

with Vision & Foresight

高
瞻
遠
矚





刺繡是中國一項源遠流長的藝術。許多精緻的刺繡品是那麼美麗、細緻、工巧，往往經年累月才能完成。要掌握這種精巧的藝術，需要胸中有物、敢於創新、精心設計、巧手穿引。同樣，這些素質令本公司卓爾不羣。我們的目標是繼往開來，以高瞻遠矚精益求精之睿智，在香港和內地構建更大的成功。

Embroidery is a long established art form in China. Many of the more intricate items were so beautifully, carefully and finely worked, that they often took several years to complete. Mastering this delicate art requires vision and creativity, careful design as well as meticulous execution. Similarly, these qualities distinguish our company. Our aim is to forge ahead into the future – with vision and foresight, precise planning and total commitment – to ever greater success, both in Hong Kong and on the mainland.

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公司簡介

CORPORATE PROFILE

恒隆集團有限公司

(股份代號：10)是香港最具資歷的上市公司之一，在物業發展市場擁有近五十年經驗。透過附屬公司恒隆地產有限公司(股份代號：101)，集團在香港和中國內地享有尊崇地位，被公認為一家重視質量的頂級物業發展商。

集團的香港業務包括發展物業供銷售和租賃。旗下物業組合龐大，包括住宅、寫字樓及大型商場物業，均以精心策劃及地點優越而著稱。

集團早於九十年代初進入中國內地物業市場，當時的首項投資奠定了集團日後在中國內地的業務發展方向。集團在中國內地的策略是在主要城市的黃金地段，發展最優質的物業。集團現時在上海擁有兩項大型投資物業，包括集商場、寫字樓和住宅於一身的港匯廣場，以及集商場和寫字樓於一身的恒隆廣場，並正以上海項目的成功為基礎，在天津、瀋陽、無錫和濟南等其他主要城市，發展同類的物業項目。

我們不僅繼續在中國內地擴展業務，亦會在香港本土市場的物業組合作出投資，並矢志成為該兩個市場內最出類拔萃的物業發展商。

Hang Lung Group Limited

(stock code: 10) is one of the most established listed companies in Hong Kong with almost 50 years of experience in the property development market. Through its subsidiary – Hang Lung Properties Limited (stock code: 101) – the Group is a top tier property developer in Hong Kong and mainland China, with a recognised commitment to quality.

The Group's business in Hong Kong include property development for sale and lease. Our substantial portfolio includes well-planned residential, office and large-scale commercial developments in prominent locations.

The Group was an early mover in the mainland China property market, making its first investment in the early 1990s as the first step in a future direction for business expansion. The Group's strategy in mainland China is to develop prime sites in major cities. Our portfolio of investment properties currently comprises two large-scale developments in Shanghai, the commercial, office and residential complex The Grand Gateway; and the commercial and office complex Plaza 66. We are now building on our success in Shanghai to develop similar properties in other major cities including Tianjin, Shenyang, Wuxi and Jinan.

We will continue not only to expand our presence in mainland China, but also to invest in our portfolio in Hong Kong, with an aim of becoming the most established property developer active in both markets.

財務摘要

FINANCIAL HIGHLIGHTS

業績			
Results			
以港幣百萬元計算	in HK\$ million	2008	2007
營業額	Turnover		
物業租賃	Property leasing	4,186	3,380
物業銷售	Property sales	6,367	1,398
營業額總計	Total turnover	10,553	4,778
股東應佔純利	Net profit attributable to shareholders	7,516	4,786
股息	Dividends	941	813
每股資料	Per share data		
盈利	Earnings	\$5.64	\$3.59
股息	Dividends		
中期	Interim	16.5¢	14.5¢
末期	Final	54.0¢	46.5¢
總計	Total	70.5¢	61.0¢
資產淨值	Net assets	\$54.0	\$43.9
股東權益	Shareholders' equity	36,782	29,095
負債率 (附註 1)	Gearing ratio (Note 1)	0.4%	5.6%
派息比率	Pay-out ratio	13%	17%

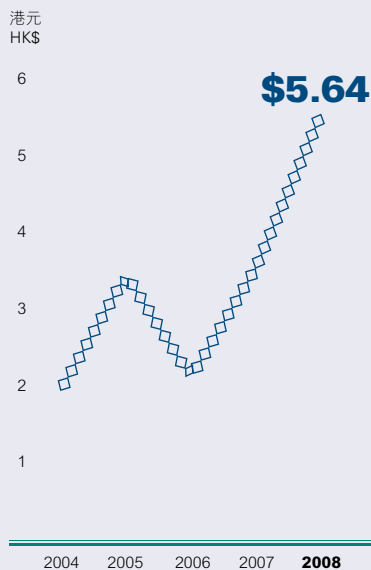
基本業績 (附註2)			
Underlying Results (Note 2)			
以港幣百萬元計算	in HK\$ million	2008	2007
營業額	Turnover		
物業租賃	Property leasing	4,186	3,380
物業銷售	Property sales	6,367	1,398
營業額總計	Total turnover	10,553	4,778
股東應佔純利	Net profit attributable to shareholders	2,555	1,996
股息	Dividends	941	813
每股資料	Per share data		
盈利	Earnings	\$1.92	\$1.50
股息	Dividends		
中期	Interim	16.5¢	14.5¢
末期	Final	54.0¢	46.5¢
總計	Total	70.5¢	61.0¢
資產淨值	Net assets	\$57.0	\$46.0
股東權益	Shareholders' equity	38,871	30,519
負債率 (附註 1)	Gearing ratio (Note 1)	0.4%	5.3%
派息比率	Pay-out ratio	37%	41%

附註 Notes :

- 負債率為淨債項與股權加淨債項之比較。淨債項指銀行貸款、浮息票據及融資租約承擔，減現金及銀行存款。股權則包括股東權益及少數股東權益。Gearing ratio represents net debt over equity plus net debt. Net debt represents bank loans, floating rate notes and finance lease obligations, less cash and deposits with banks. Equity comprises shareholders' equity and minority interests.
- 為加強對本集團營運業績的理解，呈報基本業績時已撇除因採納香港會計準則第40號《投資物業》之影響，該準則規定投資物業公平值之變動及相關之遞延稅項於收益表中入賬。To facilitate better understanding of the Group's operational results, the underlying results are presented by excluding the effect of adopting Hong Kong Accounting Standard 40, Investment property which requires changes in fair value of investment properties and their related deferred tax be accounted for in the income statement.

每股盈利 Earnings per Share

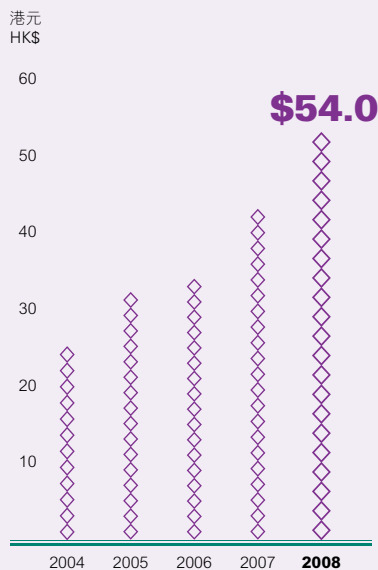
截至六月三十日止年度 For years ended 30 June



+57%

每股資產淨值 Net Assets per Share

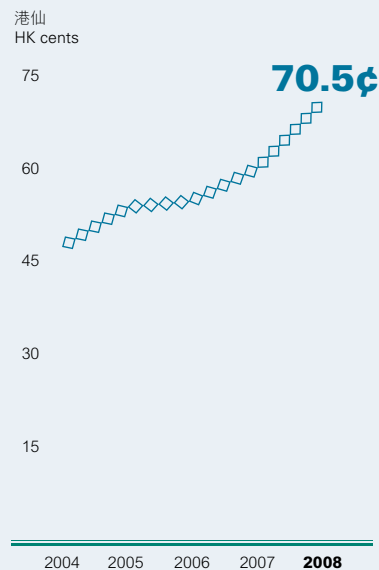
於六月三十日 At 30 June



+23%

每股總股息 Total Dividends per Share

截至六月三十日止年度 For years ended 30 June



+16%

- 每股盈利飆升百分之五十七至港幣五元六角四仙
Earnings per share surged by 57% to HK\$5.64
- 每股資產淨值為港幣五十四元，較去年上升百分之二十三
Net assets per share stood at HK\$54.0, a 23% increase over last year
- 年度總股息達港幣七角零半仙，升幅百分之十六
Total dividends for the year reached HK70.5 cents per share, up by 16%



主席報告 CHAIRMAN'S STATEMENT

陳啟宗 主席
Ronnie C. Chan *Chairman*

業績及股息

本集團在剛過去之財政年度表現理想，原因有二。首先，吾等透過主要附屬公司恒隆地產有限公司（恒隆地產）售出已落成之香港住宅單位；其次，本集團在香港和上海之投資物業均表現出色。基本純利上升百分之二十八，達港幣二十五億五千五百萬元。扣除上財政年度之非現金收益，同比實際升幅為百分之一百二十九。倘計入投資物業公平價值之增加淨額，純利總額達港幣七十五億一千六百萬元，增加百分之五十七；每股盈利錄得相同之增長百分比。

董事局建議派發末期股息每股五角四仙，較去年增加百分之十六。如獲股東批准，全年度每股股息總額將為七角零半仙，較去年增加百分之十六。

業務回顧

在以往數年，直至去年第三季，香港住宅價格一直呆滯不前。因此，本集團有一段時間並無出售其落成之住宅單位。然而，吾等隨時準備就緒，一旦市場出現機會便可立即出擊，並可在極短時間內定出銷售計劃。

到了二零零七年十月，香港股市熾熱，內地房地產尤其對土地之渴求令人亢奮。後者可能對本港市民帶來影響，故本地樓市突轉活躍，價格及宗數均顯著上升。

Results and Dividend

For two reasons we have done well in the past fiscal year: first, we sold completed residential units in Hong Kong through our major subsidiary Hang Lung Properties Limited (HLP) and second, our investment properties in both Hong Kong and Shanghai have performed well. Underlying net profit rose by 28% to HK\$2,555 million. Excluding the non-cash gain of the previous year, actual improvement comparing like with like was 129%. If the net increase in the fair value of investment properties is added, then total net profit was HK\$7,516 million or an advancement of 57%. Earnings per share grew by the same percentage.

The Board recommends a final dividend of 54 cents per share which is 16% higher than last year. If approved by shareholders, total dividends for the full year will be 70.5 cents per share, an increase of 16% compared to that of the year before.

Business Review

Until the third quarter of last year, Hong Kong residential prices had hardly moved for several years. As a result, we have not sold completed residential units for some time. We are however always prepared to pounce once opportunities present themselves. We can roll out a marketing plan at very short notice.

Then came October 2007. The Hong Kong stock market was hot and the sentiment for mainland real estate, especially for land, was euphoric. The latter might have influenced local citizens so residential activities suddenly picked up. Both price and volume rose significantly.

恒隆地產掌握此一扇良機，售出近八百個單位，其取得之價格更令人特別鼓舞。然而，市場突轉沉寂，惟君臨天下等高端產品除外，其牛市延續至今年一月。

本集團首次發售浪澄灣。吾等售出超過六百個單位，並按計劃以較小型單位為主，每平方呎平均售價達港幣七千一百元。鑑於餘下之較大型單位應更受歡迎及享有更高邊際利潤，故倘價格保持在上述水平，其未來利潤應可更佳。值得注意的現象是若干海外房地產投資基金正直接投資在業權分散之住宅項目。

吾等亦售出碧海藍天餘下多個單位，每平方呎平均售價超過港幣五千一百元，較去年高出百分之十二。君逸山售價亦顯著上升，升幅達百分之二十五。

君臨天下銷情同樣令人鼓舞。迄今本集團已售出其海景單位約三分之二，園景單位則全數按兵不動。令人相當愜意者乃其低層單位取得每平方呎平均售價逾港幣一萬六千九百元。高層單位之每平方呎平均售價亦創出新高，迄今取得之最高價達港幣三萬八千元。該項目於每平方呎港幣三萬元以上價位所錄得之銷售額，可能已超越吾等任何競爭對手。

上述所有事實證明本集團過去數年拒絕廉價沽售之決定正確。由於恒隆地產資本雄厚，並無沽售壓力，故吾等一直以利潤最大化為目標；而基於單位價格之百分比升幅遠高於持有成本，故等候善價而沽乃明智之舉。本人頗肯定吾等項目之邊際利潤遠超競爭對手之類似項目，此乃另一證據證明本集團是一家優質的房地產公司。

本集團之租賃業務為剛過去之財政年度另一亮點。香港收入總額較去年上升百分之十一，上海升幅更達百分之四十八。上海商

HLP took advantage of the window and sold almost 800 units. What was particularly encouraging were the prices achieved. The market however soon turned silent except for high-end products such as The HarbourSide which had its bull run extended until the first month of this year.

For the first time we sold units at The Long Beach. We parted with over 600 units at an average of HK\$7,100 per square foot. By design, most of them were smaller apartments. If prices hold at this level, the coming profit should be even better because margins are richer for the more desirable larger units. Worth noting is the new phenomenon of a few real estate investment funds from overseas directly investing in strata titled residential.

We also sold many of the remaining condos at AquaMarine. Average price achieved was over HK\$5,100 per square foot which was 12% higher than the preceding period. The same was true at Carmel-on-the-Hill where prices were 25% richer than before.

News from The HarbourSide was equally encouraging. So far we have sold approximately two-thirds of the harbor facing apartments while leaving the garden view ones altogether untouched. What is so pleasing is that lower floor units fetched on average over HK\$16,900 per square foot. Records were also broken for the higher-floor ones. The top price achieved so far was HK\$38,000 per square foot. It is possible that this project already recorded more sales at over HK\$30,000 per square foot than any of our competitors.

All of the above justifies our decision of the past few years to not dispose on the cheap. Not under pressure to sell given the strong balance sheet of HLP, our goal has always been to maximize profit. The percentage unit price increase far exceeded the holding cost and so it makes sense to wait for higher prices. I am quite sure that profit margins for our developments far surpass similar projects of our competitors. This is yet another measure proving that we are a premium real estate company.

Our rental operation was another high point of the past fiscal year. Total revenue collected in Hong Kong was 11% higher than the previous period, and in Shanghai, 48% more. Retail rents in

場租金收入增長百分之三十八；倘不計入恒隆廣場新辦公大樓，上海商場租金收入為上海寫字樓租金收入之兩倍以上。（在二零零七／二零零八年度，第二幢辦公大樓首次為集團全年業績作出貢獻。）本公司直接持有（即非透過恒隆地產持有）之物業，即港匯廣場辦公大樓及服務式寓所，營業額上升百分之二十四。總括而言，兩個上海項目現佔本集團總租金收入百分之四十二；來自內地之租金收入將超過香港之租金收入。

除少數情況外，香港和上海物業之租出率均較一年前上升或企穩。年內，本集團所有寫字樓及商舖物業均近乎全數租出。

在可持續發展方面，本集團取得進一步成果。本人於過去最後兩分致恒隆地產股東之週年報告中，已清楚撰述吾等為何予以重視。本人在此將簡述吾等已作出及正作出之努力。

該等努力涉及兩方面。香港方面，吾等擁有很多長期持有之出租物業，主要工作是把其改裝翻新。內地方面，吾等正建設許多地標商業大樓，必須從首天起把節約能源融入設計和建築之所有層面，並貫徹至每一個管理決策層面。

香港物業之改裝翻新工作於多年前開始，涉及數十個計劃。以二零零四年至二零零七年之三年為例，吾等在節能方面減省逾港幣一千五百萬元，用水量減省百分之三十。廢物管理、植樹及員工教育等，均為吾等主動採取之措施。當然還有更多可做和應做之工作，吾等定會繼續努力。

長遠而言，大幅度之減省效益將來自本集團在中國內地以優質設計及建造之許多新商業項目。吾等現正作出多項計劃，其中包括設立節能測量和查核計劃。簡略而言，吾等之目標乃為旗下所有新物業取得「節能與環保設計優先 (LEED)」金獎。

Shanghai grew 38% which was over twice as much as our offices if the new tower in Plaza 66 was excluded. (During 2007/2008, the second office building contributed for the first time to full year results.) Properties held directly by the Company (i.e. not through HLP), namely the office and the serviced apartments at The Grand Gateway, saw turnover increase by 24%. All told, our two developments in Shanghai now account for 42% of the Group's total rents received. Rental revenue from the mainland will soon exceed that of Hong Kong.

With few exceptions, occupancy rates in both Hong Kong and Shanghai rose or held steady from a year ago. All of our offices and retail space remain practically full throughout the year.

Further achievements have been made in sustainable development. In the last two annual statements to HLP shareholders, I wrote clearly why we care. Here I will briefly mention what has been done and what we are doing.

There are two aspects to this effort. In Hong Kong where we have a lot of long-held rental properties, the main work is to retrofit them. On the mainland where we are building many landmark commercial complexes, conservation must from day one be integrated into all our designs and construction, and indeed, into every aspect of management decision making.

Retrofitting Hong Kong properties began years ago with several dozens of programs. In the three-year period from 2004 to 2007, for example, we achieved over HK\$15 million in energy savings and a 30% reduction in water consumption. Waste management, tree planting, and educating staff are among the many initiatives taken. Obviously more can and should be done and the effort will continue.

The big savings will in the long run come from better design and construction of our many new commercial projects in mainland China. There are scores of programs that we are pursuing including the establishment of measurement and verification plans on energy conservation. Suffice to say that we aim at achieving LEED's (Leadership in Energy and Environmental Design) gold certification for all our new buildings.

最近，由本人擔任創會主席之亞洲企業領袖協會，出版了一本英文書名為《Building Energy Efficiency: Why Green Buildings are Key to Asia's Future》。恒隆地產贊助其中文翻譯，中文書名為《建築節能：綠色建築對亞洲未來發展的重要性》。該書將公開發售，但恒隆地產亦會自費把書本送給中國各界領袖，包括政府官員、學者、房地產從業員及相關專業人士。中國最需要有關信息，皆因其正興建之建築物數量較世界任何一個國家要多。內地城市化之速度乃歷史上前所未見，到二零五零年，中國之新建築物面積將相等於兩個美國。近數年已有太多低能源效益之高層大廈在中國落成，現時行動乃急不容緩。此乃一項挑戰，同時也是一個機遇。由於本集團參與許多新建築物之建設，故會盡吾等之本分希望為促進可持續發展起帶頭作用。

展望

毫無疑問，世界經濟正在放緩。西方爆發債務危機、商品價格暴漲、發展中國家出現糧食短缺，種種問題均帶來困擾。發達國家消費減弱將輾轉影響中國，而香港作為主要服務內地之金融中心，有一天亦會備受壓力。其股市可能受挫，倘如此則疲弱之住宅銷情可能會維持好一段時間。在此情況下，本集團之附屬公司恒隆地產在今個財政年度未必可售出許多住宅單位。由於吾等不會賤價而沽，故全年度業績可能會受影響。惟鑑於本集團財政狀況相對穩健，故吾等定可安度風暴並為下一漲潮作好準備。

更值得關注者乃香港房地產行業之本質結構。過去十七年來，內地作為一個遠遠更大之經濟體，平均每年以逾百分之十之驚人速度增長，其與香港之經濟關係因而出現基本性之轉變。這明確響亮地宣示了香港房地產行業正在轉變。任何人倘不認知這個現實，將會在市場上吃虧。另一方面，內地之蓬勃增長，對香港而言是福（例如在金融服務和旅遊方面）也是禍（例如在本地房地產業務之收縮），並為香港帶來了千載難逢之最

Recently we sponsored the Chinese translation of a book, "Building Energy Efficiency: Why Green Buildings are Key to Asia's Future". The English original is published by the Asia Business Council of which I am the founding Chairman Emeritus. It will be sold publicly but HLP will also send copies at our cost to leaders in China -- from government officials to academics, and from real estate practitioners to related professionals. China needs this message the most since it is constructing more buildings than any country in the world. Urbanization on the mainland, the speed of which has never been seen in history, will mean that by 2050, China will have new buildings equivalent to two USA. Now is the time to act, for all too many energy inefficient high-rises have already been erected in recent years. It is at once a challenge and an opportunity. Since we are among those putting up many new structures, we will do our part -- and perhaps take the lead -- to promote sustainable development.

Prospects

There is no question that the world economy is slowing. Debt crises in the West, skyrocketing commodity prices and food shortages in the developing world all spell trouble. The impact of weaker consumption in the developed world will find its way to China. As a financial center servicing mostly the mainland, Hong Kong may one day feel the pinch. The stock market may be hit, and if so, weak residential sales may remain with us for some time. Given this scenario, there is no assurance that our subsidiary HLP can sell many apartments in this fiscal year. Since we will not sell them cheap, full year results may be affected. Given our relatively healthy financial position, we will simply ride out the storm and prepare ourselves for the next boom.

Of more concern is the systemic nature of Hong Kong's real estate sector. Fundamental changes to our city's economic relationship with the mainland which has been growing at a breakneck pace -- averaging over 10% for the past 17 years -- and which also has a far bigger economy, tells us loudly and clearly that the industry is changing. Anyone who fails to recognize this reality will not be well treated by the market. On the other hand, for Hong Kong the very growth of the mainland which is at once a boon (such as in financial services and tourism) and a bane (such as in the contraction of the local real estate business) also spells

大機遇。能適應內地之公司將是大贏家，而事實上本集團秉心銳意成為其一。吾等過去十七年在上海之成功經驗及過去五或六年在其他地方之努力不懈，給予吾等很大把握。

為進一步成功，吾等需要兩件事：一個更大之專業團隊、以及更豐裕的資金。

近四年來，本集團一直積極擴大其內地團隊。在大部分情況下，吾等並非尋找經驗豐富之專業人士來指導本集團之現有員工；吾等甚少尋找這類人士。反而，吾等尋找那些可靠實幹並在內地市場擁有足夠資歷之經理，然後把其納入本集團之現有團隊。吾等有自身之企業文化和管理風格，並對此珍而重之，而坦白說吾等許多新員工亦渴望成為此中一分子。吾等歡迎那些擁有專業資歷（如建築或工程）和紮實管理才幹並能適應本集團文化之人士加盟，其以往經驗可與吾等相得益彰。吾等亦正聘用許多年輕專業人士及大學畢業生為見習管理人員，當中部分人可能成為本公司未來領導人。

其次，本集團需要更豐裕的資金。內地市場碩大無朋。即使對吾等小心謹慎及有紀律之投資者而言，本人仍可預見資金有可能成為問題之時。影響管理層決策者非僅本集團在銀行之金額，而是其附帶之心理安泰。亞洲金融風暴期間，吾等在香港對此有親身體驗。由於吾等有更佳之財政準備，故吾等在心理上更易掌握當時出現之機會。觀乎現時內地市場之龐大，難以想像任何公司之資金會有過剩之時。

對本集團而言，這意味著吾等必須盡快令恒隆地產成長。無人知道大突破何時出現。香港發展商在本地之上一次機會乃一九九九年至二零零零年亞洲金融風暴之時，當時吾等由

the greatest opportunity of our lifetime. Companies which adapt well to the mainland will be huge winners and indeed we have all intentions to be among them. Our successful experiences in Shanghai of the past 17 years and labors elsewhere for the past five or six, have given us much assurance.

To further succeed we need two things: a larger team of competent managers and a bigger pocketbook.

For almost four years, we have been earnestly enlarging our mainland team. For the most part we are not looking for professionals who come with rich experience to teach our existing staff. We seldom find such people. Rather, we are searching for solid managers with sufficient exposure to the mainland market. We then include them into our existing team. We have our corporate culture and management style to which we hold dear and to which many of our new hires frankly aspire to be a part of. Those who possess professional skills (such as architecture or engineering), have solid management capabilities and are able to adapt to our culture, are warmly welcomed. Their previous experiences will then complement and supplement ours. We are also hiring a good number of younger professionals and fresh university graduates as management trainees, some of whom may well develop into future leaders of the Company.

Secondly, we need a bigger pocketbook or firing power. The mainland market is humungous. Even for careful and disciplined investors like us, I can foresee a time when capital may become an issue. It is not just the amount of dollars in the bank but also the psychological comfort that it brings which can influence management's decision making. We know this first hand in Hong Kong during the Asian Financial Crisis. Because we were better prepared financially for it, we were psychologically more apt to take advantage of opportunities when they presented themselves. Looking now at the enormous mainland market, one can hardly imagine a time when capital will be redundant.

For us, this means that we must grow HLP as fast as possible. One never knows when the big break will come. The last window of local opportunities for Hong Kong developers was 1999-2000 during the Asian Financial Crisis. Being well prepared, we became

於準備就緒，故能成為極少數實質大幅增長之公司。類似情況可能出現於內地，故手頭資金之數額可能決定本集團在下個週期可贏多少。

每當恒隆地產股票下挫時，本集團便會買入，此乃公開之秘密。這些累積行動可確保當該上市之附屬公司稍後發行新股時，本集團不會失去控股權。無人知道熾熱股市何時來臨，故吾等必須時刻準備就緒。在本人主事下，本集團過去近二十年就此取得多次成功。歷史證明，那些支持恒隆地產發行新股並有兩至三年投資年期之人士均會賺錢。作為恒隆地產之大股東，本集團對恒隆地產之投資年期較任何外界投資者更長。此乃為何本集團以及任何跟隨吾等之投資者總能成為贏家。

去年，一位投資者向本人透露，恒隆地產乃當時世界十大上市房地產公司之一。鑑於該等排名可因股票價格波動而容易改變，故管理層從不把其看得太重。不過，當吾等思量內地市場之規模，並考慮到本集團乃該十大公司中唯一一家在中國有往績時，對本集團應享有璀璨之前景乃無容置疑。本集團除擁有往績外，亦擁有經驗豐富之團隊、卓越之品牌、以及就現時而言充裕之資金。本集團確實處於一個令人羨慕之獨特地位。倘管理層不抓緊機遇使本集團晉身為更成功之房地產公司，實屬遺憾。儘管市場甚至本集團之盈利表現會有短期波動，本人對集團之未來感到振奮。除本集團外本人無意領導任何其他企業，並感謝列位股東給予本人此項殊榮。

主席

陳啟宗

香港，二零零八年八月十三日

one of the very few companies which actually grew tremendously. A similar situation may arise on the mainland. The amount of capital on hand may determine how big we will win during the next cycle.

It is an open secret that whenever HLP shares are down, we will buy them. Such an accumulation will enable that publicly listed subsidiary to issue new stocks later without our losing control. One never knows when a hot stock market will come and we must be prepared at all times. We have done this successfully many times in the past almost two decades under my watch. As history shows, those who support HLP's new issuance have always made money given a two to three year horizon. Being HLP's majority shareholder, we have a much longer horizon than any outside investor. This is why we will always win, as will any investor who follows us.

Last year, an investor brought to my attention that HLP was at that time one of the world's ten biggest publicly listed real estate companies. These things change easily as stock prices fluctuate so your management never pays much attention to such rankings. Nevertheless, as we contemplate the size of the mainland market and with us being the only one among the top ten firms with a track record in China, one cannot help but realize that our future should be bright. Besides our track record, we have an experienced team, an excellent brand name, and for now sufficient capital. We are indeed in a unique position which is the envy of many. It will be a crime if management does not seize the opportunity and make us an even more successful real estate company. Notwithstanding short term fluctuations in the market and perhaps even in our profit performance, I am excited about our future. I do not wish to lead any enterprise other than the one which you have given me the privilege to do.

