors of the Company (the “Eligible Persons”) whereby the Eligible Persons will receive cash benefit on the specified maturity date, being the earlier of the second calendar anniversary of the offer date and the date of retirement. The amount of cash benefit to be received by the Eligible Persons on the maturity date shall be calculated by multiplying the number of ordinary shares of the Company notionally subject to ELDA by the lower of:

1. the result obtained by subtracting the ELDA price per share from the closing price of the ordinary share of the Company as stated in the daily quotations sheet of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) on the maturity date; and
2. HK\$3.00.

The Eligible Persons are not entitled to receive any payment pursuant to the ELDA if the closing price of the ordinary share of the Company as stated in the daily quotations sheet of the Stock Exchange on the maturity date falls below the ELDA price. No ordinary shares of the Company will be allotted or transferred to the Eligible Persons upon the maturity of the ELDA.

The detailed terms of the ELDA offered to the Eligible Persons are as follows:

授予日期	Offer date	ELDA 每股股價 (港幣 (元)) ELDA price per share (HK\$)	於二零零七年 十二月三十一日 ELDA名義上涉及 的本公司普通股數目 Number of ordinary shares of the Company notionally subject to ELDA as at 31 December 2007
2006年4月28日	28 April 2006	2.00	6,093,837

以三項式點陣法模式計量的ELDA的公允價值以港幣3.00元為限，即合資格人士於到期日獲發的最高現金福利。

The fair value of the ELDA is measured based on a trinomial lattice model and limited to HK\$3.00, which is the maximum cash benefit to be received by the Eligible Persons on the maturity date.

46. 以股權償付 (續)

僱員支出

46. Share-based Payments (Cont'd)

Employee expenses

		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
(a)	以股權償付的股份交易	Equity-settled share-based transactions	
	於2004年已授予的購股權	—	1,066
	於2005年已授予的購股權	1,095	1,465
	於2006年已授予的購股權	3,470	2,050
	於2007年已授予的購股權	18,040	—
	確認為僱員成本的總支出 (附註10(a))	22,605	4,581
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
(b)	以現金償付的股份交易	Cash-settled share-based transactions	
	於2004年已授予的ELDA	—	(210)
	於2005年已授予的ELDA	3,667	6,560
	於2006年已授予的ELDA	9,161	5,300
	以現金償付交易負債的總賬面值 (附註10(a))	12,828	11,650

47. 現金及現金等值項目

47. Cash and Cash Equivalents

		本集團 The Group	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
(i)	綜合現金流量表內的現金及等值現金項目	Components of cash and cash equivalents in the consolidated cash flow statement	
	現金及在銀行、中央銀行及其他金融機構的結存	924,450	1,267,871
	在銀行、中央銀行及其他金融機構的存款及墊款（原於3個月內到期）	9,193,263	10,475,775
	國庫券（原於3個月內到期）：		
	— 持有至到期投資	—	138,593
	— 可供出售證券	221,571	149,757
		10,339,284	12,031,996
(ii)	與綜合資產負債表的對賬	Reconciliation with the consolidated balance sheet	
	現金及在銀行、中央銀行及其他金融機構的結存	1,502,876	1,267,871
	在銀行、中央銀行及其他金融機構的存款及墊款	12,647,588	12,392,538
	國庫券及存款證：		
	— 持有至到期投資	—	188,583
	— 可供出售證券	871,213	149,757
	綜合資產負債表所示的數額	15,021,677	13,998,749
	減：原到期日超過3個月的數額	(4,682,393)	(1,966,753)
	綜合現金流量表內的現金及現金等值項目	10,339,284	12,031,996

48. 銷售及購回的資產

48. Assets Subject to Sale and Repurchase Transactions

於2007及2006年度，沒有資產及負債將供銷售及購回。

No assets and liabilities are subject to sale and repurchase transactions for the year 2007 and 2006.

49. 用作抵押的資產

49. Assets Pledged as Security

		本集團 The Group	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
已抵押的資產：	Assets pledged:		
現金及在銀行、中央銀行及 其他金融機構的結存	Cash and balances with banks, central banks and other financial institutions	3,552	1,163
持有至到期投資	Held-to-maturity investments	—	77,746
可供出售證券	Available-for-sale securities	77,743	—
		81,295	78,909

用作抵押的資產是指於結算日抵押予美國貨幣
監理處的法定存款。

The assets pledged represented statutory deposits pledged to the Office
of the Comptroller of Currency in the USA at the balance sheet date.

50. 重大關聯方交易

除在本財務報表其他部份披露的交易及結餘外，
本集團進行了以下重大關聯方交易。

(a) 與集團公司的交易

本年度內，本集團在其日常銀行業務過程中與
關聯方進行了多項交易，其中特別包括借貸、接
受及存放同業存款、參與銀團貸款、往來銀行交
易和外匯交易。這些交易的合約定價是按照每
次進行交易時的相關市場利率而定，並與提供
給本集團其他交易方及客戶的條款相同。董事
會認為，這些交易是按正常商業條款進行。

50. Material Related Party Transactions

In addition to the transactions and balances disclosed elsewhere in these
financial statements, the Group entered into the following material
related party transactions.

(a) Transactions with group companies

During the year, the Group entered into a number of transactions with
related parties, in the normal course of its banking business including,
inter alia, lending, the acceptance and placement of inter-bank deposits,
participation in loan syndicates, correspondent banking transactions and
foreign exchange transactions. The transactions were priced based on
relevant market rates at the time of each transaction, and were under
the same terms as those available to other counterparties and customers
of the Group. In the opinion of the directors, these transactions were
conducted on normal commercial terms.

50. 重大關聯方交易 (續)

(a) 與集團公司的交易 (續)

本年度內，關聯方交易的數額及於結算日的結欠如下：

50. Material Related Party Transactions (Cont'd)

(a) Transactions with group companies (Cont'd)

The amount of related party transactions during the year and outstanding balances at the end of the year are set out below:

		本集團 The Group							
		最終控股方 Ultimate controlling party		同系附屬公司 Fellow subsidiaries		聯營公司 (附註1) Associates (note 1)		關聯公司 (附註2) Related company (note 2)	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000	二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000	二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000	二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
利息收入	Interest income	—	—	3,478	7,386	19,766	9,373	—	—
利息支出	Interest expense	—	—	(118,681)	(103,133)	(129,880)	(22,196)	(2,508)	—
其他經營收入	Other operating income	—	—	—	—	55,687	22,717	—	—
經營支出	Operating expenses	(1,000)	(1,010)	(10,215)	—	(52,985)	(2,390)	—	—
擔保及信用證	Guarantees and letter of credit	—	—	—	—	15,539	7,116	—	—
貸款活動：	Lending activities:								
於1月1日	At 1 January	—	—	475,381	369,418	221,798	200,000	—	—
於12月31日	At 31 December	—	—	18,786	475,381	802,106	221,798	—	—
本年度平均金額	Average for the year	—	—	18,902	378,778	463,692	241,617	—	—
其他應收賬項：	Other Receivables:								
於1月1日	At 1 January	—	—	2,462	4,805	124,728	10,810	—	—
於12月31日	At 31 December	—	—	83	2,462	32,682	124,728	—	—
本年度平均金額	Average for the year	—	—	3,919	2,463	13,973	36,302	—	—
接受存款：	Acceptance of deposits:								
於1月1日	At 1 January	—	—	1,067,643	2,292,055	1,349,019	876,868	—	—
於12月31日	At 31 December	—	—	3,329,591	1,067,643	3,545,123	1,349,019	—	—
本年度平均金額	Average for the year	—	—	2,997,448	1,978,865	2,670,054	895,996	—	—
其他應付賬項：	Other Payables:								
於1月1日	At 1 January	—	—	1,744	1,383	369	2,452	—	—
於12月31日	At 31 December	—	—	6,958	1,744	7,126	369	2,508	—
本年度平均金額	Average for the year	—	—	4,924	2,582	4,433	1,950	627	—
債務資本：	Loan Capital:								
於1月1日	At 1 January	—	—	—	—	—	—	—	—
於12月31日	At 31 December	—	—	803,257	—	389,930	—	623,889	—
本年度平均金額	Average for the year	—	—	200,814	—	97,483	—	155,972	—

並無就上述關聯方貸款及存款作出減值準備。

No impairment allowances were made in respect of the above loans to and placements with related parties.

50. 重大關聯方交易 (續)

(a) 與集團公司的交易 (續)

附註：

- (1) 聯營公司包括本公司及最終控股公司的聯營公司。
- (2) 關聯公司是指對本公司有重要影響的一位股東。

		本公司 The Company	
		最終控股方 Ultimate controlling party	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
經營支出	Operating expenses	(1,000)	(1,010)

(b) 與主要管理人員的交易

本集團主要管理人員酬金包括已付予本公司董事的款項(附註11)及已付予若干最高薪僱員的款項(附註12)，詳情如下：

		本集團 The Group	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
短期僱員福利	Short-term employee benefits	44,976	51,373
離職後福利	Post-employment benefits	2,293	2,389
以股權償付	Share-based payments	13,175	2,839
		60,444	56,601

酬金總額已計入「員工成本」(附註10(a))。

50. Material Related Party Transactions (Cont'd)

(a) Transactions with group companies (Cont'd)

Note:

- (1) Associates included associates of the Company and ultimate controlling party respectively.
- (2) The related company referred to a shareholder of the Company, which exercises significant influence on the Company.

(b) Transactions with key management personnel

Remuneration for key management personnel of the Group, including amounts paid to the Company's directors as disclosed in note 11 and certain of the highest paid employee as disclosed in note 12, is as follows:

Total remuneration is included in "staff costs" (note 10(a)).

50. 重大關聯方交易 (續)

(b) 與主要管理人員的交易 (續)

本年度內，本集團向集團內部及其控股公司的主要管理人員和他們的近親及由他們控制或受他們重大影響的公司提供信貸融資。信貸融資是在日常業務過程中提供，並與身份類似人士或(如適用)與其他僱員進行可比較交易的條款大致相同。

50. Material Related Party Transactions (Cont'd)

(b) Transactions with key management personnel (Cont'd)

During the year, the Group provided credit facilities to key management personnel of the Group and its holding companies and their close family members and companies controlled or significantly influenced by them. The credit facilities were provided in the ordinary course of business and on substantially the same terms as for comparable transactions with persons of a similar standing or, where applicable, with other employees.

		本集團 The Group	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
於1月1日的結餘	At 1 January	13,462	18,100
於12月31日的結餘	At 31 December	13,855	13,462
年內最高結欠總額	Maximum amount during the year	17,170	28,292

本集團沒有就主要管理人員於年內的結欠額確認任何減值虧損，也沒有就主要管理人員和他們的近親於年末的結欠額提撥個別評估的減值準備。

No impairment losses have been recorded against balances outstanding during the year with key management personnel, and no individually assessed impairment allowance has been made on balances with key management personnel and their immediate relatives at the year end.

(c) 行政人員貸款

本集團根據香港《公司條例》第161B條披露行政人員的貸款如下：

(c) Loans to officers

Loans to officers of the Group disclosed pursuant to section 161B of the Hong Kong Companies Ordinance are as follows:

		本集團 The Group	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
於12月31日本集團提供的有關貸款結欠總額	Aggregate amount of relevant loans made by the Group outstanding at 31 December	1,972	1,930
本年度內本集團提供的有關貸款最高結欠總額	Maximum aggregate amount of relevant loans made by the Group outstanding during the year	2,625	2,976

於2007年12月31日，並無為這些貸款提撥準備。

There was no provision made against these loans as at 31 December 2007.

51. 金融風險管理

本附註呈列有關本集團所承受的以下各項風險、本集團對計量及管理風險的目的、政策和程序，以及本集團管理資本的資料。

- 信貸風險：因客戶或交易對手未有履行合約責任及各種形式的信貸承擔而引致的損失，包括結算風險。
- 市場風險：因市場價格變動而引致金融工具的公允價值或未來現金流量將出現波動的風險。市場風險包括匯率風險、利率風險及商品價格風險。
- 流動資金及資金風險：本集團無法在到期時履行付款責任，或無法持續按無抵押（甚至有抵押）基準，以可接受的價格在市場上借取資金來為實際或建議承擔提供資金的風險。
- 業務操作風險：因不遵守制度及程序等事項或因引致金融或聲譽損失的詐騙行為而產生的風險。

本集團制定了政策和程序來識別及分析這些風險、設定適當的風險限額及控制措施，及透過可靠及最新的管理及資訊系統不斷監察風險及限額。本集團不斷修改及提升其風險管理政策和系統，以反映市場、產品及最佳風險管理程序的變動。內部核數師亦會定期進行審核，以確保遵守政策和程序。

(a) 信貸風險管理

本集團所承受之信貸風險乃源自客戶或交易對手不能履行其財務責任所招致的損失。信貸風險主要來自本集團之資產組合中的貸款、債務證券及國庫券。這些風險不僅由資產負債表內業務產生，也包括資產負債表外業務，如貸款承諾。信貸風險管理及監控集中於信貸委員會轄下之風險管理部，並每季向信貸及風險管理委員會匯報。

51. Financial Risk Management

This note presents information about the Group's exposure to each of the following risks, the Group's objectives, policies and processes for measuring and managing risks, and the Group's management of capital.

- Credit risk: loss resulting from customer or counterparty default and arises on credit exposure in all forms, including settlement risk.
- Market risk: risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices and market risk comprises currency risk, interest rate risk and other price risk.
- Liquidity and funding risk: risk that the Group is unable to meet its payment obligations when due, or that it is unable, on an ongoing basis, to borrow funds in the market on an unsecured, or even secured basis at an acceptable price to fund actual or proposed commitments.
- Operational risk: risk arising from matters such as non-adherence to systems and procedures or from frauds resulting in financial or reputation loss.

The Group has established policies and procedures to identify and analyse these risks, to set appropriate risk limits and controls, and to monitor the risks and limits continually by means of reliable and up-to-date management and information systems. The Group continually modifies and enhances its risk management policies and systems to reflect changes in markets, products and best practice risk management processes. The internal auditors also perform regular audits to ensure compliance with the policies and procedures.

(a) Credit risk management

The Group takes on exposure to credit risk, which is the risk that a counterparty will cause a financial loss for the Group by failing to discharge an obligation. Credit exposures arise principally in loans and advances, debt securities and treasury bills into the Group's asset portfolio. There is also credit risk in off-balance sheet financial arrangements such as loan commitments. The credit risk management and control are centralised in Risk Management Group ("RMG") under the oversight of Credit Committee and reported to the Credit & Risk Management Committee ("CRMC") on quarterly basis.

51. 金融風險管理 (續)

(a) 信貸風險管理 (續)

信貸風險管理是透過監察執行已採納釐定借款人的信貸可信用度、信貸風險分類、貸款應用程序及貸款決策程序的信貸政策來進行。本集團對或有負債採用與資產負債表內記錄的金融工具相同的信貸政策，根據貸款審批程序使用限額以減低風險及監察。信貸風險亦透過向借款人及第三者取得以抵押資產形式的抵押品及擔保而減低。

董事會轄下之信貸及風險管理委員會和於中信嘉華內部之信貸委員會監督風險管理，制訂策略和政策，並指定風險管理部施行有關已被核准的信貸風險的策略和政策。

中信嘉華產品的信貸風險會在產品計劃中確定及計量。各交易對手的信貸風險由信貸人員根據中信嘉華內部之風險評級機制及個人的分析確定及計量。

信貸申請之批核會因情況而定，並由指定職權的信貸人員或信貸委員會負責。

當地理、經濟或行業因素的變動對各交易對手團體產生類似影響，而這些團體的信貸風險合計起來對本集團的總體風險而言屬重大時，便會產生信貸風險集中的問題。本集團的金融工具組合分散在不同的地區、行業和產品類別。本集團有關金融資產的信貸風險集中的分析在附註23至25及附註27至28中披露。

51. Financial Risk Management (Cont'd)

(a) Credit risk management (Cont'd)

Credit risk management is effected by monitoring implementation of adopted credit policies that determine the borrower's creditworthiness, credit risks classification, loan application process and procedures for making lending decisions. The Group applies the same credit policy in respect of contingent liabilities as in respect of financial instruments recorded on the balance sheet, based on loan approval procedures, use of limits to reduce risk and monitoring. Credit risk is also mitigated by obtaining collateral in the form of pledged assets and guarantees from borrowers and third parties.

CRMC at the board level plus Credit Committee at CKWB level are the two bodies that oversee risk management, set the strategy and policy, and designate RMG as the means for implementing the strategy and policy so approved in relation to credit risk.

Credit risk imbedded in products is identified and measured within product programs. Credit risk pertaining to individual customers is identified and measured by credit officers utilising internal risk rating models or on judgmental basis.

Approval of credit application is governed by credit officers under delegated authorities or by credit committee, as the case may be.

Concentration of credit risk exists when changes in geographic, economic or industry factors similarly affect groups of counterparties whose aggregate credit exposure is material in relation to the Group's total exposures. The Group's portfolio of financial instruments is diversified along geographic, industry and product sectors. Analysis of credit risk concentration of the Group's respective financial assets is disclosed in note 23 to 25 and note 27 to 28.

51. 金融風險管理 (續)

(a) 信貸風險管理 (續)

(i) 信貸風險上限

於結算日承受的信貸風險上限(未計及任何持有的抵押品或其他信用提升)為資產負債表中每項金融資產於扣除任何減值準備後的賬面金額。信貸風險上限概述如下：

51. Financial Risk Management (Cont'd)

(a) Credit risk management (Cont'd)

(i) Maximum exposure

The maximum exposure to credit risk at the balance sheet date without taking into consideration of any collateral held or other credit enhancements is represented by the carrying amount of each financial assets in the balance sheet after deducting any impairment allowance. A summary of the maximum exposure is as follows:

		本集團 The Group		本公司 The Company	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000	二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
現金及在銀行、 中央銀行及其他 金融機構的結存	Cash and balances with banks, central banks and other financial institutions	1,502,876	1,267,871	—	—
在銀行、中央銀行 及其他金融機構 的存款及墊款	Placements with and advances to banks, central banks and other financial institutions	12,647,588	12,392,538	—	—
貿易票據	Trade bills	1,523,200	491,994	—	—
交易用途資產	Trading assets	1,335,609	3,211,734	—	—
指定為通過損益以 反映公允價值的 金融資產	Securities designated at fair value through profit of loss	531,025	959,436	—	—
客戶貸款及墊款及 其他賬項	Loans and advances to customers and other accounts	67,628,071	51,844,662	6,375	12,717
可供出售金融資產	Available-for-sale securities	22,028,259	4,921,717	—	—
持有至到期投資	Held-to-maturity investments	—	10,176,493	—	—
財務擔保及其他與 信貸有關的或有 負債	Financial guarantees and other credit related contingent liabilities	6,714,297	3,456,292	—	—
貸款承擔及其他與 信貸有關的承擔	Loans commitments and other credit related commitments	22,960,628	18,409,921	—	—
		136,871,553	107,132,658	6,375	12,717

51. 金融風險管理 (續)

(a) 信貸風險管理 (續)

(ii) 貸款及墊款的信貸質量

本集團僅向信譽評級良好的國際銀行發放銀行貸款及墊款。於二零零七年及二零零六年十二月三十一日，所有銀行貸款及墊款均沒有減值。客戶貸款及墊款的信貸質量分析如下：

		本集團 The Group	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
客戶貸款及墊款總額	Gross loans and advances to customers		
— 沒有逾期或減值	— neither past due nor impaired	63,654,103	46,570,840
— 已逾期但沒有減值	— past due but not impaired	1,422,115	3,267,871
— 已減值	— impaired	757,212	846,639
		65,833,430	50,685,350

		本集團 The Group	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
其中：	Of which:		
沒有逾期或減值的客戶貸款及墊款總額	Gross loans and advances to customers that are neither past due nor impaired		
— 一級至十級：正常	— Pass included Grades 1 to 10	63,054,926	46,440,506
— 十一級：關注	— Special mention included Grade 11	599,177	130,334
		63,654,103	46,570,840

於二零零七年及二零零六年十二月三十一日，本公司並無任何貸款及墊款予客戶及銀行。

中信嘉華銀行所採用的信貸評級制度對商業及企業銀行組合中的借入人因應其違約風險而作出評定。沒有減值的貸款信貸質量亦以中信嘉華銀行所採用的信貸評級制度作出評定。

51. Financial Risk Management (Cont'd)

(a) Credit risk management (Cont'd)

(ii) Credit quality of loans and advances

Loans and advances to banks are only made to international banks with good credit standing. At 31 December 2007 and 31 December 2006, all loans and advances to banks are not impaired. The credit quality of loans and advances to customers can be analysed as follows:

There is no loans and advances to banks or other customers by the Company as at 31 December 2007 and 31 December 2006.