Ronnie C. Chan

Chairman

Hong Kong, 13 August 2008

管理層之討論及分析

MANAGEMENT DISCUSSION AND ANALYSIS

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業務概覽及策略

BUSINESS OVERVIEW AND STRATEGIES

恒隆集團之收入主要來自其附屬公司恒隆地產有限公司，後者在二零零七／零八財政年度之表現甚為出色。此項卓越表現乃由區內蓬勃增長所帶動，為集團之香港物業銷售取得熱烈反應，以及香港和上海物業租賃市場暢旺所致。

截至二零零八年六月三十日止年度，營業額飆升百分之一百二十一，達港幣一百零五億五千三百一十萬元。物業租賃佔港幣四十一億八千五百七十萬元，物業銷售佔港幣六十三億六千七百四十萬元，較去年分別增長百分之二十四及百分之三百五十五。股東應佔純利銳升百分之五十七，創出港幣七十五億一千六百三十萬元之新高。

在商舖及寫字樓物業租賃市場的蓬勃增長帶動下，香港物業租賃業務之營業額及營業溢利均增加百分之十一，分別達港幣二十四億二千一百四十萬元及港幣十九億三千八百四十萬元。上海物業租賃市場亦展示強勁動力。隨著租金上升加上集團租賃物業組合因恒隆廣場第二幢辦公大樓於二零零六年底如期落成而擴大，內地租金收入銳增百分之四十八至港幣

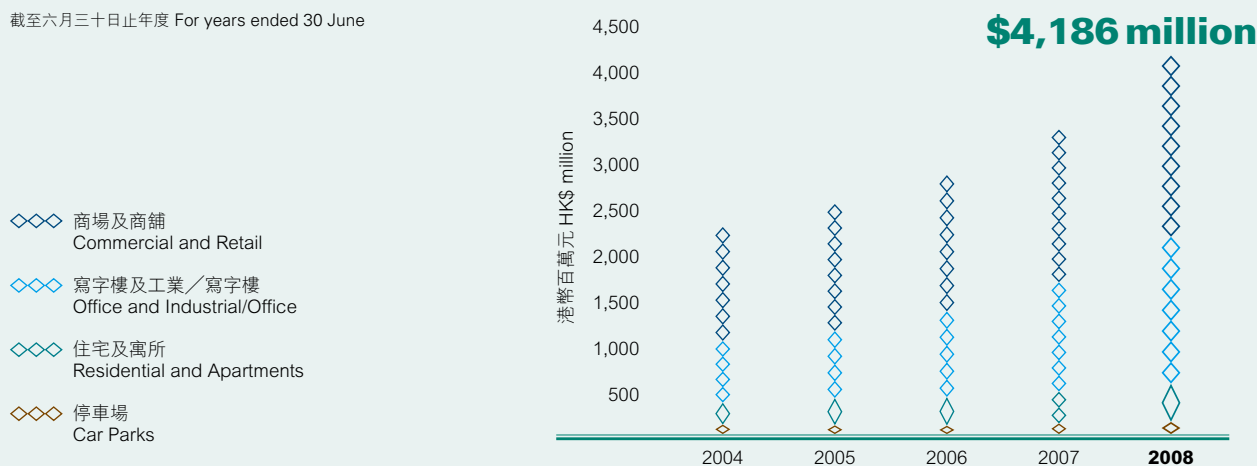
The revenues of the Hang Lung Group are largely derived from its subsidiary, Hang Lung Properties Limited, which performed exceptionally well during the 2007/08 financial year. This outstanding performance was fuelled by dynamic growth in the region, with overwhelming responses received in the sale of properties in Hong Kong as well as robust leasing markets both in Hong Kong and Shanghai.

For the year ended 30 June 2008, turnover surged 121% to HK\$10,553.1 million. Property leasing accounted for HK\$4,185.7 million and property sales for HK\$6,367.4 million, representing growth over the previous year of 24% and 355% respectively. Net profit attributable to shareholders rose 57% to a record HK\$7,516.3 million.

Boosted by the buoyant market for retails and office properties, the turnover and operating profit for the Hong Kong property leasing saw a rise of 11% to HK\$2,421.4 million and HK\$1,938.4 million respectively. The Shanghai market too experienced strong momentum. Higher rentals together with an expanded rental portfolio, Office Tower II in Plaza 66 came on stream at the end of 2006, rental income on the mainland grew a positive 48% to HK\$1,764.3 million, accounting for around 42% of the Group's total rental turnover. With our expansion in mainland China and

租金收入 Rental Revenue

截至六月三十日止年度 For years ended 30 June



十七億六千四百三十萬元，佔集團整體租金收入約百分之四十二。隨著集團在中國內地擴展以及多個項目已經施工，當該等項目於二零一零年起陸續完成時，來自內地之租金收入將顯著增長。

本集團之物業銷售業務亦享有優異成績，營業溢利增長百分之九百九十四，達港幣三十四億二千六百二十萬元。年內售出近八百個單位，並由於售價上升故令銷售收入大幅增加。位於西九龍之住宅項目浪澄灣，兩星期內售出超過六百個單位，而位於港鐵九龍站上蓋之高檔項目君臨天下則進一步售出一百一十三個單位。

扣除投資物業重估收益及有關遞延稅項後，基本純利較去年上升百分之二十八，達港幣二十五億五千四百七十萬元。

增長策略

集團以明確、專注及一絲不苟之視野，致力建立一個最高價值和質量的物業組合。集團主要專注於頂級商場、商舖及寫字樓物業，對項目之地點、質量及吸引力均一絲不苟，並小心注意項目設計、施工質量、品牌和市

with several projects now under construction, the proportion of rental income from the mainland will increase significantly from 2010 onwards as these projects come on stream.

We also enjoyed excellent results from property sales with operating profit grew 994% to HK\$3,426.2 million. The sale of some 800 units, together with rising prices, accounted for the large increase in sales income achieved during the year. Over 600 units at The Long Beach, our residential development in West Kowloon, were sold within two weeks, while a further 113 units were sold at The HarbourSide, our upscale development over the MTR's Kowloon Station.

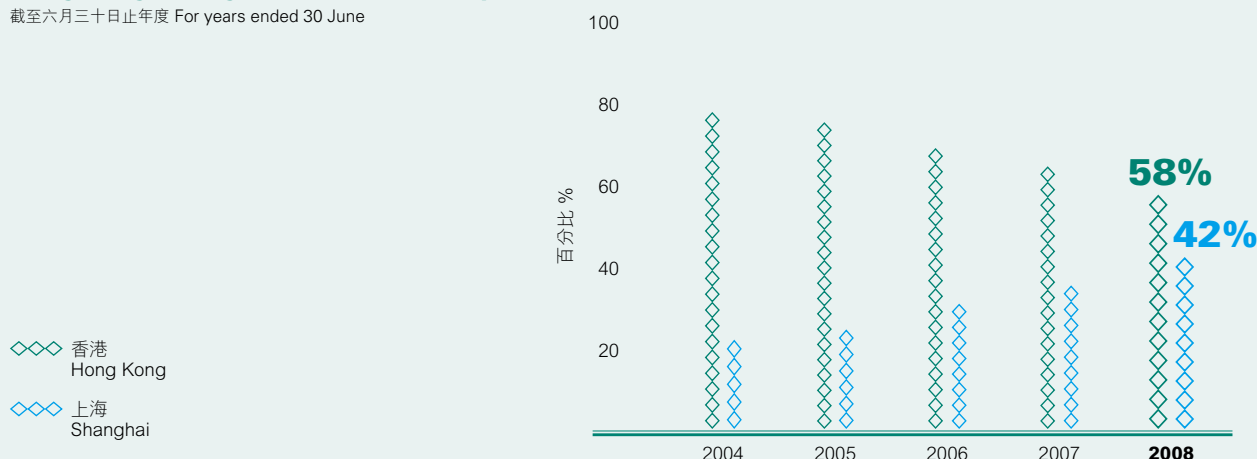
Underlying net profit, excluding a gain from the revaluation of investment properties and related deferred tax, amounted to HK\$2,554.7 million, a rise of 28% over the previous year.

Strategies for Growth

With a clear, committed and uncompromising vision, our aim is to build a property portfolio of the highest value and quality. Focusing primarily on top tier commercial, retail and office properties, we are uncompromising about the location, the quality as well as the attractiveness of our developments. We pay close

香港／上海租金收入分佈 Hong Kong/Shanghai Rental Income Split

截至六月三十日止年度 For years ended 30 June



業務概覽及策略 BUSINESS OVERVIEW AND STRATEGIES

場定位以及高層管理，故能在市場享有備受推崇之領導地位，旗下管理及發展之優質物業均具吸引力，其高租出率及穩健收入即為明證。

就出租物業組合而言，集團維持雙管齊下策略。一方面，集團採取主動態度，積極提升旗下物業質素，不僅為公眾提供優質購物環境，並藉此保持物業組合之長期價值。另一方面，集團繼續檢討營銷策略，調整租戶組合和租賃策略，以反映市場需求，及在可能情況下預先配合。

作為地產發展商，集團之哲學是在黃金地段和中心地點發展項目，為用戶提供優質設施和便利。同時，集團建設最高質量之項目，確保其銷售時可吸引顧客。在市場推廣及銷售項目時，集團密切留意市場環境，仔細評估有關情況，確保項目銷售能適時掌握最佳之市況。

集團並致力掌握內地物業市場強勁增長所帶來之機會。集團相信其未來之成功與內地龐大之機遇息息相關，故於一九九二年起積極進軍內地市場。現已在上海擁有兩個甚為成功的租賃項目，恒隆廣場和港匯廣場，兩者

attention to design, construction quality, branding and market positioning, together with top-line management. As a result, we hold an enviable position as a leader in the market, managing and developing prime properties that prove their attraction both with high occupancy rates as well as the generation of solid revenues.

With regard to our rental portfolio, we maintain our two-pronged approach. On one hand we take a proactive role – upgrading our properties to not only provide a quality shopping environment for the public community but also to maintain the long term value of our portfolio. On the other, we continue to review our marketing strategies, fine-tuning the tenant mix and adjusting our leasing strategies to reflect, and where possible pre-empt, market needs.

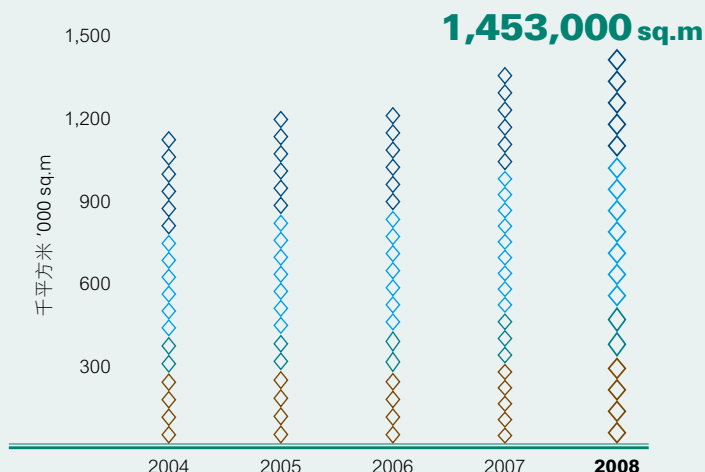
As a property developer, our philosophy is to site our developments in prime locations and central areas to provide quality facilities and easy access to users. At the same time, we build developments of the highest quality to ensure that their sale will attract customers. In the marketing and sale of these properties, we keep a close eye on the market environment, carefully gauging the situation to ensure that sales are timed to take advantage of the best possible market conditions.

We are also capitalising on the strong growth in the mainland property market. With a firm belief that the group's future successes are closely linked to this market with its abundant opportunities, we moved actively into the China market in 1992. We now have two highly successful leasing developments,

投資物業面積之業務分類 Investment Properties Area by Business Segment

於六月三十日 At 30 June

- ◇◇◇ 商場及商舖
Commercial and Retail
- ◇◇◇ 寫字樓及工業／寫字樓
Office and Industrial/Office
- ◇◇◇ 住宅及寓所
Residential and Apartments
- ◇◇◇ 停車場
Car Parks



之租出率均為百分之百，租戶包括許多世界最知名品牌。年內，該等物業之租金收入達港幣十七億六千四百三十萬元，佔集團租金收入總額百分之四十二。

在這個成功基礎上，集團進一步運用其內地經驗創建未來，其策略是在內地最具活力的城市斥資合共約港幣四百億元發展世界級商業項目。集團維持極為嚴謹的篩選政策，僅購置城市心臟地帶最佳地點的大幅優質土地。集團於二零零七／零八財政年度結算時，已購置多幅土地包括位於天津、瀋陽、濟南及無錫之項目。其中兩個項目，即樓高六層總樓面面積達十五萬平方米的購物商場「濟南恒隆廣場」及總樓面面積達十五萬三千平方米的世界級購物商場「天津恒隆廣場」已在年內動土，預計可分別於二零一零年及二零一二年落成。除無錫項目外，其他所有項目均已動工。

集團繼續為餘下項目尋找地點，目標是在二零零九年年底前取得所有項目。這包括在長沙市的一幅土地，可用於興建一項綜合發展項目。我們已與長沙市芙蓉區人民政府就此簽署意向書，現正進行有關磋商。

Plaza 66 and The Grand Gateway, in Shanghai, which are both fully leased. Our tenants in the two properties include some of the most well-known names in the world. These properties generated an income of HK\$1,764.3 million during the year, accounting for 42% of our total rental income.

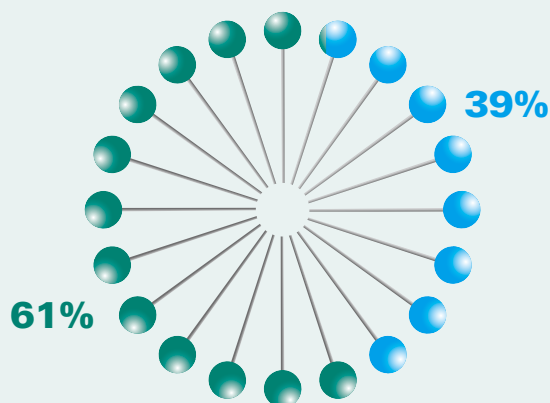
In view of this success and building on the experience gained on the mainland, our strategy for the future is to invest around HK\$40 billion in world-class commercial projects, in the mainland's most vibrant cities. Maintaining our highly selective policy to buy only large and quality sites, at the best locations in the heart of the city, several sites including those in Tianjin, Shenyang, Jinan and Wuxi had been acquired by the end of the 2007/08 financial year. Two of these projects broke ground during the year -- "Jinan Hang Lung Plaza" a 150,000 square-metre, six-storey shopping mall, and "Tianjin Hang Lung Plaza" a 153,000 square-metre world-class shopping centre -- with completion expected in 2010 and 2012 respectively. With the exception of our project in Wuxi, all the others have commenced construction.

We continue to seek locations for the remaining projects and target to have all projects in hand by the end of 2009. This includes a site in Changsha City for the development of a multi-complex project. A Memorandum of Understanding was signed with the district government of Furong in Changsha and negotiations are currently in progress.

投資物業面積之地域分佈 Investment Properties Area by Geographical Location

於二零零八年六月三十日 At 30 June 2008

- 香港
Hong Kong
- 上海
Shanghai



香港 — 物業租賃 HONG KONG — PROPERTY LEASING

儘管環球金融市場持續不明朗，但香港物業租賃市場在商舖及寫字樓物業之殷切需求下保持堅穩，集團二零零七／零八年度之整體租金收入增加百分之十一，達港幣二十四億二千一百四十萬元；溢利增加百分之十一，達港幣十九億三千八百四十萬元。

於本財政年度內，集團各類物業均保持穩定之租出率。商場及商舖之租出率高企於百分之九十九、寫字樓及工業／寫字樓之租出率約為百分之九十五、住宅及寓所之租出率為百分之七十三。同時，由於我們採取專注管理及租賃策略，加上有效控制成本及提高營運效率，故租金邊際純利穩企於百分之八十，是香港地產發展商中最高者之一。

旗下商場及商舖物業之樓面面積為二十五萬九千平方米、寫字樓及工業／寫字樓為三十一萬七千平方米、住宅及寓所為九萬九千平方米、以及二十一萬平方米之停車場。

The property leasing market in Hong Kong remained buoyant despite the continuing uncertainties in the world's financial markets. With strong demand both from the commercial and the office sector, total rental turnover for 2007/08 rose 11% to HK\$2,421.4 million while profit grew 11% to HK\$1,938.4 million.

Occupancy rates remained stable with the commercial and retail sector achieving high occupancies of 99% during the fiscal year, the office and industrial/office portfolio stood at around 95% while our residential and apartments recorded a figure of 73%. At the same time, in view of our focused management and leasing strategies together with our cost controls and operational efficiencies, we have been able to maintain our net rental margin at 80%, one of the highest among property companies in Hong Kong.

Our gross floor areas stood at 259,000 square metres of commercial and retail, 317,000 square metres of office and industrial/office, 99,000 square metres of residential and apartments and 210,000 square metres of car parks.

香港投資物業之按地域分析 Geographical Analysis of Hong Kong Investment Properties

於二零零八年六月三十日 At 30 June 2008

		樓面面積* (千平方米) Gross Floor Area* ('000 sq. m)	
		2008	2007
港島	Hong Kong Island		
中環及金鐘	Central and Admiralty	51.1	51.1
銅鑼灣及灣仔	Causeway Bay and Wanchai	111.8	111.8
康山及鯉魚涌	Kornhill and Quarry Bay	164.4	164.4
山頂及半山區	The Peak and Mid-Levels	46.9	46.9
港島南區	Hong Kong South	12.1	12.1
九龍	Kowloon		
旺角	Mongkok	147.9	149.4
尖沙咀及西九龍	Tsimshatsui and West Kowloon	89.3	39.7
牛頭角及觀塘	Ngau Tau Kok and Kwun Tong	94.7	94.7
長沙灣、葵涌及其他	Cheung Sha Wan, Kwai Chung and others	166.4	127.1
總計	Total	884.6	797.2

* 包括停車場之樓面面積
Including gross floor area of car parks

商場及商舖

集團在香港兩個最繁盛的購物區銅鑼灣和旺角擁有主要商場物業組合，並為該兩區內座擁最大數量門市商舖物業的業主之一。其他商場物業亦座落於香港之商業樞紐包括中環、金鐘和尖沙咀等地區，而座落於山頂之山頂廣場則為本地人士和遊客提供獨特的購物體驗。

集團密切監察市場最新動向，審閱旗下物業之租戶組合以及調整租賃策略，以管理及營運集團的物業組合。集團採用現代化之專業管理及定期進行翻新改善，因而令該等物業持續深受租戶歡迎，吸引了時裝界一些最知名的名牌在此開店，再加上強勁的本地需求，令該等物業之租金收入上升百分之七至港幣十二億零一百五十萬元。

身為銅鑼灣區內座擁最大數量門市商舖物業的業主，集團從這個香港最繁盛的購物區獲得重大的租金貢獻。年內，集團之物業名店坊及恒隆中心分別錄得租金收入港幣二億四千一百四十萬元及港幣九千萬元，上升百分之十五及百分之十八。名店坊續為世界領先品牌薈萃之地，許多名牌均在此開設複式旗艦店。年內，名店坊開始翻新設施，為時尚購物者創造高品味之購物體驗。

旺角是世界人口最稠密的地區之一。集團在旺角心臟地區彌敦道與西洋菜街交界地，座擁最大數量的商場物業。年內，家樂坊、雅蘭中心一期及二期、以及荷李活商業中心，分別錄得租金收入港幣六千零八十萬元、港幣一億三千三百六十萬元及港幣九千九百萬元，增長百分之十、百分之八及百分之三。

Commercial and Retail

Our primary shopping portfolio is not only based in Hong Kong's two busiest shopping areas, Causeway Bay and Mongkok, we are also one of the largest landlords of street-level shops in the two areas. Our commercial properties are also located in Hong Kong's key business areas – Central, Admiralty and Tsimshatsui, while The Peak Galleria on the Peak provides a unique shopping experience for locals and tourists alike.

In the management and operation of our portfolio, we keep constant track of the latest market trends, review our tenant mix and adjust our leasing strategies. Together with modern and professional management as well as regular refurbishment and improvement work, our properties remain popular with our tenants, attracting some of the biggest names in the fashion industry. Together with the strong demand in the local economy, rental income for this sector rose by 7% to HK\$1,201.5 million.

As the largest landlord of street-level shops in Causeway Bay, it comes as no surprise that this busiest of Hong Kong shopping districts makes a major contribution to our rental revenues in this sector. During the year, our properties, Fashion Walk and Hang Lung Centre, recorded rental incomes of HK\$241.4 million and HK\$90.0 million, translating into growth of 15% and 18% respectively. Fashion Walk continues to be popular among leading fashion brands from around the world, with many of them setting up duplex signature stores within the complex. Refurbishment work was carried out on the complex during the year, improving facilities and creating a high-end shopping experience for fashion conscious shoppers.

In Mongkok, one of the most densely populated areas in the world, we are the largest landlord of commercial space in the core area, bounded by Nathan Road on one side and Sai Yeung Choi Street on the other. During the year, Gala Place, One and Two Grand Tower, as well as Hollywood Plaza, received rentals of HK\$60.8 million, HK\$133.6 million and HK\$99.0 million, representing increases of 10%, 8% and 3%, respectively.

香港 — 物業租賃 HONG KONG — PROPERTY LEASING

山頂擁有遼遠景觀和廣闊空間。座落此地之山頂廣場，續為本地人士和遊客提供獨特的購物體驗，並為日益增加之訪港旅客舉辦多項消閒及文化活動。二零零七／零八年度內，山頂廣場之租金收入為港幣五千一百五十萬元。

集團其他購物商場同樣深受歡迎。例如位於鰂魚涌之康怡廣場及東九龍之淘大商場，兩者均座落於人口稠密之地，並採用主題區策略等嶄新營運概念，再加上定期進行改善翻新，故兩者之租金收入分別上升百分之六達港幣二億三千九百五十萬元，及百分之一達港幣一億八千三百八十萬元。年內，淘大商場完成大型翻新工程，優化了購物環境及增加了可供租賃總面積，預期它今後的租金收入將顯著增長。

寫字樓及工業／寫字樓

集團之寫字樓物業位於港島之中環、灣仔、銅鑼灣和鰂魚涌，以及九龍之尖沙咀、旺角及長沙灣等黃金地點，鄰近地鐵、公共交通網絡及主要公路。

二零零六／零七年度對寫字樓物業之強勁需求延伸至二零零七／零八年度。年內，集團寫字樓及工業／寫字樓之租出率穩企於百分之九十五，租金收入上升百分之十六至港幣八億一千一百五十萬元。展望未來，儘管世界金融市場日益不明朗，但集團之物業仍深受租戶歡迎，尤其位於中環之物業，包括渣打銀行大廈、樂成行、都爹利街一號及印刷行等，均受惠於中環新寫字樓物業短缺所帶來之機會。同時，位於銅鑼灣之恒隆中心、鰂魚涌之康怡廣場辦公大樓、尖沙咀之格蘭中心、以及旺角之荷李活商業中心及栢裕商業中心等，亦因地點適中、交通方便及優質管理等優點而續受歡迎。

With the Peak's spectacular views and wide open spaces, The Peak Galleria continues to offer a unique shopping experience for both locals and tourists. A number of leisure and cultural events had been held at the venue for the growing number of visitors to Hong Kong. The rental income amounted to HK\$51.5 million in 2007/08.

Other shopping complexes, such as Kornhill Plaza at Quarry Bay and Amoy Plaza in Kowloon East, also proved to be popular. Located in densely populated districts and with marketing innovations such as theme zones, as well as ongoing refurbishment and improvement work, rentals for the two developments rose 6% to HK\$239.5 million and 1% to HK\$183.8 million respectively. Refurbishment work was completed in Amoy Plaza during the year enhancing the shopping environment and increasing the total leasable area. As such we expect rental income for this property to increase in the years to come.

Office and Industrial/Office

Our office properties are situated in prime locations in Central, Wan Chai, Causeway Bay and Quarry Bay on Hong Kong Island and Tsimshatsui, Mongkok and Cheung Sha Wan in Kowloon with easy access to the mass transit railway, public transportation systems and major roadways.

The strong demand for office space in 2006/07 carried over into 2007/08. Our occupancy rates therefore remained at levels well 95% during the year while rental income rose 16% to HK\$811.5 million. Looking forward, despite growing uncertainty in the world's financial markets, our properties remain popular with tenants. In particular, our properties in Central – the Standard Chartered Bank Building, Baskerville House, 1 Duddell Street and Printing House, are benefiting from the shortage of new office space in Central. At the same time, in view of their central location, easy accessibility and quality management, Hang Lung Centre in Causeway Bay, Kornhill Plaza Office Tower in Quarry Bay, Grand Centre in Tsimshatsui, and Hollywood Plaza and Park-In Commercial Centre in Mongkok are also doing well.

住宅及寓所

集團之住宅物業組合提供各類豪宅及舒適的服務式寓所。位於港島半山區尊貴地點之品牌項目御峯豪宅交通方便，續受企業和領事館租戶歡迎。該項目座擁遼闊景觀及提供豪華生活設施，其租金收入達港幣七千一百二十萬元，租出率達百分之八十四。

位於港島南區之濱景園包括四十五幢翠綠環抱的花園宅邸，距離香港最著名的海灘兼豪宅區淺水灣僅數分鐘路程。濱景園年內之租出率為百分之九十一，租金收入達港幣四千六百一十萬元。

隨著公司客戶基礎擴大，集團服務式寓所之平均房租較去年上升百分之十一。位於鯉魚涌太古港鐵站上蓋之康蘭居服務式寓所，租金收入上升百分之十五，租出率為百分之七十。

Residential and Apartments

Our residential portfolio consists of a strategic mix of luxurious residential units as well as comfortable serviced apartments. The Summit, our signature property located in Hong Kong's exclusive yet convenient Mid-levels district, continues to be popular among both corporate and consular tenants. Providing both luxury living as well as panoramic views, The Summit generated a rental income of HK\$71.2 million with an occupancy rate of 84%.

Burnside Villa, on the south side of Hong Kong Island and consisting of 45 garden homes in green surroundings, is just a few minutes walk away from Repulse Bay, Hong Kong's most well-known beach and one of its most popular and luxurious residential areas. With an occupancy rate of 91%, Burnside Villa generated an income of HK\$46.1 million during the year.

Our serviced apartments, benefiting from an expanded corporate clientele, experienced an increase of 11% in average room rates over the previous year while Kornhill Apartments, our serviced apartment complex above the Tai Koo MTR station in Quarry Bay, saw a rise of 15% in rental income, with an occupancy rate of 70%.

香港投資物業之按類分析

Segmental Analysis of Hong Kong Investment Properties

		樓面面積 (千平方米) Gross Floor Area ('000 sq. m)		租金收入 (港幣百萬元) Rental Revenue (HK\$ million)		租出率 (百分比) Occupancy Rate (%)	
		2008	2007	2008	2007	2008	2007
商場及商舖	Commercial and Retail	258.5	242.5	1,201.5	1,122.3	99	98
寫字樓及工業／寫字樓	Office and Industrial/Office	317.0	290.9	811.5	701.0	95	90
住宅及寓所	Residential and Apartments	99.4	99.4	307.3	273.3	73	69
停車場	Car Parks	209.7	164.4	101.1	88.2	N/A	N/A
總計	Total	884.6	797.2	2,421.4	2,184.8	92	91

香港 — 物業租賃
HONG KONG — PROPERTY LEASING





1	2	3
		4

1. 山頂·山頂廣場
 2. 旺角·栢裕商業中心
 3. 牛頭角·淘大商場
 4. 旺角·雅蘭中心一期
1. The Peak Galleria, The Peak
 2. Park-In Commercial Centre, Mongkok
 3. Amoy Plaza, Ngau Tau Kok
 4. One Grand Tower, Mongkok

香港 — 物業發展及銷售

HONG KONG — PROPERTY DEVELOPMENT AND SALES

我們欣然報告，物業發展及銷售業務在二零零七／零八年度之業績非常出色。二零零七年下半年，豪宅市場價格飆升，交易宗數顯著增加。我們掌握市況改善帶來之良機，推出多項物業進行發售。

物業銷售成績驕人。我們售出近八百個單位，主要包括得獎項目君臨天下及浪澄灣，取得之收入達港幣六十三億四千三百九十萬元，較去年之十三億九千八百一十萬元大幅增加。由於每平方呎平均售價顯著上升，溢利增至港幣三十四億二千六百二十萬元，增長百分之九百九十四，邊際利潤亦升至百分之五十四。

雖然二零零八年上半年之香港整體住宅交易宗數下降，但住宅價格似仍穩健，僅輕微下跌。觀乎集團物業質量及以豪宅市場為重點，我們相信集團之物業仍會受到歡迎，並可繼續取得最大收益。

We are pleased to report that excellent results were achieved for project development and sales in 2007/08, as we took advantage of improving market conditions – prices soared in the luxury residential market in the second half of 2007 and the number of sales transactions also rose substantially – to release a number of properties for sale.

The results were impressive. We sold some 800 units, primarily from our award-winning developments The HarbourSide and The Long Beach, to generate sales revenue of HK\$6,343.9 million, well above the figure of HK\$1,398.1 million recorded in the previous year. Realising a substantial increase in the average sales price per square foot, profit rose to HK\$3,426.2 million, an increase of 994%. Profit margins also rose to 54%.

Although there has been a fall in the number of sales transactions in Hong Kong in the first half of 2008, prices appear to be holding steady however softening only slightly. In view of the quality of our developments and our focus on the luxury market, we believe that our properties will maintain their popularity and continue to maximise revenues.

二零零七年下半年，我們恢復發售港鐵九龍站上蓋品牌項目君臨天下。在買家熱烈支持下，我們售出合共一百一十三個單位，每平方呎平均售價達港幣一萬六千九百元，銷售收入達港幣二十六億元。該項目包括三幢樓高八十層之住宅大廈，共有一千一百二十二個單位，截至二零零八年六月底已售出三百五十九個單位。當鄰近之公共及基建設施按計劃落成後，君臨天下將可進一步受惠。

二零零七年十月，我們發售位於西九龍包括八幢樓高四十三層住宅大廈之浪澄灣。該項目包括約一千八百個單位，均享有遼闊海景及甲級康樂設施。在買家踴躍反應下，我們在兩星期內售出合共六百零五個單位，每平方呎平均售價達港幣七千一百元，銷售收入達港幣三十三億元。

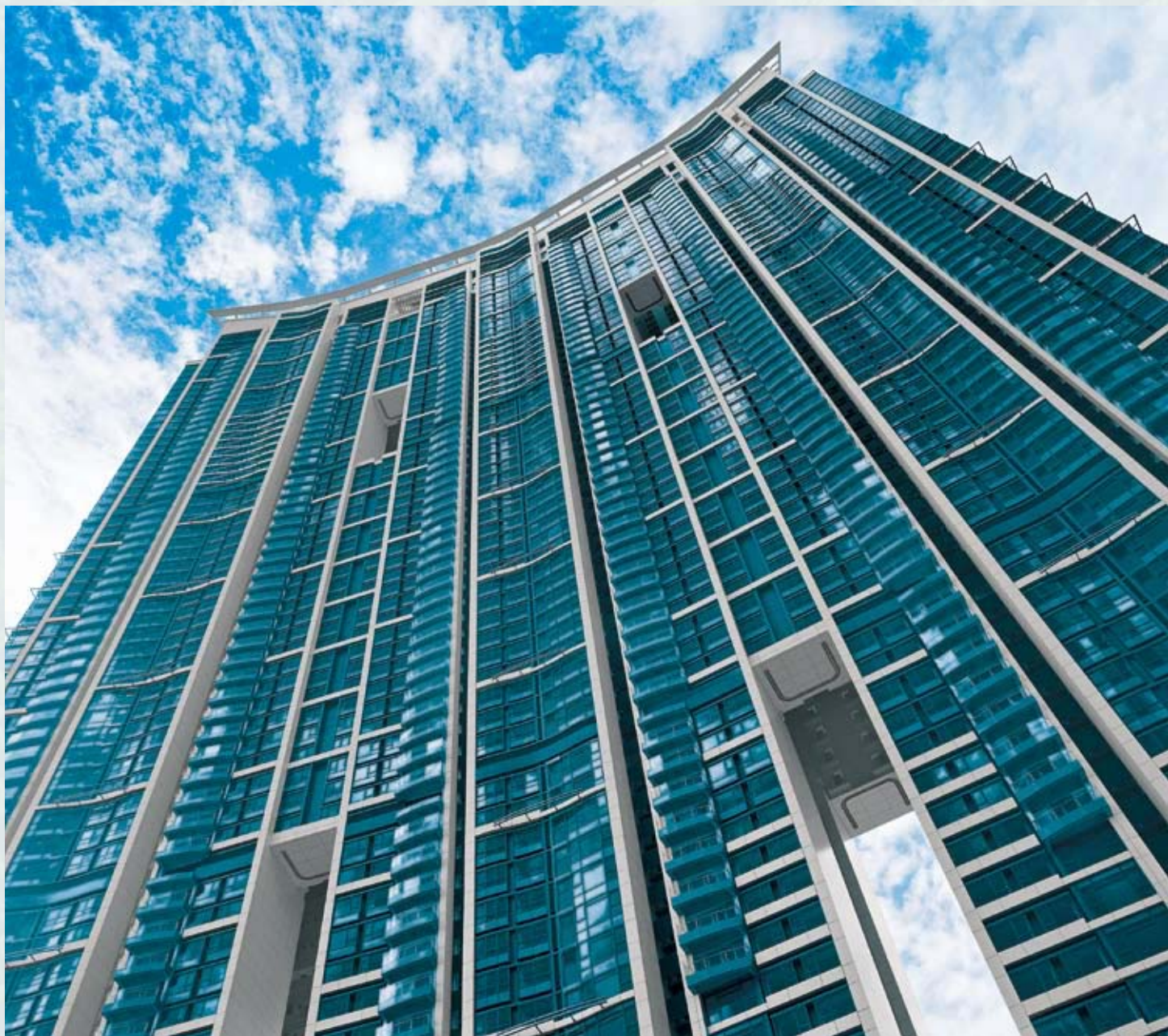
我們亦售出碧海藍天尚餘之九十二個單位其中六十九個，每平方呎平均售價達港幣五千一百元，較去年高出約百分之十二。

We resumed sales of The HarbourSide, our signature development above the MTR's Kowloon Station in the second half of 2007. With strong interest from buyers, a total of 113 units were sold at an average of HK\$16,900 per square foot to bring in sales revenue of HK\$2.6 billion. The development consists of 1,122 residential units in three 80-storey blocks -- by the end of June 2008, 359 of these units had been sold. The HarbourSide will benefit even further from new civic and infrastructure facilities that are being planned in the vicinity.

In October 2007, we also commenced the sale of The Long Beach, a residential development consisting of eight 43-storey towers in West Kowloon. The development consists of approximately 1,800 units, offering spectacular sea views as well as first class recreational facilities. With strong buyer interest, a total of 605 units were sold in two weeks, realising an income of HK\$3.3 billion at an average price of HK\$7,100 per square foot.

We also sold 69 out of 92 available units in our AquaMarine project, at an average price of HK\$5,100 per square foot, some 12% higher than the previous year.

香港 — 物業發展及銷售
HONG KONG — PROPERTY DEVELOPMENT AND SALES



1

2

1. 君臨天下
2. 浪澄灣
1. The HarbourSide
2. The Long Beach



中國內地 — 物業租賃 MAINLAND CHINA — PROPERTY LEASING

年內，集團在上海之兩個地標項目 — 恒隆廣場和港匯廣場，繼續享有強勁增長，租金收入上升百分之四十八至港幣十七億六千四百三十萬元，佔集團租金收入總額百分之四十二。

恒隆廣場

此項目位於上海最繁盛的購物區之一南京西路，是一個贏得多項大獎的商場、商舖及辦公大樓綜合項目。項目吸引了頂級零售商在此開業，其租戶名單仿如「名人錄」包括世界多個尊貴品牌，例如卡地亞(Cartier)、香奈兒(Chanel)、愛馬仕(Hermès)、路易威登(Louis Vuitton)、范思哲(Versace)及其他等等。集團並不斷開創新猷，例如二零零七年十一月啟業之鐘錶廊，吸引了Boucheron、Chaumet、Chopard、Girard-Perregaux及Harry Winston等知名珠寶鐘錶品牌。恒隆廣場租出率達百分之一百，眾多輪候租戶均為世界著名品牌。其年內之租金收入達港幣三億二千九百六十萬元，較去年上升百分之四十一。

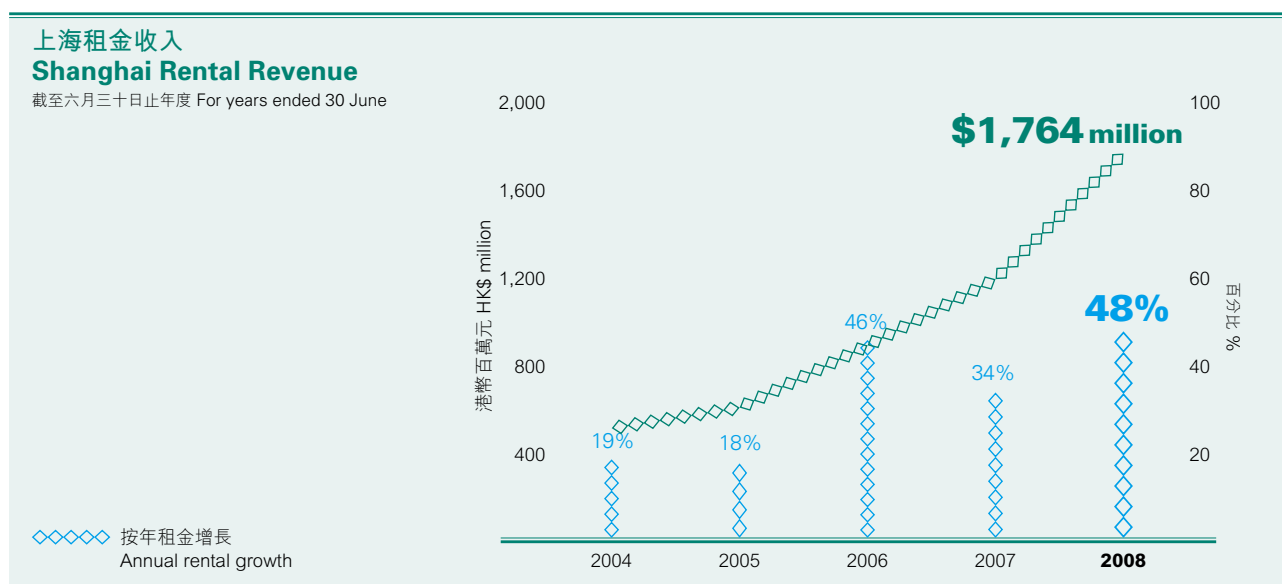
該項目亦包括兩幢甲級辦公大樓，租出率均達百分之一百，租戶來自世界各地之跨國公司、資訊科技商及時裝界。兩幢辦公大樓合

During the year, our two landmark projects in Shanghai, Plaza 66 and The Grand Gateway, continued to enjoy strong growth. Rental turnover increased 48% to HK\$1,764.3 million, contributing 42% to our total rental income.

Plaza 66

This award-winning commercial, retail and office complex is located on Nan Jing Xi Lu, one of Shanghai's busiest shopping areas. In view of its attraction for top names in the retail business, our tenant list reads like a roll call of the world's top luxury brands -- from Cartier to Chanel, Hermès to Louis Vuitton and from Versace to many, many others. Innovations such as the opening of the upscale Watch Gallery in November 2007, have also attracted some of the most well-known names in the jewellery and watch business, enabling us to list such high luxury brands as Boucheron, Chaumet, Chopard, Girard-Perregaux and Harry Winston among our tenants. Plaza 66 is not only fully occupied, it has a long waiting list that again includes many of the top brand names in the world. As a result, retail revenues rose an impressive 41% to HK\$329.6 million during the year.

The complex also includes two Grade A office towers which are fully occupied too. Popular with multinational, IT and fashion businesses from around the world, the two towers consist of



共之總樓面面積超過十六萬平方米，為本財政年度提供高達港幣五億八千六百五十萬元之租金收入貢獻。

more than 160,000 square metres of space, which contributed rental revenues of HK\$586.5 million during the fiscal year.

港匯廣場

港匯廣場位於上海最大地鐵站徐家匯地鐵站之上蓋，享有同樣出色業務增長，其策略性租戶組合包括本地租戶及國際品牌如 agnès b, Bally 及 Cerruti 1881 等。購物商場面積達十萬零二千平方米，包括超過四百五十間商舖、電影院、食肆及其他消閒設施，年內之租出率續為百分之一百，租金收入上升百分之三十七，達港幣五億零七百一十萬元。該項目其他物業之租金收入為港幣三億二千九百九十萬元，較去年增長百分之二十三。展望未來，待徐家匯地鐵站兩條新幹線數年內通車後，港匯廣場之人流可望大幅增加。

The Grand Gateway

Located above Shanghai's largest subway station at Xujiahui, The Grand Gateway, with a strategic mix of both local and international tenants which include agnès b, Bally and Cerruti 1881 among others, enjoyed similar growth. Consisting of 102,000 square metres of shopping space housing over 450 retailers, cinemas, restaurants and other leisure facilities, the mall continues to enjoy a 100% occupancy rate, leading to a rise in rental income of 37% to HK\$507.1 million during the year. Rental income from other properties of The Grand Gateway amounted to HK\$329.9 million, an increase of 23% over previous year. Looking forward, pedestrian traffic will increase even more significantly when two further metro lines open at the Xujiahui station in the next few years.

中國內地投資物業及發展中物業之按地域分析

Geographical Analysis of Mainland China Investment Properties and Properties Under Development

於二零零八年六月三十日 At 30 June 2008

		樓面面積 (千平方米) Gross Floor Area ('000 sq. m)	
		2008	2007
上海	<i>Shanghai</i>		
徐匯區*	Xuhui District*	296.9	319.9
靜安區*	Jing An District*	271.1	271.1
天津	<i>Tianjin</i>	153.0	153.0
瀋陽	<i>Shenyang</i>		
瀋河區(中街路)	Shenhe District (Zhongjie Lu)	109.7	109.7
瀋河區(青年大街)	Shenhe District (Qingnian Da Jie)	800.0	800.0
無錫	<i>Wuxi</i>	255.0	255.0
濟南	<i>Jinan</i>	150.0	150.0
總計	Total	2,035.7	2,058.7

* 包括停車場之樓面面積
Including gross floor area of car parks

上海投資物業之按類分析

Segmental Analysis of Shanghai Investment Properties

		樓面面積 (千平方米) Gross Floor Area ('000 sq. m)		租金收入 (港幣百萬元) Rental Revenue (HK\$ million)		租出率 (百分比) Occupancy Rate (%)	
		2008	2007	2008	2007	2008	2007
商場及商舖	Commercial and Retail	153.6	153.6	836.7	604.4	100	100
寫字樓	Office	226.8	226.8	785.7	489.0	100	100
住宅及寓所	Residential and Apartments	83.2	83.2	110.1	74.9	97	98
停車場	Car Parks	104.4	127.4	31.8	26.6	N/A	N/A
總計	Total	568.0	591.0	1,764.3	1,194.9	100	100

中國內地 — 物業租賃
MAINLAND CHINA — PROPERTY LEASING



1

2

1. 上海·恒隆廣場
2. 上海·港匯廣場
1. Plaza 66, Shanghai
2. The Grand Gateway, Shanghai



中國內地—發展中項目 MAINLAND CHINA — PROJECTS UNDER DEVELOPMENT

截至二零零八年六月底，我們已購入位於天津、瀋陽、無錫及濟南之五幅黃金土地。此等項目詳列如下：

As at the end of June 2008, five sites, at prime locations in Tianjin, Shenyang, Wuxi and Jinan have been acquired. The details of these projects are listed below:

中國內地發展項目最新資料：

Most Updated Information of Developments in mainland China:

項目 Project	天津恒隆廣場 Tianjin Hang Lung Plaza	瀋陽恒隆中街廣場 Shenyang Zhongjie Hang Lung Plaza
地點 Location	天津和平區和平路 Heping Lu, Heping District, Tianjin	瀋陽市瀋河區中街路 Zhongjie Lu, Shenhe District, Shenyang
主要用途 Main Usage	商業 Commercial	商業 Commercial
總樓面面積 Total Gross Floor Area	153,000平方米/sq.m	109,700平方米/sq.m
項目內容 Project Descriptions	<p>此項目位於天津市中心和平路 — 於二零零五年被選為「全中國十大著名商業街」之一。集團於二零零五年一月購入該幅佔地四點四公頃之黃金地塊，以發展一座總樓面面積達十五萬三千平方米的頂級購物商場。項目已於今年五月動工，預計於二零一二年落成。此優質項目獲頒「2007年MIPIM建築評審未來項目大獎，零售及消閒」組別獎項。該系列獎項乃頒予全球最佳的國際級物業項目。</p> <p>A prime 4.4 hectare site was acquired in January 2005, located at Heping Lu in Tianjin's city centre, which was named as one of "the 10 most famous commercial streets in China" in 2005. Construction of a top end 153,000 square-metre shopping complex commenced in May this year with completion expected in 2012. This visionary project received the MIPIM Architectural Review Future Project Awards 2007 -- Retail and Leisure. MIPIM Awards reward the best international real estate projects from around the world.</p>	<p>集團於二零零五年九月購入一幅位於瀋陽市中心中街路，毗鄰世界文化遺產地「瀋陽故宮」之黃金地塊。三百多年來，中街路為瀋陽市之商業中心，並與天津市和平路一樣於二零零五年被選為「全中國十大著名商業街」之一。項目將包括一座總樓面面積約達十萬九千七百平方米的購物中心，並已於二零零六年動工，預計於二零零九年年底落成。</p> <p>In September 2005, we acquired a prime commercial site on Zhongjie Lu, at the heart of Shenyang City, near the Shenyang Imperial Palace, one of the world's Cultural Heritage sites. Zhongjie Lu has formed the city's prime commercial and trading hub for the past 300 years and similar to Heping Lu in Tianjin, was named as one of "the 10 most famous streets in China" in 2005. This project, which consists of some 109,700 square metres of prime retail space, began construction in 2006 and is expected to be completed at the end of 2009.</p>



瀋陽恒隆市府廣場 Shenyang City Hang Lung Plaza	無錫恒隆廣場 Wuxi Hang Lung Plaza	濟南恒隆廣場 Jinan Hang Lung Plaza
瀋陽市瀋河區青年大街 Qingnian Da Jie, Shenhe District, Shenyang	無錫市崇安區人民中路 Renmin Zhong Lu, Chongan District, Wuxi	濟南市歷下區泉城路 Quancheng Lu, Lixia District, Jinan
商業、寫字樓、酒店及服務式寓所 Commercial, office, hotel and serviced apartment	商業及寫字樓 Commercial and office	商業 Commercial
800,000平方米/sq.m	255,000 平方米/sq.m	150,000平方米/sq.m
<p>此項目位於遼寧省之省會瀋陽市，於二零零六年八月購入，座落於瀋陽市著名地標市政府廣場毗鄰、於貫通瀋陽市中心被稱為「金廊」之青年大街。新建議的地鐵二號綫將貫通「金廊」，並於市政府廣場及青年大街上均設置站點，料可為項目帶來更多人流。「瀋陽恒隆市府廣場」是一個綜合發展項目，將興建世界級購物中心、辦公樓群、六星級酒店及服務式寓所，其中樓高超過三百五十米的雙塔式辦公大樓勢成中國東北最高辦公大樓群。項目已於二零零七年四月動土，預計於二零一二年起分期落成。</p> <p>This development, in Shenyang City, the capital of Liaoning Province, was acquired in August 2006. It is located adjacent to City Plaza, the definitive landmark in Shenyang City, and along Qingnian Da Jie, the "Golden Corridor", which runs along the centre of Shenyang. The building of the newly proposed No. 2 metro line along this "Golden Corridor" will also enhance pedestrian flows with stations both on Qingnian Da Jie and City Plaza. Shenyang City Hang Lung Plaza, a multi-complex development, consists of world-class shopping facilities, office towers, a six-star hotel and serviced apartments. The twin office towers, rising over 350 metres, will become the tallest office building complex in north eastern China. The project broke ground in April 2007 and is expected to be completed in phases from 2012 onwards.</p>	<p>此項目亦位於市中心商務區，座落於無錫市兩條最繁盛的商業街交界。該區為市內主要購物區，人流旺盛。無錫市不僅為江蘇省之重點經濟城市，並名列《福布斯》「二零零八年中國大陸最佳商業城市排行榜」第三位。集團於二零零六年十二月購入該幅土地，預計於二零零八年年底動工。</p> <p>Like the others, this development is located in the central business district, at the junction of the City's two busiest commercial streets. The area forms the city's primary shopping district, attracting huge pedestrian inflows. Wuxi is not only the major economic city in Jiangsu Province, it ranks third in Forbes magazine's list of "2008 China's Best Business Cities". The site was acquired in December 2006. Construction set to commence before the end of 2008.</p>	<p>集團於二零零七年二月購入該幅位於山東省政經文化都會濟南市之黃金地塊。「濟南恒隆廣場」座落於被譽為「金街」之泉城路，鄰近著名泉城廣場，將包括樓高六層總樓面面積達十五萬平方米的世界級購物中心，並已於二零零七年底舉行動土儀式，預計於二零一零年落成。</p> <p>In February 2007, we acquired a prime lot in Jinan, the capital city and political, economic and cultural centre of Shandong Province. Located at Quancheng Lu, also known as the City's "Golden Avenue", adjacent to the famous Quancheng Square, the Jinan Hang Lung Plaza consists of six storeys and 150,000 square metres of world class shopping space. Construction commenced with the ground breaking ceremony at the end of 2007 with project completion expected in 2010.</p>

中國內地 — 發展中項目
MAINLAND CHINA — PROJECTS UNDER DEVELOPMENT



1	3	4
2		5

- | | |
|-------------|--------------------------------------|
| 1. 天津恒隆廣場 | 1. Tianjin Hang Lung Plaza |
| 2. 瀋陽恒隆中街廣場 | 2. Shenyang Zhongjie Hang Lung Plaza |
| 3. 瀋陽恒隆市府廣場 | 3. Shenyang City Hang Lung Plaza |
| 4. 無錫恒隆廣場 | 4. Wuxi Hang Lung Plaza |
| 5. 濟南恒隆廣場 | 5. Jinan Hang Lung Plaza |



持續發展 — 未來興盛之路 BUILDING FOR SUSTAINABILITY — THE WAY AHEAD

**“實現能源、成本和環境三大效益，
達到遠高於目前規定的標準
WE AIM TO ACHIEVE ENERGY-
EFFICIENT, COST-EFFECTIVE AND
ENVIRONMENTALLY FRIENDLY
OPERATIONS WITH SUBSTANTIALLY
HIGHER STANDARDS THAN
DICTATED BY CURRENT PRACTICE.”**

隨著全球暖化及環保問題日益惹人關注，世界資源和環境的可持續性無疑是未來關鍵所在。尤其在中國內地，快速的城市化和經濟增長消耗了大量資源和帶來了嚴重污染。針對這些挑戰，中國頒佈了一系列詳盡的「綠色」法例，致力保護環境及強調可持續性。

集團全力支持中國政府之有關措施。作為一家對社會負責任的公司，我們完全認同人類之未來以至集團本身之成功均有賴可持續發展，故已啟動一個完善計劃，致力建造具可持續性、符合環保和文化理念與美感之項目，為其服務之社群提供長遠增益。

As the world increasingly focuses on global warming and the need to preserve the environment, there is no doubt that ongoing sustainability, of the world's resources and its environment, is the key to a viable future. The mainland in particular, in view of its rapid urbanisation and exponential growth, has suffered from the vast consumption of resources together with the massive pollution this has engendered. Tackling this problem head on, China has implemented a comprehensive line-up of "green" laws, seeking to protect the environment with an emphasis on sustainability.

Supporting the Chinese government in its efforts and as a socially responsible company fully aware of the need for sustainable business practices to ensure our own future and ongoing success, we are forging ahead with a committed programme to build sustainable, environmentally friendly, culturally sensitive and aesthetically pleasing properties that will add lasting value to the communities that they serve.

我們的做法是把可持續性設計功能納入旗下所有物業，以達到遠高於目前規定的標準，實現能源效益、成本效益和環保效益。該等功能包括採用可持續性建造材料和技術，例如高效節能玻璃以及太陽能和地熱能等再生能源。同時，我們為物業創造園林，除可提供開揚舒適的空間外，更有助散熱、降低聲浪及減少塵埃。

以集團在瀋陽的兩個旗艦項目為例，建築師把尖端的節能技術融入設計，以行動落實我們的承諾。「瀋陽恒隆中街廣場」將使用地熱能源，以地源熱泵技術作為基礎為項目供熱和供冷，使用的能源比傳統的冷卻塔顯著減少。「瀋陽恒隆市府廣場」的雙塔式辦公大樓亦採用類似設計，從地表和太陽獲取能源。我們期望這些項目可起帶頭作用，成為本集團以至瀋陽市和內地的「可持續設計典範」。

「濟南恒隆廣場」將採用雙層的高效節能玻璃來提供最大的節能效益。其頂層太陽能板可提供再生能源，而其十五萬平方米商場上的天頂園林，除可提供享有景觀的舒適開闊空間外，更具有絕緣功能。

我們的目標乃所有項目將可取得「節能與環保設計優先(LEED)」金獎。該項國際公認基準由美國綠色建築委員會制定，涵蓋五個主要的環境領域，包括：可持續發展的地塊建設、節水、節能、材料使用和室內空氣質量等。目前世界上的建築物平均佔整體能源消耗量百分之四十，我們希望集團高瞻遠矚和精益求精的做法，不但有利集團未來的可持續發展和增長，亦為整個環境以及中國經濟的長期發展帶來持久的良好影響。

Establishing substantially higher standards than dictated by current practice, we are incorporating sustainable design features into all our new developments to ensure energy-efficient, cost-effective and environmentally friendly operations. These initiatives include the use of sustainable building and construction materials and techniques such as the application of high-performance low-energy glazing as well as the active use of renewable power sources such as solar and geothermal energy. At the same time, landscaped gardens will create not only an open and attractive environment, they also help to dissipate heat, cut down on noise and reduce dust.

Translating this commitment into action, our architects have incorporated a number of energy-saving initiatives into their building designs. Shenyang Zhongjie Hang Lung Plaza, for example, will use geothermal energy, based on ground source heat technology to heat and cool the complex, using considerably less energy than conventional cooling towers and heating systems. The twin office towers of Shenyang City Hang Lung Plaza will similarly harness energy from the earth and the sun. We expect these projects to lead the way, becoming “showpieces of sustainable design” not only for the group but also for Shenyang and the mainland.

Jinan Hang Lung Plaza will use high-performance, low-energy double-glazing to maximise the conservation of energy. Rooftop solar panels will also provide a source of renewable energy while landscaped gardens, on top of the 150,000 square-metre mall, will provide insulation as well as pleasant and open spaces with spectacular views.

Our target for all our projects is that they will all be awarded their LEED (Leadership in Energy and Environmental Design) gold certificates. This internationally recognised benchmark developed by the US Green Building Council covers five key environmental areas – sustainable site development, water savings, energy efficiency, materials selection and indoor environmental quality. The world’s buildings today account for 40% on average of all energy consumed. We hope that our committed and forward looking practices will not only translate into our own sustainability for future growth and development, but that they will also make a lasting contribution to the environment and create an impact on the long-term viability of the economy in China.