The credit risk rating system of CKWB is designed to assess the default risk of borrowers in the commercial and corporate banking portfolios. The credit quality of unimpaired loans made to the borrowers is assessed by reference to CKWB's risk rating system.

51. 金融風險管理 (續)

(a) 信貸風險管理 (續)

(ii) 貸款及墊款的信貸質量 (續)

歸納於「正常」類別之貸款是指可實行現有承擔並對其利息及本金的償還能力沒有任何疑問之貸款。這包括屬於評級 1 至 10 類的貸款，這分類代表擁有不同償還能力的借貸人。

而歸納於「關注」類別之貸款是指借貸人因面臨困難而可能負面影響中信嘉華銀行之財政情況。這包括屬於評級 11 類而需要密切關注的借貸。

已逾期但沒有減值的客戶貸款及墊款的賬齡分析如下：

		本集團 The Group	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
已逾期但沒有減值的客戶 貸款及墊款總額	Gross loans and advances to customers that are past due but not impaired		
— 逾期3個月或以下	— Overdue 3 months or less	1,329,359	3,226,974
— 3至6個月	— 6 months or less but over 3 months	51,034	—
— 6個月至1年	— 1 year or less but over 6 months	—	40,897
— 1年以上	— Over 1 year	41,722	—
		1,422,115	3,267,871

於二零零七年十二月三十一日，如果尚未重新商訂條款，已逾期或減值的貸款及墊款將為港幣1,776,000元（二零零六年：港幣1,831,000元）。

51. Financial Risk Management (Cont'd)

(a) Credit risk management (Cont'd)

(ii) Credit quality of loans and advances (Cont'd)

Loans made to borrowers under the classification of "pass" designate these loans are current in meeting commitments and the full repayment of interest and principal for them is not in doubt. They include borrowers of Grades 1 to 10 representing the ability to meet financial obligations in various degrees.

Loans made to borrowers under the classification of "special mention" designate borrowers are experiencing difficulties and it may threaten CKWB's financial position. They include borrowers of Grade 11 representing the loans made to them require special and close attention.

The ageing analysis of loans and advances to customers that are past due but not impaired is as follows:

Loans and advances that would be past due or impaired had the terms not been rescheduled amounted to HK\$1,776,000 as at 31 December 2007 (2006: HK\$1,831,000).

51. 金融風險管理 (續)

(a) 信貸風險管理 (續)

(iii) 貸款及墊款以外金融資產的信貸質量

財資交易信貸風險的管理方式，與本集團管理企業借貸風險的方式相同，並根據各交易對手的風險評級，設定個別風險額度。本集團的信貸政策是不投資於評級低於Baa3的非上市債務證券。於二零零七年及二零零六年十二月三十一日，並沒有客觀的證據需要對所有上市債務證券作出減值評估。

下表呈列債務證券在結算日根據穆迪投資服務或同等機構之評級分析的信貸風險。下表的評級代表證券或證券發行人的評級。如證券本身沒有評級，則採用證券發行人的評級。

		本集團 The Group	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
Aaa	Aaa	704,326	533,129
Aa3 至 Aa1	Aa3 to Aa1	12,106,526	5,480,111
A3 至 A1	A3 to A1	8,097,100	8,129,776
低於 A3	Lower than A3	1,904,784	2,529,817
		22,812,736	16,672,833
未評級	Unrated	353,687	1,709,669
總額	Total	23,166,423	18,382,502

(iv) 抵押品及其他信用提升

本集團以物業的按揭、資產的其他註冊證券、現金存款和擔保的形式，持有客戶貸款和墊款的抵押品。在一般情況下，本集團不會就銀行貸款和墊款持有抵押品，惟當所持的抵押品是反向回購及證券借貸活動的一部份時則除外。通常抵押品不會就上市債務證券持有，而於二零零七年及二零零六年十二月三十一日，本公司並沒有持有這類型抵押品。

51. Financial Risk Management (Cont'd)

(a) Credit risk management (Cont'd)

(iii) Credit quality of financial assets other than loans and advances

Credit risk of treasury transactions is managed in the same way as the Group manages its corporate lending risk. Risk grading is applied to the debt issuers with individual credit limits set. It is the Group's credit policy not to invest in unlisted debt securities that are below the rating of Baa3. At 31 December 2007 and 2006, there were no objective evidence that should call for impairment assessment on individual, listed debt securities.

The following table presents the credit quality of investment in debt securities analysed by designation of external credit assessment agency, Moody's Investors Service ratings (or their equivalent) at the balance sheet date. Credit ratings for those debt securities are represented by either the issue or the issuer ratings, ratings designated for the issuers are reported in case there are no issue ratings.

(iv) Collateral and other credit enhancements

The Group holds collateral against loans and advances to customers in the form of mortgage interests over properties, other registered securities over assets, cash deposits and guarantees. Collateral is generally not held against loans and advances to banks, except when securities are held as part of reverse repurchase and securities borrowing activities. Collateral is usually not held against listed debt securities, and no such collateral was held at 31 December 2007 or 2006.

51. 金融風險管理 (續)

(a) 信貸風險管理 (續)

(iv) 抵押品及其他信用提升

一般而言，債務證券、國庫券和其他認可票據均為無抵押，但以金融資產組合作抵押的資產抵押證券和同類工具則除外。本集團在記錄衍生工具活動時優先採用的協議為國際掉期及衍生工具協會主協議，當中涵蓋進行多種場外交易產品的交易活動的合約框架，並在合約上約束雙方於任何一方違約時或其他事先商定的終止事件後，在終止協議所涵蓋的所有未決交易時採用淨額結算。除國際掉期及衍生工具協會的主協議外，本集團通常也會與交易對手實行信用支持附件的條款，據此，抵押品會在雙方之間轉移，以減低未平倉合約的內在市場或有交易對手風險。

貸款及墊款總額及持有作抵押金融資產之抵押品及其他信用提升的估計公允價值兩者之較低者如下：

		本集團 The Group	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
貸款及墊款總額及持有作抵押金融資產之抵押品及其他信用提升的估計公允價值兩者之較低者為：	Lower of gross loans and advances and the fair value of collateral and other credit enhancements held against financial assets that are:		
— 沒有逾期或減值	— neither past due nor impaired	39,146,426	33,733,085
— 逾期但沒有減值	— past due but not impaired	1,251,351	2,669,985
		40,397,777	36,403,070

(b) 市場風險管理

市場風險是因為匯率、利率及股票和商品價格等市場變數出現變動而引致虧損的風險。本集團的市場風險主要來自中信嘉華，其短期買賣持倉和長期策略性業務均會帶來市場風險。銀行帳中之證券包括可供出售證券及指定為通過損益以反映公允價值之投資。本集團其他附屬公司亦從事投資活動，但規模相對較小。

51. Financial Risk Management (Cont'd)

(a) Credit risk management (Cont'd)

(iv) Collateral and other credit enhancements (Cont'd)

Debt securities, treasury and other eligible bills are generally unsecured with the exception of asset-based securities and similar instruments, which are secured by pools of financial assets. The Group's preferred agreement for documenting derivatives activity is the ISDA Master Agreement which covers the contractual framework within which dealing activity across a full range of over-the-counter products is conducted and contractually binds both parties to apply close-out netting across all outstanding transactions covered by an agreement, if either party defaults or following other pre-agreed termination events. The Group may also execute a Credit Support Annex in conjunction with the ISDA Master Agreement with the counterparty under which collateral is passed between the parties to mitigate the market contingent counterparty risk inherent in the outstanding positions.

The lower of gross loans and advances and the estimate of the fair value of collateral and other credit enhancements held against financial assets is as follows:

(b) Market risk management

Market risk is the risk of loss arising from the movements in market variables such as foreign exchange rates, interest rates, equity and commodity prices. The Group's major market risk exposure is mainly derived from CKWB. Both short-term trading positions and banking-book securities of CKWB generate market risk exposure. Banking-book securities include available-for-sale securities and investments designated at fair value through profit or loss. Other subsidiaries of the Group have also engaged in investments prone to market risk but in relatively smaller scales.

51. 金融風險管理 (續)

(b) 市場風險管理 (續)

中信嘉華是按照其信貸及風險管理委員會、資產及負債管理委員會及其授權的子委員會所核准的限額等級制度來管理市場風險。該制度分為三個等級：政策、業務及交易。每個等級包含一系列的風險計量限額。一旦風險超過有關的限額，便會向不同層次的管理人員發出預警訊號或促使他們採取充足的相應措施。

中信嘉華的財資部門是在指定限額的等級制度下承管市場風險的中心點。

風險管理部門轄下之市場風險管理部，負責量度、監察及報告事宜，確保中信嘉華所承受之市場風險的量度指標均在預設限額之內。用以量度市場風險的指標包括溢利／虧損、交易盤金額、敏感度如Greeks和PV01(利率變動一點子對現值之影響)以及風險價值。

中信嘉華是以風險價值來計量其交易用途投資組合的整體市場風險。風險價值是一項統計工具，可用於估計投資組合在一段指定時間和某一信心水平所承受的潛在損失。中信嘉華採用了99%一天風險價值和以往模擬歷史數據來計算風險價值數額。模擬流程可反映不同的市場變數之間的以往關係。而這風險價值會被每天監察並與定下的限額相比。下圖顯示中信嘉華於二零零七及二零零六年十二月三十一日止的年度中持倉交易盤的風險價值。

51. Financial Risk Management (Cont'd)

(b) Market risk management (Cont'd)

CKWB controls its market risk within a hierarchy of limits approved by CKWB's CRMC, Asset and Liability Committee ("ALCO") and its delegated sub-committees or members. The hierarchy is composed of limits at 3 levels: policy, business and transaction. Each level in the hierarchy consists of limits on a series of risk measurements. Any excesses in limits will alert the attention of senior management and trigger appropriate actions when necessary.

CKWB's Treasury is the central point to take and manage market risk exposure within the prescribed limit hierarchy.

Operating as an unit under the Risk Management Group, Market Risk Management is responsible for the measuring, monitoring and reporting functions to ensure that CKWB's market risk exposure measures are within the prescribed limits. Methods adopted to measure market risk exposure against corresponding limits include profit and loss, positions, sensitivities such as Greeks and PV01 (present value impact of 1 basis point change) and Value-at-Risk (VaR).

CKWB measures the overall market risk of its trading portfolio in terms of VaR. VaR is a statistical tool to estimate the maximum potential loss of an investment portfolio over a selected time horizon and given a confidence level. CKWB adopts a 99% 1-day VaR and implements historical simulation to compute the VaR figure. The simulating process reflects the historical relationships among different market variables. The VaR figure is monitored against the respective limit on a daily basis. CKWB's VaRs for the trading portfolio during the years ended 31 December 2006 and 31 December 2007 are shown in the table below.

		二零零七年 2007			二零零六年 2006		
		最高 Maximum 港幣千元 HK\$'000	最低 Minimum 港幣千元 HK\$'000	平均 Mean 港幣千元 HK\$'000	最高 Maximum 港幣千元 HK\$'000	最低 Minimum 港幣千元 HK\$'000	平均 Mean 港幣千元 HK\$'000
外匯風險	Foreign exchange risk	1,169	17	361	1,359	15	423
利率風險	Interest rate risk	1,894	85	609	5,546	90	1,788
風險價值總額	Total VaR	1,889	151	727	5,427	92	1,888

51. 金融風險管理 (續)

(b) 市場風險管理 (續)

中信嘉華並對其持倉交易盤及整體投資組合進行壓力測試，以評估於極端情況下之潛在損失。中信嘉華採用兩種壓力情景：歷史性情景及假設性情景。歷史性情景指過去曾發生之「壓力情況」，包括一九九七年亞洲金融風暴，一九九八年長期資本事件及二零零一年恐怖襲擊。假設性情景則建基於影響持倉交易盤及整體投資組合之主要風險因素。假設性情景之例子為孳息曲線平衡上升200點子、孳息曲線走峭及走平、港幣兌美元匯率轉強10%及七大工業國貨幣兌美元匯率升值10%。

中信嘉華透過經管理委員會審批的「新產品評估及批核政策」，控制其對新產品批核之程序。根據該政策，新產品所涉及的風險必須經各功能小組，包括財務管理部、營運及科技管理部、風險管理部和法律及合規部，加以清算。在獲得各功能小組之清算後，建議新產品的業務主管需向首席信貸風險官及行政總裁／替任行政總裁提交產品評估提案及申請共同審批。

截至二零零七年十二月三十一日止的年度，本集團持倉交易盤及基金投資（不包括結構投資公司）之單日平均收入為港幣791,000元（二零零六年：港幣1,736,000元），單日平均收入標準誤差為港幣2,258,000元（二零零六年：港幣4,691,000元）。下圖顯示本集團按市價計值收入之單日分佈圖。

51. Financial Risk Management (Cont'd)

(b) Market risk management (Cont'd)

CKWB also implemented stress testing for its trading and overall portfolios to assess the potential adverse effects under extreme conditions. Two types of stressed scenarios are adopted: historical and hypothetical scenarios. Historical scenarios are “stressed conditions” which happened in the past, including the Asian Crisis in 1997, the LTCM event in 1998 and the Terror Attacks in 2001. Hypothetical scenarios are developed in view of the key risk factors affecting the trading and overall portfolios. Examples of hypothetical scenarios are a parallel yield curve shift by 200 basis points, steepening and flattening of yield curve, HKD strengthening against USD by 10% and G7 Currencies appreciating against USD by 10%.

CKWB's approval process for new products is controlled by the “New Product Evaluation and Approval Policy” approved by its Management Committee. According to the Policy, new products are subject to risk clearances by various functional units, including Financial Management, Operations & Technology Management, Risk Management Group and Legal & Compliance. After obtaining the functional clearances, the sponsoring Business Head shall submit the Product Evaluation Proposal for the joint approval of Director of Risk and Chief Executive Officer (CEO) / Alternate Chief Executive Officer (ACEO).

For the year ended 31 December 2007, the average daily mark-to-market revenue from the Group's trading portfolio and fund investments (excluding structured investment vehicles) was a gain of HK\$791,000 (2006: HK\$1,736,000). The standard deviation of the daily revenue was HK\$2,258,000 (2006: HK\$4,691,000). The graph below shows a histogram of the Group's daily mark-to-market revenue for the year ended 31 December 2007.

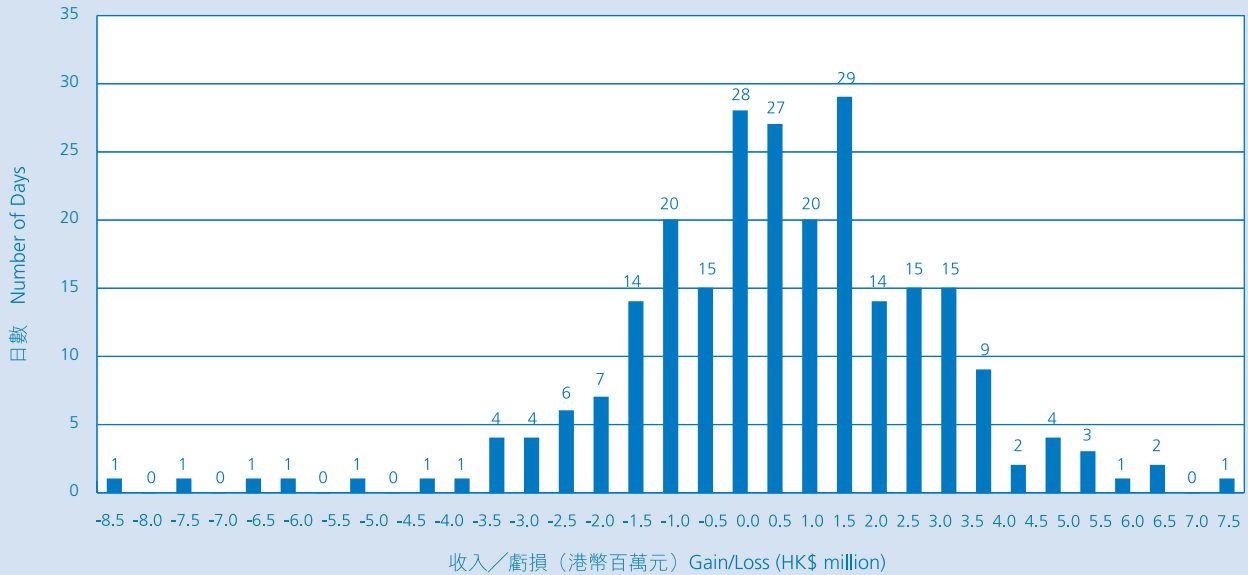
51. 金融風險管理 (續)

(b) 市場風險管理 (續)

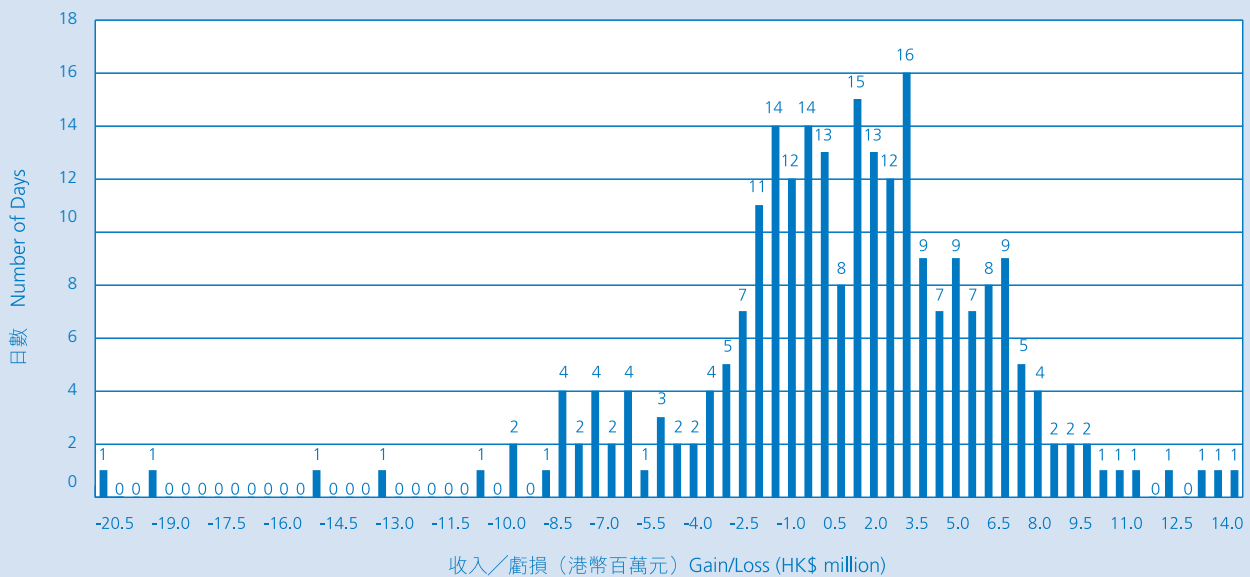
51. Financial Risk Management (Cont'd)

(b) Market risk management (Cont'd)

截至二零零七年十二月三十一日止年度市價計值收入單日分佈圖
Daily distribution of mark-to-market revenues for the year ended 31 December 2007



截至二零零六年十二月三十一日止年度市價計值收入單日分佈圖
Daily distribution of mark-to-market revenues for the year ended 31 December 2006



51. 金融風險管理 (續)

(b) 市場風險管理 (續)

從上圖可見，最大單日收益為港幣7,053,000元(二零零六年：港幣13,992,000元)及最大單日虧損為港幣8,559,000元(二零零六年：港幣20,855,000元)。於年度中的247買賣操作天中，共有170天錄得收益，77天錄得虧損。在分佈圖中，最常見單日市價計值的損益區間為港幣1,500,000元(二零零六年：港幣3,500,000元)至港幣2,000,000元(二零零六年：港幣4,000,000元)之間，共出現29天。

中信嘉華採用標準(市場風險)計算法以計算其市場風險。二零零七年十二月三十一日，中信嘉華於此計算法下之持倉金額為港幣411,607,000元，而其與利率、股權、外匯及商品相關之市場風險資本要求分別為港幣36,982,000元、港幣898,000元和港幣32,121,000元。

外匯風險

本集團的外匯風險源自外匯買賣盤、商業交易、外匯證券投資、中信嘉華及海外分行和附屬公司的營運。中信嘉華的外匯買賣盤限額均不得超出經由資產及負債管理委員會核准的風險承擔限額。用以量度外匯風險的指標包括個別貨幣和整體持倉金額以及敏感度如Greeks(適用於外匯期權)。截至二零零七年十二月三十一日止的年度，外匯買賣的平均單日損益為收益港幣25,000元(二零零六年：港幣4,000元)及其標準誤差為港幣196,000元(二零零六年：港幣241,000元)。

51. Financial Risk Management (Cont'd)

(b) Market risk management (Cont'd)

From the graph above, the maximum daily mark-to-market gain was HK\$7,053,000 (2006: HK\$13,992,000) and the maximum daily mark-to-market loss was HK\$8,559,000 (2006: HK\$20,855,000). Out of the 247 trading days for the period, there were 170 days with mark-to-market gains and 77 days with mark-to-market losses. The most frequent range of daily mark-to-market revenue was between HK\$1,500,000 (2006: HK\$3,500,000) and HK\$2,000,000 (2006: HK\$4,000,000), with the highest occurrence of 29 days.

CKWB uses the Standardised (Market Risk) (STM) approach to calculate its market risk. As at 31 December 2007, CKWB's positions covered by the approach amounted to HK\$411,607,000 and the market risk capital charges for CKWB's interest rate, equity, foreign exchange and commodity expenses were HK\$36,982,000, HK\$898,000 and HK\$32,121,000 respectively.

Currency risk

The Group's foreign exchange risk stems from taking foreign exchange positions, commercial dealings, investments in foreign currency securities and operations of CKWB and its overseas branches and subsidiaries. Foreign exchange positions of CKWB are subject to exposure limits approved by ALCO. Methods adopted to measure foreign currency risk exposure against corresponding limits include individual currency positions, overall foreign exchange positions and sensitivities such as Greeks (for foreign exchange options). For the year ended 31 December 2007, the Group's average daily trading profit and loss from foreign exchange positions was a profit of HK\$25,000 (2006: HK\$4,000) with a standard deviation of HK\$196,000 (2006: HK\$241,000).

51. 金融風險管理 (續)

(b) 市場風險管理 (續)

外匯風險

於結算日的重大外匯風險如下：

51. Financial Risk Management (Cont'd)

(b) Market risk management (Cont'd)

Currency risk

Significant foreign currency exposures at the balance sheet date were as follows:

		本集團 The Group			
		二零零七年 2007			
相等於港幣千元	Equivalent in HK\$'000	美金 USD	人民幣 Renminbi	其他貨幣 Others	總額 Total
現貨資產	Spot assets	38,533,981	1,247,632	5,102,689	44,884,302
現貨負債	Spot liabilities	(34,757,011)	(754,681)	(7,187,422)	(42,699,114)
遠期買入	Forward purchases	25,333,018	8,026,722	9,424,640	42,784,380
遠期賣出	Forward sales	(28,515,984)	(8,016,877)	(7,328,437)	(43,861,298)
期權盤淨額	Net options position	—	—	—	—
長盤淨額	Net long position	594,004	502,796	11,470	1,108,270
結構盤淨額	Net structural position	—	213,555	48,559	262,114

		二零零六年 2006			
相等於港幣千元	Equivalent in HK\$'000	美金 USD	人民幣 Renminbi	其他貨幣 Others	總額 Total
現貨資產	Spot assets	29,281,696	755,622	3,166,650	33,203,968
現貨負債	Spot liabilities	(27,368,864)	(443,806)	(4,589,986)	(32,402,656)
遠期買入	Forward purchases	18,010,065	996	7,523,379	25,534,440
遠期賣出	Forward sales	(19,944,897)	—	(6,086,158)	(26,031,055)
期權盤淨額	Net options position	869	—	(869)	—
(短) / 長盤淨額	Net (short) / long position	(21,131)	312,812	13,016	304,697
結構盤淨額	Net structural position	—	199,226	48,565	247,791

51. 金融風險管理 (續)

(b) 市場風險管理 (續) 外匯風險 (續)

		本公司 The Company			
		二零零七年 2007			
相等於港幣千元	Equivalent in HK\$'000	美金 USD	人民幣 Renminbi	其他貨幣 Others	總額 Total
現貨資產	Spot assets	167,173	128,755	—	295,928
現貨負債	Spot liabilities	(158,987)	(121,923)	(45)	(280,955)
長 / (短) 盤淨額	Net long / (short) position	8,186	6,832	(45)	14,973

		二零零六年 2006			
相等於港幣千元	Equivalent in HK\$'000	美金 USD	人民幣 Renminbi	其他貨幣 Others	總額 Total
現貨資產	Spot assets	161,525	—	20	161,545
現貨負債	Spot liabilities	(260,549)	(2,004)	—	(262,553)
(短) / 長盤淨額	Net (short) / long position	(99,024)	(2,004)	20	(101,008)

期權盤淨額是按照金管局所核准的模式使用者法計算。

外匯風險敏感度分析

- (i) 於二零零七年十二月三十一日，如港元兌美元以外的其他貨幣貶值10%並假設其他所有參數不變，本年度本集團及本公司之除稅前溢利將分別增加港幣51,400,000元及港幣700,000元（二零零六年：本集團及本公司分別增加港幣32,600,000元及減少港幣200,000元），主要由於非港元計值之金融資產之匯兌收益抵銷非港元計值之金融負債之匯兌虧損所致。

51. Financial Risk Management (Cont'd)

(b) Market risk management (Cont'd) Currency risk (Cont'd)

The net option position is calculated using the model user approach which has been approved by the HKMA.

Sensitivity analysis on foreign currency exposures

- (i) At 31 December 2007, if Hong Kong Dollar had weakened by 10% against other currencies (other than USD currency) with all other variables held constant, the profit before tax for the year of the Group and the Company would have been higher by HK\$51.4 million and HK\$0.7 million respectively (2006: higher by HK\$32.6 million and lower by HK\$0.2 million respectively for the Group and the Company), mainly as a result of foreign exchange gains on translation of non-HKD denominated financial assets compensated by foreign exchange losses on translation of non-HKD denominated financial liabilities.

51. 金融風險管理 (續)

(b) 市場風險管理 (續)

外匯風險 (續)

外匯風險敏感度分析 (續)

相反地，如港元兌美元以外的其他貨幣升值10%並假設所有其他參數不變，本年度本集團及本公司之除稅前溢利分別減少港幣51,400,000元及港幣700,000元（二零零六年：本集團及本公司分別減少港幣32,600,000元及增加港幣200,000元）。

- (ii) 本集團及本公司所承受之貨幣風險主要源自以美元計值的財務工具（不包括人民幣200,000,000元及澳門幣50,000,000元的結構性外匯持倉。因為美元與港幣掛鈎，本集團及本公司認為美元與港幣匯率變動而引致的貨幣風險對本集團及本公司沒有重大的影響。

利率風險

本集團的利率風險主要來自中信嘉華，而中信嘉華的資產及負債管理委員會負責監控所有由其資產及負債利率組合產生的利率風險。中信嘉華的利率風險承擔主要來自銀行帳冊及自營買賣帳冊，這些利率風險包括到期日差距、息率基點風險、收益率曲線變動、重訂息率風險和內含期權風險（如有）。中信嘉華對銀行帳冊之利率風險管理是根據「利率風險管理政策—銀行帳冊」的指引，財資及市場部根據此政策來管理銀行帳冊之利率風險。

51. Financial Risk Management (Cont'd)

(b) Market risk management (Cont'd)

Currency risk (Cont'd)

Sensitivity analysis on foreign currency exposures (Cont'd)

Conversely, if HKD had strengthened by 10% against other currencies (other than USD currency) with all other variables held constant, the profit before tax for the year of the Group and the Company would have been lower by HK\$51.4 million and HK\$0.7 million respectively (2006: lower by HK\$32.6 million and higher by HK\$0.2 million respectively for the Group and the Company).

- (ii) The Group or the Company exposed to currency risks primarily arising from financial instruments that are denominated in United States dollars ("USD"), excluding structured foreign exchange positions of 200 million Renminbi and 50 million MOP. As the USD is pegged to the HKD, the Group or the Company considers the risk of movements in exchange rates between the HKD and the USD to be insignificant.

Interest rate risk

CKWB's ALCO oversees all interest rate risks arising from the interest rate profile of CKWB's assets and liabilities. CKWB has interest rate risk exposure from both of its banking and trading books. The interest rate risk in the banking book is caused by maturity gaps, basis risks among different interest rate benchmarks, yield curve movements, interest rate re-pricing risks and risks from embedded options, if any. CKWB's management of the interest rate risk in the banking book is governed by the Interest Rate Risk Management Policy for Banking Book. Treasury and Markets Department manages the interest rate risk in the Banking Book according to the guidance of the Policy.

51. 金融風險管理 (續)

(b) 市場風險管理 (續)

利率風險 (續)

為減低利率風險，中信嘉華使用了利率衍生工具（主要是利率掉期）來對可供出售證券及非交易用途負債等資產及負債進行對沖。中信嘉華亦採納了對沖會計原則，以便將可供出售證券／非交易用途負債的公允價值變動，與相對應對沖衍生工具互相抵銷。中信嘉華對自營買賣帳冊之利率風險管理是根據「利率風險管理政策——自營買賣帳冊」的指引。中信嘉華主要以PV01計量其持倉交易盤之利率風險。截至二零零七年十二月三十一日止的年度，本集團涉及利率風險的買賣之平均單日損益為虧損港幣20,000元（二零零六年：溢利港幣28,000元）及其標準誤差為港幣377,000元（二零零六年：港幣860,000元）。

下表列示貨幣金融工具在截至十二月三十一日止年度的平均實際利率：

		本集團 The Group	
		二零零七年 2007 百分率 %	二零零六年 2006 百分率 %
資產	Assets		
現金及在銀行、中央銀行及其他金融機構的結存，以及在銀行、中央銀行及其他金融機構的存款及墊款	Cash and balances with banks, central banks and other financial institutions and placements with and advances to banks, central banks and other financial institutions	4.5	4.4
貿易票據、客戶貸款及墊款及其他賬項	Trade bills, loans and advances to customers and other accounts	5.9	6.1
持有至到期投資	Held-to-maturity investments	—	3.9
可供出售證券	Available-for-sale securities	4.9	7.4
負債	Liabilities		
銀行及其他金融機構的存款及結存	Deposits and balances of banks and other financial institutions	3.9	4.9
客戶存款	Deposits from customers	3.8	3.9
已發行存款證、已發行債務證券及債務資本	Certificates of deposit issued, debt securities issued and loan capital	6.2	5.9

上表並不包括交易用途資產、交易用途負債及指定為通過損益以反映公允價值的金融工具，原因是這些金融工具的淨收入包括公允價值變動所產生的所有損益（已扣除應計息票），以及利息收入及支出和股息收入。

51. Financial Risk Management (Cont'd)

(b) Market risk management (Cont'd)

Interest rate risk (Cont'd)

To mitigate interest rate risks, CKWB has used interest rate derivatives, mainly interest rate swaps, to hedge both assets and liabilities such as available-for-sale securities (AFS) and non-trading liabilities (NTL). CKWB has also adopted hedge accounting principles, under which the fair value changes of the AFS / NTL securities and the corresponding hedging derivative instruments are offset with each other. CKWB's management of the interest rate risk in the trading book is guided by Interest Rate Risk Management Policy for Trading Book. CKWB mainly uses PV01 to measure its interest rate risk. For the year ended 31 December 2007, the Group's average daily trading profit and loss from interest rate positions was a loss of HK\$20,000 (2006: a profit of HK\$28,000) with a standard deviation HK\$377,000 (2006: HK\$860,000).

The following table indicates the average effective interest rates for the year ended 31 December for monetary financial instruments:

Trading assets, trading liabilities and financial instruments designated at fair value through profit and loss are not included in the above table because the net income from these financial instruments comprise all gains and losses from changes in fair value (net of accrued coupon) together with interest income and expense and dividend income.

51. 金融風險管理 (續)

(b) 市場風險管理 (續)

利率風險 (續)

利率風險敏感度分析

中信嘉華採用利率承擔敏感度分析來量度銀行帳冊之利率風險，在這敏感度分析中，利率變動對中信嘉華盈利之潛在影響是根據以下假設而作出：對於所有資產和負債，兩種主要貨幣（港幣及美元）之利率將於下次利率重訂日（相對應時間中間點）上調或下調200個基點。此評估已包括資產負債表內與表外項目的影響。

51. Financial Risk Management (Cont'd)

(b) Market risk management (Cont'd)

Interest rate risk (Cont'd)

Sensitivity analysis on interest rate exposures

CKWB measures the interest rate risk of the banking book by conducting sensitivity analysis on interest rate exposure on a quarterly basis. In the sensitivity analysis, the potential impacts of movements in interest rates on CKWB earning are assessed under assumptions that the interest rates of two major currencies (HKD and USD) will rise or drop by 200 basis points in the repricing dates (mid-point of the corresponding time bands) of all assets and liabilities. The impacts on both on- and off-balance sheet items are included in the assessment.

		本集團 The Group			
		二零零七年 2007		二零零六年 2006	
相等於港幣千元	Equivalent in HK\$'000	港元 HKD	美元 USD	港元 HKD	美元 USD
倘利率上調200個基點對未來12個月的盈利影響	Impact on earnings over the next 12 months if interest rates rise by 200 basis points	(50,379)	(133,524)	89,153	(140,473)
倘利率上調200個基點對經濟價值的影響	Impact on economic value if interest rates rise by 200 basis points	126,647	205,435	99,371	278,175

		本公司 The Company			
		二零零七年 2007		二零零六年 2006	
相等於港幣千元	Equivalent in HK\$'000	港元 HKD	美元 USD	港元 HKD	美元 USD
倘利率上調200個基點對未來12個月的盈利影響	Impact on earnings over the next 12 months if interest rates rise by 200 basis points	(96,886)	—	—	—
倘利率上調200個基點對經濟價值的影響	Impact on economic value if interest rates rise by 200 basis points	(5,110)	—	—	—

該敏感的分析僅用於風險管理目的，依據資產及負債的利率風險資料作出。有關分拆及根據以下假設進行：

- (i) 收益率曲綫及利率出現平行移動；
- (ii) 組合並無其他變動；
- (iii) 假設沒有提早償還貸款、因大部份貸款屬於浮息貸款；及
- (iv) 假設沒有固定到期日的存款於翌日再定息。

This sensitivity analysis, which is based on the interest rate risk profile of assets and liabilities, is used for risk management purposes only. The analysis is based on the following assumptions:

- (i) there is a paralld shift in the yield curve and in interest rate;
- (ii) there are no other changes to the portfolio;
- (iii) no loan prepayment is assumed as the majority of loans is on floating rate base; and
- (iv) deposits without fixed maturity date are assumed to be repriced on next day.

51. 金融風險管理 (續)

(b) 市場風險管理 (續)

利率風險 (續)

利率上調而導致中信嘉華之淨利息收入及經濟價值的實際變動與該敏感度分析的結果可能有所不同。

下表顯示於結算日的計息資產及負債的預期下個重訂息率日期(或到期日,以較早者為準)。

51. Financial Risk Management (Cont'd)

(b) Market risk management (Cont'd)

Interest rate risk (Cont'd)

Actual changes in CKWB's net interest income and the economic value resulting from the increase in interest rates may differ from the results of this sensitivity analysis.

The following tables indicate the mismatches of expected next repricing dates (or maturity dates whichever are earlier) for the interest bearing assets and liabilities at the balance sheet date.