集團主要物業 MAJOR GROUP PROPERTIES

A 主要發展中物業 Major Properties Under Development

於二零零八年六月三十日 At 30 June 2008

地點	Location	地盤面積 (平方米) Site Area (sq. m)	主要用途 Main Usage	總樓面面積 (平方米) Total Gross Floor Area (sq. m)	集團應佔權益 (百分比) Group's Attributable Interest (%)	施工階段 Stage of Completion	預計落成日期 Expected Completion Date
香港 HONG KONG							
藍塘道· 內地段5747 號	Blue Pool Road, IL 5747	7,850	R	8,005	51.9	計劃中 Planning	2011
天津 TIANJIN							
和平區 和平路	Heping District Heping Lu	44,277	C	153,000	51.9	地基工程 Foundation	2012
瀋陽 SHENYANG							
瀋河區 中街路	Shenhe District Zhongjie Lu	34,845	C	109,700	51.9	建築上蓋 Superstructure	2009
瀋河區 青年大街	Shenhe District Qingnian Da Jie	92,065	C/H/O/S	800,000	51.9	地基工程 Foundation	2012 (第一期) (Phase 1)
無錫 WUXI							
崇安區 人民中路	Chongan District Renmin Zhong Lu	37,324	C/O	255,000	51.9	計劃中 Planning	2013
濟南 JINAN							
歷下區 泉城路	Lixia District Quancheng Lu	52,569	C	150,000	51.9	地基工程 Foundation	2010

C : 商場 Commercial
 H : 酒店 Hotel
 O : 寫字樓 Office
 R : 住宅 Residential
 S : 服務式寓所 Serviced Apartments

B 已建成待售物業 Properties Completed for Sale

於二零零八年六月三十日 At 30 June 2008

地點	Location	主要用途 Main Usage	總樓面面積 (平方米) Total Gross Floor Area (sq. m)	集團應佔權益 (百分比) Group's Attributable Interest (%)	未售出住宅 單位數目 No. of Unsold Residential Units	未售出 車位數目 No. of Unsold Carparking Spaces
香港 HONG KONG						
君臨天下， 柯士甸道西1號， 九龍內地段11080號	The HarbourSide, 1 Austin Road West, KIL 11080	R	92,368	51.9	763	520
浪澄灣， 海輝道8號， 九龍內地段11152號	The Long Beach, 8 Hoi Fai Road, KIL 11152	R	99,531	51.9	1,224	–
碧海藍天， 深盛路8號， 新九龍內地段6338號	AquaMarine, 8 Sham Shing Road, NKIL 6338	R	2,011	51.9	23	–
君逸山， 迦密村街9號， 九龍內地段11122號	Carmel-on-the-Hill, 9 Carmel Village Street, KIL 11122	R	286	51.9	2	23

R : 住宅 Residential

集團主要物業 MAJOR GROUP PROPERTIES

C 主要投資物業 Major Investment Properties

於二零零八年六月三十日 At 30 June 2008

地點	Location	地契屆滿年期 Lease Expiry	樓面面積(平方米) Gross Floor Area (sq. m)				車位數目 No. of Carparking Spaces
			商場及商舖 Commercial and Retail	寫字樓及 工業／寫字樓 Office and Industrial/ Office	住宅及寓所 Residential and Apartments		
香港							
HONG KONG							
中環及金鐘							
CENTRAL AND ADMIRALTY							
印刷行， 都爹利街6號， 內地段339號	Printing House, 6 Duddell Street, IL 339	2848	1,709	5,980	–	–	
都爹利街1號， 內地段7310號	1 Duddell Street, IL 7310	2848	–	9,007	–	–	
樂成行， 雪廠街22號， 內地段644號	Baskerville House, 22 Ice House Street, IL 644	2880	1,473	3,379	–	–	
渣打銀行大廈， 德輔道中4-4A號， 海傍地段103號 A段及B段	Standard Chartered Bank Building, 4 - 4A Des Voeux Road Central, Sections A&B of ML 103	2854	4,814 [†]	23,730 [†]	–	16	
金鐘廊， 金鐘道93號	Queensway Plaza, 93 Queensway	2012	6,923	–	–	–	
銅鑼灣及灣仔							
CAUSEWAY BAY AND WANCHAI							
恒隆中心， 百德新街2-20號， 內地段524號及749號	Hang Lung Centre, 2 - 20 Paterson Street, IL 524 & IL 749	2864	8,613	22,161	–	126	
名店坊， 百德新街、厚誠街、 記利佐治街、加寧街、 京士頓街、告士打道， 海傍地段231號及 52號， 內地段469號及470號	Fashion Walk, Paterson Street, Houston Street, Great George Street, Cleveland Street, Kingston Street, Gloucester Road, ML 231, ML 52, IL 469 & IL 470	2842, 2864 & 2868	31,072	–	7,935	–	
栢景臺， 英皇道1號， 內地段8560號	Park Towers, 1 King's Road, IL 8560	2060 *	1,101	–	–	250	
瑞安中心， 15至28樓， 港灣道6-8號， 內地段8633號	Shui On Centre, 15/F–28/F, 6 - 8 Harbour Road, IL 8633	2060 *	–	16,313	–	42	

C 主要投資物業(續) Major Investment Properties (Continued)

於二零零八年六月三十日 At 30 June 2008

地點	Location	地契屆滿年期 Lease Expiry	樓面面積(平方米) Gross Floor Area (sq. m)				車位數目 No. of Carparking Spaces
			商場及商舖 Commercial and Retail	寫字樓及 工業/寫字樓 Office and Industrial/ Office	住宅及寓所 Residential and Apartments		
香港(續)		HONG KONG (Continued)					
康山及鰂魚涌		KORNHILL AND QUARRY BAY					
康怡廣場， 康山道1-2號， 內地段8566號	Kornhill Plaza, 1 - 2 Kornhill Road, IL 8566	2059 *	53,080	10,577	–	1,069	
康蘭居， 康山道2號， 內地段8566號	Kornhill Apartments, 2 Kornhill Road, IL 8566	2059 *	–	–	35,275	–	
樂基中心， 英皇道734號， 內地段3507號	Stanhope House, 734 King's Road, IL 3507	2082	1,051	26,720	–	70	
山頂及半山區		THE PEAK AND MID-LEVELS					
山頂廣場， 山頂道118號， 市郊地段3號	The Peak Galleria, 118 Peak Road, RBL 3	2047	12,500	–	–	493	
花園臺， 2-3號第二座， 舊山頂道8A號， 內地段896號及2850號	Nos. 2&3, Garden Terrace, Block 2, 8A Old Peak Road, IL 896 & IL 2850	2078 & 2886	–	–	558	25	
御峯， 司徒拔道41C號， 內地段8870號	The Summit, 41C Stubbs Road, IL 8870	2047	–	–	15,225	54	
港島南區		HONG KONG SOUTH					
濱景園，南灣道9號， 市郊地段994號	Burnside Villa, 9 South Bay Road, RBL 994	2072	–	–	9,212	89	
旺角		MONGKOK					
旺角中心第一期， 彌敦道688號， 九龍內地段1262號	Argyle Centre, Phase I, 688 Nathan Road, KIL 1262	2060	114	–	–	–	
雅蘭中心一期， 彌敦道627- 641A號， 九龍內地段10246號	One Grand Tower, 627 - 641A Nathan Road, KIL 10246	2060	19,276	22,637	–	40	

集團主要物業 MAJOR GROUP PROPERTIES

C 主要投資物業(續) Major Investment Properties (Continued)

於二零零八年六月三十日 At 30 June 2008

地點	Location	地契屆滿年期 Lease Expiry	樓面面積 (平方米) Gross Floor Area (sq. m)				車位數目 No. of Carparking Spaces
			商場及商舖 Commercial and Retail	寫字樓及 工業／寫字樓 Office and Industrial/ Office	住宅及寓所 Residential and Apartments		
香港(續) HONG KONG (Continued)							
旺角(續) MONGKOK (Continued)							
雅蘭中心二期， 彌敦道625號， 九龍內地段10234號	Two Grand Tower, 625 Nathan Road, KIL 10234	2060	1,629	8,614	–	–	
恒通大廈， 廣東道1112-1120號， 九龍內地段9708號	Hang Tung Building, 1112 - 1120 Canton Road, KIL 9708	2045 *	–	–	–	955	
栢裕商業中心／家樂坊， 登打士街56號， 九龍內地段9590號	Park-In Commercial Centre/ Gala Place, 56 Dundas Street, KIL9590	2044 *	6,297	29,966	–	478	
荷李活商業中心， 彌敦道610號， 九龍內地段11024號	Hollywood Plaza, 610 Nathan Road, KIL 11024	2047	9,136	17,974	–	–	
君逸山， 迦密村街9號， 九龍內地段11122號	Carmel-on-the-Hill, 9 Carmel Village Street, KIL 11122	2050	2,131	–	–	11	
尖沙咀及西九龍 TSIMSHATSUI AND WEST KOWLOON							
格蘭中心， 堪富利士道8號， 九龍內地段7725號及 8026號	Grand Centre, 8 Humphreys Avenue, KIL 7725 & KIL 8026	2038	3,688	7,198	–	–	
恒福時裝雅集， 彌敦道221B-E號， 九龍內地段10619號及 8132號	Hanford Fashion, 221B - E Nathan Road, KIL 10619 & KIL 8132	2037	2,443	3,892	–	–	
浪澄灣， 海輝道8號， 九龍內地段11152號	The Long Beach, 8 Hoi Fai Road, KIL 11152	2050	20,200	–	–	390	
碧海藍天， 深盛路8號， 新九龍內地段6338號	AquaMarine, 8 Sham Shing Road, NKIL 6338	2050	22,350	–	–	516	

C 主要投資物業(續) Major Investment Properties (Continued)

於二零零八年六月三十日 At 30 June 2008

地點	Location	地契屆滿年期 Lease Expiry	樓面面積 (平方米) Gross Floor Area (sq. m)				車位數目 No. of Carparking Spaces
			商場及商舖 Commercial and Retail	寫字樓及 工業/寫字樓 Office and Industrial/ Office	住宅及寓所 Residential and Apartments		
香港(續)		HONG KONG (Continued)					
牛頭角及觀塘		NGAU TAU KOK AND KWUN TONG					
淘大商場， 牛頭角道77號， 新九龍內地段53號、 1482號、2660號及 3947號	Amoy Plaza, 77 Ngau Tau Kok Road, NKIL 53, NKIL 1482, NKIL 2660 & NKIL 3947	2047	44,951	–	–	620	
淘大工業中心， 牛頭角道7號， 新九龍內地段1744號	Amoycan Industrial Centre, 7 Ngau Tau Kok Road, NKIL 1744	2047	–	8,589	–	–	
麗港城商場， 茶果嶺道， 新九龍內地段6055號	Laguna Plaza, Cha Kwo Ling Road, NKIL 6055	2047	15,619	–	–	165	
長沙灣、葵涌及 荃灣		CHEUNG SHA WAN, KWAI CHUNG AND TSUEN WAN					
百佳商業中心， 青山道476號， 新九龍內地段1761號	Park Building, 476 Castle Peak Road, NKIL 1761	2047	397	13,109	–	–	
荔枝角道822號， 新九龍內地段5568號	822 Lai Chi Kok Road, NKIL 5568	2047	–	9,004	–	73	
永康街9號， 新九龍內地段6229號	9 Wing Hong Street, NKIL 6229	2047	–	35,223	–	95	
荔灣花園， 荔景山道1A1、1A2、 5A、6A及6B號商舖， 測量約分4號 地段3336號	Laichikok Bay Garden, Shops 1A1, 1A2, 5A, 6A & 6B, Lai King Hill Road, Lot 3336 of SD 4	2047	3,109	–	–	172	
紅A中心， 青山道443-451號， 丈量約分445號地段 690號A段	Star Centre, 443 - 451 Castle Peak Road, Section A of Lot 690 in DD 445	2047	–	28,512	–	27	

集團主要物業 MAJOR GROUP PROPERTIES

C 主要投資物業(續) Major Investment Properties (Continued)

於二零零八年六月三十日 At 30 June 2008

地點	Location	地契屆滿年期 Lease Expiry	樓面面積 (平方米) Gross Floor Area (sq. m)				車位數目 No. of Carparking Spaces
			商場及商舖 Commercial and Retail	寫字樓及 工業/寫字樓 Office and Industrial/ Office	住宅及寓所 Residential and Apartments		
香港(續)	HONG KONG (Continued)						
長沙灣、葵涌及 荃灣(續)	CHEUNG SHA WAN, KWAI CHUNG AND TSUEN WAN (Continued)						
汀蘭居， 油柑頭青山公路123號， 荃灣市地段356號	The Bay Bridge, 123 Castle Peak Road, Yau Kom Tau, TWTL 356	2047	–	–	20,096	179	
灣景花園， 荃灣青山道633號， 荃灣市地段329號	Bayview Garden, 633 Castle Peak Road, Tsuen Wan, TWTL 329	2047	4,959	–	–	52	
屯門	TUEN MUN						
大興花園， 屯門震寰路11號及 河興街10號A， 屯門市地段312號	Tai Hing Gardens, 11 Tsun Wen Road and 10A Ho Hing Circuit, Tuen Mun, TMTL 312	2047	10,970	–	–	387	
聯昌中心， 屯門業旺路8號， 丈量約分131號地段 1169號	Luen Cheong Can Centre, 8 Yip Wong Road, Tuen Mun, Lot 1169 in DD 131	2047	–	7,856	–	37	

C 主要投資物業(續) Major Investment Properties (Continued)

於二零零八年六月三十日 At 30 June 2008

地點	Location	地契屆滿年期 Lease Expiry	樓面面積 (平方米) Gross Floor Area (sq. m)			車位數目 No. of Carparking Spaces
			商場及商舖 Commercial and Retail	寫字樓及 工業／寫字樓 Office and Industrial/ Office	住宅及寓所 Residential and Apartments	
上海 SHANGHAI						
港滙花園第一期及 第二期， 華山路2118號， 徐匯區	The Grand Gateway Gardens 1 & 2, 2118 Hua Shan Lu, Xuhui District	2063	–	–	64,900	–
港滙廣場， 虹橋路1號， 徐匯區	The Grand Gateway, 1 Hong Qiao Lu, Xuhui District	2043	101,900	67,200	18,300	835
恒隆廣場， 南京西路1266號， 靜安區	Plaza 66, 1266 Nan Jing Xi Lu, Jing An District	2044	51,700	159,600	–	804

* 可續期七十五年
With an option to renew for a further term of 75 years

† 集團現擁有面積二萬二千一百零一平方米寫字樓之租金收入，其餘樓面之收租權益將於二零一二年交回本集團。
The Group is now entitled to rental on 22,101 square metres of office area. The rights to rental entitlement in the remaining area will revert to the Group in 2012.

財務業績及狀況回顧

REVIEW OF FINANCIAL RESULTS AND POSITION

二零零七／零八年度之財務業績

Financial results for 2007/08

變動

(百分比)

以港幣百萬元計算 in HK\$million

2008

2007

change (%)

營業額

Turnover

由於商舖及寫字樓強勁增長，香港租賃業務繼續表現理想。

恒隆廣場第二座寫字樓於二零零六年十二月落成，令上海租賃業務更添動力。

物業銷售方面，本集團售出近八百個住宅單位，包括浪濤灣六百零五個單位及君臨天下一百一十三個單位，每平方米平均售價分別約為港幣七千一百元及港幣一萬六千九百元。

Spurred by the remarkable growth in commercial and office sectors, Hong Kong rental operations continued to perform well. The completion of Plaza 66 Office Tower II in December 2006 provided additional impetus to Shanghai leasing activity.

In property sales, we sold nearly 800 residential units, with 605 units from The Long Beach and 113 units from The HarbourSide at an average price of about HK\$7,100 and HK\$16,900 per square foot respectively.

其他收入

Other income

其他收入主要包括港幣二億八千四百萬元之銀行利息收入。

Other income comprised mainly bank interest income of HK\$284 million.

去年之收益及來自恒隆地產有限公司於二零零六年十一月配售四億一千萬股。

The gain last year arose from the placement of 410 million shares by Hang Lung Properties Limited in November 2006.

行政費用

Administrative expenses

行政費用主要包括行政人員成本及其他公司開支。

Administrative expenses comprised mainly administrative staff costs and other corporate expenses.

投資物業之公平值增加

Increase in fair value of investment properties

重估收益反映市場對現有投資物業組合的需求甚殷。

The revaluation gain reflected a keen market demand for existing investment properties portfolio.

財務費用

Finance costs

財務費用與貸款利率同步下調。

Finance costs fell along with the decrease in loan interest rates.

		2008	2007	change (%)
營業額	Turnover			
租金收入	Rental income			
香港	Hong Kong	2,422	2,185	11%
中國內地	Mainland China	1,764	1,195	48%
		4,186	3,380	24%
物業銷售	Property sales	6,367	1,398	355%
		10,553	4,778	121%
其他收入	Other income	288	321	-10%
被視為集團出售附屬公司股份之收益	Gain on deemed disposal of interest in a subsidiary	-	879	-100%
直接成本及營業費用	Direct costs and operating expenses	(3,780)	(1,816)	108%
行政費用	Administrative expenses	(450)	(329)	37%
投資物業之公平值增加	Increase in fair value of investment properties	11,164	6,562	70%
財務費用	Finance costs	(307)	(465)	-34%
應佔合營公司溢利	Share of profits of jointly controlled entities	223	142	57%
稅項	Taxation	(3,034)	(1,480)	105%
本年度溢利	Profit for the year	14,657	8,592	71%
應佔純利：	Attributable to:			
股東	Shareholders	7,516	4,786	57%
少數股東權益	Minority interests	7,141	3,806	88%

於二零零八年六月三十日之財政狀況
Financial position at 30 June 2008

以港幣百萬元計算 in HK\$million		2008	2007	變動 (百分比) change (%)
投資物業	Investment properties	66,136	52,539	26%
其他非流動 資產	Other non-current assets	8,383	6,023	39%
存貨	Inventories	6,848	9,746	-30%
現金及銀行 存款	Cash and bank deposits	10,738	7,092	51%
其他流動資產	Other current assets	1,383	822	68%
流動負債	Current liabilities	(4,065)	(2,730)	49%
長期銀行貸款	Long term bank loans	(8,040)	(7,873)	2%
浮息票據	Floating rate notes	(1,500)	(1,500)	0%
遞延稅項負債	Deferred tax liabilities	(7,434)	(5,142)	45%
融資租約承擔	Finance lease obligations	(393)	(487)	-19%
資產淨值	Net assets	72,056	58,490	23%

其他非流動資產
Other non-current assets

其他非流動資產增加反映我們擴展於中國內地投資之策略。

The increase in other non-current assets reflected our strategy of increase in investment in mainland China.

現金及銀行存款
Cash and bank deposits

強勁現金狀況有助本集團把握未來之投資商機。

The strong cash position will allow the Group to take future investment opportunities.

財務回顧 FINANCIAL REVIEW

流動資金及信貸融資

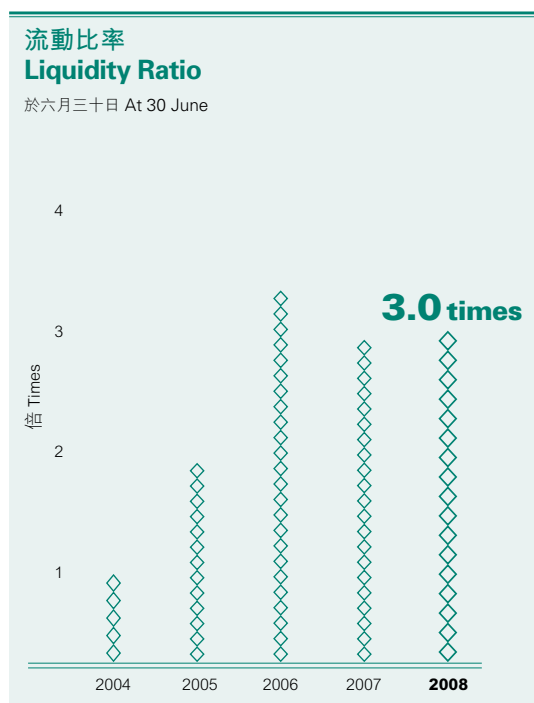
來自君臨天下及浪澄灣之銷售所得款項為港幣六十三億元，為我們之現金流入帶來重大貢獻。因此，於二零零八年六月三十日，我們之負債率降低至百分之零點四之低水平。

於二零零八年六月三十日，尚未動用之銀行信貸連同銀行存款合共為港幣二百二十九億三千四百一十萬元，其中港幣一百零七億三千八百一十萬元為銀行存款、港幣一百一十億九千六百萬元為承諾信貸，而港幣十一億元為活期信貸。

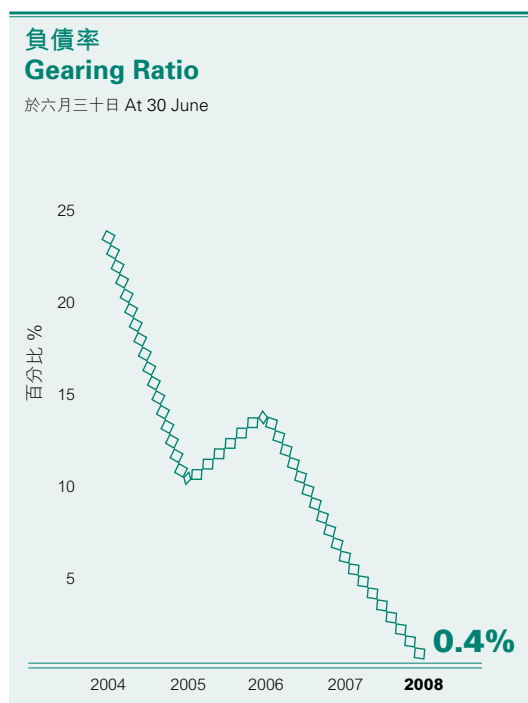
Liquidity and Financing Facilities

Sales proceeds from The HarbourSide and The Long Beach totalled HK\$6.3 billion which contributed to our cash inflow significantly. As a result, our gearing ratio was reduced to a low level of 0.4% as at 30 June 2008.

As at 30 June 2008, undrawn banking facilities together with bank deposits amounted to HK\$22,934.1 million, comprising HK\$10,738.1 million in bank deposits, HK\$11,096.0 million in committed facilities and HK\$1,100.0 million in demand facilities.



附註：流動比率乃流動資產減存貨後與流動負債之比較。
Note: Liquidity ratio represents current assets less inventories over current liabilities.



附註：負債率為淨債項與股權加淨債項之比較。淨債項指銀行貸款、浮息票據及融資租約承擔，減現金及銀行存款。股權則包括股東權益及少數股東權益。
Note: Gearing ratio represents net debt over equity plus net debt. Net debt represents bank loans, floating rate notes and finance lease obligations, less cash and deposits with banks. Equity comprises shareholders' equity and minority interests.

於二零零八年六月三十日，我們持有港幣十五億元之浮息票據，該等票據須於二零零九年十二月全數償還及沒有權利轉換成本公司或其他公司之股份。我們並無其他未償還之定息或浮息票據或可換股債券。

股息

董事局建議派發末期股息每股五角四仙，較去年度增加百分之十六。全年度股息總額每股為七角零半仙，較去年度增加百分之十六。

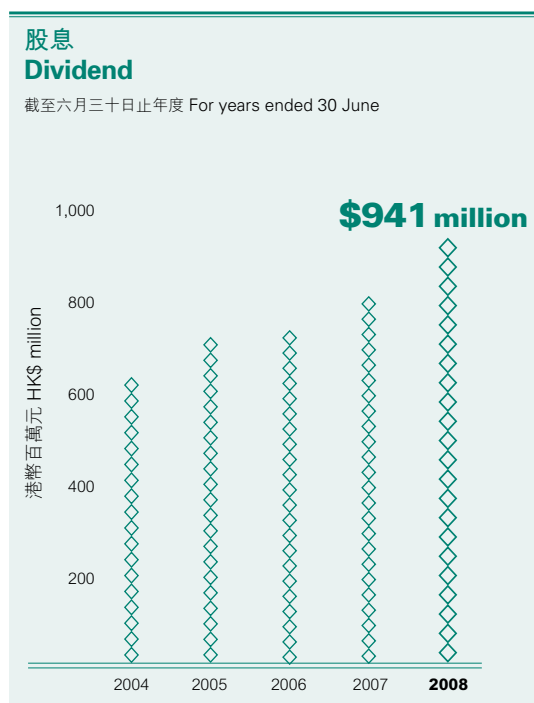
我們繼續在各個年度將所派付股息總額之絕對金額保持穩定。此「分攤」方式可避免股息與年度溢利掛鈎，從而消除因銷售物業之時間而出現波動。

At 30 June 2008, we have floating rate notes of HK\$1.5 billion which are repayable in full in December 2009 and have no right of conversion into shares of the Company or any other body corporate. We have no other outstanding fixed or floating rate notes or convertible bonds.

Dividend

The Board has proposed a final dividend of 54 cents per share, which is an increase of 16% above last year's figure. The total dividend for the year is 70.5 cents, up 16% from the previous year.

We will continue with our policy to keep the absolute amount of total dividends payable each year steady from year to year. This 'smoothing out' process avoids pegging of the dividend to annual profits, thereby eliminating fluctuations tied to the timing of property sales.



風險管理 RISK MANAGEMENT

土地儲備

我們已就中國內地業務制定投資策略，其中載列對地點和項目之甄選準則，包括有關城市之經濟發展和基建情況、當地政府之支持程度及土地成本等。在決定投資任何項目前，我們必先徹底評估該等準則。除了安排經驗豐富之專業團隊執行各個項目外，我們的管理層亦會積極參與各個項目之不同階段的工作，包括物色及購置合適土地、可行性研究、項目設計以至施工等。

香港方面，我們將繼續審慎物色機會，冀能透過各項購置方式適時地增加土地儲備。

現金及融資管理

本集團之現金流均會交由中央管理。我們將匯集所有盈餘現金供償還借貸之用，或存放於信譽良好之金融機構以取得最大回報。在集團層面上，我們以優惠條件維持適量而還款期各有不同之銀行貸款額度，以支持本集團之業務增長及資金需求。

流動性風險

我們保持穩健之流動資金水平，確保隨時備有足夠資金以應付流動資金需要。我們亦密切監察負債組合之還款時間表，並預先妥善安排不同資金來源以應付付款要求。

利率及匯率風險

我們密切監察所承擔之利率風險，務求把整體借貸成本減至最低。我們的大部分借貸均以港幣列值及按浮動利率計息。貨幣資產和負債之到期日亦妥善分佈以儘量減低重新定價風險。於適當時，我們將以地方貨幣資金配對有關營運貨幣，從而減低匯率波動所帶來之匯率風險。

Land Bank

We have established a strategy for investment in mainland China, which sets out criteria for the selection of locations and projects. These include the economic development and infrastructure of the cities, the level of support from the local government and the land cost. We will conduct a thorough evaluation of these criteria before deciding to commit to any project. Apart from having an experienced professional team to carry out the execution for each project, our management actively participates in different stages of each project including the identification and acquisition of suitable sites, feasibility study, project design and implementation.

In Hong Kong, we will continue to identify opportunities prudently to expand our land bank at appropriate times by acquiring sites through various means.

Cash and Funding Management

We centralize the management of cash flow for the Group. All surplus cash is pooled together either to repay borrowings or place with reputable financial institutions to maximize the return. We maintain appropriate amount of banking facilities with attractive terms and diversified maturity periods at Group level to support its growth strategy and funding requirements.

Liquidity Risk

Our liquidity is kept in strong position so that sufficient funds are always available to meet liquidity requirement. We monitor closely the repayment schedules of our liabilities portfolio and different sources of funding are arranged well in advance to meet payment requirement.

Interest Rate and Exchange Rate Risks

We closely monitor our exposure to interest rate risk in order to minimize the overall cost of borrowings. Most of our borrowings are in Hong Kong dollars with floating interest rates. The maturity of monetary assets and liabilities are arranged in such a way that the re-pricing risk is minimized. Exchange rate risk due to fluctuation of exchange rates is mitigated by using local currency funding, where appropriate, to match the operating currencies.

採用衍生工具

我們之政策絕不容許訂立任何投機性之衍生工具交易。我們只可採用衍生工具來管理財務風險或作出對沖，並只可在經濟情況確實有需要下方能採用。

交易對手／信貸風險

我們只可在信貸風險可接受的情況下與其他方進行交易。當集團調配盈餘資金時，對方必須是擁有高度信貸評級的金融機構。集團亦會控制與每名交易對手的信貸關係，以避免過量集中所帶來的風險。

零售市道及收租管理

我們會於適當時間及場合舉辦各項宣傳及推廣活動，為旗下商場增加人流，並定期檢討旗下商場之租戶組合及收租政策。租戶須預先支付租金按金，如過期繳租須支付利息。當出現拖欠租金情況時，我們會即時採取行動，令潛在損失減至最低。

保險及保養

我們定期審閱旗下所有投資物業，以確保採取適當預防措施，藉以改善物業之狀況。我們已制定持續保養計劃為物業提供保養及美化工程。此外，我們亦定期為住宅物業及商場進行翻新及設施升級。我們已為投資物業購買保險，以確保意外損失時獲得保障。

營運風險

我們維持合適內部監控機制，以保護其資產及防止欺詐、錯誤或系統故障所帶來之任何損失。我們的內部審計部定期就內部監控機制進行獨立審閱，以確保所有控制均已適當依循。我們已設定有效備分程序，以確保資料得以妥善備分。我們亦設有獨立後備中心，一旦發生緊急事故，亦可以將對業務受到干擾之機會減至最低。

Use of Derivatives

It is our policy that no speculative derivative transactions are entered into. We may use derivative instruments solely for financial risk management/hedging purposes if justified by the economic situation.