		本集團 The Group					
		二零零七年 2007					
		總額 Total 港幣千元 HK\$'000	3個月內 (包括逾期) 3 months or less (including overdue) 港幣千元 HK\$'000	3個月以上 至1年 Over 3 months to 1 year 港幣千元 HK\$'000	1年以上 至5年 Over 1 year to 5 years 港幣千元 HK\$'000	5年以上 Over 5 years 港幣千元 HK\$'000	非計息 Non-interest bearing 港幣千元 HK\$'000
資產	Assets						
現金及在銀行、中央銀行及其他金融機構的結存	Cash and balances with banks, central banks and other financial institutions	1,502,876	679,630	—	—	—	823,246
在銀行、中央銀行及其他金融機構的存款及墊款	Placements with and advances to banks, central banks and other financial institutions	12,647,588	11,623,071	1,024,517	—	—	—
貿易票據	Trade bills	1,523,200	1,275,882	238,387	—	—	8,931
交易用途資產	Trading assets	3,479,009	—	948	2,203	102	3,475,756
指定為通過損益以反映公允價值的證券	Securities designated at fair value through profit or loss	531,025	—	—	531,025	—	—
客戶貸款及墊款及其他賬項	Loans and advances to customers and other accounts	67,704,297	60,145,416	4,351,504	178,566	12,935	3,015,876
可供出售證券	Available-for-sale securities	22,125,403	4,961,560	5,903,812	9,623,835	978,973	657,223
持有至到期投資	Held-to-maturity investments	—	—	—	—	—	—
非計息資產	Non-interest bearing assets	22,871,629	—	—	—	—	22,871,629
資產總額	Total assets	132,385,027	78,685,559	11,519,168	10,335,629	992,010	30,852,661
負債	Liabilities						
銀行及其他金融機構的存款及結存	Deposits and balances of banks and other financial institutions	6,649,030	6,366,885	—	—	—	282,145
客戶存款	Deposits from customers	83,794,961	78,973,675	2,292,332	561,185	—	1,967,769
交易用途負債	Trading liabilities	879,690	—	—	—	—	879,690
已發行存款證	Certificates of deposit issued	6,863,124	2,271,534	3,019,270	1,572,320	—	—
已發行債務證券	Debt securities issued	2,314,394	—	—	2,314,394	—	—
已發行可換股債券	Convertible bond issued	7,648	—	7,648	—	—	—
債務資本	Loan capital	3,926,390	1,949,652	—	1,976,738	—	—
非計息負債	Non-interest bearing liabilities	1,466,211	—	—	—	—	1,466,211
負債總額	Total liabilities	105,901,448	89,561,746	5,319,250	6,424,637	—	4,595,815
利率敏感度差距	Interest rate sensitivity gap		(10,876,187)	6,199,918	3,910,992	992,010	

51. 金融風險管理 (續)

(b) 市場風險管理 (續)

利率風險 (續)

51. Financial Risk Management (Cont'd)

(b) Market risk management (Cont'd)

Interest rate risk (Cont'd)

		本集團 The Group					
		二零零六年 2006					
	總額 Total 港幣千元 HK\$'000	3個月內 (包括逾期) 3 months or less (including overdue) 港幣千元 HK\$'000	3個月以上 至1年 Over 3 months to 1 year 港幣千元 HK\$'000	1年以上 至5年 Over 1 year to 5 years 港幣千元 HK\$'000	5年以上 Over 5 years 港幣千元 HK\$'000	非計息 Non-interest bearing 港幣千元 HK\$'000	
資產	Assets						
現金及在銀行、中央 銀行及其他金融 機構的結存	Cash and balances with banks, central banks and other financial institutions	1,267,871	25,857	—	—	—	1,242,014
在銀行、中央銀行 及其他金融機構 的存款及墊款	Placements with and advances to banks, central banks and other financial institutions	12,392,538	11,869,060	523,478	—	—	—
貿易票據	Trade bills	491,994	486,213	2,739	—	—	3,042
交易用途資產	Trading assets	6,414,870	2,614,212	798	9,445	—	3,790,415
指定為通過損益以 反映公允價值的證券	Securities designated at fair value through profit or loss	1,003,579	23,420	116,166	738,344	81,506	44,143
客戶貸款及墊款及 其他賬項	Loans and advances to customers and other accounts	51,906,002	46,664,364	2,755,694	218,676	27,711	2,239,557
可供出售證券	Available-for-sale securities	4,973,450	399,566	78,385	4,113,431	326,336	55,732
持有至到期投資	Held-to-maturity investments	10,176,493	1,477,911	1,684,242	5,962,279	1,049,931	2,130
非計息資產	Non-interest bearing assets	13,514,928	—	—	—	—	13,514,928
資產總額	Total assets	102,141,725	63,560,603	5,161,502	11,042,175	1,485,484	20,891,961
負債	Liabilities						
銀行及其他金融機構 的存款及結存	Deposits and balances of banks and other financial institutions	831,973	591,410	—	—	—	240,563
客戶存款	Deposits from customers	65,421,831	62,196,366	1,516,173	981	—	1,708,311
交易用途負債	Trading liabilities	428,648	—	—	—	—	428,648
已發行存款證	Certificates of deposit issued	7,257,719	3,792,793	1,606,300	1,858,626	—	—
已發行債務證券	Debt securities issued	2,300,889	—	—	2,300,889	—	—
已發行可換股債券	Convertible bond issued	247,191	—	—	247,191	—	—
債務資本	Loan capital	3,901,326	1,942,973	—	—	1,958,353	—
非計息負債	Non-interest bearing liabilities	1,520,077	—	—	—	—	1,520,077
負債總額	Total liabilities	81,909,654	68,523,542	3,122,473	4,407,687	1,958,353	3,897,599
利率敏感度差距	Interest rate sensitivity gap		(4,962,939)	2,039,029	6,634,488	(472,869)	

51. 金融風險管理 (續)

(b) 市場風險管理 (續)

利率風險 (續)

下表顯示於結算日的計息資產及負債的預期下個重訂息率日期 (或到期日，以較早者為準)。

		本公司 The Company					
		二零零七年 2007					
		3個月內 (包括逾期) 3 months or less 總額 Total 港幣千元 HK\$'000	3個月以上 至1年 Over 3 months to 1 year 港幣千元 HK\$'000	1年以上 至5年 Over 1 year to 5 years 港幣千元 HK\$'000	5年以上 Over 5 years 港幣千元 HK\$'000	非計息 Non-interest bearing 港幣千元 HK\$'000	
資產	Assets						
客戶貸款及墊款及 其他賬項	Loans and advances to customers and other accounts	29,800	—	—	—	—	29,800
應收附屬公司款項	Amounts due from subsidiaries	1,115,461	290,741	65,491	—	—	759,229
非計息資產	Non-interest bearing assets	24,336,907	—	—	—	—	24,336,907
資產總額	Total assets	25,482,168	290,741	65,491	—	—	25,125,936
負債	Liabilities						
其他負債	Other liabilities	14,915	6,557	—	—	—	8,358
銀行及其他金融 機構的結存	Balances of banks and other financial institutions	5,110,000	5,110,000	—	—	—	—
應付附屬公司款項	Amounts due to subsidiaries	84,443	—	7,800	—	—	76,643
非計息負債	Non-interest bearing liabilities	1,473	—	—	—	—	1,473
負債總額	Total liabilities	5,210,831	5,116,557	7,800	—	—	86,474
利率敏感度差距	Interest rate sensitivity gap		(4,825,816)	57,691	—	—	

51. Financial Risk Management (Cont'd)

(b) Market risk management (Cont'd)

Interest rate risk (Cont'd)

The following tables indicate the mismatches of expected next repricing dates (or maturity dates whichever are earlier) for the interest bearing assets and liabilities at the balance sheet date.

51. 金融風險管理 (續)

(b) 市場風險管理 (續)

利率風險 (續)

		本公司 The Company					
		二零零六年 2006					
	總額 Total 港幣千元 HK\$'000	3個月內 (包括逾期) 3 months or less (including overdue) 港幣千元 HK\$'000	3個月以上 至1年 Over 3 months to 1 year 港幣千元 HK\$'000	1年以上 至5年 Over 1 year to 5 years 港幣千元 HK\$'000	5年以上 Over 5 years 港幣千元 HK\$'000	非計息 Non-interest bearing 港幣千元 HK\$'000	
資產	Assets						
客戶貸款及墊款及 其他賬項	Loans and advances to customers and other accounts	13,860	—	—	—	—	13,860
應收附屬公司款項	Amounts due from subsidiaries	1,483,461	544,143	—	—	—	939,318
非計息資產	Non-interest bearing assets	15,213,583	—	—	—	—	15,213,583
資產總額	Total assets	16,710,904	544,143	—	—	—	16,166,761
負債	Liabilities						
其他負債	Other liabilities	42,896	—	—	—	—	42,896
應付附屬公司款項	Amounts due to subsidiaries	260,550	—	260,550	—	—	—
負債總額	Total liabilities	303,446	—	260,550	—	—	42,896
利率敏感度差距	Interest rate sensitivity gap		544,143	(260,550)	—	—	

(c) 流動資金風險管理

本集團一貫保持高流動資金比率，以應付客戶預期外對現金需求的增加。除了遵守法定比率規定外，亦會定期進行壓力測試。本集團將其盈餘投資於高質的證券投資組合，必要時可透過購回安排或在二級市場上賣斷而產生流動資金。本集團亦積極參與企業融資，透過發行長期存款證來取得穩定的資金來源。

(i) 根據餘下到期日劃分的資產及負債分析

以下到期日分析是以結算日至合約到期日的餘下期間為準。

由於交易用途資產組合可能在到期前出售，而客戶存款則可能在沒有提取的情況下到期，因此，合約到期日並不代表預計獲得未來現金流量的日期。

51. Financial Risk Management (Cont'd)

(b) Market risk management (Cont'd)

Interest rate risk (Cont'd)

(c) Liquidity risk management

The Group always maintains high liquidity ratio in order to meet unexpected increase of customer demand on cash. Apart from compliance with statutory ratio requirement, stress tests are being performed regularly. The Group invests its surplus fund in a portfolio of mainly high-grade securities, which can generate liquidity if necessary either through re-purchase arrangement or out-right selling in the secondary market. The Group is also active in wholesale funding by issuing long-term certificate of deposit so as to secure stable source of funding.

(i) Analysis of assets and liabilities by remaining maturity

The following maturity profile is based on the remaining period at the balance sheet date to the contractual maturity date.

As the trading portfolios may be sold before maturity or deposits from customers may mature without being withdrawn, the contractual maturity dates do not represent expected dates of future cash flows.

51. 金融風險管理 (續)

(c) 流動資金風險管理 (續)

(i) 根據餘下到期日劃分的資產及負債分析 (續)

51. Financial Risk Management (Cont'd)

(c) Liquidity risk management (Cont'd)

(i) Analysis of assets and liabilities by remaining maturity (Cont'd)

		本集團 The Group								
		二零零七年 2007								
		總額	即時償還	1個月內	1個月以上 至3個月	3個月以上 至1年	1年以上 至5年	5年以上	無註明日期	
		Total	Repayable on demand	Within 1 month	or less but over 1 month	less but over 3 months	5 years or less but over 1 year	Over 5 years	Undated	
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
資產	Assets									
現金及在銀行、中央 銀行及其他金融 機構的結存	Cash and balances with banks, central banks and other financial institutions	1,502,876	823,246	101,204	77,986	500,440	—	—	—	—
在銀行、中央銀行及 其他金融機構的 存款及墊款	Placements with and advances to banks, central banks and other financial institutions	12,647,588	—	9,552,993	525,567	57,421	1,424,023	1,087,584	—	—
貿易票據	Trade bills	1,523,200	—	445,835	836,911	240,454	—	—	—	—
交易用途資產	Trading assets	3,479,009	899,542	—	—	948	1,086,007	248,653	1,243,859	—
指定為通過損益以 反映公允價值的證券	Securities designated at fair value through profit or loss	531,025	—	—	—	—	531,025	—	—	—
客戶貸款及墊款及 其他賬項	Loans and advances to customers and other accounts	67,704,297	1,564,930	1,958,699	5,381,822	7,865,500	29,116,210	18,942,826	2,874,310	—
可供出售證券	Available-for-sale securities	22,125,403	—	1,645,774	2,822,729	6,063,073	9,785,773	1,708,876	99,178	—
可回收稅項	Tax recoverable	71,248	—	—	—	71,248	—	—	—	—
無註明日期資產	Undated assets	22,800,381	—	—	—	—	—	—	—	22,800,381
資產總額	Total assets	132,385,027	3,287,718	13,704,505	9,645,015	14,799,084	41,943,038	21,987,939	27,017,728	
負債	Liabilities									
銀行及其他金融 機構的存款及結存	Deposits and balances of banks and other financial institutions	6,649,030	282,145	5,992,462	171,293	203,130	—	—	—	—
客戶存款	Deposits from customers	83,794,961	18,559,908	51,321,293	11,061,862	2,290,713	561,185	—	—	—
交易用途負債	Trading liabilities	879,690	879,690	—	—	—	—	—	—	—
已發行存款證	Certificates of deposit issued	6,863,124	—	—	595,802	4,199,195	2,068,127	—	—	—
已發行債務證券	Debt securities issued	2,314,394	—	—	—	—	2,314,394	—	—	—
已發行可換股債券	Convertible bond issued	7,648	—	—	—	7,648	—	—	—	—
債務資本	Loan capital	3,926,390	—	—	—	—	3,926,390	—	—	—
本期稅項	Current taxation	6,760	—	—	—	6,760	—	—	—	—
無註明日期負債	Undated liabilities	1,459,451	—	—	—	—	—	—	—	1,459,451
負債總額	Total liabilities	105,901,448	19,721,743	57,313,755	11,828,957	6,707,446	8,870,096	—	1,459,451	
資產—負債差距	Asset—liability gap		(16,434,025)	(43,609,250)	(2,183,942)	8,091,638	33,072,942	21,987,939		

51. 金融風險管理 (續)

(c) 流動資金風險管理 (續)

(i) 根據餘下到期日劃分的資產及負債分析 (續)

		二零零七年 2007							
		總額 Total 港幣千元 HK\$'000	即時償還 Repayable on demand 港幣千元 HK\$'000	1個月內 Within 1 month 港幣千元 HK\$'000	1個月以上 至3個月 3 months or less but over 1 month 港幣千元 HK\$'000	3個月以上 至1年 1 year or less but over 3 months 港幣千元 HK\$'000	1年以上 至5年 5 years or less but over 1 year 港幣千元 HK\$'000	5年以上 Over 5 years 港幣千元 HK\$'000	無註明日期 Undated 港幣千元 HK\$'000
其中：	Of which:								
持有的存款證	Certificate of deposits held								
— 已計入可供出售 金融資產	— included in available-for-sale financial assets	150,033	—	—	—	150,033	—	—	—
		150,033	—	—	—	150,033	—	—	—
債務證券	Debt securities								
— 已計入交易用途 資產	— included in trading assets	1,335,609	—	—	—	948	1,086,007	248,654	—
— 已計入指定為 通過損益以反映 公允價值的 金融資產	— included in financial assets designated at fair value through profit or loss	531,025	—	—	—	—	531,025	—	—
— 已計入可供出售 金融資產	— included in available-for-sale financial assets	21,157,046	—	929,894	2,817,429	5,913,039	9,785,773	1,708,875	2,036
		23,023,680	—	929,894	2,817,429	5,913,987	11,402,805	1,957,529	2,036
已發行存款證	Certificate of deposits issued								
— 已計入非交易 用途已發行 債務證券	— included in non-trading debt securities issued	2,099,288	—	—	385,665	1,179,924	533,699	—	—
— 已計入指定為 通過損益以反映 公允價值的 金融負債	— included in financial liabilities designated at fair value through profit or loss	4,763,836	—	—	210,136	3,019,271	1,534,429	—	—
		6,863,124	—	—	595,801	4,199,195	2,068,128	—	—

51. Financial Risk Management (Cont'd)

(c) Liquidity risk management (Cont'd)

(i) Analysis of assets and liabilities by remaining maturity (Cont'd)

51. 金融風險管理 (續)

(c) 流動資金風險管理 (續)

(i) 根據餘下到期日劃分的資產及負債分析 (續)

51. Financial Risk Management (Cont'd)

(c) Liquidity risk management (Cont'd)

(i) Analysis of assets and liabilities by remaining maturity (Cont'd)

		本公司 The Company							
		二零零七年 2007							
		總額	即時償還	1個月內	1個月以上 至3個月	3個月以上 至1年	1年以上 至5年	5年以上	無註明日期
		Total	Repayable	Within 1	or less but	or less but	5 years or	Over 5	Undated
		港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
資產	Assets								
應收附屬公司款項	Amount due from subsidiaries	1,115,461	9,997	213,991	66,753	65,491	—	—	759,229
無註明日期資產	Undated assets	24,366,707	—	—	—	—	—	—	24,366,707
		25,482,168	9,997	213,991	66,753	65,491	—	—	25,125,936
負債	Liabilities								
銀行及其他金融機構 的存款及結存	Balances of banks and other financial institutions	5,110,000	—	—	—	5,110,000	—	—	—
應付附屬公司款項	Amount due to subsidiaries	84,443	—	—	—	7,800	—	—	76,643
無註明日期負債	Undated liabilities	16,388	—	—	—	—	—	—	16,388
		5,210,831	—	—	—	5,117,800	—	—	93,031

51. 金融風險管理 (續)

(c) 流動資金風險管理 (續)

(i) 根據餘下到期日劃分的資產及負債分析 (續)

51. Financial Risk Management (Cont'd)

(c) Liquidity risk management (Cont'd)

(i) Analysis of assets and liabilities by remaining maturity (Cont'd)

		本集團 The Group								
		二零零六年 2006								
		即時償還	1個月內	1個月以上 至3個月	3個月以上 至1年	1年以上 至5年	5年以上	無註明日期		
		Repayable	Within 1	3 months or	1 year or less	5 years or	Over 5 years	Undated		
		on demand	month	less but over	but over 3	less but over	1 year	5 years or		
		港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元		
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000		
		Total	—	—	—	—	—	—		
資產	Assets									
現金及在銀行、中央 銀行及其他金融 機構的結存	Cash and balances with banks, central banks and other financial institutions	1,267,871	1,267,871	—	—	—	—	—	—	—
在銀行、中央銀行及 其他金融機構的 存款及墊款	Placements with and advances to banks, central banks and other financial institutions	12,392,538	—	8,971,727	2,543,509	523,478	353,824	—	—	—
貿易票據	Trade bills	491,994	—	137,412	265,123	89,459	—	—	—	—
交易用途資產	Trading assets	6,414,870	355,091	—	751	798	2,396,475	798,158	2,863,597	—
指定為通過損益以 反映公允價值的證券	Securities designated at fair value through profit or loss	1,003,579	—	—	23,420	116,166	738,344	81,506	44,143	—
客戶貸款及墊款及 其他賬項	Loans and advances to customers and other accounts	51,906,002	1,898,202	1,680,160	3,104,927	5,558,399	21,293,707	16,153,976	2,216,631	—
可供出售證券	Available-for-sale securities	4,973,450	—	149,757	249,809	78,385	4,117,430	326,336	51,733	—
持有至到期投資	Held-to-maturity investments	10,176,493	—	549,215	317,645	1,736,803	6,234,100	1,336,601	2,129	—
無註明日期資產	Undated assets	13,514,928	—	—	—	—	—	—	13,514,928	—
資產總額	Total assets	102,141,725	3,521,164	11,488,271	6,505,184	8,103,488	35,133,880	18,696,577	18,693,161	
負債	Liabilities									
銀行及其他金融機構 的存款及結存	Deposits and balances of banks and other financial institutions	831,973	203,416	520,866	107,691	—	—	—	—	—
客戶存款	Deposits from customers	65,421,831	17,485,392	39,612,916	5,895,137	1,858,045	570,341	—	—	—
交易用途負債	Trading liabilities	428,648	428,648	—	—	—	—	—	—	—
已發行存款證	Certificates of deposit issued	7,257,719	—	—	—	4,494,424	2,763,295	—	—	—
已發行債務證券	Debt securities issued	2,300,889	—	—	—	44,142	2,256,747	—	—	—
已發行可換股債券	Convertible bond issued	247,191	—	—	—	—	247,191	—	—	—
債務資本	Loan capital	3,901,326	—	—	—	—	1,942,973	1,958,353	—	—
本期稅項	Current taxation	112,681	—	—	—	112,681	—	—	—	—
無註明日期負債	Undated liabilities	1,407,396	—	—	—	—	—	—	1,407,396	—
負債總額	Total liabilities	81,909,654	18,117,456	40,133,782	6,002,828	6,509,292	7,780,547	1,958,353	1,407,396	
資產—負債差距	Asset — liability gap		(14,596,292)	(28,645,511)	502,356	1,594,196	27,353,333	16,738,224		

51. 金融風險管理 (續)

(c) 流動資金風險管理 (續)

(i) 根據餘下到期日劃分的資產及負債分析 (續)

		二零零六年 2006							
		總額	即時償還	1個月內	1個月以上 至3個月	3個月以上 至1年	1年以上 至5年	5年以上	無註明日期
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
其中：	Of which:	Total	Repayable on demand	Within 1 month	3 months or less but over 1 month	1 year or less but over 3 months	5 years or less but over 1 year	Over 5 years	Undated
持有的存款證	Certificate of deposits held								
— 已計入持有至 到期投資	— included in held-to-maturity investments	49,990	—	—	—	—	49,990	—	—
		49,990	—	—	—	—	49,990	—	—
債務證券	Debt securities								
— 已計入交易用途 資產	— included in trading assets	3,211,734	—	—	750	798	2,396,475	798,158	15,553
— 已計入指定為 通過損益以 反映公允價值 的金融資產	— included in financial assets designated at fair value through profit or loss	959,436	—	—	23,420	116,166	738,344	81,506	—
— 已計入可供出售 金融資產	— included in available-for-sale financial assets	4,771,960	—	—	249,809	78,385	4,117,430	326,336	—
— 已計入持有至 到期投資	— included in held-to-maturity investments	9,987,910	—	410,622	317,644	1,736,803	6,184,111	1,336,601	2,129
		18,931,040	—	410,622	591,623	1,932,152	13,436,360	2,542,601	17,682
已發行存款證	Certificate of deposits issued								
— 已計入非交易 用途已發行債務 證券	— included in non-trading debt securities issued	3,530,865	—	—	—	3,065,009	465,856	—	—
— 已計入指定為通過 損益以反映公允 價值的金融負債	— included in financial liabilities designated at fair value through profit or loss	3,726,854	—	—	—	1,429,415	2,297,439	—	—
		7,257,719	—	—	—	4,494,424	2,763,295	—	—

51. Financial Risk Management (Cont'd)

(c) Liquidity risk management (Cont'd)

(i) Analysis of assets and liabilities by remaining maturity (Cont'd)

51. 金融風險管理 (續)

(c) 流動資金風險管理 (續)

(i) 根據餘下到期日劃分的資產及負債分析 (續)

51. Financial Risk Management (Cont'd)

(c) Liquidity risk management (Cont'd)

(i) Analysis of assets and liabilities by remaining maturity (Cont'd)

		本公司 The Company							
		二零零六年 2006							
		總額	即時償還	1個月內	1個月以上 至3個月	3個月以上 至1年	1年以上 至5年	5年以上	無註明日期
		Total	Repayable	Within 1	3 months or	1 year or less	5 years or	Over 5 years	Undated
		港幣千元	on demand	month	less but over	but over 3	less but over	1 year	港幣千元
		HK\$'000	港幣千元	港幣千元	1 month	months	1 year	港幣千元	港幣千元
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
資產	Assets								
應收附屬公司款項	Amount due from subsidiaries	1,483,461	99,582	444,561	—	—	—	—	939,318
無註明日期資產	Undated assets	15,227,443	—	—	—	—	—	—	15,227,443
		16,710,904	99,582	444,561	—	—	—	—	16,166,761
負債	Liabilities								
應付附屬公司款項	Amount due to subsidiaries	260,550	—	—	—	42	260,508	—	—
無註明日期負債	Undated liabilities	42,896	—	—	—	—	—	—	42,896
		303,446	—	—	—	42	260,508	—	42,896

51. 金融風險管理 (續)

(c) 流動資金風險管理 (續)

(ii) 金融負債剩餘期限分析

以下的剩餘期限分析顯示本集團的金融負債的最早可能的合約到期日之餘下期間為準的未折現現金流量。

		本集團 The Group						
		二零零七年 2007						
				1個月以上 至3個月	3個月以上 至1年	1年以上 至5年	5年以上	
		現金流量 總額	即時償還	1個月內	3 months or less but over 1 month	1 year or less but over 3 months	5 years or less but over 1 year	5 years After 5 years
		Gross cash flows	Repayable on demand	Within 1 month	month	months	over 1 year	years
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
銀行及其他金融機構 的存款及結存	Deposits and balances of banks and other financial institutions	6,652,241	282,145	5,994,766	172,200	203,130	—	—
客戶存款	Deposits from customers	84,209,145	18,559,908	51,531,252	11,182,089	2,374,695	561,201	—
已發行存款證	Certificates of deposit issued	7,110,635	—	8,733	658,111	4,288,582	2,155,209	—
已發行債務證券	Debt securities issued	2,540,657	—	—	—	100,537	2,440,120	—
已發行可換股債券	Convertible bonds issued	7,668	—	—	—	7,668	—	—
債務資本	Loan capital	5,386,524	—	—	78,809	236,426	5,071,289	—
衍生金融工具	Derivative financial instruments	(481,768)	—	(2,660)	(16,461)	(129,410)	(332,430)	(807)
		105,425,102	18,842,053	57,532,091	12,074,748	7,081,628	9,895,389	(807)

		本集團 The Group						
		二零零六年 2006						
				1個月以上 至3個月	3個月以上 至1年	1年以上 至5年	5年以上	
		現金流量 總額	即時償還	1個月內	3 months or less but over 1 month	1 year or less but over 3 months	5 years or less but over 1 year	After 5 years
		Gross cash flows	Repayable on demand	Within 1 month	month	months	over 1 year	After 5 years
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
銀行及其他金融機構 的存款及結存	Deposits and balances of banks and other financial institutions	834,521	203,416	522,395	108,710	—	—	—
客戶存款	Deposits from customers	65,683,309	17,485,392	39,757,374	5,961,624	1,908,531	570,388	—
已發行存款證	Certificates of deposit issued	7,670,560	—	19,908	48,703	4,648,005	2,953,944	—
已發行債務證券	Debt securities issued	2,670,885	—	—	—	138,581	2,532,304	—
已發行可換股債券	Convertible bonds issued	260,528	—	—	—	260,528	—	—
債務資本	Loan capital	5,002,115	—	—	78,912	2,180,824	709,592	2,032,787
衍生金融工具	Derivative financial instruments	(267,196)	—	(1,253)	(17,548)	(71,201)	(171,644)	(5,550)
		81,854,722	17,688,808	40,298,424	6,180,401	9,065,268	6,594,584	2,027,237

51. 金融風險管理 (續)

(d) 業務操作風險管理 (續)

業務操作風險是因內部作業、人員及系統之不當與失誤，或其他外部作業與相關事件，所造成損失之風險。

本集團的董事會透過設立信貸及風險管理委員會，以便：

- 知悉其應作為獨立的風險類別加以管理的主要業務操作風險；
- 核准和定期檢討其業務操作風險管理架構；及
- 確保其高級管理層已施行業務操作風險管理的政策及程序。

本集團的高級管理層透過設立業務操作及控制委員會，以確保：

- 確保信貸及風險管理委員會核准的業務操作風險管理架構經已施行；
- 釐定中信嘉華的業務操作風險管理的組織架構；
- 給予權力，責任和匯報關係以鼓勵和維持問責；及
- 確保業務操作風險管理有適當的人力和技術支援。

風險管理部透過設立業務操作風險管理部門，以便：

- 協調中信嘉華內部的業務操作風險管理活動，並且以獨立和集中的職能管理這些風險，包括（如有必要）按照業務操作及控制委員會的授權，對業務操作風險和控制限額作出核准；
- 就業務操作風險管理和控制，設立中信嘉華整體上適用的政策和程序；及
- 確保個別業務類別和職能所用的業務操作風險評估工具和匯報系統在設計和實施方面的充足度。

51. Financial Risk Management (Cont'd)

(d) Operational risk management

Operating risk is the risk of loss resulting from inadequate or failed internal processes, people and systems or from external events.

The Group's Board of Directors through the establishment of CRMC:

- recognises the major aspects of CKWB's operational risks as a distinct risk category that should be managed;
- approves and periodically reviews CKWB's operational risk management framework; and
- ensures that CKWB's senior management is taking the necessary steps to implement the operational risk management policies, processes and procedures.

The Group's senior management, through the establishment of the Operations & Control Committee ("OCC"):

- implements the operational risk management framework approved by the CRMC;
- defines CKWB's organisational structure for operational risk management;
- assigns authority, responsibility and reporting relationships to encourage and maintain accountability; and
- ensures that sufficient human and technical resources are devoted to operational risk management.

The RMG has established the Operational Risk Management Section:

- to coordinate operational risk management activities across the Bank and to manage these risks as an independent, centralised function, including the approval of operational risk and control limits under authorities delegated by the OCC where necessary;
- to set bank-wide policies and procedures in relation to operational risk management and control; and
- to ensure adequacy of design and implementation of operational risk assessment methodology tool and reporting system within individual business lines and functional units.

51. 金融風險管理 (續)

(d) 業務操作風險管理 (續)

現時，本集團透過不同的方法管理業務操作風險，例如：

- 提升業務操作風險管理政策及精簡管理架構以確保業務操作風險可一致地確定、評估、監察和控制。
- 以一系列政策及程序架構管理重要的業務操作風險。
- 研製不同業務操作風險管理計劃，例如自我評估測試及主要風險指引以協助本行確定、評估、減低及匯報業務操作風險，並定期更新、擴展和提升。
- 每年複核及更新業務操作及技術政策和程序手冊，以確保所有程序皆經過充分的考慮和界定。
 - 制定人力資源政策和執行守則，以界定員工正確的營運工作行為並加以鼓勵，並且確保員工擁有所需的資歷和培訓。
 - 在高級管理層審批前，由各功能小組評估新產品和服務，以確保以該新產品或服務在推出前能充分得到相關員工、程序及技術上的支援。
 - 每年設定和測試重大突發事件的應變和業務延續計劃。測試事項包括如因失火或其他事項所導致的資料庫嚴重故障、業務操作地點倒塌及由市場傳聞或其他原因而引致的突然大規模擠提等。
 - 審計部定期獨立地對中信嘉華之內部監控系統作出檢討以確保系統的足夠度及有效性。審核覆蓋所有主要監控系統，並包括金融、業務和合規管理及風險管理功能。

51. Financial Risk Management (Cont'd)

(d) Operational risk management (Cont'd)

The Group currently manages its operational risks through a number of ways:

- The Operational Risk Management Policy is enhanced and the operational risk management framework is refined to ensure that operational risks are consistently and comprehensively identified, assessed, monitored and controlled.
- Material operational risk exposures are managed through a framework of policies, procedures and processes.
- Various operational risk management programs, such as self-assessment exercises and key risk indicators, for assisting the Bank in identifying, assessing, mitigating and reporting operational risk are developed. The programmes will be continuously updated, expanded and enhanced.
- Operations and technology policies and manuals are developed and reviewed annually to ensure processes are adequately considered and defined.
 - Human resources policies and practices are established to define and encourage proper staff behaviour, and to ensure that staff are qualified and trained for their roles.
 - New products and services are evaluated by various functional units before they are approved by CKWB's senior management to ensure that staff, processes, and technology can adequately support prior to launching.
 - Disaster recovery and business continuity plans are set up and tested annually for major events such as major failure of data centre caused by fire or other events; loss of operating site and sudden and massive customer withdrawal due to market rumours or other reasons.
 - The examination and evaluation of the adequacy and effectiveness of CKWB's internal control system is independently conducted by the Audit Department on an on-going basis. The audits cover all material controls, including financial, operational and compliance controls as well as risk management functions.

51. 金融風險管理 (續)

(e) 資本管理

本集團管理資本的主要目的是為了維護其持續經營的能力，從而使其能夠為股東提供回報，並為其他利益相關者提供利益。

本集團積極及定期檢討和管理其資本架構，以在維持較高槓桿比率可能帶來的高股東回報與穩健資本狀況的優點和保證之間取得平衡，並因應不同的經濟狀況為資本架構作出調整。

此外，金管局制定及監察中信嘉華整體的資本規定。為了實行當前的資本規定，金管局要求中信嘉華須維持一個總資本對總風險加權資產的設定比率。中信嘉華採用標準計算法以計算其在持倉交易盤及信貸風險加權的市場風險。銀行業務被歸類為交易賬項或銀行賬項，而風險加權資產是按照嘗試反映資產所附帶的不同風險程度和資產負債表外風險承擔的指明規定加以釐定。

除了符合監管規定外，中信嘉華管理資本的主要目的還有維護其持續經營的能力，從而使其能夠透過按風險水平為產品及服務定價以及憑藉以合理成本取得融資，繼續為股東提供回報。

中信嘉華積極及定期檢討和管理其資本架構，以在維持較高槓桿比率可能帶來的高股東回報與穩健資本狀況的優點和保證之間取得平衡，並因應不同的經濟狀況為資本架構作出調整。

按照行業慣常做法，中信嘉華以資本充足比率監管其資本架構，而於年內，除資本充足比率的計算方法有變動外，中信嘉華的資本管理政策並無重大變動。

51. Financial Risk Management (Cont'd)

(e) Capital management

The Group's primary objectives when managing capital are to safeguard the Group's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders.

The Group actively and regularly reviews and manages its capital structure to maintain a balance between the higher shareholder returns that might be possible with higher levels of borrowings and the advantages and security afforded by a sound capital position, and makes adjustments to the capital structure in light of changes in economic conditions.

Apart from the above, the HKMA sets and monitors capital requirements for CITC Ka Wah Bank Limited ("CKWB") as a whole. In implementing current capital requirements the HKMA requires CKWB to maintain a prescribed ratio of total capital to total risk-weighted assets. CKWB adopts standardised approach to calculate market risk in its trading portfolios and risk weightings for credit risk. Banking operations are categorised as either trading or banking book, and risk-weighted assets are determined according to specified requirements that seek to reflect the varying levels of risk attached to assets and off-balance sheet exposures.

In addition to meeting the regulatory requirements, the CKWB's primary objectives when managing capital are to safeguard the CKWB's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other shareholders.

CKWB actively and regularly reviews and manages its capital structure to maintain a balance between the higher shareholder returns that might otherwise be possible with greater gearing and the advantages and security afforded by a sound capital position, and makes adjustments to the capital structure in light of changes in economic conditions.

Consistent with industry practice, the CKWB monitors its capital structure on the basis of the capital adequacy ratio and there have been no material changes in the CKWB's policy on the management of capital during the year, except for a change in the calculation methodology in the capital adequacy ratios.

51. 金融風險管理 (續)

(e) 資本管理 (續)

於二零零七年十二月三十一日的資本充足比率是中信嘉華及其若干附屬公司根據金管局為監管而要求的綜合基準計算，並已遵照二零零七年一月一日生效的香港《銀行業條例》的《銀行業(資本)規則》。計算於二零零六年十二月三十一日的資本充足比率時，是根據香港《銀行業條例》附表三的要求及按照金管局頒布的「就市場風險維持充足資本」指引予以調整。因此，兩者的資本充足比率不能直接比較。

截至二零零七年及二零零六年十二月三十一日止年度，中信嘉華及其個別受監管的業務均一直遵守所有外部施加的資本規定，且有關資本規定一直遠高於最低要求。

除中信嘉華、中國國際財務有限公司(深圳)及華人財務外，本公司及其若干附屬公司均不需遵守外部施加的資本規定。

(f) 法律風險管理

本集團緊貼所有適用於其管治及營運的最新法律和監管規定，不斷致力培育員工，以及提升系統和程序，以建立警覺意識和推行必要的變動。本集團亦經常就政策和程序進行檢討。一如以往，二零零七年度本集團法律風險管理的其中一個重點，是為員工就本集團政策、程序及適用的相關法例及規則方面進行持續的培訓，這亦會是二零零八年度的工作重點。

本集團的法律及合規部在集團的運作扮演著極為重要的角色，並為各部門提供法律與合規的意見及支援。在二零零七年，法律及合規部積極參與集團推出的新產品及事務，重要的策略性交易及商業合約、外匯合約，以及為集團處理其遍及不同地域及範疇商業活動的日常事務。

51. Financial Risk Management (Cont'd)

(e) Capital management (Cont'd)

The capital adequacy ratios as at 31 December 2007 are computed on the consolidated basis of CKWB and certain of its subsidiaries as specified by the HKMA for its regulatory purposes, and are in accordance with the Banking (Capital) Rules of the Hong Kong Banking Ordinance which became effective on 1 January 2007. The capital adequacy ratios as at 31 December 2006 were computed in accordance with the Third Schedule to the Hong Kong Banking Ordinance and adjusted in accordance with the guideline on "Maintenance of Adequate Capital Against Market Risks" issued by the HKMA. Accordingly, the capital adequacy ratios of the two years are not directly comparable.

The CKWB and its individually regulated operations have complied with all externally imposed capital requirements throughout the year ended 31 December 2007 and 2006 and is well above the minimum required ratio set by the HKMA.

Except CKWB, CIFC and HKCB Finance Ltd, neither the Company nor any of its other subsidiaries are subject to externally imposed capital requirements.

(f) Legal risk management

The Group remains abreast of all legal and regulatory requirements applicable to its governance and operations, and continuously seeks to develop its people, to enhance its systems and processes to create awareness and to implement necessary change. Policies and procedures remain under constant review. Continuous training of our people in the areas of the Group's policies and procedures as well as applicable laws, rules and regulations remained key to the management of the Group's legal risks in 2007, as in previous years, and will continue to be vital in 2008.

Our Legal and Compliance Department ("LCD") has been a key partner in the business, providing legal and compliance advice and support to all parts of CKWB. In 2007, LCD was actively involved in launching new products and new business, strategically important transactions and commercial agreements, outsourcing arrangement as well as day-to-day matters arising from the business that is diverse both geographically and in scope.