Counterparty/Credit Risk

We only undertake transactions with counterparties that represent acceptable credit risks. When deploying surplus funds, we only deal with financial institutions having high credit ratings. We also manage to avoid undue concentration risk by restricting our exposure to individual counterparties.

Retail Climate and Rental Collection

Advertising and promotional events are organized at appropriate time and occasion to enhance customer traffic at our retail centres. We carry out periodic review on our tenant mix and the policy on rental collection. Our tenants are required to pay rental deposits in advance and interest will be imposed for late payment. Immediate actions are taken for rental in arrears to minimize potential loss.

Insurance and Maintenance

We carry out regular review on all of our investment properties to ensure adequate precautionary actions are taken to improve their conditions. We have established ongoing maintenance programme to maintain and enhance our properties. In addition, we regularly conduct renovation and upgrading of facilities for our residential and shopping malls. Insurance coverage has been arranged to ensure that our investment properties are well insured for accidental losses.

Operational Risk

We have maintained an adequate internal control system to safeguard our assets and protect against any loss from fraud, error or system malfunction. Our Internal Audit Department carries out regular independent review of the internal control system to ensure that all controls have been properly followed. We have established an effective back-up procedure to ensure that data is properly backed up. A separate back-up site is in place to minimize any disruption to business in case of emergency.

造福社群 REACHING OUT TO THE COMMUNITY

身為一家負責任的企業公民，我們感謝業務地區內之社群給予之重大支持，並透過積極參與社會事務作為回饋，包括為合適活動提供財務捐助，以及贊助、組織或參與各項社會公益及教育活動等。

年內，本集團遵照其政策向慈善及非牟利機構捐出共港幣三千四百四十萬元，此等活動之重點包括協助四川地震的災民。此外，集團亦為各社區和公司團體的有關賑災活動提供場地襄助。

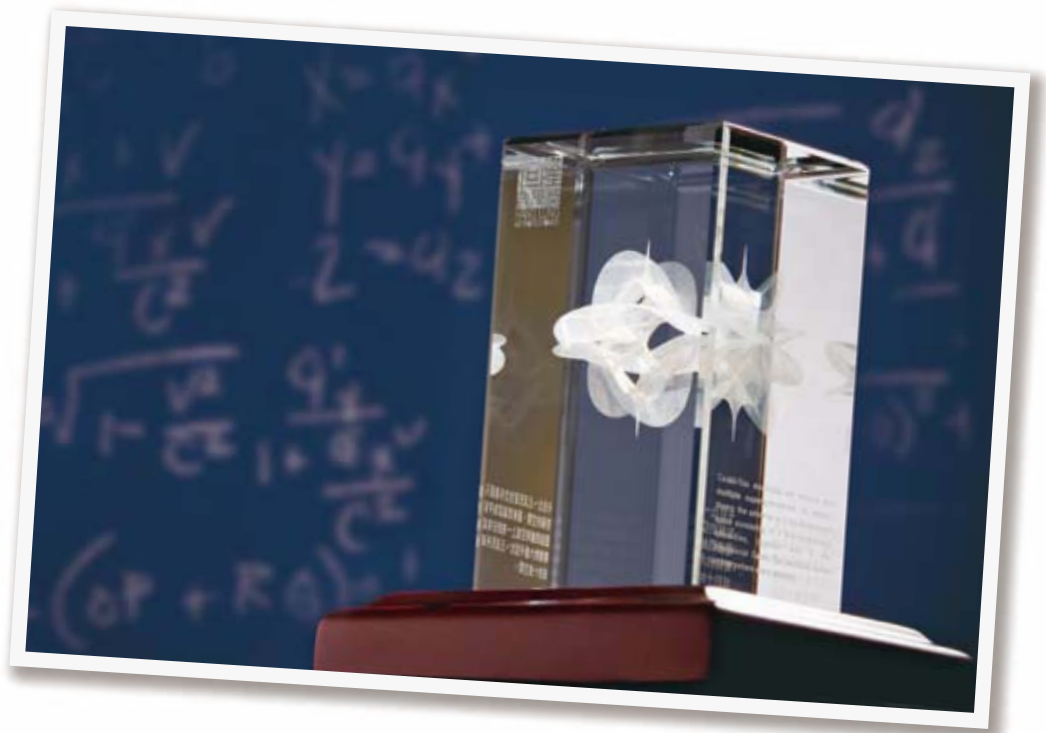
集團旗下商場為多項活動提供場地贊助。年內，我們為合共四十五項籌得善款總額約達港幣一千二百萬元之活動提供場地，其中包括「關懷愛滋」籌款活動、「香港小童群益會」馬拉松步行籌款、以及「香港紅十字會」和「聯合國兒童基金會青少年資訊中心」義賣等。為促進香港社會對少數裔群的了解和關注，山頂廣場在今年六月舉行菲律賓藝術節，讓公眾更了解菲律賓的藝術文化，吸引了許多人士蒞臨。

Acknowledging the tremendous support we have received from the communities in which we operate and as a responsible corporate citizen, we make every effort to participate in a range of community programmes, making financial contributions to worthwhile causes or sponsoring social, educational and environmental initiatives.

During the year, we made in accordance with our policy donations totalling HK\$34.4 million to charitable and non-profit-making organisations. A major focus of these activities included helping victims in the devastating earthquakes suffered in Sichuan. Supporting earthquake relief activities organised by the community and other corporate groups, our various shopping malls also provided venue sponsorships for the various events.

Our shopping malls provide venue sponsorships for other causes as well, sponsoring a total of 45 events during the year which raised approximately HK\$12 million. These included a fund-raising drive for AIDS Concern, a fund-raising Walkathon for the Boys' and Girls' Clubs Association of Hong Kong as well as charity sales drives both for the Hong Kong Red Cross and the UNICEF Youth & Information Centre. Promoting awareness and understanding of minority groups in Hong Kong, the Philippine Arts Festival was also held at The Peak Galleria in June this year. The festival provided a look at the art and culture of the Philippines and attracted a number of interested visitors.

“竭盡公民責任，處處關懷社會
TO GIVE IS TO RECEIVE...
OUR COMMITMENT TO THE
COMMUNITIES THAT WE SERVE”



恒隆數學獎
Hang Lung Mathematics
Awards

二零零八年三月，我們開始籌備第三屆「恒隆數學獎」。該項每兩年一度為香港中學生舉行的數學研究比賽，乃恒隆地產與香港中文大學數學科學研究所及數學系合辦，由集團主席陳啟宗先生與丘成桐教授於二零零四年創立，是亞洲首個同類型比賽。

比賽旨在激發創意及推動獨立學習風氣。在老師帶領下，同學隊伍自訂數學課題和計劃，進行研究並提交報告予「學術委員會」審閱。入圍隊伍需通過答辯，並就其研究報告公開作出闡述，以及接受學術委員會的閉門提問，而頒獎典禮將於今年十月舉行。「學術委員會」由十六位國際知名數學家組成，彼等來自美國哈佛大學、麻省理工學院、加州大學洛杉磯分校、加州大學柏克萊分校及哥倫比亞大學；英國劍橋大學；中國南京大學；以及香港中文大學和香港大學等知名學府，均對是項比賽鼎力支持。本集團除統籌和管理該活動外，並贊助有關比賽。

In March 2008, we launched our third Hang Lung Mathematics Awards (HLMA 2008) which is being co-organised by Hang Lung Properties, The Institute of Mathematical Sciences and Department of Mathematics of The Chinese University of Hong Kong. This bi-annual mathematics research competition for secondary school students in Hong Kong, was launched by our Chairman, Mr Ronnie C. Chan and Professor Shing-Tung Yau in 2004, becoming the first of its kind in Asia when it was introduced.

Aiming to cultivate creativity and foster an independent climate of learning, school teams design, research, carry out and report on a mathematics project which is then submitted for evaluation to the Scientific Committee. Public presentations are followed by a closed door session with the Scientific Committee, who acts as judges, to defend their submissions. Winners will then receive their awards at a ceremony to be held in October this year. The Scientific Committee consists of 16 eminent mathematicians from such illustrious institutions as Harvard, MIT, UCLA, UC Berkeley and Columbia University in the US, Cambridge University in the UK, Nanjing University in the PRC, as well as the Chinese University of Hong Kong and the University of Hong Kong. In addition to organising and managing the event, we also sponsor the Awards.

造福社群 REACHING OUT TO THE COMMUNITY

隨著香港經濟好轉，淘大商場為幫助青年人創業而推出的青年企業家計劃亦圓滿結束。該項計劃於二零零三年沙士後經濟不景氣中推出，過去五年內共收到六百八十三項尋求資助的業務方案，其中一百六十八項方案成功獲選。今天，二十三項有關業務仍在恒隆旗下商場經營。此項計劃除協助有關業務開展外，亦把香港的「事在人為」精神化為行動。我們希望，此例子可啟發和鼓舞香港未來的年青企業家。

為進一步促進香港之創業精神，我們贊助了於漢堡舉行的二零零七年歐亞會議。此外，為慶祝上海市即將舉辦二零一零年世界博覽會，恒隆廣場於去年十一月舉行「迎世博·創和諧 — 2007 千人交響慈善藝術盛典」。

我們亦鼓勵員工獻出時間和努力為社會盡責。年內，集團員工參與多項善舉及慈善籌款活動，包括「香港傷健協會」活動、「昂步棧道」籌募善款活動、「體育舞蹈大賽」、以及「世界自然基金會香港觀鳥大賽2008」。

環保活動

為保持世界生態及生活質量，我們必須採取可持續措施。我們把該等措施納入集團業務之每一方面，包括在項目建造和管理方面採用可持續性設計、環保建材、以及太陽能 and 地熱能等再生能源。同時，為促進商界實施可持續政策，我們擔當領導角色，擔任「商界環保協會氣候變化商界論壇2007」的主要贊助人。

With the improvement of Hong Kong's economy, our young entrepreneurs' programme based in Amoy Plaza, came to a successful close. Seeking to lend a helping hand to young entrepreneurs wanting to start their own business, the scheme was introduced in 2003 in the wake of the SARS epidemic which hit the Hong Kong economy so badly. In the past five years, 683 business plans were submitted seeking help from the scheme with 168 businesses subsequently being launched. Today, 23 of these businesses are still operating in our premises. In addition to providing a kick start to these businesses, this initiative helped to promote and translate Hong Kong's "can do" spirit into action. We hope that this example will continue to provide inspiration and encouragement for Hong Kong's young entrepreneurs in the future.

Further promoting this business spirit in Hong Kong, we sponsored the Asia-Europe Meeting 2007, which took place in Hamburg. A City Harmony in EXPO Tunes Thousand-Artist Orchestral Concert also took place in Shanghai's Plaza 66 in November last year, to celebrate World Expo 2010 in Shanghai.

We also encourage staff to donate their time and efforts as responsible members of their communities. Helping to raise funds and to raise awareness of different social causes, a number of our staff took part in events such as the PHAB (Physically Handicapped and Able-Bodied) and Ngong Ping Charity Walks, a DanceSport Competition, as well as the WWF Big Bird Race 2008.

Our Environmental Initiatives

Sustainable practices are imperative if we want to maintain the quality of the world that we live in. We are therefore incorporating these practices into every aspect of our business -- from sustainable design and the use of environmentally friendly materials to the harnessing of reusable energy such as solar power and geothermal energy in our buildings and management. At the same time, taking an active role in promoting the environmental message and the need for sustainable business practices, we are a major patron of the Business Environment Council's Climate Change Business Forum 2007.



山頂廣場的再生能源系統
Renewable Energy System at The Peak Galleria

年內，我們的租賃物業耗電量下降約百分之五，節省電力開支約港幣五百萬元。日常運作方面，儘管電費上升，我們的每平方呎樓面電力開支仍持續減少。由於更多採用電子通訊及租戶電子賬單系統，故集團用紙量亦持續減少。我們並在旗下租賃物業採取措施，鼓勵租戶及公眾支持循環再用。

我們並為員工提供全面的環保培訓及教育計劃，配合集團環保大使宣傳行動，加強集團各項物業以至社區內對環保觀念之認識和落實。

During the year, electricity consumption in our rental properties fell by 5% translating into savings of about HK\$5 million. In our operations, we also continue to enjoy a decrease in electricity expenses per square foot of space, despite the rise in electricity costs. Paper consumption too continues to fall with the greater use of electronic communications and our E-billing tenant system. Measures have also been taken in our leasing properties to encourage recycling among our tenants and the public.

Comprehensive training and education programmes, working hand-in-hand with our Environmental Protection Ambassadors, also help to promote and drive home the message among our staff, in the management of our properties and within the community.

培育人才 GROWING OUR PEOPLE

“團隊精英雲集，創造更美好的明天 CREATING A TALENTED TEAM... OUR GUARANTEE FOR A BETTER FUTURE”

集團竭盡全力培育員工成長，這不僅為了確保他們有才幹技能可勝任工作，亦為了協助他們全面發揮潛力。為達成此項承諾，我們奠下了所需基礎，包括提供良好的工作環境及完善福利，並從這些穩健基礎出發，務求令集團成為「理想僱主之選」，藉此吸引和挽留優秀人才，讓彼等享有具挑戰性和意義的職業發展。

於二零零八年六月三十日，恒隆集團僱用二千零二十八名員工，包括香港員工一千零九十六人及中國內地員工九百三十二人。年內，員工之薪酬總額為港幣五億二千八百五十萬元。集團之薪酬政策乃論功行賞，除給予員工合約訂明之十三個月薪金外，亦為有表現之員工給予酌情發放之花紅及加薪。集團員工維持高生產力，反映出該等政策之成功。

We make every effort to grow and develop our staff, not only ensuring that they are fully trained to do a professional job but also seeking to help them realise their full potential. Working towards this commitment, we have placed the necessary foundations in place – the provision of a pleasant and healthy working environment supported by a comprehensive package of benefits. Building on these solid foundations, we aim to be “the employer of choice”, attracting and retaining the best talent available. In turn, we hope they will enjoy challenging and rewarding careers with us.

As at the end of June 2008, the Hang Lung Group employed 2,028 staff, 1,096 in Hong Kong and 932 on the mainland. Total remuneration for the year totalled HK\$528.5 million. Our remuneration policies include a contractual 13-month salary, discretionary bonuses and salary increments for outstanding performances. Reflecting the success of these staffing policies, we continue to maintain high staff productivity.

員工發展及培訓

為使新員工適應新工作環境，我們設立「夥伴」計劃，讓友好「夥伴」為新同事提供適時協助。新員工亦會收到「迎新」資料冊，為其提供關於集團之詳盡資料；並獲安排參加迎新會，認識集團之人事架構及公司文化。

我們亦為每個階層之員工提供全面培訓。除提供基本和溫故知新的培訓計劃外，我們為員工提供其履行工作責任所需的最新技術和程序。年內，我們聘用了多名富經驗的培訓專才以加強培訓隊伍，令培訓質量向前邁進一大步。展望未來，我們的目標是令培訓更具組織、更加周詳、更能切合不同業務及個人所需，並已成立多個專責小組來制定培訓需要及規劃長期培訓策略。

集團於二零零五年推出的「見習管理人員培訓計劃」繼續開花結果。受訓者須接受為期二十二至二十四個月培訓，包括在本公司各部門見習以及在上海辦事處實習六個月，而上海見習管理人員亦在香港實習三個月以更佳地了解集團總部的運作。待他們完成計劃後，集團會為其進行個人評估以了解其優秀之處，協助他們發揮最大潛能及為公司提供最大貢獻。

為確保集團運作達至最高的專業道德標準，所有員工均須遵守本公司的紀律守則。集團每年均安排廉政公署人員舉辦「專業道德及防止貪污」講座，協助集團加強落實守則。

Staff Development and Training

Making sure that a new member of staff starts his or her new life with us on the right foot, we operate a “buddy” system. This “buddy” provides a friendly face and lends a helping hand whenever it is needed. A “welcome on-board” pack also provides comprehensive information on the Group while an orientation session welcomes the new staff member on board and introduces them to the different people, aspects and culture of our operations.

Comprehensive staff training is also provided at every level of our operations. In addition to basic and refresher training, staff are updated regularly on the latest developments, procedures and technology in the carrying out of their duties. During the year, the quality of our training programmes took a major step forward with the strengthening of our training team and the addition of a number of experienced training professionals. Looking forward, the aim is to develop corporate training in a more structured manner while at the same time enabling greater customisation to meet individual business and personal requirements. Focus groups also helped to identify specific training needs and formulate long term strategies.

Our Management Trainee programme, first introduced in 2005, continues to flourish. Trainees go through 22-24 months of training, spending time with the different divisions in the company together with a 6-month attachment in Shanghai and our new cities of operation. In turn, trainees from the mainland spend a three-month secondment in Hong Kong, gaining a better understanding of operations at our head office. At the end of the programme, personality profile assessments identify personal strengths, helping to maximise their potential and contribution to the Group.

Ensuring the highest standards of professional ethics within our operations, all staff are required to comply with our Company Code of Conduct. Supporting this Code, we collaborate with the Independent Commission Against Corruption (ICAC) to conduct a “Professional Ethics and Corruption Prevention” programme every year.

培育人才 GROWING OUR PEOPLE

員工安康

均衡的工作和生活關係，對身心安康至為重要，而身心安康乃員工提升表現所需。因此，我們年內在原已完善的員工福利上增加了員工假期，包括額外年假及陪產假等，並提供義工假期讓員工在辦公時間內可抽空參與社區志願活動。

我們亦增加了醫療及健康福利，包括讓更多員工免費享有健康檢查，以及讓員工家屬享有醫療保險，而這些新增的福利亦深受員工的歡迎。

配合員工安康計劃的實施，集團舉辦了多項戶外活動。年內之重點活動為兩次公司旅行，員工及其家眷可選擇前往上海或瀋陽。這些活動除讓員工家眷暢聚外，亦為員工提供無拘無束地互相認識和歡聚之機會。

為提倡工作與生活之間的更佳平衡，集團之員工康體會亦舉辦多項社交和康體活動。該等活動包括電影晚宴、海洋公園暢遊、大嶼山遠足及燒烤晚會，以及專為喜愛體育的員工而設的運動比賽、公司運動會及邀請賽等。員工亦可參加烹飪課程或泰拳等各類不同活動。

Employee Wellness

A balanced work-life relationship is crucial to health and well-being. Health and well-being in turn are necessary to improve staff performance. To this end, we enhanced our comprehensive package of benefits with increased leave entitlements during the year. These include additional annual leave, paternity leave as well as a volunteer leave day, for staff participating in volunteer community activities during office hours.

Medical and health benefits were also improved with health checks being expanded to cover a larger group of staff and medical insurance being extended to cover employees' dependants, a move that was well received by staff.

With the introduction of our employee wellness programme, we organised two corporate-wide trips for members of staff and their families, who could choose to either go to Shanghai or to Shenyang. The trips not only brought families together, they also provided an opportunity for staff to get to know each other and to have fun together in a friendly and relaxed atmosphere.

Promoting a better work-life balance among our people, the Hang Lung Social Club continues to organise a range of social, recreational and sporting events. In addition to family outings such as Movie and Dinner nights, an evening at Ocean Park as well as hiking and BBQ events on Lantau; sports competitions, corporate games and invitation leagues, provided an outlet for the more sporty members of our staff. Employees were also able to enjoy such diverse activities as cooking lessons and classes on Thai boxing.

財務日誌

FINANCIAL CALENDAR

2月 FEB

公布中期業績
二零零八年二月二十日
Interim Results
announced
20 February 2008

4月 APR

派發中期股息
二零零八年四月十八日
Interim Dividend paid
18 April 2008

8月 AUG

公布全年業績
二零零八年八月十三日
Annual Results
announced
13 August 2008

10月 OCT

截止辦理股份過戶
二零零八年十月二十八日下午四時正
Latest time to lodge transfer
4:00 p.m. on 28 October 2008

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暫停辦理股份過戶登記
(就末期股息而言)
二零零八年十月二十九日至十月三十一日
(首尾兩天包括在內)
Share Register closed
(for final dividend)
29 October to 31 October 2008
(both days inclusive)

11月 NOV

股東週年大會
二零零八年十一月三日上午十一時正
假座註冊辦事處
(細節請參閱本年報附上之
股東週年大會通告)
Annual General Meeting
11:00 a.m. on 3 November 2008
at Registered Office
(Details are set out in the Notice of
Annual General Meeting
accompanying this Annual Report)

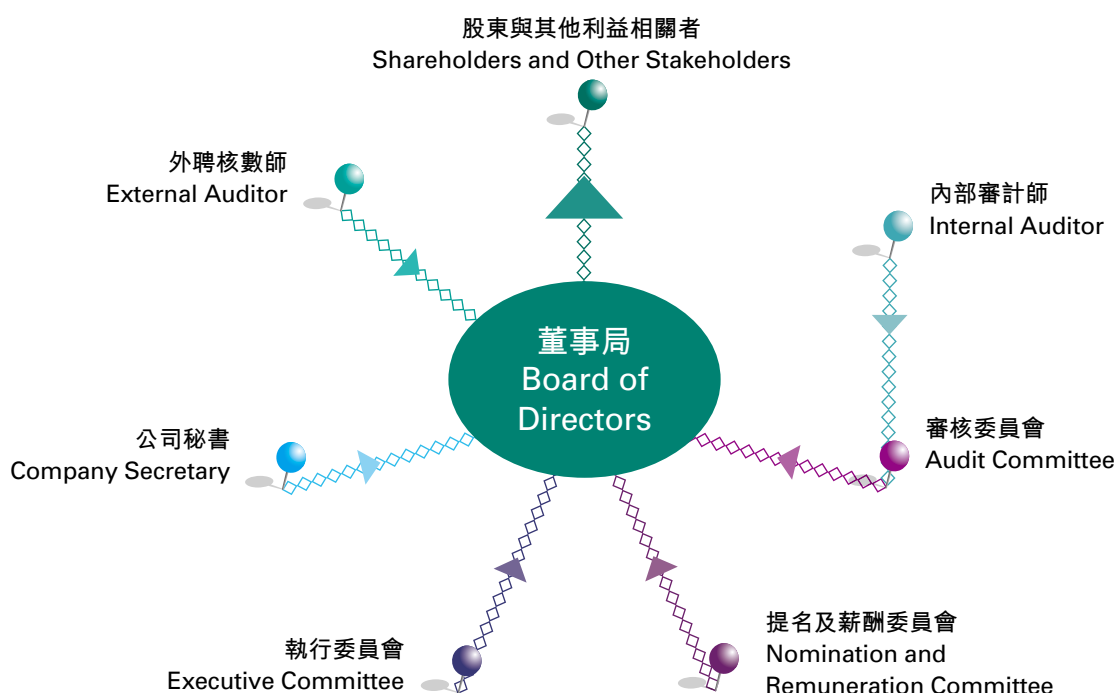
——
建議派發末期股息
二零零八年十一月十八日
Proposed Final Dividend payable
18 November 2008

公司管治 CORPORATE GOVERNANCE

恒隆集團致力維持最高質素的公司管治，因公司堅信此乃為本集團及所有利益相關者取得最大權益的基礎。

We strive to sustain the highest standards of corporate governance practices as they are fundamental to maximise the benefits of Hang Lung Group and all our stakeholders.

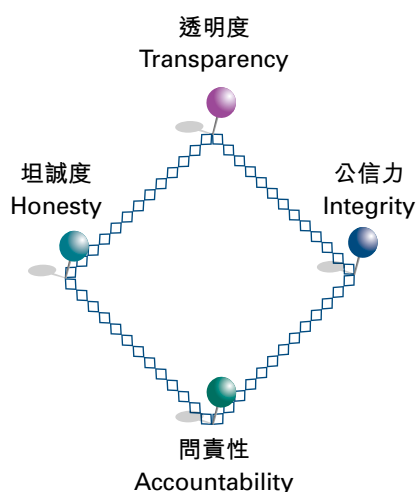
公司管治架構 Corporate Governance Structure



良好的企業管治須符合下列主要原則的要求：

Core Principles behind good corporate governance are:

良好公司管治常規尤其重要，能為所有利益相關者提供一個著重透明度及問責性、維持高質素誠信以及通過卓越管治建立信心的體制。我們透過以身作則的領導方式、培訓及有效的內部監控廣泛推行，致力把這些信念融入公司文化。



It is essential for good corporate governance practices to provide a framework that emphasises on transparency and accountability to all stakeholders, maintaining high standards of integrity and establishing trust through sound governance. We instil these principles into our corporate culture through leadership by example, training and effective internal control.

年內，我們一直遵守香港聯合交易所有限公司（「聯交所」）證券上市規則（「上市規則」）附錄十四《企業管治常規守則》所載之所有守則條文。

Throughout the year, we have complied with all the Code Provisions set out in the Code on Corporate Governance Practices as stated in Appendix 14 of the Rules Governing the Listing of Securities (the "Listing Rules") on The Stock Exchange of Hong Kong Limited (the "Stock Exchange").

有關本公司就上市規則附錄十四所載之守則條文及建議最佳常規的遵守情況概述如下：

A summary of how we comply with the Code Provisions and Recommended Best Practices of the Code under Appendix 14 of the Listing Rules are set out below:

A 董事 Directors

守則編號 Code Number	守則條文	Code Provision			
A.1	董事局 董事局應負有領導及監控本公司之責任，並集體負責統管及監督本公司事務。	The Board The Board should assume responsibility for leadership and control of the Company and is collectively responsible for directing and supervising the Company's affairs.			
合規狀況 Compliance Status	企業管治常規	Corporate Governance Practices			
✓✓✓ 超越守則條文 Exceeding Requirement	<p>董事局每年舉行最少四次會議，其中包括兩次全體會議以審批中期業績和全年業績以及擬定中期股息和末期股息金額：</p> <ul style="list-style-type: none"> 於二零零七／零八年度，董事局舉行了五次會議，其中包括兩次在香港以外舉行的會議，讓董事對本公司在國內的投資有更清晰的理解；及 另於有需要時開會商議各類重大交易，包括發行債券、重大收購及出售，以及關連交易(如有)。 <p>二零零七／零八年度董事出席各類會議的記錄如下：</p>	<p>Board Meetings are held at least four times a year which include two full Board Meetings to approve interim and annual results and to propose interim and final dividends:</p> <ul style="list-style-type: none"> five meetings of the Board of Directors were held in 2007/08, including two held outside Hong Kong so as to give Directors a clearer view on the Company's investment in PRC; and meetings are also held as and when necessary to discuss significant transactions, including issuance of debt securities, material acquisitions and disposals, and connected transactions, if any. <p>Details of Directors' attendance records in 2007/08 were as follows:</p>			
	出席會議次數／會議舉行次數 Meetings Attended/Held				
	董事 Directors	董事局 Board	審核委員會 Audit Committee	提名及薪酬 委員會 Nomination & Remuneration Committee	股東週年大會 AGM
	獨立非執行董事 Independent Non-Executive Directors				
	殷尚賢	S.S. Yin	3 / 5	N/A	N/A
	鄭漢鈞	H.K. Cheng	4 / 5	2 / 2	1 / 1
	陳樂怡	Laura L.Y. Chen	4 / 5	1 / 2	2 / 2
	葉錫安	Simon S.O. Ip	4 / 5	2 / 2	2 / 2
	廖約克	York Liao	5 / 5	2 / 2	2 / 2
	非執行董事 Non-Executive Director				
	陳樂宗	Gerald L. Chan	3 / 5	N/A	N/A
	執行董事 Executive Directors				
	陳啟宗	Ronnie C. Chan	5 / 5	N/A	N/A
	袁偉良	Nelson W.L. Yuen	5 / 5	N/A	N/A
	吳士元	Terry S. Ng	5 / 5	2 / 2	N/A
	所有董事均可向主席或公司秘書提出在董事局會議之議程內列入商討事項，於定期董事局會議舉行日期最少十四天前，向董事發出會議通告。董事局並已同意董事尋求獨立專業意見之程序，其所需費用由本公司支付。	All Directors can give notice to the Chairman or the Company Secretary if they intend to include matters in the agenda for Board Meetings. Notice will be given to Directors at least 14 days before a regular Board Meeting. Procedure has been agreed by the Board to enable Directors to seek independent professional advice at the Company's expense.			