51. 金融風險管理 (續)

(g) 策略及聲譽風險管理

為求與不斷變化的營運及監管環境同步並進，本集團高級管理層認為當前要務是確保能妥善制定及執行業務及營運策略，並以專業手法及按合適時機進行。本集團致力保護集團的聲譽和充分善用品牌資產。信貸及風險管理委員會定期開會，監察和管理本集團的策略及聲譽風險。

52. 公允價值資料

(a) 公允價值的估計

在可以獲得相關資料的情況下，計算公允價值的最適當方法是可觀察的市場報價。由於大部份金融工具(尤其是貸款、存款及非上市衍生工具)均沒有可觀察的市場報價，公允價值是根據多項有關各種金融工具的風險特質、折現率、未來現金流量估計、未來預期損失經驗及其他因素的方法及假設作出估計。再者，公允價值是於所給予的匯報日期所應用的理論價宜，因此只可用未來出售時實現的價值的指標。不確定性及假設的變動可嚴重影響這些估計及所產生的公允價值估計。

(b) 公允價值

除另有說明外，所有金融工具均以公允價值列賬，或以與二零零七年及二零零六年十二月三十一日的公允價值差別不大的金額列賬。

(i) 金融資產

本集團的金融資產主要包括現金、銀行，中央銀行及其他金融機構存款、客戶貸款及墊款、投資及金融衍生工具。

銀行，中央銀行及其他金融機構存款的公允價值主要按照市場利率定價，並於一年內到期。因此，賬面值與公允價值相若。

51. Financial Risk Management (Cont'd)

(g) Strategic and reputational risks management

In order to keep pace with the ever-evolving operating and regulatory environment of the Group, senior management places a high priority on ensuring that our business and operational strategies are appropriately defined and executed in a professional and time-relevant manner. Great care is taken to protect our reputation and maximise our brand equity. The CRMC of CKWB meets regularly to monitor and oversee the Group's strategic and reputational risks.

52. Fair Value Information

(a) Estimation of fair values

Where available, the most suitable measure for fair value is the quoted and observable market prices. In the absence of such quoted and observable market prices for most financial instruments, and in particular for loans, deposits and unlisted derivatives, the fair values are estimated based on a range of valuation, current market parameters methodologies and assumptions regarding risk characteristics of various financial instruments, discount rates, estimates of future cash flows, future expected loss experience and other factors. In particular, the fair value is a theoretical value applicable at a given reporting date, and hence can only be used as an indicator of the value realisable in a future sale. Changes in the uncertainties and assumptions could materially affect these estimates and the resulting fair value estimates.

(b) Fair value

All financial instruments are stated at fair value or carried at amounts not materially different from their fair values as at 31 December 2007 and 2006 unless otherwise stated.

(i) Financial assets

The Group's financial assets mainly include cash, placements with banks, central banks and other financial institutions, loans and advances to customers, investments and financial derivative instruments.

The fair values of placements with banks, central banks and other financial institutions are mainly priced at market interest rates and mature within one year. Accordingly, the carrying values approximate the fair values.

52. 公允價值資料 (續)

(b) 公允價值 (續)

(i) 金融資產 (續)

客戶貸款及墊款的公允價值經考慮有關市場利率及通常按照接近市場利率的浮動利率定價，並主要於三個月內重新定價，故相等於其賬面值。

交易用途資產、指定為通過損益以反映公允價值的證券及可供出售證券在財務報表內以公允價值列賬。於二零零六年十二月三十一日持有至到期投資的公允價值與其賬面值相若。

(ii) 金融負債

除下述者外，所有金融工具均以公允價值呈列或按照與其於二零零七年及二零零六年十二月三十一日的公允價值分別不大的數額入賬：

		二零零七年 2007		二零零六年 2006	
		賬面金額 Carrying amount 港幣千元 HK\$'000	公允價值 Fair value 港幣千元 HK\$'000	賬面金額 Carrying amount 港幣千元 HK\$'000	公允價值 Fair value 港幣千元 HK\$'000
本集團	The Group				
已發行可換股債券	Convertible bonds	7,648	9,243	247,191	408,627
債務資本	Loan capital	3,926,390	4,155,545	3,901,326	4,185,641
		3,934,038	4,164,788	4,148,517	4,594,268

53. 衍生工具

使用衍生工具作自營買賣和出售予客戶作為風險管理產品是本集團經營業務的一個重要部份。作為資產與負債管理流程的一環，這些工具也會用作管理本集團本身所承擔的市場風險。本集團所用的主要衍生工具為與利率和匯率相關的合約，主要為場外交易的衍生工具。本集團也會簽訂場內買賣的衍生工具合約。本集團大多為符合客戶的要求和作對沖及買賣用途而持有衍生工具倉盤。就會計目的而言，衍生工具均劃歸為持作買賣或持作對沖。

52. Fair Value Information (Cont'd)

(b) Fair value (Cont'd)

(i) Financial assets (Cont'd)

The fair values of loans and advances to customers, taking into account the relevant market interest rates and being mostly priced at floating rates close to the market interest rate which are mainly repriced within 3 months, equal their carrying amounts.

Trading assets, securities designated at fair value through profit or loss and available-for-sale securities are stated at fair value in the financial statements. The fair value of held-to-maturity investments approximate their carrying amounts as at 31 December 2006.

(ii) Financial liabilities

All financial liabilities are stated at fair value or carried at amounts not materially different from their fair values as at 31 December 2007 and 2006 except as follows:

53. Derivatives

The use of derivatives for proprietary trading and their sale to customers as risk management products is an integral part of the Group's business activities. These instruments are also used to manage the Group's own exposures to market risk as part of its asset and liability management process. The principal derivatives instruments used by the Group are interest and foreign exchange rate related contracts, which are primarily over-the-counter derivatives. The Group also participates in exchange traded derivatives. Most of the Group's derivatives positions have been entered into to meet customer demand and to hedge these and other trading positions. For accounting purposes, derivatives are classified as either held for trading or held for hedging.

53. 衍生工具 (續)

(a) 衍生工具的名義金額

衍生工具是指根據一項或多項相關資產或指數的價值來釐定其價值的財務合約。這些工具的名義數額代表未完成的交易額，並不代表風險數額。

以下是每類主要衍生工具的名義金額概要：

53. Derivatives (Cont'd)

(a) Notional amounts of derivatives

Derivatives refer to financial contracts whose value depends on the value of one or more underlying assets or indices. The notional amounts of these investments indicate the value of outstanding transactions and do not represent amounts at risk.

The following is a summary of the notional amounts of each significant type of derivatives entered into by the Group:

		本集團 The Group								
		二零零七年 2007				二零零六年 2006				
		與指定為通過損益以反映公允價值的金融工具一併進行管理 Managed in conjunction with financial instruments designated at fair value through profit or loss		其他 (包括持作買賣) Others (including held for trading)		與指定為通過損益以反映公允價值的金融工具一併進行管理 Managed in conjunction with financial instruments designated at fair value through profit or loss		其他 (包括持作買賣) Others (including held for trading)		
		對沖 Held for hedging	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	對沖 Held for hedging	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
		總額 Total		總額 Total		總額 Total		總額 Total		
匯率衍生工具 Currency derivatives										
遠期交易	Forwards	—	—	21,114,508	21,114,508	—	—	29,142,597	29,142,597	
掉期交易	Swaps	—	78,000	32,681,133	32,759,133	—	78,000	8,571,601	8,649,601	
買入期權	Options purchased	—	—	624,865	624,865	—	—	182,800	182,800	
賣出期權	Options written	—	—	624,865	624,865	—	—	179,579	179,579	
利率衍生工具 Interest rate derivatives										
掉期交易	Swaps	3,674,725	5,337,675	22,504,576	31,516,976	6,238,456	4,862,553	7,462,727	18,563,736	
買入期權	Options purchased	—	—	—	—	—	—	933,162	933,162	
賣出期權	Options written	—	—	—	—	—	—	933,162	933,162	
		3,674,725	5,415,675	77,549,947	86,640,347	6,238,456	4,940,553	47,405,628	58,584,637	

以上交易由本集團在外匯、利率及證券市場進行。這些衍生工具的名義金額是指仍未平倉的交易額，並非風險金額。

The above transactions are undertaken by the Group in the foreign exchange, interest rate and equity markets. The notional amounts of these instruments indicate the volume of transactions outstanding and do not represent amounts at risk.

53. 衍生工具 (續)

(b) 衍生工具的公允價值及信貸風險加權金額

53. Derivatives (Cont'd)

(b) Fair values and credit risk-weighted amounts of derivatives

		本集團 The Group					
		二零零七年 2007			二零零六年 2006		
		公允價值 資產 Fair value assets 港幣千元 HK\$'000	公允價值 負債 Fair value liabilities 港幣千元 HK\$'000	信貸風險 加權金額 Credit risk- weighted amount 港幣千元 HK\$'000	公允價值 資產 Fair value assets 港幣千元 HK\$'000	公允價值 負債 Fair value liabilities 港幣千元 HK\$'000	信貸風險 加權金額 Credit risk- weighted amount 港幣千元 HK\$'000
利率衍生工具	Interest rate derivatives	319,870	394,222	231,334	104,010	307,380	44,213
匯率衍生工具	Currency derivatives	579,672	485,468	685,435	251,081	121,268	158,912
		899,542	879,690	916,769	355,091	428,648	203,125
		(note 23) (附註23)	(note 35) (附註35)		(note 23) (附註23)	(note 35) (附註35)	

信貸風險加權金額是指按照於二零零七年一月一日生效的香港《銀行業條例》有關資本充足比率的《銀行業(資本)規則》的金額，取決於交易對手的財政狀況及到期的情況下計算。而二零零六年的信貸風險加權金額是按照根據香港《銀行業條例》附表三的要求計算。或有負債及承擔的風險加權由0%至150%不等(2006年: 0%至100%)，而匯率、利率及其他衍生工具合約則由0%至150%不等(2006年: 0%至50%)。

本集團沒有在年內訂立任何雙邊淨額結算安排，因此，上述數額是以總額列示。

The credit risk-weighted amount is the amount which has been calculated in accordance with the Banking (Capital) Rules effective on 1 January 2007 on capital adequacy and depends on the status of the counterparty and the maturity characteristics. In the year of 2006, credit risk-weighted amount referred to the amount as computed in accordance with the Third Schedule to the Hong Kong Banking Ordinance. The risk weights used range from 0% to 150% (2006: 0% to 100%) for contingent liabilities and commitments, and from 0% to 150% (2006: 0% to 50%) for exchange rate, interest rate and other derivatives contracts.

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

53. 衍生工具 (續)

(c) 指定為對沖工具的衍生工具的公允價值

以下是本集團持作對沖用途的衍生工具按產品類別劃分的公允價值概要：

		本集團 The Group			
		二零零七年 2007		二零零六年 2006	
		公允價值資產 Fair value assets 港幣千元 HK\$'000	公允價值負債 Fair value liabilities 港幣千元 HK\$'000	公允價值資產 Fair value assets 港幣千元 HK\$'000	公允價值負債 Fair value liabilities 港幣千元 HK\$'000
利率合約	Interest rate contracts	26,628	127,597	25,679	137,507

公允價值對沖主要包括用作保障若干固定利率資產或負債的公允價值因市場利率變動而出現變化的利率掉期。

53. Derivatives (Cont'd)

(c) Fair values of derivatives designated as hedging instruments

The following is a summary of the fair values of derivatives held for hedging purposes by product type entered into by the Group:

Fair value hedges are principally consisted of interest rate swaps that are used to protect against changes in the fair value of certain fixed rate assets or liabilities due to movements in the market interest rates.

(d) 衍生工具的餘下年期

下表提供本集團根據有關到期類別(按於結算日的餘下結算期間計算)劃分的衍生工具名義金額分析。

(d) Remaining life of derivatives

The following tables provide an analysis of the notional amounts of derivatives of the Group by relevant maturity grouping based on the remaining periods to settlement at the balance sheet date.

		本集團 The Group			
		二零零七年 2007 餘下年期的名義金額 Notional amounts with remaining life of			
		總額 Total 港幣千元 HK\$'000	1年或以下 1 year or less 港幣千元 HK\$'000	1年以上至5年 Over 1 year to 5 years 港幣千元 HK\$'000	5年以上 Over 5 years 港幣千元 HK\$'000
利率衍生工具	Interest rate derivatives	31,516,976	4,106,558	27,098,474	311,944
匯率衍生工具	Currency derivatives	55,123,371	51,017,338	4,106,033	—
		86,640,347	55,123,896	31,204,507	311,944

53. 衍生工具 (續)

(d) 衍生工具的餘下年期 (續)

		本集團 The Group			
		二零零六年 2006			
		餘下年期的名義金額 Notional amounts with remaining life of			
		總額 Total 港幣千元 HK\$'000	1年或以下 1 year or less 港幣千元 HK\$'000	1年以上至5年 Over 1 year to 5 years 港幣千元 HK\$'000	5年以上 Over 5 years 港幣千元 HK\$'000
利率衍生工具	Interest rate derivatives	20,430,060	5,593,283	12,348,344	2,488,433
匯率衍生工具	Currency derivatives	38,154,577	37,612,963	463,614	78,000
		58,584,637	43,206,246	12,811,958	2,566,433

53. Derivatives (Cont'd)

(d) Remaining life of derivatives (Cont'd)

54. 或有資產、負債及承擔

(a) 提供信貸的或有資產、負債及承擔

以下是每類主要或有負債及承擔的合約金額概要：

		本集團 The Group	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
直接信貸代替品	Direct credit substitutes	4,391,322	1,723,211
與交易有關的或有項目	Transaction-related contingencies	576,339	73,740
與貿易有關的或有項目	Trade-related contingencies	1,746,636	1,659,341
其他承擔：	Other commitments:		
— 銀行可無條件取消或在借款人的信貸狀況轉壞時可自動取消	— which are unconditionally cancellable or automatically cancellable due to deterioration in the creditworthiness of the borrower	15,921,154	12,915,501
— 原到期日在1年或以下	— with an original maturity of not more than 1 year	3,551,324	2,556,234
— 原到期日在1年以上	— with an original maturity of more than 1 year	3,488,150	2,938,186
		29,674,925	21,866,213
信貸風險加權金額	Credit risk-weighted amount	4,472,023	2,762,347

54. Contingent assets, liabilities and commitments

(a) Contingent assets, liabilities and commitments to extend credit

The following is a summary of the contractual amounts of each significant class of contingent liabilities and commitments:

54. 或有資產、負債及承擔 (續)

(a) 提供信貸的或有資產、負債及承擔 (續)

或有負債及承擔是與信貸相關的工具，包括存款、信用證和提供信貸的擔保及承擔。涉及的風險基本上與向客戶提供貸款融資額涉及的信貸風險相同。合約金額是指在合約全數提取後發生客戶拖欠而需承擔風險的金額。由於融資額可能在到期時仍未動用，故合約金額並非預期未來現金流量。

用於計算信貸風險加權金額的風險加權由0%至150%不等(2006年：0%至100%)。

(b) 資本承擔

於二零零七年十二月三十一日，因購入物業及設備而引起未償付而又未在財務報表內提撥準備的資本承擔如下：

54. Contingent Assets, Liabilities and Commitments (Cont'd)

(a) Contingent assets, liabilities and commitments to extend credit (Cont'd)

Contingent liabilities and commitments are credit-related instruments which include deposit placed, letters of credit, guarantees and commitments to extend credit. The risk involved is essentially the same as the credit risk involved in extending loan facilities to customers. The contractual amounts represent the amounts at risk should the contract be fully drawn upon and the client default. As the facilities may expire without being drawn upon, the contract amounts do not represent expected future cash flows.

The risk weights used in the computation of credit risk-weighted amount range from 0% to 150% (2006: 0% to 100%).

(b) Capital commitments

Capital commitments for purchase of properties and equipment outstanding at 31 December 2007 not provided for in the financial statements were as follows:

		本集團 The Group	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
已授權及訂約：	Authorised and contracted for:	3,484	8,593
已授權但未訂約：	Authorised but not contracted for:	58,100	6,983
		61,584	15,576

54. 或有資產、負債及承擔 (續)

(c) 租賃承擔

於二零零七年十二月三十一日，根據不可解除經營租賃應付的未來最低租金總額如下：

		本集團 The Group	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
物業租賃於以下期間期滿	Properties leases expiring		
1年內	Within 1 year	95,848	80,017
1年至5年	After 1 year but within 5 years	254,269	251,901
5年後	After 5 years	259,567	305,386
		609,684	637,304
設備租賃於以下期間期滿	Equipment leases expiring		
1年內	Within 1 year	4,598	4,397
1年至5年	After 1 year but within 5 years	5,032	8,591
		9,630	12,988

本集團通過經營租賃的方式租借多項物業及設備。有關物業及設備的最初租賃期一般為一至九年，可於續期時重新商定所有條款。以上租賃均不涉及或有租金。

(d) 有關法律申索的或有負債

本集團及其附屬公司並沒有牽涉任何可能對其財政狀況構成重大影響的法律行動。

55. 結算日後事項

除在其他附註列明，本集團有下列結算日後事項：

- (a) 於二零零八年二月二十二日，中信嘉華銀行(中國)有限公司(「中信嘉華(中國)」)已取得由中國銀行業監督管理委員會發出的正式批准書，以批准其成立為本集團在中國的全資附屬公司。中信嘉華(中國)預期將於二零零八年第二季展開其銀行業務。

54. Contingent Assets, Liabilities and Commitments (Cont'd)

(c) Lease commitments

At 31 December 2007, the total future minimum lease payments under non-cancellable operating leases are payable as follows:

		本集團 The Group	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
物業租賃於以下期間期滿	Properties leases expiring		
1年內	Within 1 year	95,848	80,017
1年至5年	After 1 year but within 5 years	254,269	251,901
5年後	After 5 years	259,567	305,386
		609,684	637,304
設備租賃於以下期間期滿	Equipment leases expiring		
1年內	Within 1 year	4,598	4,397
1年至5年	After 1 year but within 5 years	5,032	8,591
		9,630	12,988

The Group leases a number of properties and items of equipment under operating leases. The leases typically run for an initial period of one to nine years, with an option to renew the lease when all terms are renegotiated. None of the leases includes contingent rentals.

(d) Contingent liability in respect of legal claim

The Group and its subsidiaries are not involved in any legal actions that would be material to the financial position of the Group.

55. Post Balance Sheet Events

Other than disclosed elsewhere in these financial statements, the Group has the following post balance sheet events:

- (a) On 22 February 2008, CITIC Ka Wah Bank (China) Limited ("CKWB China") received formal approval from the China Banking Regulatory Committee for its incorporation as the Group's wholly-owned subsidiary bank in the PRC. CKWB China expects to commence its banking business in the second quarter of 2008.

55. 結算日後事項 (續)

- (b) 於二零零七年十二月三十一日，本集團所持的餘下兩項結構性投資工具 (i.e. Beta Finance Corporation 和 Five Finance Corporation) 的賬面值大約為港幣 704,000,000 元。因結構性投資工具對信貸及資本市場的延續影響自結算日後至今仍未穩定，此兩項結構性投資工具的淨資產價值截至二零零八年三月十二日已各自調低至 1.6% 和 -0.53%。因資產淨值的下跌，此兩項結構性投資工具均須向並已取用 Citibank N.A. 所提供的支持評級備用信貸。

56. 信託活動

本集團通常擔任受託人及以其他受信人身份，代表個別人士、信託、退休福利計劃及其他機構持有或存放資產。由於這些資產並非本集團的資產，故這些資產及其產生的收入不包括在本財務報表內。

57. 直接母公司及最終控權方

董事會認為，本集團於二零零七年十二月三十一日的直接母公司為在英屬維爾京群島註冊成立的 Gloryshare Investments Limited 及最終控權方為在中華人民共和國註冊成立的中國中信集團公司。

58. 會計估計及判斷

管理層編製財務報表時，需要就財務報表日的資產及負債的匯報數額及或有資產及負債的披露，以及呈報年度收入及支出的匯報數額等作出估計及假設。假設變更可能會對更改假設期間的財務報表構成重大影響。應用假設及估計表示選擇任何不同的假設均可導致本集團的匯報有差異。本集團相信所作假設屬適當，故財務報表在各重大方面均公允地呈報財政狀況及業績。

管理層曾與審核委員會討論本集團主要會計政策及估計的制定、選擇及披露原則，以及這些政策及估計的應用。

55. Post Balance Sheet Events (Cont'd)

- (b) As at 31 December 2007, the carrying amount of the remaining two SIVs (i.e. Beta Finance Corporation and Five Finance Corporation) held by the Group was approximately HK\$704 million. Uncertainties in the credit and capital market for SIVs continued subsequent to the balance sheet date, and the net assets value of these two SIVs up to 12 March 2008 had dropped to 1.6% and -0.53% respectively. As a result of the decline in the net assets value, these two SIVs were required to and had drawn on the ratings support facility provided by Citibank N.A..

56. Trust Activities

The Group commonly acts as trustees and in other fiduciary capacities that result in the holding or placing of assets on behalf of individuals, trusts, retirement benefit plans and other institutions. These assets and income arising thereon are excluded from these financial statements, as they are not assets of the Group.

57. Immediate Parent and Ultimate Controlling Party

At 31 December 2007, the directors consider the immediate parent of the Group to be Gloryshare Investments Limited, which is incorporated in British Virgin Islands, and ultimate controlling party to be CITIC Group, which is incorporated in the People's Republic of China.

58. Accounting Estimates and Judgments

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. Changes in assumptions may have a significant impact on the financial statements in the periods where the assumptions are changed. The application of assumptions and estimates means that any selection of different assumptions would cause the Group's reporting to differ. The Group believes that the assumptions that have been made are appropriate and that the financial statements therefore present the financial position and results fairly, in all material respects.

Management discussed with the Audit Committee the development, selection and disclosure of the Group's significant accounting policies and estimates and the application of these policies and estimates.

58. 會計估計及判斷 (續)

(a) 估計不可確定因素的主要來源

附註31(c)、32和46載有關於投資物業估值、商譽減值和已授予購股權公允價值的假設及風險因素。其他估計不可確定因素的主要來源如下：

(i) 減值虧損

貸款及墊款

貸款組合會定期檢討，以評估減值虧損是否存在。本集團會判斷貸款組合是否存在任何減值的客觀證據(即估計未來現金流量是否減少)。減值的客觀證據詳述於會計政策附註2(o)(i)。如管理層根據其判斷確定減值的客觀證據存在，則預期未來現金流量會根據本集團內具有類似的信貸風險特質的資產的過往損失經驗來作出估計。過往損失經驗是以目前的可觀察數據為基礎作出調整。管理層會定期檢討估計未來現金流量所採用的方法及假設，以減少損失估計及實際損失經驗之間的任何差異。

可供出售證券

當可供出售證券的公允價值大幅或持續下跌至低於其成本，本集團會確定這些投資出現減值。確定公允價值下跌至低於其成本而不能在合理時限內收回屬判斷性質，故損益可受此判斷的差異所影響。

(ii) 金融工具公允價值

公允價值估計一般屬主觀性質，是根據金融工具的特質及有關市場資料在某一特定時間作出。如情況許可，便會使用市場報價。如未能從認可證券交易所獲得市場報價，或從經紀或交易商獲得屬於非通過交易所買賣的金融工具市場報價或最新公開成交價，則公允價值以現值或其他估值法估計。結構性投資工具的公允價值是根據由投資經理所提供的淨資產值，並考慮其他之風險因素而估計。

58. Accounting Estimates and Judgments (Cont'd)

(a) Key sources of estimation uncertainty

Notes 31(c), 32 and 46 contain information about the assumptions and their risk factors relating to valuation of investment property, goodwill impairment and fair value of share options granted. Other key sources of estimation uncertainty are as follows:

(i) Impairment losses

Loans and advances

Loans portfolios are reviewed periodically to assess whether impairment losses exist. The Group makes judgments as to whether there is any objective evidence that a loan portfolio is impaired, i.e. whether there is a decrease in estimated future cash flows. Objective evidence for impairment is described in the accounting policy 2(o)(i). If management has determined, based on their judgment, that objective evidence of impairment exists, expected future cash flows are estimated based on historical loss experience for assets with credit risk characteristics similar to those of the Group. Historical loss experience is adjusted on the basis of the current observable data. Management reviews the methodology and assumptions used in estimating future cash flows regularly to reduce any difference between loss estimates and actual loss experience.

Available-for-sale securities

The Group determines that available-for-sale securities are impaired when there has been a significant or prolonged decline in the fair value below cost. The determination of when a decline in fair value below cost is not recoverable within a reasonable time period is judgmental by nature, so profit and loss could be affected by differences in this judgment.

(ii) Fair value of financial instruments

Fair value estimates are generally subjective in nature, and are made as of a specific point in time based on the characteristics of the financial instruments and relevant market information. Where available, quoted market prices are used. If a quoted price is not available on a recognised stock exchange or from a broker or dealer for non-exchange traded financial instruments or from a readily available latest trading price, the fair value is estimated using present value or other valuation techniques using current market parameters. The fair value of structured investment vehicles (SIVs) is based on their net assets value provided by investment managers and has taken into consideration of other risk factors.

58. 會計估計及判斷 (續)

(a) 估計不可確定因素的主要來源 (續)

(ii) 金融工具公允價值 (續)

所有估值模式均在用作財務匯報基準前被核實。本集團盡可能將模式所得估值與類似金融工具的報價作比較，及在實現後與實際價值作比較，以進一步核實及調整模式。

這些技術涉及不確定性，並會大受有關各種金融工具的風險特質、折現率、未來現金流量估計、未來預期損失經驗及其他因素所用的假設及所作的判斷影響。假設變動可嚴重影響這些估計及所產生的公允價值。所得公允價值估計未必可用獨立市場的比較來證明，而在許多情況下，可在立即出售工具時實現。

(b) 應用本集團會計政策時所作的重大會計判斷

應用本集團會計政策時所作的若干重大會計判斷描述如下。

持有至到期投資

本集團將具有固定或可確定付款金額及固定期限，而且本集團有明確意向和能力持有至到期的非衍生金融資產，劃歸為持有至到期投資。本集團會在作出此判斷時，評估其持有這些投資至到期日的意向和能力。如本集團未能持有這些投資至到期日（若干特別情況除外），由於該類別被視為受到滲雜，故本集團須將整個持有至到期投資組合重新劃歸為可供出售。

這會導致持有至到期投資以公允價值計量，而非按攤銷成本計量。

58. Accounting Estimates and Judgments (Cont'd)

(a) Key sources of estimation uncertainty (Cont'd)

(ii) Fair value of financial instruments (Cont'd)

All valuation models are validated before they are used as a basis for financial reporting. Wherever possible, the Group compares valuations derived from models with quoted prices of similar financial instruments, and with actual values when realised, in order to further validate and calibrate the models.

These techniques involve uncertainties and are materially affected by the assumptions used and judgments made regarding risk characteristics of various financial instruments, discount rate, estimates of future cash flows, future expected loss experience and other factors. Changes in assumptions could materially affect these estimates and the resulting fair values. Derived fair value estimates cannot necessarily be substantiated by comparison to independent markets and, in many cases, could be realised in an immediate sale of the instruments.

(b) Critical accounting judgments in applying the Group's accounting policies

Certain critical accounting judgments in applying the Group's accounting policies are described below:

Held-to-maturity investments

The Group classifies non-derivative financial assets with fixed or determinable payments and fixed maturity and where the Group has a positive intention and ability to hold to maturity as held-to-maturity investments. In making this judgment, the Group evaluates its intention and ability to hold such investments till maturity. If the Group fails to hold these investments to maturity other than for certain specific circumstances, the Group will have to reclassify the entire portfolio of held-to-maturity investments as available-for-sale, as such class is deemed to have been tainted.

This would result in held-to-maturity investments being measured at fair value instead of at amortised cost.

59. 已頒佈但於截至二零零七年十二月三十一日止年度尚未實施的修訂、新準則及詮釋的可能影響

截至本財務報表刊發日，香港會計師公會已頒佈多項修訂、新準則和詮釋，但這些修訂、新準則和詮釋在截至二零零七年十二月三十一日止年度尚未實施，亦沒有在本財務報表內採納。

本集團正在評估這些修訂、新準則和新詮釋對首次採納期間的影響。到目前為止，本集團相信採納這些修訂、新準則和新詮釋對本集團的經營業績和財政狀況應該不會有重大的影響。

此外，以下的發展可能引致在賬項中作出全新或新修訂的披露。

	由會計期開始或 以後起生效
— 香港(國際財務報告準則詮釋委員會)詮釋第13條—「客戶忠誠方案」	2008年7月1日
— 修訂《香港財務報告準則》第2號—「以股份償付之款項—授予條款及取消」	2009年1月1日
— 《香港財務報告準則》第8號—「營運分部」	2009年1月1日
— 修訂《香港會計準則》第1號—「財務報表之呈報」	2009年1月1日
— 修訂《香港會計準則》第23號—「借款成本」	2009年1月1日

60. 比較數字

由於採納《香港財務報告準則》第7號—「金融工具：披露」和《香港會計準則》第1號修訂—「財務報表的列報：資本披露」，以及因遵守《銀行業(披露)規則》，故若干比較數字已作出調整，以符合本年度的披露變動，並獨立顯示二零零七年首次披露的項目的比較數額。

於附註19所披露之分部匯報之比較數字已為符合本年度列報要求而重報。因應收聯營公司款項已重新分類為聯營公司權益，其他賬項之比較數字已作出重報以本符合本年度之列報。詳情已於附註25及附註30披露。

61. 財務報表核准

本財務報表已於二零零八年三月二十七日獲董事會核准並授權發佈。

59. Possible Impact of Amendments, New Standards and Interpretations Issued but not yet Effective for the Year ended 31 December 2007

Up to the date of issue of the financial statements, the HKICPA has issued a number of amendments, new standards and interpretations, which are not yet effective for the year ended 31 December 2007 and which have not been adopted in these financial statements.

The Group is in the process of making an assessment of what the impact of these amendments, new standards, new interpretations is expected to be in the period of initial application. So far it has concluded that the adoption of them is unlikely to have a significant impact on the Group's results of operations and financial position.

In addition, the following developments may result in new or amended disclosures in the accounts:

	Effective for accounting periods beginning on or after
— HK(IFRIC) 13 — Customer Loyalty Programmes	1 July 2008
— Amendments to HKFRS 2 — Share-based Payment — Vesting Conditions and Cancellations	1 January 2009
— HKFRS 8 — Operating Segments	1 January 2009
— Revised HKAS 1 — Presentation of Financial Statements:	1 January 2009
— HKAS 23 (Revised) — Borrowing Costs	1 January 2009

60. Comparative Figures

As a result of adopting HKFRS 7, Financial instruments: Disclosures, the amendments to HKAS 1, *Presentation of financial statements: Capital disclosures*, and complying with the Banking (Disclosure) Rules, certain comparative figures have been adjusted to conform with changes in disclosures in the current year and to show separately comparative amounts in respect of items disclosed for the first time in 2007.

The comparative figures of segment reporting as disclosed in note 19 have been restated to conform with current year's presentation. The comparative figures of other accounts have been restated to conform with current year's presentation due to reclassification of amounts due from an associate to interest in associates. Further details of these changes are disclosed in note 25 and note 30.

61. Approval of Financial Statements

The financial statements were approved and authorised for issue by the Board of Directors on 27 March 2008.

未經審核補充財務資料

Unaudited Supplementary Financial Information

(除特別列明外，以港幣為單位)

(Expressed in Hong Kong dollars unless otherwise indicated)

(A) 分部資料

按地區劃分

(A) Segmental Information

By geographical areas

		本集團 The Group				
		二零零七年 2007				
		稅前溢利 Profit before taxation 港幣千元 HK\$'000	總資產 Total assets 港幣千元 HK\$'000	總負債 Total liabilities 港幣千元 HK\$'000	經營收入 Operating income 港幣千元 HK\$'000	或有負債 及承擔 Contingent liabilities and commitments 港幣千元 HK\$'000
香港	Hong Kong	179,295	111,828,224	103,640,515	1,064,097	26,570,652
中國	Mainland China	1,389,396	24,079,621	5,322,139	108,609	689,495
美國	USA	61,111	1,960,169	1,778,777	72,994	618,920
其他	Others	215,677	1,757,310	1,736,415	28,643	1,795,858
分部間項目	Inter-segment items	7,198	(7,240,297)	(6,576,398)	(211)	—
		1,852,677	132,385,027	105,901,448	1,274,132	29,674,925

		本集團 The Group				
		二零零六年 2006				
		稅前溢利 Profit before taxation 港幣千元 HK\$'000	總資產 Total assets 港幣千元 HK\$'000	總負債 Total liabilities 港幣千元 HK\$'000	經營收入 Operating income 港幣千元 HK\$'000	或有負債 及承擔 Contingent liabilities and commitments 港幣千元 HK\$'000
香港	Hong Kong	1,250,142	90,309,891	81,395,717	2,106,118	19,449,537
中國	Mainland China	42,798	13,043,465	2,890,442	70,394	140,346
美國	USA	33,199	1,792,687	1,670,814	70,019	896,550
其他	Others	7,505	2,789,290	2,783,338	13,261	1,379,780
分部間項目	Inter-segment items	—	(5,793,608)	(6,830,657)	—	—
		1,333,644	102,141,725	81,909,654	2,259,792	21,866,213

上述地區分析是根據附屬公司，附屬公司的分行或聯營公司的主要業務所在地予以劃分。

The above geographical analysis is classified by the location of the principal operations of the subsidiaries, branches of its subsidiary or associates.

(A) 分部資料 (續)

按地區劃分 (續)

		本集團 The Group				
		二零零七年 2007				
		客戶貸款 及墊款 Loans and advances to customers 港幣千元 HK\$'000	逾期貸款 及墊款 Overdue loans and advances 港幣千元 HK\$'000	減值貸款 及墊款 Impaired loans and advances 港幣千元 HK\$'000	個別減值 準備 Individual impairment allowances 港幣千元 HK\$'000	綜合減值 準備 Collective impairment allowances 港幣千元 HK\$'000
香港	Hong Kong	46,888,980	183,628	254,867	29,969	142,348
中國	Mainland China	11,397,494	502,346	502,345	40,914	55,616
美國	USA	1,787,427	—	—	—	1,618
其他	Others	5,759,529	51,034	—	—	23,958
		65,833,430	737,008	757,212	70,883	223,540

		本集團 The Group				
		二零零六年 2006				
		客戶貸款 及墊款 Loans and advances to customers 港幣千元 HK\$'000	逾期貸款 及墊款 Overdue loans and advances 港幣千元 HK\$'000	減值貸款 及墊款 Impaired loans and advances 港幣千元 HK\$'000	個別減值 準備 Individual impairment allowances 港幣千元 HK\$'000	綜合減值 準備 Collective impairment allowances 港幣千元 HK\$'000
香港	Hong Kong	39,910,144	197,448	184,848	40,036	162,393
中國	Mainland China	6,703,093	469,794	469,794	30,034	43,609
美國	USA	1,429,400	—	—	—	28,846
其他	Others	2,642,713	191,997	191,997	6,290	18,318
		50,685,350	859,239	846,639	76,360	253,166

上述地區分析已按交易對手的所在地劃分，並已考慮風險轉移。由與交易對手不同的國家的一方作出擔保的債權風險將轉至擔保方的國家賬項中。

逾期貸款及墊款是指逾期超過三個月的貸款。

減值貸款及墊款主要是個別出現客觀減值證據而須個別評估的貸款。

(A) Segmental Information (Cont'd)

By geographical areas (Cont'd)

The above geographical analysis is classified by the location of the counterparties after taking into account the transfer of risk. For a claim guaranteed by a party situated in a country different from the counterparty, risk will be transferred to the country of the guarantor.

Overdue loans and advances are loans that have been overdue more than three months.

Impaired loans and advances are individually assessed loans which exhibit objective evidence of impairment on an individual basis.

(B) 按行業進一步分析的客戶貸款及墊款

客戶貸款及墊款是按抵押品、逾期金額及減值準備作出分析。按經濟行業進行的分析是以金管局所採用的分類及定義為準。

(B) Further Analysis on Loans and Advances to Customers by Industry Sectors

Loans and advances to customers analysed by the coverage of collateral, overdue amount and the impairment allowance is as follows. The economic sector analysis is based on the categories and definitions used by the HKMA.