合規狀況 Compliance Status	企業管治常規	Corporate Governance Practices
	<p>公司秘書負責確保董事局依循程序及遵守適用法律及規例；所有董事均可獲得公司秘書之意見及服務。公司秘書亦就企業管治情況及《企業管治常規守則》之施行事宜，向主席及董事局提供意見。董事局及各委員會之會議記錄初本，由公司秘書分別交予全體董事或各委員會成員供彼等置評，而會議記錄定本則分別交予彼等留檔。公司秘書負責保存董事局及各委員會所有會議記錄，任何董事均可查閱。</p> <p>公司已為董事和高級管理人員購買適當保險，保障彼等因履行職務有可能承擔之法律訴訟責任。</p>	<p>All Directors have access to the advice and services of the Company Secretary who is responsible to the Board for ensuring that procedures are followed and that all applicable laws and regulations are complied with. The Company Secretary is also a source of advice to the Chairman and to the Board on corporate governance and the implementation of the Code on Corporate Governance Practices. Draft and final versions of minutes of Board Meetings and meetings of Board Committees are sent to all Directors or Committee members respectively for their comments and record. All minutes of Board Meetings and meetings of Board Committees are kept by the Company Secretary and are open for inspection by any Director.</p> <p>We have arranged appropriate insurance cover on Directors' and officers' liabilities in respect of legal actions against its Directors and senior management arising out of corporate activities.</p>
守則編號 Code Number	守則條文	Code Provision
A.2	<p>主席及行政總裁</p> <p>本公司主席及行政總裁的責任應清楚區分，以確保權力和授權分佈均衡。</p>	<p>Chairman and Chief Executive Officer</p> <p>There should be a clear division of responsibilities between the Chairman and the Chief Executive Officer to ensure a balance of power and authority.</p>
合規狀況 Compliance Status	企業管治常規	Corporate Governance Practices
<p>✓✓</p> <p>符合守則條文 Comply with Requirement</p>	<p>主席</p> <p>主席陳啟宗先生為董事局之領導人。彼負責確保所有董事均可適時獲得足夠及完整可信之資料以及可就其在董事局會議所提出之問題獲清楚之解釋。彼亦確保：</p> <ul style="list-style-type: none"> ➢ 董事局有效地運作及履行責任； ➢ 董事局適時商討所有重要問題； <p>➢ 公司建立良好之管治常規和程序；及</p> <p>➢ 公司採取適當步驟與股東有效地溝通，而股東之意見可傳達至整個董事局。</p> <p>主席最少每年一次與獨立非執行董事會面，執行董事不會列席。主席主要負責釐定並批准每次董事局會議議程，並在適當情況下考慮把其他董事提出之任何事宜列入議程。彼亦可把此項責任交由公司秘書執行。</p> <p>主席鼓勵所有董事全面地及積極地為董事局之事務作出貢獻，並以身作則，確保董事局之行事符合本公司之最佳利益。彼亦務求非執行董事對董事局能作出有效之貢獻，並確保執行董事與非執行董事保持有建設性之關係。</p>	<p>Chairman</p> <p>The Chairman, Mr Ronnie C. Chan, provides leadership for the Board. He is responsible for ensuring that all Directors receive adequate information, which must be complete and reliable, in a timely manner and that Directors are properly briefed on issues arising at Board Meetings. He also ensures that:</p> <ul style="list-style-type: none"> ➢ the Board works effectively and discharges its responsibilities; ➢ all key and appropriate issues are discussed by the Board in a timely manner; ➢ good corporate governance practices and procedures are established; and ➢ appropriate steps are taken to provide effective communication with shareholders and that views of shareholders are communicated to the Board as a whole. <p>He at least annually holds meeting with the Independent Non-Executive Directors without the Executive Directors present. He is primarily responsible for drawing up and approving the agenda for each Board Meeting taking into account, where appropriate, any matters proposed by the other Directors for inclusion in the agenda, or delegates such responsibility to the Company Secretary.</p> <p>He encourages all Directors to make a full and active contribution to the Board's affairs and takes the lead to ensure that the Board acts in the best interests of the Company. He facilitates the effective contributions of Non-Executive Directors and ensures constructive relations between Executive and Non-Executive Directors.</p>

合規狀況 Compliance Status	企業管治常規	Corporate Governance Practices
	<p>董事總經理(行政總裁) 董事總經理袁偉良先生為本公司之行政總裁。董事總經理與主席肩負不同職責。</p> <p>身為本公司執行委員會的成員，董事總經理負責：</p> <ul style="list-style-type: none"> ➢ 本公司之整體業務運作，並執行董事局所採納之政策和策略； ➢ 按董事局的指示管理本公司之日常業務； ➢ 就董事局所設定之目標和優先次序制定策略性業務計劃，並致力保持本公司之業務表現；及 ➢ 確保本公司之財務和內部監控機制以及業務運作均充分符合適用法規之規定。 <p>董事總經理負責主持本公司每月舉行之部門營運會議，制定本公司之管理架構及內部守則供董事局審批，並就高級行政人員之委任及辭退向董事局作出建議。</p>	<p>Managing Director (Chief Executive Officer) The Managing Director, Mr Nelson W.L. Yuen, is our Chief Executive Officer. The roles of the Managing Director are separate from those of the Chairman.</p> <p>The Managing Director is a member of the Executive Committee of the Company and is responsible for :</p> <ul style="list-style-type: none"> ➢ operating the business of the Company and implementing policies and strategies adopted by the Board of Directors; ➢ the Company's day-to-day management in accordance with the instructions issued by the Board; ➢ developing strategic operating plans that reflect the objectives and priorities established by the Board and maintaining the operational performance; and ➢ ensuring adequacy of systems of financial and internal control and conduct of business in conformity with applicable laws and regulations. <p>The Managing Director chairs the monthly meetings of the Company's various operational divisions. He formulates, for the Board's approval, the management organisation and internal rules of the Company and recommends the appointment and dismissal of senior executives.</p>
守則編號 Code Number	守則條文	Code Provision
A.3	<p>董事局組成 董事局應根據本公司業務而具備適當所需技能和經驗。董事局中執行董事與非執行董事的組合應該保持均衡，以便能夠有效地作出獨立判斷。</p>	<p>Board Composition The Board should have a balance of skills and experience appropriate for the requirements of the Company's business and should include a balanced composition of Executive and Non-Executive Directors so that there is a strong independent element on the Board.</p>
合規狀況 Compliance Status	企業管治常規	Corporate Governance Practices
<p>✓✓✓</p> <p>超越守則條文 Exceeding Requirement</p>	<p>董事局現有九名成員：</p> <ul style="list-style-type: none"> ➢ 三名執行董事，分別為陳啟宗先生(陳樂宗先生之胞兄)、袁偉良先生及吳士元先生； ➢ 一名非執行董事，彼為陳樂宗先生(陳啟宗先生之胞弟)；及 ➢ 五名獨立非執行董事，分別為殷尚賢先生、鄭漢鈞先生、陳樂怡女士、葉錫安先生及廖約克先生。彼等均具備適當之學術及專業資格或相關之財務管理專才，並以其豐富的商務及財務經驗為董事局作出貢獻。 	<p>The Board of Directors currently comprises nine persons:</p> <ul style="list-style-type: none"> ➢ three Executive Directors, namely, Mr Ronnie C. Chan (a brother of Mr Gerald L. Chan), Mr Nelson W.L. Yuen and Mr Terry S. Ng; ➢ one Non-Executive Director, namely, Mr Gerald L. Chan (a brother of Mr Ronnie C. Chan); and ➢ five Independent Non-Executive Directors, namely, Mr S.S. Yin, Mr H.K. Cheng, Ms Laura L.Y. Chen, Mr Simon S.O. Ip and Mr York Liao. <p>They possess appropriate academic and professional qualifications or related financial management expertise and have brought a wide range of business and financial experience to the Board.</p>

合規狀況 Compliance Status	企業管治常規	Corporate Governance Practices																		
	<p>下表列出本公司之董事局以及各委員會成員：</p>	<p>The following chart illustrates the composition of the Board of Directors as well as each Committee of the Company:</p> <div style="text-align: center;"> <h2 style="margin: 0;">股東</h2> <h1 style="margin: 0;">Shareholders</h1> <div style="border: 2px solid #008080; padding: 10px; margin: 10px auto; width: 80%;"> <p style="text-align: center;">董事局 Board of Directors</p> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%;">陳啟宗 (主席)</td> <td style="width: 50%;">Ronnie C. Chan (Chairman)</td> </tr> <tr> <td>殷尚賢 (副主席)*</td> <td>S.S. Yin (Vice Chairman)*</td> </tr> <tr> <td>袁偉良 (董事總經理)</td> <td>Nelson W.L. Yuen (Managing Director)</td> </tr> <tr> <td>陳樂宗#</td> <td>Gerald L. Chan#</td> </tr> <tr> <td>鄭漢鈞*</td> <td>H.K. Cheng*</td> </tr> <tr> <td>陳樂怡*</td> <td>Laura L.Y. Chen*</td> </tr> <tr> <td>葉錫安*</td> <td>Simon S.O. Ip*</td> </tr> <tr> <td>廖約克*</td> <td>York Liao*</td> </tr> <tr> <td>吳士元</td> <td>Terry S. Ng</td> </tr> </table> </div> <div style="display: flex; justify-content: space-around; margin-top: 20px;"> <div style="border: 2px solid #800080; padding: 10px; width: 30%; text-align: center;"> <p>審核委員會 Audit Committee</p> <p>葉錫安 (主席)* Simon S.O. Ip (Chairman)*</p> <p>鄭漢鈞* H.K. Cheng*</p> <p>陳樂怡* Laura L.Y. Chen*</p> <p>廖約克* York Liao*</p> </div> <div style="border: 2px solid #4B0082; padding: 10px; width: 30%; text-align: center;"> <p>執行委員會 Executive Committee</p> <p>陳啟宗 (主席) Ronnie C. Chan (Chairman)</p> <p>袁偉良 Nelson W.L. Yuen</p> <p>吳士元 Terry S. Ng</p> </div> <div style="border: 2px solid #800080; padding: 10px; width: 30%; text-align: center;"> <p>提名及薪酬委員會 Nomination and Remuneration Committee</p> <p>鄭漢鈞 (主席)* H.K. Cheng (Chairman)*</p> <p>陳樂怡* Laura L.Y. Chen*</p> <p>葉錫安* Simon S.O. Ip*</p> <p>廖約克* York Liao*</p> </div> </div> <p style="font-size: small; margin-top: 10px;"># 非執行董事 Non-Executive Director * 獨立非執行董事 Independent Non-Executive Director</p> </div>	陳啟宗 (主席)	Ronnie C. Chan (Chairman)	殷尚賢 (副主席)*	S.S. Yin (Vice Chairman)*	袁偉良 (董事總經理)	Nelson W.L. Yuen (Managing Director)	陳樂宗#	Gerald L. Chan#	鄭漢鈞*	H.K. Cheng*	陳樂怡*	Laura L.Y. Chen*	葉錫安*	Simon S.O. Ip*	廖約克*	York Liao*	吳士元	Terry S. Ng
陳啟宗 (主席)	Ronnie C. Chan (Chairman)																			
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廖約克*	York Liao*																			
吳士元	Terry S. Ng																			
	<p>本公司網頁之董事簡介提供最新的董事名單及履歷詳情。</p>	<p>An updated list of Directors showing their biographical details is maintained on our website under Profile of Directors.</p>																		

守則編號 Code Number	守則條文	Code Provision
A.4	委任、重選和罷免 董事局應制定正式、經審慎考慮並具透明度的新董事委任程序，並應設定有秩序的董事接任計劃。所有董事均應定期進行重選。	Appointments, Re-election and Removal There should be a formal, considered and transparent procedure for the appointment of new Directors and plans in place for orderly succession for appointments to the Board. All Directors should be subject to re-election at regular intervals.
合規狀況 Compliance Status	企業管治常規	Corporate Governance Practices
✓✓ 符合守則條文 Comply with Requirement	<p>遵照本公司之組織章程細則，董事人數三分之一須於應屆股東週年大會（「週年大會」）輪流退任再獲股東重選方可連任，此外，每位董事須最少每三年輪值告退一次，新委任之董事亦須於緊接其委任後召開之股東大會獲股東重新選任。所有該等合資格重選之董事姓名連同其詳細履歷，均會載於股東大會通告內。</p> <p>執行董事概無與本公司訂立於一年內倘終止則須作出賠償（法定賠償除外）之服務合約。非執行董事及獨立非執行董事之任職屆滿日期與彼等之預期輪值告退日期（最少每三年一次）一致。</p> <p>為進一步提高問責性，凡服務董事局超過九年之獨立非執行董事，須獲股東以獨立決議案批准方可連任。我們會在週年大會通告中，向股東列明董事局認為該獨立非執行董事仍屬獨立人士的原因以及我們對彼等應重新獲選為董事的建議。</p> <p>我們已接獲每位獨立非執行董事按上市規則第3.13條所提交有關其獨立性之年度確認書，故認為所有獨立非執行董事均繼續保持其獨立性。</p>	<p>In accordance with our Articles of Association, one-third of the Directors will retire from office by rotation for re-election by shareholders at the Annual General Meeting ("AGM"). In addition, every Director is subject to retirement by rotation at least once every three years, and new appointments to the Board are subject to re-election by shareholders at the upcoming general meeting. Names of such Directors eligible for re-election will be stated in the notice of general meeting accompanied by detailed biography.</p> <p>The Executive Directors do not have any service contract with the Company which is not determinable within one year without payment of compensation (other than statutory compensation). Non-Executive Director and Independent Non-Executive Directors are appointed for specific terms, which coincide with their expected dates of retirement by rotation at least once every three years.</p> <p>To further enhance accountability, any appointment of an Independent Non-Executive Director who has served the Board for more than 9 years will be subject to a separate resolution to be approved by shareholders. We will state in the notice of AGM the reason why we consider the Independent Non-Executive Director continues to be independent and our recommendation to shareholders to vote in favour of the re-election of such Independent Non-Executive Director.</p> <p>We have received from each of our Independent Non-Executive Directors an annual confirmation of his/her independence pursuant to Rule 3.13 of the Listing Rules and therefore we still consider the Independent Non-Executive Directors to be independent.</p>
守則編號 Code Number	守則條文	Code Provision
A.5	董事責任 每名董事須不時瞭解其作為本公司董事之職責，以及本公司之經營方式、業務活動及發展。	Responsibilities of Directors Every Director is required to keep abreast of his/her responsibilities as a Director of the Company and of the conduct, business activities and development of the Company.
合規狀況 Compliance Status	企業管治常規	Corporate Governance Practices
✓✓ 符合守則條文 Comply with Requirement	每位新委任之董事在首次接受委任時均會獲安排與其他董事和高級管理人員會面，並會獲得全面、正式兼特為其而設的就任須知，藉此確保該董事妥善理解本公司之業務運作，以及完全清楚其本人按照法規及普通法、上市規則、其他法定規則及本公司之管治政策所應負之責任。公司秘書會持續更新董事對其職責及有關法規的了解，所有董事必須向本公司披露其於公眾公司或組織擔任的職位及其他重大承擔。	Every newly appointed Director will meet with other fellow Directors and members of senior management, and will receive a comprehensive, formal and tailored induction on the first occasion of his/her appointment, so as to ensure that he/she has a proper understanding of the operations and business of the Company, and that he/she is fully aware of his/her responsibilities under statute and common law, the Listing Rules, other regulatory requirements, and especially the governance policies of the Company. The Company Secretary will continuously update and refresh Directors on areas regarding their responsibilities and relevant regulations. All Directors are required to disclose to the Company their offices held in public companies or organisations and other significant commitments.

合規狀況 Compliance Status	企業管治常規	Corporate Governance Practices
	<p>董事負責：</p> <ul style="list-style-type: none"> ➢ 確保領導層之連續性； ➢ 設定卓越之業務策略； ➢ 確保資金和管理資源足以應付業務策略之推行；及 ➢ 確保財務及內部監控制度健全，業務運作符合適用之法規。 <p>本公司之執行董事吳士元先生負責統籌本公司及其附屬公司之財務匯報程序及內部監控，並確保財務報告及其他會計相關事宜符合上市規則之規定。</p> <p>本公司之企業操守守則(「操守守則」)內有關「買賣本公司之股份」之指引，載有本公司已採納的一套不低於上市規則附錄十所載之《標準守則》(「守則」)所規定的董事買賣證券標準的行為守則。本公司已向所有董事作出特定查詢，而彼等亦確認已遵守守則及操守守則所規定的董事買賣證券標準。</p>	<p>The Directors are responsible for:</p> <ul style="list-style-type: none"> ➢ ensuring continuity of leadership; ➢ development of sound business strategies; ➢ availability of adequate capital and managerial resources to implement the business strategies adopted; and ➢ adequacy of systems of financial and internal controls and conduct of business in conformity with applicable laws and regulations. <p>Our Executive Director, Mr Terry S. Ng is responsible for oversight of the financial reporting procedures and internal controls of the Company and its subsidiaries and compliance with the requirements under the Listing Rules with regard to financial reporting and other accounting-related issues.</p> <p>We have set out guidelines regarding securities transactions by Directors under “transactions in the Company’s shares” in our Code of Conduct (the “Code of Conduct”), which are on terms no less exacting than the required standard set out in the Model Code contained in Appendix 10 to the Listing Rules (the “Code”). Specific enquiry has been made to all Directors who have confirmed that they have complied with the required standard set out in the Code and the Code of Conduct regarding Directors’ securities transactions.</p>
守則編號 Code Number	守則條文	Code Provision
A.6	<p>資料提供及使用</p> <p>董事應適時獲提供適當的資料，其形式及素質須使董事能夠在掌握有關資料之情況下作出決定，並能履行其作為本公司董事之職責及責任。</p>	<p>Supply of and Access to Information</p> <p>Directors should be provided in a timely manner with appropriate information in such form and of such quality as will enable them to make an informed decision and to discharge their duties and responsibilities as Directors of the Company.</p>
合規狀況 Compliance Status	企業管治常規	Corporate Governance Practices
<p>✓✓✓</p> <p>超越守則條文 Exceeding Requirement</p>	<p>董事局或各委員會的會議文件，至少於計劃舉行會議日期的三天前全部交予所有董事。管理層為董事局及各委員會提供了足夠資料和解釋，以讓董事局及各委員會於作出決定前能充分掌握有關之財務及其他資料。在適當情況下，管理層會獲邀出席董事局會議。</p> <p>所有董事均有權取得有關本公司業務的適時資料，於有需要時作出進一步查詢，並可個別地聯絡高級管理人員。</p>	<p>Full Board or Committee papers will be sent to all Directors at least three days before the intended date of a Board Meeting or Committee meeting. Management has supplied the Board and its Committees with adequate information and explanations so as to enable them to make an informed assessment of the financial and other information put before the Board and its Committees for approval. Management is also invited to join the Board Meetings where appropriate.</p> <p>All the Directors are entitled to have access to timely information in relation to our business and make further enquiries where necessary, and they can have separate and independent access to senior management.</p>

B

董事及高級管理人員的薪酬 Remuneration of Directors and Senior Management

守則編號 Code Number	守則條文	Code Provision
B.1	<p>薪酬及披露之水平及組成</p> <p>應設有正規而具透明度之程序，以制訂有關執行董事酬金之政策及釐訂各董事之薪酬待遇。</p>	<p>The Level and Make-up of Remuneration and Disclosure</p> <p>There should be a formal and transparent procedure for setting policy on Executive Directors' remuneration and for fixing the remuneration packages for all Directors.</p>
合規狀況 Compliance Status	企業管治常規 Corporate Governance Practices	
<p>✓</p> <p>超越守則條文但偏離建議最佳常規 Exceeding requirement with a deviation from Recommended Best Practice</p>	<p>提名及薪酬委員會</p> <p>提名及薪酬委員會於二零零三年設立，目前成員包括四名獨立非執行董事，分別為鄭漢鈞先生(委員會主席)、陳樂怡女士、葉錫安先生及廖約克先生。該委員會定期舉行會議以審閱有關人力資源之議題，包括集團薪酬架構之重大改變及影響董事和高級管理人員之條款及條件之重大改變。於二零零七/零八年度內，委員會舉行了兩次會議，以審閱(其中包括)董事局現時之成員架構及董事酬金。</p> <p>委員會之職權範圍如下(已載於本公司的網頁供瀏覽)：</p> <p>(a) 定期審閱董事局之架構、規模及成員(包括董事之技能、知識和經驗)，並就任何需要之變動向董事局提出建議；</p> <p>(b) 物色具有適當資格可出任董事之人選，並提名及作出推薦或向董事局就有關提名提出建議；</p> <p>(c) 評估獨立非執行董事之獨立性；</p> <p>(d) 就委任董事或重新委任董事之相關事宜以及董事(尤其主席及行政總裁)之繼任計劃向董事局提出建議；</p> <p>(e) 就本公司有關董事和高級管理人員之酬金政策及架構，應設有正規及具透明度之程序，制定有關政策，向董事局提出建議；</p>	<p>Nomination and Remuneration Committee</p> <p>A Nomination and Remuneration Committee, set up in 2003, now constitutes by four Independent Non-Executive Directors, namely Mr H.K. Cheng (Chairman of the Committee), Ms Laura L.Y. Chen, Mr Simon S.O. Ip and Mr York Liao. Regular meetings were held to review human resources issues, including significant changes in salary structure of the Group and terms and conditions affecting Directors and senior management. The Committee met twice in 2007/08 to review, inter alia, the composition of existing Board members and the Directors' remuneration.</p> <p>Its terms of reference, which are accessible to all via our website, are as follows:</p> <p>(a) to review the structure, size and composition (including the skills, knowledge and experience) of the Board on a regular basis and make recommendations to the Board regarding any proposed changes;</p> <p>(b) to identify individuals suitably qualified to become Board members and select or make recommendations to the Board on the selection of individuals nominated for directorships;</p> <p>(c) to assess the independence of Independent Non-Executive Directors;</p> <p>(d) to make recommendations to the Board on relevant matters relating to the appointment or re-appointment of Directors and succession planning for Directors in particular the Chairman and the Chief Executive Officer;</p> <p>(e) to make recommendations to the Board on the Company's policy and structure for all remuneration of Directors and senior management and on the establishment of a formal and transparent procedure for developing policy on such remuneration;</p>

合規狀況 Compliance Status	企業管治常規	Corporate Governance Practices
	<p>(f) 獲授權釐定所有執行董事和高級管理人員之特定酬金安排，包括非金錢利益、退休金權利及賠償金額(包括因喪失職位或終止委任而獲支付之任何賠償)，並就非執行董事及獨立非執行董事之酬金向董事局提出建議。委員會須考慮各項因素，包括可供比較之公司所支付之薪金、董事所投入之時間及承擔之職責、集團其他職位之僱用條件、以及與表現掛鈎之酬金安排是否可取；</p> <p>(g) 參考董事局不時決定之企業目標，對與表現掛鈎之酬金安排進行審閱及審批；</p> <p>(h) 審閱及審批因執行董事或高級管理人員喪失職位或終止委任而須向其支付之賠償，確保該項賠償乃按照有關合約條款釐定；若未能按有關合約條款釐定，有關賠償亦須公平及不會對本公司造成過重負擔；</p> <p>(i) 審閱及審批因董事行為失當而將其撤職或罷免而須向其支付之賠償安排，確保該項安排乃按照有關合約條款釐定；若未能按有關合約條款釐定，有關賠償亦須合理及適當；</p> <p>(j) 確保有關酬金(包括退休金)之資料披露完全符合公司條例和上市規則之規定；</p> <p>(k) 確保任何董事或其任何聯繫人不得自行釐訂薪酬；及</p> <p>(l) 向董事局匯報提名及薪酬委員會之決定或建議。</p> <p>董事和高級管理人員之酬金待遇(包括酌定花紅及股份期權)，乃取決於每名董事或高級管理人員之：</p> <ul style="list-style-type: none"> ➢ 個人表現； ➢ 技能和知識； ➢ 對本集團業務之參與程度； ➢ 達成之業務目標；及 ➢ 本集團之表現及盈利。 <p>委員會從內部及外界取得指標報告，以評估董事和高級管理人員酬金之有關市場趨勢及競爭水平。委員會獲提供足夠資源以履行其職責。委員會可諮詢主席及行政總裁就其對其他執行董事酬金之意見，並可在有需要時徵詢專業意見。</p> <p>披露高級管理人員薪酬的建議最佳常規並不適用，故未被採納。我們只具名披露每名董事的酬金。</p>	<p>(f) to have the delegated responsibility to determine the specific remuneration packages of all Executive Directors and senior management, including benefits in kind, pension rights and compensation payments, including any compensation payable for loss or termination of their office or appointment, and make recommendations to the Board on the remuneration of Non-Executive Director and Independent Non-Executive Directors. The Committee shall consider factors such as salaries paid by comparable companies, time commitment and responsibilities of the Directors, employment conditions elsewhere in the Group and desirability of performance-based remuneration;</p> <p>(g) to review and approve performance-based remuneration by reference to corporate goals and objectives resolved by the Board from time to time;</p> <p>(h) to review and approve the compensation payable to Executive Directors and senior management in connection with any loss or termination of their office or appointment to ensure that such compensation is determined in accordance with relevant contractual terms and that such compensation is otherwise fair and not excessive for the Company;</p> <p>(i) to review and approve compensation arrangements relating to dismissal or removal of Directors for misconduct to ensure that such arrangements are determined in accordance with relevant contractual terms and that any compensation payment is otherwise reasonable and appropriate;</p> <p>(j) to ensure that provisions regarding disclosure of remuneration, including pensions, as set out in the Companies Ordinance and Listing Rules, are fulfilled;</p> <p>(k) to ensure that no Director or any of his/her associates is involved in deciding his/her own remuneration; and</p> <p>(l) to report back to the Board on their decisions or recommendation.</p> <p>The remuneration package of Directors and senior management, including discretionary bonus and share options, is based on the following criteria:</p> <ul style="list-style-type: none"> ➢ their individual performance; ➢ skill and knowledge; ➢ involvement in the Group's affairs; ➢ their achievement of business targets; and ➢ performance and profitability of the Group. <p>The Committee obtains benchmark reports from internal and external sources for evaluation of market trends and the competitive levels of remuneration being offered to Directors and senior management. Sufficient resources are provided to the Committee to discharge its duty. The Committee may consult the Chairman and the Chief Executive Officer about their proposals relating to the remuneration of other Executive Directors and have access to professional advice if considered necessary.</p> <p>The Recommended Best Practice to disclose the remuneration of senior management has not been adopted as it is considered to be not appropriate. Only details of Directors' remuneration are disclosed on an individual and named basis.</p>

C

問責及核數 **Accountability and Audit**

守則編號 Code Number	守則條文	Code Provision
C.1	財務匯報 董事局應就公司的表現、情況及前景作出持平、清晰及容易理解之評核。	Financial Reporting The Board should present a balanced, clear and comprehensible assessment of the Company's performance, position and prospects.
合規狀況 Compliance Status	企業管治常規	Corporate Governance Practices
✓ 超越守則條文 但偏離 建議最佳常規 Exceeding requirement with a deviation from Recommended Best Practice	董事對本公司以持續營運為基準所編製的財務報表承擔責任，並於有需要時為財務報表作出合理的假設和保留意見。本公司之財務報表乃按照上市規則、公司條例及香港公認會計原則及守則之規定而編製，並貫徹採用合適之會計政策及作出審慎及合理之判斷和估計。董事於年報、中期報告、股價敏感公告及上市規則和法規要求的其他披露文件內，致力確保就本公司之狀況和前景作出持平、清晰及容易理解之評估。 公布季度財務報表被視為並不切合實際需要，亦不符合地產公司的成本效益，故未被採納。	Directors acknowledge their responsibility for preparing the financial statements on a going concern basis, with supporting assumptions or qualifications as necessary. The Company's financial statements are prepared in accordance with the Listing Rules, Companies Ordinance and also the accounting principles and practices generally accepted in Hong Kong. Appropriate accounting policies are selected and applied consistently; judgements and estimates made are prudent and reasonable. The Directors endeavour to ensure a balanced, clear and understandable assessment of the Company's position and prospects in annual reports, interim reports, price-sensitive announcements and other disclosures required under the Listing Rules and other statutory requirements. The Recommended Best Practice to publish quarterly financial results has not been adopted as it is considered not practical and not cost effective for a property company.
守則編號 Code Number	守則條文	Code Provision
C.2	內部監控 董事局應確保本公司的內部監控系統穩健妥善而且有效，以保障股東的投資及本公司的資產。	Internal Controls The Board should ensure that the Company maintains sound and effective internal controls to safeguard the shareholders' investment and the Company's assets.
合規狀況 Compliance Status	企業管治常規	Corporate Governance Practices
✓✓✓ 超越守則條文 Exceeding Requirement	我們維持良好的內部監控系統，確保內部監控系統及程序有效運作。操守守則詳述本集團之業務宗旨，作為所有員工依隨之標準。 設立內部監控制度，是為了讓我們監察本集團之整體財務狀況、防止資產受損或被挪用、就欺詐及錯失作出合理預防措施、以及就因無法達成本集團之目標而可能帶來之風險作出管理。 我們對執行委員會、董事、行政人員及高級職員之活動設有明確之特定權限。年度及中期預算案編製後，均須先獲我們批准方可採納。我們密切監察各項業務，審閱每月之財務業績及與預算作出比較，並不時更新及改善內部監控以面對未來的挑戰。 我們採取極審慎的預防措施處理股價敏感資料。此等資料僅為須知人士所悉。	We maintain a good internal control environment to enable the internal control systems and procedures to perform effectively. The Code of Conduct details the Group's philosophy in running its business and acts as a benchmark for all staff to follow. Internal control systems have been designed to allow us to monitor the Group's overall financial position, safeguard its assets against loss and misappropriation, to provide reasonable assurance against fraud and errors, and to manage the risk in failing to achieve the Group's objectives. We have a well defined specific limit of authority governing activities of the Executive Committee, Directors, executives and senior staff. Annual and mid-year budgets on all capital and revenue items are prepared and approved by us before being adopted. We monitor the business activities closely and review monthly financial results of operations against budgets. We also review and update the internal controls to meet upcoming challenges. We take extreme precautionary measures in the handling of price-sensitive information. Such information is restricted to a need-to-know basis.