		本集團 The Group			
		二零零七年 2007		二零零六年 2006	
		貸款及 墊款總額 Gross loans and advances 港幣千元 HK\$'000	有抵押貸款 及墊款總額 百分率 % of gross loans and advances covered by collateral	貸款及 墊款總額 Gross loans and advances 港幣千元 HK\$'000	有抵押貸款 及墊款總額 百分率 % of gross loans and advances covered by collateral
工商及金融	Industrial, commercial and financial				
— 物業發展	— Property development	207,000	—	205,155	—
— 物業投資	— Property investment	7,740,669	98	5,370,620	97
— 金融企業	— Financial concerns	5,061,032	36	3,315,125	43
— 股票經紀	— Stockbrokers	181,000	6	50,000	—
— 批發及零售業	— Wholesale and retail trade	3,383,895	54	2,885,044	51
— 製造業	— Manufacturing	5,833,965	24	3,370,282	27
— 運輸及運輸設備	— Transport and transport equipment	3,394,165	81	3,467,330	71
— 娛樂活動	— Recreational activities	100,800	99	143,763	30
— 資訊科技	— Information technology	1,122	80	52,082	99
— 其他	— Others	3,332,366	60	2,468,601	70
個人	Individuals				
— 購買居者有其屋計劃、私人機構參建居屋計劃及租者置其屋計劃的樓宇貸款	— Loans for the purchase of flats under the Home Ownership Scheme, Private Sector Participation Scheme and Tenants Purchase Scheme	34,963	100	16,054	100
— 購買其他住宅物業貸款	— Loans for the purchase of other residential properties	11,284,553	99	11,446,698	99
— 信用卡墊款	— Credit card advances	506,775	—	535,293	—
— 其他	— Others	2,401,149	83	1,693,327	79
在香港使用的貸款及墊款總額	Gross loans and advances for use in Hong Kong	43,463,454	70	35,019,374	74
貿易融資	Trade finance	4,467,495	38	3,508,201	40
在香港境外使用的貸款及墊款總額	Gross loans and advances for use outside Hong Kong	17,902,481	42	12,157,775	59
客戶貸款及墊款總額	Gross loans and advances to customers	65,833,430	61	50,685,350	68

(B) 按行業進一步分析的客戶貸款及墊款 (續)

佔客戶貸款及墊款總額百份之十或以上，並按個別貸款用途分類的減值貸款及墊款分析如下：

(B) Further Analysis on Loans and Advances to Customers by Industry Sectors (Cont'd)

The analysis of impaired loans and advances of the individual loan usage category, which accounted for 10% or more of the gross loans and advances to customers, is as follows:

		本集團 The Group				
		二零零七年 2007				
		逾期貸款 及墊款 Overdue loans and advances 港幣千元 HK\$'000	個別評估 及減值準備 Individual impairment allowance 港幣千元 HK\$'000	綜合評估 及減值準備 Collective impairment allowances 港幣千元 HK\$'000	已減值貸 款及墊款 Impaired loans and advances 港幣千元 HK\$'000	在收益表 列支的 減值損失 Impairment charged to income statement during the year 港幣千元 HK\$'000
物業投資	Property investment	63,650	3,059	7,486	21,931	—
購買其他住宅物業貸款及 墊款	Loans and advances for the purchase of other residential properties	7,238	1,944	4,470	13,927	1,378
在香港境外使用的貸款及 墊款總額	Gross loans and advances for use outside Hong Kong	582,837	52,846	63,886	532,931	16,197
		653,725	57,849	75,842	568,789	17,575
		本集團 The Group				
		二零零六年 2006				
		逾期貸款 及墊款 Overdue loans and advances 港幣千元 HK\$'000	個別評估 及減值準備 Individual impairment allowance 港幣千元 HK\$'000	綜合評估 及減值準備 Collective impairment allowances 港幣千元 HK\$'000	已減值貸 款及墊款 Impaired loans and advances 港幣千元 HK\$'000	在收益表 列支的 減值損失 Impairment charged to income statement during the year 港幣千元 HK\$'000
物業投資	Property investment	43,956	3,060	9,220	3,060	—
購買其他住宅物業貸款及 墊款	Loans and advances for the purchase of other residential properties	15,688	616	15,743	20,042	531
在香港境外使用的貸款及 墊款總額	Gross loans and advances for use outside Hong Kong	686,565	45,398	84,309	692,867	14,656
		746,209	49,074	109,272	715,969	15,187

(C) 逾期資產

(i) 逾期客戶貸款及墊款

(C) Overdue Assets

(i) Overdue loans and advances to customers

		本集團 The Group			
		二零零七年 2007		二零零六年 2006	
		港幣千元 HK\$'000	客戶貸款及 墊款百分率 % on total loans and advances to customers	港幣千元 HK\$'000	客戶貸款及 墊款百分率 % on total loans and advances to customers
貸款及墊款總額	The gross amount of loans and advances has been overdue for periods of:				
已逾期達：					
— 3個月以上至6個月	— 6 months or less but over 3 months	100,158	0.15	36,759	0.07
— 6個月以上至1年	— 1 year or less but over 6 months	55,274	0.08	258,965	0.51
— 1年以上	— over 1 year	581,576	0.88	563,515	1.11
		737,008	1.11	859,239	1.69
有抵押逾期貸款及墊款	Secured overdue loans and advances	679,136		767,533	
無抵押逾期貸款及墊款	Unsecured overdue loans and advances	57,872		91,706	
		737,008		859,239	
持有有抵押逾期貸款及墊款抵押品的市值	Market value of collateral held against the secured overdue loans and advances	982,533		1,179,363	
個別減值準備	Individual impairment allowances made	61,491		70,702	

有明確到期日之貸款及墊款，若其本金或利息已逾期，並於年結日仍未償還，則列作逾期處理。即時到期之貸款，若已向借款人送達還款通知，但借款人未按指示還款，及／或貸款已超出借款人獲通知的批准限額，而此情況持續超過上述逾期期限，亦列作逾期處理。

Loans and advances with a specific repayment date are classified as overdue when the principal or interest is overdue and remains unpaid at the year end, loans repayable on demand are classified as overdue either when a demand for repayment has been served on the borrower but repayment has not been made in accordance with the demand notice, and / or when the loans have remained continuously outside the approved limit advised to the borrower for more than the overdue period in question.

(C) 逾期資產 (續)**(i) 逾期客戶貸款及墊款 (續)**

持有逾期貸款及墊款之抵押品主要為房地產物業。合格抵押品須符合下列條件：

- (a) 該資產的市值是可即時決定或可合理地確立及證實；
- (b) 該資產可於市場出售及有二手市場可即時將該資產出售；
- (c) 中信嘉華可在沒有障礙的情況下按法律行使收回資產的權利；及
- (d) 中信嘉華在有需要時可對該資產行使控制權。

「合格抵押品」之主要種類為「合格實質抵押品」，主要包括房地產物業。

於二零零七年十二月三十一日及二零零六年十二月三十一日，本集團並無逾期超過三個月之銀行及其他金融機構墊款。

(ii) 其他逾期資產**(C) Overdue Assets (Cont'd)****(i) Overdue loans and advances to customers (Cont'd)**

Majority of collateral held in respect of the overdue loans and advances is real estate properties. The eligible collateral should generally satisfy the following:

- (a) The market value of the asset is readily determinable or can be reasonably established and verified;
- (b) The asset is marketable and there exists a readily available secondary market for disposing of the asset;
- (c) CKWB's right to repossess the asset is legally enforceable and without impediment; and
- (d) CKWB is able to secure control over the asset if necessary.

The main types of "Eligible Collateral" is "Eligible Physical Collateral" mainly comprises real estate.

There were no advances to banks and other financial institutions which were overdue for over 3 months as at 31 December 2007 and 31 December 2006.

(ii) Other overdue assets

		本集團 The Group	
		二零零七年 2007 港幣千元 HK\$'000	二零零六年 2006 港幣千元 HK\$'000
貿易票據總額已逾期達： — 1年以上	The gross amount of trade bills which has been overdue for: — over 1 year	—	1,198
可供出售證券已逾期達： — 1年以上	Available-for-sale securities which have been overdue for: — over 1 year	15,597	—
持有至到期投資已逾期達： — 1年以上	Held-to-maturity investments which have been overdue for: — over 1 year	—	15,553

(D) 經重組貸款

(D) Rescheduled Loans

		本集團 The Group			
		二零零七年 2007		二零零六年 2006	
		港幣千元 HK\$'000	佔客戶貸款 及墊款總額 百分率 % on total loans and advances to customers	港幣千元 HK\$'000	佔客戶貸款 及墊款總額 百分率 % on total loans and advances to customers
經重組貸款	Rescheduled loans	15,970	0.02	16,393	0.03

經重組貸款是指借款人因為財政困難或無能力如期還款而經雙方同意達成重組還款計劃的墊款，這些經修訂的還款條件對本集團而言並非一般商業條款。客戶重組貸款已扣除其後逾期超過三個月並於附註(C)匯報的逾期墊款。

Rescheduled loans are those advances which have been restructured or renegotiated because of a deterioration in the financial position of the borrower, or the inability of the borrower to meet the original repayment schedule and for which the revised repayment terms are non-commercial to the Group. Rescheduled loans to customers are stated net of any advances that have subsequently become overdue for over 3 months and reported as overdue advances in note (C).

於二零零七年十二月三十一日及二零零六年十二月三十一日，本集團並無已重組的銀行及其他金融機構墊款。

There were no advances to banks and other financial institutions which were rescheduled as at 31 December 2007 and 31 December 2006.

(E) 取回資產

(E) Repossessed Assets

		本集團 The Group	
		二零零七年 2007	二零零六年 2006
		港幣千元 HK\$'000	港幣千元 HK\$'000
已計入客戶貸款及墊款及其他賬項中	Included in loans and advances to customers and other accounts	37,773	176,216

此數額為於二零零七年十二月三十一日及二零零六年十二月三十一日之收回資產的估計市值。

The amount represents the estimated market value of the repossessed assets as at 31 December 2007 and 31 December 2006.

(F) 跨境債權

跨境債權是資產負債表上呈示考慮風險轉移後按交易對手所在地計算的交易對手風險。由與交易對手不同的國家的一方作出擔保的債權風險將轉至擔保方的國家賬項中。銀行或其他金融機構分行的債權風險則轉至其總部所在國家的賬項中。轉移風險後達總跨境債權10%或以上的個別國家或地區債權如下：

(F) Cross-border Claims

Cross-border claims are on-balance sheet exposures of counterparties based on the location of the counterparties after taking into account the transfer of risk. For a claim guaranteed by a party situated in a country different from the counterparty, risk will be transferred to the country of the guarantor. For a claim on the branch of a bank or other financial institution, the risk will be transferred to the country where its head office is situated. Claims on individual countries or areas, after risk transfer, amounting to 10% or more of the aggregate cross-border claims are shown as follows:

		二零零七年 2007			
		銀行及 其他金融機構 Banks and other financial institutions 港幣千元 HK\$'000	公營機構 Public sector entities 港幣千元 HK\$'000	其他 Others 港幣千元 HK\$'000	總額 Total 港幣千元 HK\$'000
香港以外亞太區	Asia and Pacific excluding Hong Kong	12,793,868	112,353	14,251,739	27,157,960
其中澳洲	of which Australia	4,620,357	1,212	352,456	4,974,025
其中中國	of which Mainland China	4,976,665	109,598	10,889,775	15,976,038
加勒比海	Caribbean	—	—	3,256,767	3,256,767
其中百慕達	of which Bermuda	—	—	482,910	482,910
其中開曼群島	of which Cayman Islands	—	—	2,185,974	2,185,974
其中英屬維爾京群島	of which British Virgin Islands	—	—	587,884	587,884
西歐	Western Europe	15,516,696	2,451	2,946,157	18,465,304
其中法國	of which France	1,746,454	—	791,162	2,537,616
其中德國	of which Germany	3,394,903	—	2,287	3,397,190
其中荷蘭	of which Netherlands	1,593,567	—	886,191	2,479,758
其中英國	of which United Kingdom	3,789,650	402	566,492	4,356,544

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2006

		銀行及 其他金融機構 Banks and other financial institutions 港幣千元 HK\$'000	公營機構 Public sector entities 港幣千元 HK\$'000	其他 Others 港幣千元 HK\$'000	總額 Total 港幣千元 HK\$'000
香港以外亞太區	Asia and Pacific excluding Hong Kong	8,531,581	93,794	8,001,926	16,627,301
其中澳洲	of which Australia	2,607,386	649	17,401	2,625,436
其中中國	of which Mainland China	2,667,315	92,325	6,604,283	9,363,923
加勒比海	Caribbean	—	—	4,611,483	4,611,483
其中百慕達	of which Bermuda	—	—	840,479	840,479
其中開曼群島	of which Cayman Islands	—	—	3,450,214	3,450,214
其中英屬維爾京群島	of which British Virgin Islands	—	—	320,789	320,789
西歐	Western Europe	10,491,879	1,880	4,138,607	14,632,366
其中法國	of which France	705,617	—	818,122	1,523,739
其中德國	of which Germany	1,785,231	—	3,963	1,789,194
其中荷蘭	of which Netherlands	912,490	—	828,935	1,741,425
其中英國	of which United Kingdom	2,933,954	734	1,036,088	3,970,776

(G) 對中國內地非銀行對手方的風險承擔

中國內地非銀行對手風險承擔是指在中國內地與非銀行對手交易所產生之風險承擔。以下項目是根據《銀行業條例》第63章由中信嘉華銀行有限公司(「中信嘉華」)提交予金管局的中國內地非銀行對手風險承擔作出分類。

(G) Non-bank Mainland China Exposures

Non-bank Mainland China exposures are the Mainland China exposures to non-bank counterparties. The categories follow the non-bank Mainland China exposures submitted by CITIC Ka Wah Bank Limited (“CKWB”) to the HKMA pursuant to section 63 of the Hong Kong Banking Ordinance.

		二零零七年 2007			個別評估 減值 Individual impairment allowances 港幣千元 HK\$'000
		資產負債表 內風險承擔 On-balance sheet exposure 港幣千元 HK\$'000	資產負債表 外風險承擔 Off-balance sheet exposure 港幣千元 HK\$'000	總額 Total 港幣千元 HK\$'000	
中國內地實體 信貸是用於國內的 非內地借款公司 及個人	Mainland China entities Companies and individuals outside Mainland China where the credit is granted for use in Mainland China	14,800,862	5,346,463	20,147,325	37,836
		13,212,306	6,549,817	19,762,123	10,520
		28,013,168	11,896,280	39,909,448	48,356

		二零零六年 2006			個別評估 減值 Individual impairment allowances 港幣千元 HK\$'000
		資產負債表 內風險承擔 On-balance sheet exposure 港幣千元 HK\$'000	資產負債表 外風險承擔 Off-balance sheet exposure 港幣千元 HK\$'000	總額 Total 港幣千元 HK\$'000	
中國內地實體 信貸是用於國內的 非內地借款公司 及個人	Mainland China entities Companies and individuals outside Mainland China where the credit is granted for use in Mainland China	11,313,971	3,374,338	14,688,309	28,427
		9,885,249	4,795,268	14,680,517	34,547
		21,199,220	8,169,606	29,368,826	62,974

(H) 企業管治

本集團致力於保持高企業管治水平，在本年度內及在所有重要的事項上均符合金管局頒佈的監管政策手冊內「本地註冊認可機構的企業管治」部份所載的規定。

(H) Corporate Governance

The Group is committed to high standards of corporate governance and has complied, in all material respects, throughout the year with the module on “Corporate Governance of Locally Incorporated Authorised Institutions” issued by the HKMA.

(I) 董事委員會

本公司董事會已設立以下委員會：

審核委員會

該委員會為獨立機構，協助董事會監察本公司是否符合各項政策、程序以及內部及法定規定；並協助董事會獨立檢討本集團的財務匯報流程及內部控制制度的有效性。該委員會由本公司四名董事組成，其中三名為獨立非執行董事。

提名及薪酬委員會

該委員會為董事會物色及提名合適人選，以委任為本公司董事、行政總裁、替任行政總裁及董事總經理，並協助董事會檢討及批准有關本公司高級行政人員的委任或離任、薪酬或賠償及繼任安排事宜的政策和機制。該委員會由本公司六名董事組成，當中包括一名獨立非執行董事及一名非執行董事。

除上述委員會外，本公司的全資附屬公司—中信嘉華銀行有限公司（「中信嘉華」）的董事會也設立了以下三個委員會：

(i) 審核委員會

該委員會為獨立機構，協助董事會監察中信嘉華是否符合各項政策、程序以及內部及法定規定；並協助董事會獨立檢討本集團的財務匯報流程及內部控制制度的有效性。該委員會由本公司四名董事組成，其中三名為獨立非執行董事。

(I) Board Committees

The Board of Directors of the Company has established the following committees:

Audit Committee

The committee, being an independent body, assists the Board of Directors in monitoring compliance with the policies, procedures, and internal and statutory regulations. It also assists the Board of Directors in providing independent review of the effectiveness of the Group's financial reporting process and internal control systems. The committee comprises four Directors of the Company, three of which are Independent Non-executive Directors.

Nomination and Remuneration Committee

The committee identifies and nominates candidates to the Board of Directors for appointment as Directors, Chief Executive Officer, Alternate Chief Executive Officer and Managing Directors of the Company. It also assists the Board of Directors in reviewing and approving the policies and mechanism in relation to the appointment or termination of, remuneration or compensation to, and the succession plans for the senior executives of the Company. The committee comprises six Directors of the Company, including an Independent Non-executive Director and a Non-executive Director.

Apart from the above committees, the following three committees were established under the Board of Directors of CITIC Ka Wah Bank Limited ("CKWB") which is a major wholly-owned subsidiary of the Company:

(i) Audit Committee

The committee, being an independent body, assists the Board of Directors of CKWB in monitoring compliance with the policies, procedures, and internal and statutory regulations. It also assists the Board in providing independent review of the effectiveness of CKWB's financial reporting process and internal control systems. The committee comprises four Directors of CKWB, three of which are Independent Non-executive Directors.

(I) 董事委員會 (續)

(ii) 高層人事委員會

該委員會監督中信嘉華的高級行政人員的聘任及離任、薪酬及繼任計劃，也協助中信嘉華董事會挑選及引薦填補董事會空缺的人選。該委員會由中信嘉華五名董事組成。

(iii) 信貸及風險管理委員會

該委員會監督中信嘉華的風險管理策略、政策及機制。有關的風險主要包括信貸、市場、利率、資金流動性、營運、信譽、法律及策略性風險。該委員會通過中信嘉華管理層面的多個委員會監督中信嘉華的風險管理工作，包括信貸委員會、不良貸款委員會、資產及負債委員會以及營運及監控委員會。該委員會由中信嘉華五名董事組成。

資產及負債委員會負責制定及維持有關橫跨中信嘉華銀行業務的資產負債表結構、市場風險、融資及流動資金管理的整體風險管理架構，並負責審核有關政策及指引。委員會成員包括行政總裁、財務總監、司庫、信貸主管、風險主管和負責存款業務的主管。委員會每隔一週舉行會議，並在情況需要時更頻密地開會。

(I) Board Committees (Cont'd)

(ii) Executive Personnel Committee

The committee provides oversight of the appointment and removal, remuneration, and succession plan of CKWB's senior executives. It also assists the Board of Directors of CKWB in selecting and recommending candidates for vacancy on the Board of Directors of CKWB. The committee comprises five Directors of CKWB.

(iii) Credit & Risk Management Committee

The committee oversees CKWB's risk management strategy, policies and mechanism. The risks concerned primarily include credit, market, interest rate, liquidity, operational, reputation, legal and strategic risks. The committee carries out its oversight function on CKWB's risk management through various committees at the CKWB's management level, including: Credit Committee, Non Performing Loan Committee ("NPL Committee"), Asset and Liability Committee ("ALCO") and Operations and Control Committee. The committee comprises five Directors of CKWB.

The ALCO is responsible for the implementation and maintenance of the overall risk management framework relating to balance sheet structure, market risks, funding and liquidity management across the CKWB's banking business. It approves policy and guidelines. The committee comprises the chief executives, the chief financial officer, the treasurer, the chief credit and risk officer, the chief operating officer and the officer in charge of deposit taking. It meets every alternate week and more often when conditions require.

香港中環添美道一號
中信大廈二十七樓二零一至九室
Suites 2701-9, 27th Floor, CITIC Tower,
1 Tim Mei Avenue, Central, Hong Kong
電話 Tel : (852) 3607 3000
傳真 Fax : (852) 2525 3303
www.citicfh.com