合規狀況 Compliance Status	企業管治常規	Corporate Governance Practices
	<p>本公司設有內部審計部，後者獨立於本公司之日常運作及會計職務。內部審計師直接向審核委員會作出匯報。內部審計程序乃根據風險評估方法設計，並由審核委員會每年作出審閱。內部審計師每月與管理層商討其內部審計工作及結果，而管理層會就各項有關事宜作出適當之回應。內部審計師每季均向審核委員會提交報告。</p> <p>內部審計師與審核委員會每六個月舉行一次正式會議，商討內部審計事宜。審核委員會舉行會議時，亦會向外聘核數師查詢其對本公司財務及內部監控事宜之意見。審核委員會有權與外聘核數師直接商討，雙方並會最少每年就此舉行一次會議，倘有需要，管理層不會列席。一名執行董事出席審核委員會會議，以解答審核委員會之查詢，並會向董事局匯報審核委員會會議上提出的事宜。</p> <p>我們明白，我們有責任維持有效的風險管理及內部監控制度，並須每年最少審閱有關制度兩次。我們管理風險的方法包括作出策略性規劃、委任合適資歷及經驗豐富的人士擔任高級管理人員、定期監察本集團之表現、對資本支出及投資保持有效的監控、以及制定嚴謹的操守則供所有董事及員工依從。</p> <p>截至二零零八年六月三十日止之財政年度內，我們已就本公司及其附屬公司之所有監控機制作出審閱，範圍涵蓋財務、運作及合規監控、以及風險管理功能，對運作中的內部監控機制的成效和足夠程度感到滿意。我們作出此項結論，乃基於公司已清楚列明有關政策和程序，並已設定權限、監控財政預算及定期監察集團之表現，而我們亦已參考外聘核數師及內部審計師之報告。</p> <p>我們確定，與上一財政年度比較，本公司所面對的主要風險，在性質上和程度上均無重大變化；本公司有能力應付其營商環境及外部環境之任何相關變化。此外，本公司年內並無遇到有關內部監控的重大問題。我們持續地密切監察本公司的內部監控機制，並獲審核委員會進一步證實，內部監控機制正有效地運作。我們完全遵守《企業管治常規守則》之守則條文所載有關維持有效的內部監控制度的規定。</p>	<p>We maintain an internal audit department which is independent of our daily operations and accounting functions. The Internal Auditor reports directly to the Audit Committee. An internal audit programme based on risk assessment methodology was designed which has been reviewed by the Audit Committee on an annual basis. On a monthly basis, the Internal Auditor discusses with the management on his internal audit reviews and findings, and obtains management's responses on various issues. Internal audit reports are prepared for the Audit Committee every quarter.</p> <p>Formal meetings are held every six months between the Internal Auditor and the Audit Committee to discuss internal audit issues. During Audit Committee meetings, the Audit Committee also enquires on financial and internal control matters with the external auditors. The Audit Committee has the authority to have direct discussion with external auditors in the absence of management if deemed necessary, and they meet at least once annually for this purpose. One Executive Director is present at the Audit Committee meetings to answer enquiries from the Audit Committee and to report to the Board of Directors on matters arising.</p> <p>We acknowledge that it is our responsibility to maintain effective risk management and internal control systems and to review them twice a year. We manage risks by strategic planning, appointing appropriately qualified and experienced personnel at senior management positions, monitoring the Group's performance regularly, maintaining effective control over capital expenditure and investments, and setting a high level of Code of Conduct for all Directors and employees to follow.</p> <p>We have conducted a review covering all material controls, including financial, operational and compliance controls and risk management functions of the Company and its subsidiaries for the financial year ended 30 June 2008 and were satisfied that an effective and adequate internal control system had been in operation. We came to such conclusion based on our clearly set company policies and procedures, specific limits of authority, budgetary controls, regular monitoring of performance and the reports from both the external auditors and the Internal Auditor.</p> <p>We confirm that there have been no major changes in the nature and extent of significant risks faced by us from the previous financial year, and we have the ability to respond to any such changes in our business and the external environment. Furthermore, there were no significant internal control problems encountered during the year. We closely monitor our system of internal control, and had received further assurance from the Audit Committee that the internal audit function has been functioning effectively. We have complied with the Code Provisions set out in the Code on Corporate Governance Practices in respect of maintaining an effective internal control system.</p>

守則編號 Code Number	守則條文	Code Provision
C.3	<p>審核委員會 董事局應就如何應用財務匯報及內部監控原則及如何維持與本公司核數師適當的關係作出正規及具透明度之安排。</p>	<p>Audit Committee The Board should establish formal and transparent arrangements for considering how it will apply the financial reporting and internal control principles and for maintaining an appropriate relationship with the Company's auditors.</p>
合規狀況 Compliance Status	企業管治常規	Corporate Governance Practices
<p>✓✓✓</p> <p>超越守則條文 Exceeding Requirement</p>	<p>審核委員會乃於一九九九年由董事局設立，目前成員包括四名獨立非執行董事，分別為葉錫安先生(委員會主席)、鄭漢鈞先生、陳樂怡女士及廖約克先生。彼等均具備適當之學術及專業資格或相關之財務管理專才。審核委員會每年舉行最少兩次會議，與會者包括外聘核數師及內部審計師、財務董事及公司秘書，以討論內部審計工作之性質和範疇以及評核集團之內部監控。審核委員會於有需要時會與外聘核數師另行開會(管理層並不列席)。於二零零七/零八年度內，審核委員會舉行了兩次會議。</p> <p>審核委員會之職權範圍如下(已載於本公司的網頁供瀏覽)：</p> <p>與本公司核數師之關係</p> <p>(a) 主要負責向董事局建議有關外聘核數師之委任、重聘及撤換事宜，並審批外聘核數師之酬金及聘用條款，以及解答有關外聘核數師辭職或撤職之任何問題；</p> <p>(b) 依據適用之標準，審閱及監察外聘核數師之獨立性和客觀性及其核數程序之成效，並於審核工作開始前與外聘核數師討論審核性質和範圍及匯報責任；</p> <p>(c) 制定及執行有關外聘核數師提供非核數服務之政策(就此而言，外聘核數師包括與該核數師行受同一機構控制、擁有或管理之任何機構，或一個合理情況下會斷定該機構屬於該負責核數的公司的本土或國際業務的一部分的任何機構)，並向董事局匯報其界定須採取行動或作出改善之任何事宜，以及向董事局建議應採取之行動；</p> <p>檢討本公司之財務資料</p> <p>(d) 監察財務報表、年報和賬目及中期報告之完整性，並審閱財務報告所載之主要判斷，重點包括：</p> <p>(i) 會計政策及準則之任何改變；</p> <p>(ii) 重要判斷之範疇；</p> <p>(iii) 因核數而須作出之重大調整；</p> <p>(iv) 有關持續營運之假設及任何保留意見；</p> <p>(v) 有否遵照會計準則；及</p> <p>(vi) 有否遵照上市規則及其他與財務報告有關之法律規定；</p>	<p>An Audit Committee was established by the Board in 1999, which now comprises four Independent Non-Executive Directors with appropriate academic and professional qualifications or related financial management expertise, namely, Mr Simon S.O. Ip (Chairman of the Committee), Mr H.K. Cheng, Ms Laura L.Y. Chen and Mr York Liao. Meetings are held at least two times a year and are attended by external and internal auditors, the Finance Director and the Company Secretary for the purpose of discussing the nature and scope of internal audit work and assessing the Group's internal controls. Separate meetings will also be held with the external auditor (in the absence of management) as and when required. The Audit Committee held two meetings in 2007/08.</p> <p>Its terms of reference, which are accessible to all via our website, are as follows:</p> <p>Relationship with the Company's auditors</p> <p>(a) to be primarily responsible for making recommendations to the Board on the appointment, re-appointment and removal of the external auditor, and to approve the remuneration and terms of engagement of the external auditor, and any questions of resignation or dismissal of that auditor;</p> <p>(b) to review and monitor the external auditor's independence and objectivity and the effectiveness of the audit process in accordance with applicable standard, and discuss with the auditor the nature and scope of the audit and reporting obligations before the audit commences;</p> <p>(c) to develop and implement policy on the engagement of an external auditor to supply non-audit services (for this purpose, external auditor shall include any entity that is under common control, ownership or management with the audit firm or any entity that a reasonable and informed third party having knowledge of all relevant information would reasonably conclude as part of the audit firm nationally or internationally), and report to the Board, identifying any matters in respect of which it considers that action or improvement is needed and making recommendations as to the steps to be taken;</p> <p>Review of financial information of the Company</p> <p>(d) to monitor integrity of financial statements, annual report and accounts and half-year report and to review significant financial reporting judgements contained within them, focusing particularly on:</p> <p>(i) any changes in accounting policies and practices;</p> <p>(ii) major judgmental areas;</p> <p>(iii) significant adjustments resulting from audit;</p> <p>(iv) the going concern assumptions and any qualifications;</p> <p>(v) compliance with accounting standards; and</p> <p>(vi) compliance with the Listing Rules and other legal requirements in relation to financial reporting;</p>

合規狀況 Compliance Status	企業管治常規	Corporate Governance Practices
	<p>(e) 就上文(d)項而言：</p> <p>(i) 委員會成員必須與董事局及高級管理人員保持聯繫，並必須最少每年一次與本公司之核數師會面；及</p> <p>(ii) 委員會須對有關報告及財務報表所反映或可能需反映之任何重大或不尋常項目作出考慮，並必須就本公司之合資格會計師、監察主任或核數師所提出之任何事宜作出適當考慮；</p> <p>監察本公司之財務匯報機制及內部監控程序</p> <p>(f) 檢討財務監控、內部監控及風險管理制度；</p> <p>(g) 與管理層討論內部監控制度，確保管理層履行職責令致內部監控制度有效地運作；</p> <p>(h) 主動或應董事局的委派，就有關內部監控事宜的重要調查結果及管理層的回應進行研究；</p> <p>(i) 如設有內部審計功能，確保內部審計師與外聘核數師合作無間，確保內部審計功能擁有足夠資源及在本公司內部享有適當地位，並審閱及監察內部審計功能之有效性；</p> <p>(j) 檢討本集團之財務及會計政策及準則；</p> <p>(k) 審閱外聘核數師致管理層之函件，包括其就會計記錄、財務報表或監控制度，對管理層所提出之任何重大查詢及管理層之回應；</p> <p>(l) 確保董事局對外聘核數師致管理層之函件內所提出之問題適時作出回應；</p> <p>(m) 向董事局匯報上市規則《企業管治常規守則》企業管治守則內關於審核委員會的守則條文所規定之事宜；</p> <p>(n) 研究董事局所界定的其他事宜；</p>	<p>(e) in regard to (d) above:</p> <p>(i) members of the Committee must liaise with the Board of Directors and senior management and the Committee must meet, at least once a year, with the Company's auditors; and</p> <p>(ii) the Committee shall consider any significant or unusual items that are, or may need to be, reflected in such reports and financial statements and must give due consideration to any matters that have been raised by the Company's qualified accountant, compliance officer or auditors;</p> <p>Oversight of the Company's financial reporting system and internal control procedures</p> <p>(f) to review financial controls, internal control and risk management systems;</p> <p>(g) to discuss with management the system of internal control and ensure that management has discharged its duty to have an effective internal control system;</p> <p>(h) to consider any findings of major investigations of internal control matters as delegated by the Board or on its own initiative and management's response;</p> <p>(i) where an internal audit function exists, to ensure co-ordination between the internal and external auditors, and to ensure that the internal audit function is adequately resourced and has appropriate standing within the Company, and to review and monitor the effectiveness of the internal audit function;</p> <p>(j) to review the Group's financial and accounting policies and practices;</p> <p>(k) to review the external auditor's management letter, any material queries raised by the auditor to management in respect of the accounting records, financial accounts or systems of control and management's response;</p> <p>(l) to ensure that the Board will provide a timely response to the issues raised in the external auditor's management letter;</p> <p>(m) to report to the Board on the matters set out in the code provisions for Audit Committee in the Code on Corporate Governance Practices of the Listing Rules;</p> <p>(n) to consider other topics, as defined by the Board;</p>

其他職責

(o) 審閱供員工在保密情況下就財務匯報、內部監控或其他事宜舉報不當行為之安排；

(p) 擔當主要代表，以監察本公司與外聘核數師之關係；及

(q) 向董事局匯報審核委員會之決定或建議。

委員會獲董事局授權，可調查其職權範圍內之任何事項；向任何僱員索取任何所需資料，而所有僱員均須就委員會之要求作出通力合作；向外界法律人士或其他獨立專業人士尋求意見；及於有需要時邀請具有相關經驗和專才之外界人士參與會議。委員會獲提供足夠資源以履行其職責。

本年度內，審核委員會履行了(其中包括)以下之職責：

- 審閱並向管理層和外聘核數師取得有關中期業績(未經審核)和全年業績之解釋，包括與以往會計期有改變之原因、採用新會計政策之影響、對上市規則和有關法規的遵例情況、以及任何核數問題，然後建議董事局採納有關業績；
- 考慮及向董事局建議再度委任畢馬威會計師事務所為本公司之外聘核數師；
- 考慮及審批僱用外聘核數師為本公司提供非核數服務之程序和指引；
- 收取及檢討內部審計師之內部審計報告；
- 與外聘核數師開會(管理層並不列席)以商討核數問題；
- 與內部審計師另行開會以商討內部審計問題；
- 審批二零零七/零八年度之內部審計計劃；及
- 就本公司的內部監控機制作出年度審閱。

Other duties

(o) to review arrangements by which employees may, in confidence, raise concerns about possible improprieties in financial reporting, internal control or other matters;

(p) to act as the key representative body for overseeing the Company's relation with the external auditor; and

(q) to report their decisions or recommendation to the Board.

The Committee is authorised by the Board to investigate any activity within its terms of reference; to seek any information it requires from any employee and all employees are directed to co-operate with any requests made by the Committee; to obtain outside legal or other independent professional advice; and to secure the attendance of outsiders with relevant experience and expertise to their meetings if necessary. Sufficient resources are provided to the Committee to discharge its duty.

During the year, the Audit Committee has performed, inter alia, the followings:

- reviewed and obtained explanation from management and the external auditors on the interim (unaudited) and annual results, including causes of changes from previous period, effect on the application of new accounting policies, compliance with the Listing Rules and relevant legislation, and any audit issues, before recommending their adoption by the Board of Directors;
- considered and proposed to the Board on the re-appointment of KPMG as the Company's external auditors;
- considered and approved the procedures and guidelines in employing the external auditors to perform non-audit assignments for the Company;
- received and reviewed the internal audit reports from the Internal Auditor;
- meeting with the external auditors in the absence of management to discuss any audit issues;
- meeting with the Internal Auditor in private to discuss on internal audit issues,
- approved the internal audit programme for 2007/08; and
- carried out an annual review of the internal control system of the Company.

D 董事局權力的轉授 Delegation by the Board

守則編號 Code Number	守則條文	Code Provision
D.1	管理功能 本公司應有一項正式的預定計劃表，列載特別需要董事局作決定之事項及授權管理層決定之事項。	Management Functions The Company should have a formal schedule of matters specifically reserved to the Board and those delegated to management.
合規狀況 Compliance Status	企業管治常規	Corporate Governance Practices
✓✓ 符合守則條文 Comply with Requirement	高級管理人員包括各助理董事及高級經理，彼等在各執行董事領導下負責本集團之日常運作及行政管理。董事局已給予高級管理人員清晰指引，明確界定哪些事項須先獲董事局批准，高級管理人員方可代表本公司作出決定。董事局授權高級管理人員可作出決定之事項包括：執行董事局決定之策略和方針、本集團之業務運作、準備財務報表及營運預算案、以及遵守適用之法律和法規。本公司每隔一段時間審閱此等安排，確保其適合本公司之所需。	Senior management, comprising assistant directors and senior managers, is responsible for the day-to-day operations and administration function of the Group under the leadership of the Executive Directors. The Board has given clear directions to management as to the matters that must be approved by the Board before decisions are made on behalf of the Company. The types of decisions to be delegated by the Board to management include implementation of the strategy and direction determined by the Board, operation of the Group's businesses, preparation of financial statements and operating budgets, and compliance with applicable laws and regulations. These arrangements will be reviewed periodically to ensure that they remain appropriate to our needs.
守則編號 Code Number	守則條文	Code Provision
D.2	董事局轄下的委員會 董事局轄下各委員會的成立應訂有書面的特定職權範圍，清楚列載委員會之權力及職責。	Board Committees Board Committees should be formed with specific written terms of reference which deal clearly with the Committees' authority and duties.
合規狀況 Compliance Status	企業管治常規	Corporate Governance Practices
✓✓ 符合守則條文 Comply with Requirement	執行委員會、審核委員會和提名及薪酬委員會 分別於一九八九年、一九九九年及二零零三年成立。有關審核委員會和提名及薪酬委員會之資料分別載於上文守則編號C.3及B.1內。 執行委員會 本公司董事局之 執行委員會 乃於一九八九年成立，現有成員包括全部執行董事，分別為陳啟宗先生、袁偉良先生及吳士元先生。彼等定期舉行會議，藉以制定本公司之策略性方向及監察管理層之表現。董事局已採納清晰的職權範圍，並已就若干須交由董事局決定的事項制訂了指引。每位委員會成員均完全清楚哪些事項須交由董事局全體決定、哪些事項可交由委員會或管理層負責。	Executive Committee, Audit Committee, and Nomination and Remuneration Committee were formed in 1989, 1999 and 2003 respectively. Information on Audit Committee and Nomination and Remuneration Committee can be found in Code Numbers C.3 and B.1 above. Executive Committee The Executive Committee of the Board of Directors of the Company was formed in 1989. Its members are all the Executive Directors of the Company, namely, Mr Ronnie C. Chan, Mr Nelson W.L. Yuen and Mr Terry S. Ng, who meet regularly to establish the strategic direction of the Company, and to monitor the performance of management. Clear terms of reference have been adopted by the Board, and guidelines were also set up for certain issues requiring Board approval. Each of the Committee members has full understanding on determining which issues require a decision of the full Board and which are delegated by the Board to the Committee or management.

E

與股東的溝通 **Communication with Shareholders**

守則編號 Code Number	守則條文	Code Provision
E.1	<p>有效溝通</p> <p>董事局應盡力與股東持續保持對話，尤其是藉股東週年大會或其他股東會議與股東溝通及鼓勵他們之參與。</p>	<p>Effective Communication</p> <p>The Board should endeavour to maintain an on-going dialogue with shareholders and in particular, use annual general meetings or other general meetings to communicate with shareholders and encourage their participation.</p>
<p>合規狀況 Compliance Status</p>	<p>企業管治常規 Corporate Governance Practices</p>	
<p>✓✓</p> <p>符合守則條文 Comply with Requirement</p>	<p>本公司之週年大會為董事局與股東提供溝通良機。董事局及各委員會之主席一般均出席以解答股東提出之問題，外聘核數師每年也會出席週年大會。週年大會通告及有關文件於大會舉行日期前最少二十一日寄予股東。主席就每項獨立的事宜個別提出決議案。週年大會獲股東踴躍出席。在總數九名董事中，八名董事(包括董事局主席、審核委員會主席和提名及薪酬委員會主席)出席了去年度之週年大會。</p> <p>倘持有不少於本公司百分之五已繳股本之股東提出要求(彼於提出要求當日擁有上述持股量及在本公司之股東大會上有相等之投票權)，本公司董事須就此舉行股東特別大會。</p> <p>倘股東有特別查詢或建議，可致函本公司之註冊地址予董事局或公司秘書或電郵至本公司。</p>	<p>Our AGM provides a good opportunity for communication between the Board and the shareholders. Chairman of the Board and of the Committees are normally present to answer queries raised by shareholders. External auditors also attend the AGM every year. Notice of the AGM and related papers are sent to shareholders at least 21 calendar days before the meeting. Each separate issue is proposed by a separate resolution by the Chairman. The meeting is well participated by shareholders. Eight Directors (out of nine), including Chairman of the Board, Chairman of Audit Committee and Chairman of Nomination and Remuneration Committee, attended last year's AGM.</p> <p>On the requisition of our shareholders holding not less than 5% of our paid-up capital as at the date of the deposit of the requisition carrying the right of voting at our general meetings, our Directors shall forthwith proceed to convene an extraordinary general meeting.</p> <p>Specific enquiries and suggestions by shareholders can be sent in writing to the Board or the Company Secretary at our registered address or by e-mail to our company.</p>

守則編號 Code Number	守則條文	Code Provision
E.2	<p>以投票方式表決</p> <p>本公司應定期通知股東以投票方式表決的程序，並確保符合上市規則有關以投票方式表決的規定及本公司的組織章程文件。</p>	<p>Voting by Poll</p> <p>The Company should regularly inform shareholders of the procedure for voting by poll and ensure compliance with the requirements about voting by poll contained in the Listing Rules and the Company's constitutional documents.</p>
合規狀況 Compliance Status	企業管治常規 Corporate Governance Practices	
<p>✓✓</p> <p>符合守則條文 Comply with Requirement</p>	<p>本公司上屆週年大會(「二零零七年度之週年大會」)於二零零七年十一月五日在本公司之註冊辦事處舉行。為召開二零零七年度週年大會而刊發之通告，已詳細載列以投票方式表決的程序和權利。合共有九十四位股東親身或委派代表出席大會。會上，主席要求以投票方式表決每項決議案，股東採納了財務報表、通過董事及核數師之重選及連任、以及再次給予一般授權令。所有於二零零七年度之週年大會上提呈的決議案均以投票方式表決，投票表決結果於同日傍晚在本公司及聯交所之網頁刊登。</p> <p>本公司於來屆及未來之週年大會，將繼續以投票方式表決會上提呈的所有決議案。</p> <p>董事局確認毋須於二零零八年十一月三日舉行之週年大會(「二零零八年度之週年大會」)動議修訂本公司之組織章程細則。下個財政年度與股東相關的重要日期，包括就宣布派發截至二零零九年六月三十日止年度之中期股息及末期股息而舉行的董事局會議的日期、以及週年大會日期，均會與本年度之有關日期相若，即分別約於二零零九年二月中、二零零九年八月中、以及二零零九年十一月舉行。</p>	<p>Our last AGM was held on 5 November 2007 ("2007 AGM") at our registered office. Notice convening the 2007 AGM had detailed the procedures for and the rights of shareholders to demand a poll. The meeting was attended by 94 shareholders present in person or by proxy. At the meeting, the Chairman had demanded a poll on each of the resolutions submitted for voting, and the shareholders adopted the financial statements, re-elected Directors, re-appointed auditors and renewed general mandate. All resolutions tabled at the 2007 AGM were voted on by poll, and the results of poll voting were posted on the websites of our company and the Stock Exchange in the evening on the same day.</p> <p>We will continue our practice of voting by poll on all resolutions to be proposed at the forthcoming and future AGMs.</p> <p>The Board confirms that there are no changes proposed to the Articles of Association of the Company at the forthcoming AGM to be held on 3 November 2008 ("2008 AGM"). The important shareholders' dates for the coming financial year, which include the Board Meetings for the declaration of interim and final dividends for the year ending 30 June 2009 and the AGM, are expected to be similar to this year's timing at around mid-February 2009, mid-August 2009 and in November 2009 respectively.</p>

F 自願性披露 Voluntary Disclosure

F.1	核數師酬金	Auditors' Remuneration
	<p>二零零七年度之週年大會上，股東批准再度委任畢馬威會計師事務所為本公司之外聘核數師，直至二零零八年度之週年大會為止。彼等之主要責任乃就年度綜合財務報表提供核數服務。</p> <p>年內，付予外聘核數師法定核數服務之總酬金為港幣八百四十萬元。彼等亦提供稅務服務及顧問服務予本集團，該等酬金合共為港幣十萬元。</p>	<p>KPMG was re-appointed as our external auditor by shareholders at the 2007 AGM until the conclusion of the 2008 AGM. They are primarily responsible for providing audit services in connection with the annual consolidated financial statements.</p> <p>During the year, the total remuneration in respect of statutory audit services provided by the external auditors amounted to HK\$8.4 million. They also provided taxation services and advisory services to the Group to the value of HK\$0.1 million.</p>

F.2	操守守則	Code of Conduct
	<p>本公司自一九九四年起採納企業操守守則(「操守守則」)，並不時更新，為員工列出包括下列事宜之清晰指引：</p> <ul style="list-style-type: none"> ➢ 索取或收受利益； ➢ 提供利益； ➢ 在另一個司法地區工作時遵守當地法規； ➢ 處理利益衝突； ➢ 處理保密資料／公司財產； ➢ 使用資訊和通訊系統； ➢ 遵守操守守則；及 ➢ 買賣本公司股份。 <p>操守守則亦就其他事宜列出指引，包括與供應商及承辦商；客戶及消費者之關係；對股東和財經界之責任；僱傭常規；以及對社會之責任。</p> <p>為監察及貫徹操守守則之遵從，各部門經理負責確保其下屬充分瞭解及遵守該等準則和規定。違規之僱員會受到處分，包括被勒令離職。並會向廉政公署或其他有關機構舉報涉嫌貪污或其他罪行。倘任何董事查詢關於股東、潛在股東、客戶、消費者、供應商、承辦商及本公司之僱員所作出之投訴，執行董事須直接向該董事作出回答，以確保有關投訴獲公平及有效率之處理。</p> <p>此外，所有高於界定職級的僱員均須每年填寫並簽署「利益申報」，披露其直接或間接在本公司或其附屬公司或聯營公司持有之利益，以確保所有業務管理均按照最高的實務準則及企業管治準則進行。</p>	<p>We have adopted a corporate code of conduct since 1994 (“the Code of Conduct”) which is updated from time to time, setting out clear guidelines for employees on matters such as:</p> <ul style="list-style-type: none"> ➢ soliciting or accepting advantages; ➢ offering advantages; ➢ observing local laws when working in another jurisdiction; ➢ handling of conflict of interests situations; ➢ handling confidential information/company property; ➢ use of information and communication systems; ➢ compliance with the Code of Conduct; and ➢ transactions in the Company’s shares. <p>The Code of Conduct also sets out guidelines on matters in relation to suppliers and contractors; customers and consumers; responsibilities to shareholders and the financial community; employment practices; and responsibilities to the community.</p> <p>In order to monitor and enforce the compliance of the Code of Conduct, functional managers are responsible for ensuring their subordinates understand well and comply with the standards and requirements as stipulated. Any violation thereof will result in the employee being disciplined, including termination of employment. Suspected corruption or other forms of criminality will be reported to the Independent Commission Against Corruption or appropriate authorities. The Executive Directors will also answer directly to any Board member for impartial and efficient handling of complaints received from all shareholders and potential shareholders; customers and consumers; suppliers and contractors and our employees.</p> <p>Also, all employees above a designated level are required to complete and sign a Statement of Interest annually declaring their interest, directly or indirectly, with the Company and our subsidiaries and associated companies, so as to make sure that all operations are managed in accordance with the highest standards of practice and corporate governance.</p>
F.3	透明度及披露	Transparency and Disclosure
	<p>本公司致力向股東和投資者披露其業務之相關資料，除透過本公司之年報及中期報告外，亦定期與分析員會面、舉行記者會、發放新聞稿和電郵，以及在本公司網頁提供資料。股東、投資者、傳媒或公眾人士之所有查詢及建議，均由執行董事、公司秘書或適當之高級管理人員負責解答。</p> <p>任何人士均可登上本公司之網頁查閱本公司之資料，包括董事局屬下各委員會的職權範圍，而有關指引亦可供索閱。除提供財務等傳統資料外，本公司之網頁亦提供本公司其他最新資料，包括可供出售物業、租賃物業、最新之已發行股本、主要股東之股份權益、公司大事紀要及經常提問之問題等。</p>	<p>We are committed to disclose relevant information on our activities to our shareholders and investors through regular analysts’ briefings, press conferences and press releases, e-mails and our website, apart from our annual and interim reports. All inquiries and proposals received from shareholders, investors, media or the public are responded to by Executive Directors, Company Secretary or appropriate members of senior management.</p> <p>The Company’s information including the terms of reference of Board Committees is also accessible to all via our website. Terms of reference of Board Committees are also available on request. Besides providing traditional financial data, our website also contains the most current information including properties available for sale and let, latest issued capital, updated substantial shareholders’ interests in shares, major corporate events and frequently asked questions.</p>

前景

我們非常重視公司管治對我們的營運和策略性發展的重要性。我們確信本公司之良好公司管治常規及高道德標準是我們成功的主要因素。我們致力尋找提升我們公司管治常規的方法，以期加強我們的公司管治水平，與國際性之最佳常規看齊。

Moving Forward

We attach great importance to corporate governance as it is crucial to our operation and strategic development. We believe our good corporate governance practices and high ethical standards are central to our success. We devote considerable efforts to seek ways to improve our corporate governance practices with an aim to enhance our corporate governance standard to meet with international best practices.

董事簡介

PROFILE OF THE DIRECTORS

陳啟宗先生

主席

陳先生現年五十八歲，於一九七二年加盟本集團，並於一九九一年出任主席。彼亦為恒隆集團主要之上市附屬公司——恒隆地產有限公司之主席。陳先生為香港地產建設商會副會長、亞洲協會副主席兼其香港分會主席，及中國國務院屬下中國發展研究基金會理事會顧問。陳先生亦為多個國際智庫和大學的董事局或顧問委員會成員，包括中國外交學院、香港科技大學及美國南加州大學等。陳先生持有美國南加州大學工商管理學碩士。彼亦為本公司非執行董事陳樂宗先生之胞兄。

Mr Ronnie Chichung Chan

Chairman

Aged 58, Mr Chan joined the Group in 1972 and became Chairman in 1991. He is also Chairman of the Group's major subsidiary, Hang Lung Properties Limited, which is publicly listed. Mr Chan is a Vice-President of The Real Estate Developers Association of Hong Kong, a Vice Chairman of the Asia Society and Chairman of its Hong Kong Center, and an advisor to the China Development Research Foundation of the State Council of the People's Republic of China. Mr Chan also serves on the governing or advisory bodies of several think-tanks and universities, including China Foreign Affairs University, the Hong Kong University of Science and Technology and the University of Southern California, USA, where he received his MBA. Mr Chan is a brother of Mr Gerald Chan, a Non-Executive Director of the Company.

殷尚賢先生

副主席(獨立非執行董事)

殷先生現年七十七歲，於一九七零年加盟本集團，曾擔任董事局多個職位，包括由一九八六年至一九九二年出任董事總經理，並自一九九二年起出任副主席。殷先生在物業投資及發展方面積逾二十年經驗，且為資深銀行家，並於英國倫敦獲英國銀行學會頒授銀行學文憑。彼亦為恒隆地產有限公司之副主席。

Mr Shang Shing Yin

Vice Chairman (Independent Non-Executive Director)

Aged 77, Mr Yin joined the Group in 1970, held various positions on the Board, including Managing Director between 1986 and 1992, and has been the Vice Chairman since 1992. He has over 20 years of experience in the fields of property investment and development, and is a qualified banker with a Banking Diploma from The Chartered Institute of Bankers in London, UK. Mr Yin is also the Vice Chairman of Hang Lung Properties Limited.

袁偉良先生

董事總經理

袁先生現年五十七歲，於一九七八年加盟本集團出任本公司之財務總監。一九八一年晉升為助理董事，開始處理本集團各類業務。彼於一九八八年出任執行董事，並於一九九二年獲委任為本公司及其附屬公司——恒隆地產有限公司之董事總經理。加盟集團前，袁先生在英國及香港之執業會計師行任職共四年。彼畢業於英國曼徹斯特大學，為英格蘭及威爾斯特許會計師公會資深會員及香港會計師公會會員。袁先生亦為香港地產建設商會董事及執行委員會委員。

Mr Nelson Wai Leung Yuen

Managing Director

Aged 57, Mr Yuen has been with the Group since 1978 when he joined the Company as its Financial Controller. In 1981 he became an Assistant Director and began to assume various operating responsibilities in the Group. In 1988 he became an Executive Director and was appointed Managing Director of the Company and its subsidiary, Hang Lung Properties Limited, in 1992. Prior to joining the Group, Mr Yuen practised public accounting for four years in England and Hong Kong. He is a graduate of the University of Manchester, UK, a Fellow of The Institute of Chartered Accountants in England and Wales and an Associate of the Hong Kong Institute of Certified Public Accountants. Mr Yuen is a Director and Member of the Executive Committee of The Real Estate Developers Association of Hong Kong.

陳樂宗先生

非執行董事

陳先生現年五十七歲，自一九八六年起出任本公司董事。陳先生由一九八五年起，通過彼共同創辦的晨興集團，活躍於創業投資及私人資本投資。彼在多家私人公司擔任董事。彼為位於美國之約翰霍普金斯大學、洛杉磯加州大學及哈佛大學等多間大學之顧問委員會成員。陳先生在洛杉磯加州大學完成工程學高級學位課程，並獲美國哈佛大學頒授科學博士學位。彼為本集團主席陳啟宗先生之胞弟。

Mr Gerald Lokchung Chan

Non-Executive Director

Aged 57, Mr Chan has been a Director of the Company since 1986. As co-founder of Morningside, Mr Chan has been active in venture capital and private equity investments since 1985 and sits on the board of several private companies. He serves on the advisory boards of numerous universities including Johns Hopkins University, University of California, Los Angeles and Harvard University all in the US. Mr Chan received his undergraduate training in engineering at the University of California at Los Angeles and his Doctor of Science degree from Harvard University, USA. He is a brother of Mr Ronnie Chan, Chairman of the Group.

鄭漢鈞博士 金紫荊星章、OBE、太平紳士
獨立非執行董事

鄭博士現年八十一歲，於一九九三年加盟本集團。鄭博士持有天津大學工程學學士學位及英國倫敦帝國學院深造文憑，並為英國倫敦帝國學院資深院士。彼為香港工程師學會之前會長及該會榮譽資深會員及金獎章獲得者，亦為香港工程科學院資深會員，英國結構工程師學會前副會長、該會資深會員及金獎章獲得者，英國土木工程師學會資深會員，以及澳洲工程師學會榮譽資深會員。鄭博士為香港建築物條例之認可人士及香港註冊結構工程師，曾為行政及立法兩局議員以及香港房屋委員會主席。鄭博士為永亨銀行有限公司、雅居樂地產控股有限公司及天津發展控股有限公司之獨立非執行董事。彼亦為恒隆地產有限公司之獨立非執行董事。

Dr Hon Kwan Cheng GBS, OBE, JP

Independent Non-Executive Director

Aged 81, Dr Cheng joined the Group in 1993. Dr Cheng obtained an engineering degree from Tianjin University and a post-graduate diploma from Imperial College, London, UK, of which he is a Fellow. He is a past President, Honorary Fellow and Gold Medallist of The Hong Kong Institution of Engineers, Fellow of the Hong Kong Academy of Engineering Sciences, and past Vice President, Fellow and Gold Medallist of The Institution of Structural Engineers, Fellow of The Institution of Civil Engineers, UK, and Honorary Fellow of The Institution of Engineers, Australia. An Authorised Person and Registered Structural Engineer in Hong Kong, Dr Cheng was a Member of both the Executive and Legislative Councils and Chairman of the Hong Kong Housing Authority. Dr Cheng is an Independent Non-Executive Director of Wing Hang Bank Limited, Agile Property Holdings Limited and Tianjin Development Holdings Limited. He is also an Independent Non-Executive Director of Hang Lung Properties Limited.

陳樂怡女士

獨立非執行董事

陳女士現年六十歲，於一九九七年加盟本集團。在本港及美國之銀行、地產及金融服務行業工作逾二十年，自一九九三年起出任私人投資企業常興集團之董事，管理環球資本市場之投資組合，尤其是新興市場及高息產品。過往數年，彼之職責轉變為發展及管理慈善團體之計劃及活動。私人方面，彼亦為中美中心(約翰霍普金斯大學與南京大學之合作計劃)、亞洲協會(香港分會)、以及多個非牟利機構之顧問委員會成員。陳女士為美國首都華盛頓喬治華盛頓大學工商管理學系碩士，並持有美國維珍尼亞大學國際銀行學深造證書。彼亦為恒隆地產有限公司之獨立非執行董事。

Ms Laura Lok Yee Chen

Independent Non-Executive Director

Aged 60, Ms Chen joined the Group in 1997. She has been involved in the banking, real estate, and financial service industries for over twenty years, both in Hong Kong and in the USA. Since 1993 she has been a director of the Sterling Group — a private investment entity — and managing investment portfolios in global capital markets, with special interests in emerging markets and high-yield products. Over the past few years her professional career has transitioned into the direction of the development and management of philanthropic programs and activities. On a personal level, she serves on the advisory councils of the Hopkins-Nanjing Center — a joint program between the Johns Hopkins and Nanjing universities, the Asia Society Hong Kong Center, and numerous non-profit organisations. Ms Chen holds an MBA from the George Washington University in Washington DC, USA, and a post-graduate certificate in International Banking from the University of Virginia, USA. Ms Chen is also an Independent Non-Executive Director of Hang Lung Properties Limited.

葉錫安先生 CBE、太平紳士

獨立非執行董事

葉先生現年五十九歲，於一九九八年加入董事局。彼為執業律師及公證人。葉先生熱心社會服務工作，曾任立法局議員、香港律師會前會長及香港教育學院創校主席。彼為香港賽馬會之董事、公務員敘用委員會之委員、外匯基金諮詢委員會之委員，並擔任本港兩所大學及清華大學之名譽職位。

Mr Simon Sik On Ip CBE, JP

Independent Non-Executive Director

Aged 59, Mr Ip joined the Board in 1998. Mr Ip is a solicitor and Notary Public. Mr Ip has a distinguished record of public service. A former Legislative Councillor, past President of the Law Society of Hong Kong and Founding Chairman of the Hong Kong Institute of Education, he is a Steward of the Hong Kong Jockey Club, a member of the Public Service Commission, a member of the Exchange Fund Advisory Committee and holds honorary positions in two local universities and Tsinghua University.

廖約克博士 銀紫荊星章、太平紳士
獨立非執行董事

廖博士現年六十二歲，於二零零三年加盟本公司為獨立非執行董事。彼現為證券及期貨事務監察委員會之非執行董事，香港大學校董以及 Winbridge Company Limited 之常務董事。廖博士於二零零三年被委任為香港學術評審局主席。廖博士於一九六七年加州理工學院畢業後，並分別於一九六八年及一九七三年獲美國哈佛大學頒發應用物理學文學碩士及博士學位。

Dr York Liao SBS, JP
Independent Non-Executive Director

Aged 62, Dr Liao was appointed Independent Non-Executive Director of the Company in 2003. Dr Liao is currently a Non-Executive Director of the Securities and Futures Commission, a Council member of The University of Hong Kong and Managing Director of Winbridge Company Limited. He was appointed as the Chairman of the Hong Kong Council for Academic Accreditation in 2003. Dr Liao obtained a Master of Arts degree and a Doctor of Philosophy degree in Applied Physics from Harvard University, USA in 1968 and 1973 respectively, after graduating from California Institute of Technology in 1967.

吳士元先生
執行董事

吳先生現年四十八歲，於二零零一年加盟本集團出任執行董事，現負責本集團兩方面之運作。作為財務及行政董事，彼掌管本集團之策略及企業規劃、財務投資，以及投資者關係，因而同時負責管理本集團之組織及支援運作；而作為租務及物業管理董事，彼掌管本集團之物業投資組合。吳先生為澳洲會計師公會資深會員。彼持有澳洲新南威爾斯大學學士學位及亞洲（澳門）國際公開大學工商管理碩士學位。此外，吳先生被委任為證券及期貨事務監察委員會雙重存檔事宜顧問小組成員及旅遊事務署旅遊業策略小組委員。吳先生亦為恒隆地產有限公司之執行董事。

Mr Terry Szeyuen Ng
Executive Director

Aged 48, Mr Ng has been with the Group as an Executive Director since 2001, and is responsible for two areas of the Group's activities. As Director of Finance and Administration, he leads the Group's strategic and corporate planning, financial investments, and relations with the investment community. In this role, he also manages the Group's organisational and support functions. As Director of Leasing and Management, Mr Ng oversees management of the Group's property investment portfolio. Mr Ng is a Fellow of CPA Australia and holds a Bachelor's degree in Commerce from the University of New South Wales, Australia, as well as a Master's degree in Business Administration from the Asia International Open University (Macau). In addition, he was appointed as a member of the Dual Filing Advisory Group of the Securities and Futures Commission and a member of the Tourism Strategy Group, Tourism Commission. Mr Ng is also an Executive Director of Hang Lung Properties Limited.

高級行政人員簡介

PROFILE OF SENIOR EXECUTIVE

李蕙蘭女士

公司秘書
助理董事 — 集團財務

李女士現年四十三歲，於一九九七年加盟集團出任會計經理，並於二零零零年晉升為集團會計總監。李女士於二零零六年晉升為助理董事，並於二零零七年一月獲委任為公司秘書。彼曾在倫敦及香港之金融界及核數界工作。李女士畢業於英國倫敦帝國理工學院，現為英格蘭及威爾斯特許會計師公會會員。

Ms Velencia Lee

Company Secretary
Assistant Director — Corporate Finance

Aged 43, Ms Lee joined the Group as Accounting Manager in 1997 and was promoted to Group Chief Accountant in 2000. She was promoted to Assistant Director in 2006 and was appointed Company Secretary in January 2007. Having previously worked in the finance and auditing field in London and Hong Kong, Ms Lee is a graduate of the Imperial College of Science, Technology and Medicine, London, UK, and an Associate of The Institute of Chartered Accountants in England and Wales.

董事局報告

REPORT OF THE DIRECTORS

董事局欣然提呈截至二零零八年六月三十日止年度之董事局報告及已審核財務報表。

主要業務

本公司之主要業務為控股投資，並透過其附屬公司發展物業以供銷售及租賃，投資物業以供收租，以及其他投資。本集團其他業務包括停車場管理及物業管理，並透過合營公司經營乾洗服務。

財政年度內按業務及地域性分析之本公司及其附屬公司(統稱「本集團」)之營業額及業績載於財務報表附註第二項內。

主要附屬公司及合營公司

主要附屬公司及合營公司，其營業及註冊地點、已發行股本／註冊資本等資料載於財務報表附註第三十五及三十六項內。

業績

本集團截至二零零八年六月三十日止年度之溢利及本公司與本集團於該日之財務狀況載於財務報表第九十二至一百五十八頁內。

十年財務概覽

本集團過去十個財政年度之業績、資產及負債概要載於本年報第一百五十九頁內。

股息

董事現建議派發末期股息每股五角四仙，連同於二零零八年四月十八日已派發之中期股息每股一角六仙半，截至二零零八年六月三十日止年度之全年派息將合共為每股七角零半仙。擬派發之末期股息倘於二零零八年十一月三日舉行之股東週年大會中獲股東通過，將於二零零八年十一月十八日派發予二零零八年十月三十一日名列股東名冊之股東。

The directors have pleasure in submitting their report together with the audited Financial Statements for the year ended 30 June 2008.

Principal Activities

The principal activities of the Company are investment holding, and through its subsidiaries, property development for sales and leasing, property investment for rental income, and other investments. The Group also operates in car park management and property management, and through its jointly controlled entities, the Group is involved in the operation of dry-cleaning.

An analysis of the turnover and trading results of the Company and its subsidiaries (collectively referred to as "the Group") by business and geographical segments during the financial year is set out in Note 2 on the Financial Statements.

Principal Subsidiaries and Jointly Controlled Entities

A list of principal subsidiaries and jointly controlled entities, together with their places of operations and incorporation and particulars of their issued share capital/registered capital, is set out in Notes 35 and 36 on the Financial Statements.

Financial Results

The profit of the Group for the year ended 30 June 2008, and the state of affairs of the Company and of the Group at that date are set out in the Financial Statements on pages 92 to 158.

Ten-year Financial Summary

A summary of the results and of the assets and liabilities of the Group for the last ten financial years is set out on page 159 of the annual report.

Dividends

The directors now recommend a final dividend of 54 cents per share which, together with the interim dividend of 16.5 cents per share paid on 18 April 2008, makes a total of 70.5 cents per share in respect of the year ended 30 June 2008. The proposed final dividend, if approved by the shareholders at the Annual General Meeting on 3 November 2008, will be paid on 18 November 2008 to shareholders whose names appear on the Register of Members on 31 October 2008.

主要供應商及客戶

年內本集團五大供應商合共所佔之購貨額百分比及本集團五大客戶合共所佔之營業額或銷售額百分比各不超過本集團總購貨額及營業額或銷售額百分之三十。

儲備

年內本公司及本集團之儲備變動情況載於財務報表附註第二十三項內。

捐款

年內本集團之捐款為港幣三千四百四十萬元(二零零七年：港幣六百三十萬元)。

固定資產

年內固定資產之變動詳情載於財務報表附註第十一項內。

銀行貸款

本集團於二零零八年六月三十日之銀行貸款情況載於財務報表附註第十七項內。

資本化之借貸支出

年內本集團資本化之借貸支出款項為港幣一億七千九百七十萬元(二零零七年：港幣一億三千九百四十萬元)。

集團主要物業

於二零零八年六月三十日本集團主要物業之詳情載於本年報第三十六至四十三頁內。

股本

於本年度內，由於根據本公司股份期權計劃行使股份期權而發行股份，已發行及繳足股本因而增加發行四十六萬二千五百股(二零零七年：一百一十八萬二千股)每股港幣一元之股份。

年內本公司股本之變動詳情載於財務報表附註第二十二項內。

Major Suppliers and Customers

During the year, both the percentage of purchases attributable to the Group's 5 largest suppliers combined and the percentage of turnover or sales attributable to the Group's 5 largest customers combined were less than 30% of the total purchases and turnover or sales of the Group respectively.

Reserves

Movements in the reserves of the Company and of the Group during the year are set out in Note 23 on the Financial Statements.

Donations

Donations made by the Group during the year amounted to HK\$34.4 million (2007: HK\$6.3 million).

Fixed Assets

Details of movements in fixed assets during the year are set out in Note 11 on the Financial Statements.

Bank Loans

Particulars of bank loans of the Group as at 30 June 2008 are set out in Note 17 on the Financial Statements.

Borrowing Costs Capitalisation

Borrowing costs capitalised by the Group during the year amounted to HK\$179.7 million (2007: HK\$139.4 million).

Major Group Properties

Details of major properties of the Group as at 30 June 2008 are set out on pages 36 to 43 of the annual report.

Share Capital

During the year, the issued and fully paid share capital was increased by the issue of 462,500 (2007: 1,182,000) shares of HK\$1.00 each as a result of the exercise of share options under the Company's share option schemes.

Details of movements in share capital of the Company during the year are set out in Note 22 on the Financial Statements.

本公司之上市附屬公司之股本

於本年度內，本公司之上市附屬公司恒隆地產有限公司(「恒隆地產」)由於根據其股份期權計劃行使股份期權而發行股份，恒隆地產之已發行及繳足股本因而增加發行二百一十六萬八千股(二零零七年：一百二十三萬七千股)每股港幣一元之股份。

董事

於本報告日之本公司董事名單載於本年報第一百六十頁內，而彼等之簡歷載於本年報第七十六至七十九頁內。彼等之薪酬詳情載於財務報表附註第六項內。

遵照本公司組織章程細則第一百零三、一百零四及一百一十八條規定，陳樂宗先生、陳啟宗先生及袁偉良先生於應屆股東週年大會輪值告退，惟願膺選連任。

董事之服務合約

非執行董事及獨立非執行董事之任職屆滿日期(不超過三年)與彼等遵照本公司組織章程細則之條文之預期輪值告退日期一致。執行董事概無與本公司訂立一年內倘終止則須作出賠償(法定賠償除外)之服務合約。

擬於將舉行之股東週年大會上膺選連任之董事概無與本公司或其任何附屬公司訂立於一年內倘終止須作出賠償(法定賠償除外)之服務合約。

董事之合約權益

於年內任何時間或年結日，概無任何董事在本公司或其任何附屬公司之任何重要合約中直接或間接擁有重大權益。

Share Capital of the Company's Listed Subsidiary

During the year, the issued and fully paid share capital of the Company's listed subsidiary, Hang Lung Properties Limited ("HLP") was increased by the issue of 2,168,000 (2007: 1,237,000) shares of HK\$1.00 each as a result of the exercise of share options under HLP's share option scheme.

Directors

The directors of the Company as at the date of this report are listed on page 160 and their brief biographical details are set out on pages 76 to 79 of the annual report. Details of their remuneration are set out in Note 6 on the Financial Statements.

In accordance with Articles 103, 104 and 118 of the Company's Articles of Association, Mr Gerald L. Chan, Mr Ronnie C. Chan and Mr Nelson W.L. Yuen retire from the Board by rotation at the forthcoming Annual General Meeting and, being eligible, offer themselves for re-election.

Directors' Service Contracts

The appointments of non-executive director and independent non-executive directors are for specific terms (not exceeding 3 years) which coincide with their expected dates of retirement by rotation in accordance with the provisions of the Company's Articles of Association. The executive directors do not have any service contract with the Company which is not determinable within one year without payment of compensation (other than statutory compensation).

No director proposed for re-election at the forthcoming Annual General Meeting has a service contract with the Company or any of its subsidiaries which is not determinable within one year without payment of compensation (other than statutory compensation).

Directors' Interests in Contracts

No contract of significance to which the Company or any of its subsidiaries was a party, and in which a director of the Company was materially interested, whether directly or indirectly, subsisted at any time during the year or at the end of the year.

董事之競爭業務權益

年內，概無任何董事在與本公司業務直接或間接出現競爭或可能出現競爭之業務(本公司業務除外)中擁有任何根據香港聯合交易所有限公司上市規則(「上市規則」)須予披露的權益。

董事於股份、相關股份及債權證之權益及淡倉

根據證券及期貨條例(「證券條例」)第XV部或根據上市公司董事進行證券交易的標準守規須知會本公司及香港聯合交易所有限公司，或根據證券條例第三百五十二條規定須予備存之登記冊所記錄，各董事於二零零八年六月三十日持有本公司及其相聯法團之股份、相關股份及債權證之權益或淡倉如下：

Directors' Interests in Competing Business

During the year, no director has been interested in any business apart from the Company's business, which competes or is likely to compete, either directly or indirectly, with the Company's business, which is required to be disclosed pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules").

Directors' Interests and Short Positions in Shares, Underlying Shares and Debentures

As at 30 June 2008, the interests or short positions of each of the directors in the shares, underlying shares and debentures of the Company and its associated corporations which were required to be notified to the Company and The Stock Exchange of Hong Kong Limited pursuant to Part XV of the Securities and Futures Ordinance ("SFO") or pursuant to the Model Code for Securities Transactions by Directors of Listed Companies or which were recorded in the register required to be kept by the Company under Section 352 of the SFO are as follows:

董事姓名	身份	Name of Directors	Capacity	本公司 The Company			恒隆地產有限公司 Hang Lung Properties Limited		
				每股面值 港幣一元之股份 Shares of HK\$1.00 each	未行使之 股份期權 (附註1) Share Options Outstanding (Note 1)	已發行 股本之 百分比 % of Issued Capital	每股面值 港幣一元之股份 Shares of HK\$1.00 each	未行使之 股份期權 (附註2) Share Options Outstanding (Note 2)	已發行 股本之 百分比 % of Issued Capital
				股份權益 Interests in Shares		股份數目 No. of Shares	股份權益 Interests in Shares		股份數目 No. of Shares
陳啟宗	個人	Ronnie C. Chan	Personal	-	-	11,790,000	-	-	16,330,000
殷尚賢	-	S.S. Yin	-	-	-	-	-	-	-
袁偉良	個人	Nelson W.L. Yuen	Personal	-	-	8,000,000	-	-	21,836,000
陳樂宗	-	Gerald L. Chan	-	-	-	-	-	-	-
鄭漢鈞	-	H.K. Cheng	-	-	-	-	-	-	-
陳樂怡	-	Laura L.Y. Chen	-	-	-	-	-	-	-
葉錫安	-	Simon S.O. Ip	-	-	-	-	-	-	-
廖約克	-	York Liao	-	-	-	-	-	-	-
吳士元	個人	Terry S. Ng	Personal	-	-	4,338,000	-	-	14,789,000

附註1

Note 1

授出日期 Date Granted	姓名 Name	未行使之 股份期權股數 No. of Option Shares Outstanding	每股行使價 (港幣) Exercise Price per Share (HK\$)	股份期權行使期 Exercise Period
24/2/2000	袁偉良 Nelson W.L. Yuen	2,500,000	\$6.12	24/2/2001 to 23/2/2010*
1/11/2001	吳士元 Terry S. Ng	1,250,000	\$5.87	1/11/2002 to 31/10/2011*
20/5/2004	陳啟宗 Ronnie C. Chan 袁偉良 Nelson W.L. Yuen 吳士元 Terry S. Ng	5,090,000 3,000,000 1,388,000	\$9.45	20/5/2005 to 19/5/2014*
20/11/2006	陳啟宗 Ronnie C. Chan 袁偉良 Nelson W.L. Yuen 吳士元 Terry S. Ng	6,700,000 2,500,000 1,700,000	\$20.52	20/11/2007 to 19/11/2016 [△]

* 該等股份期權乃根據本公司之股份期權計劃授出。有關期權可由現時起至各自之行使期屆滿前行使。

These share options were granted under the Share Option Scheme of the Company, all of which are now exercisable until their respective expiry dates.

△ 該等股份期權乃根據本公司之股份期權計劃授出。有關期權可分四期行使：即於二零零七年十一月二十日起可行使首個百分之十，二零零八年十一月二十日起可行使下一個百分之二十，二零零九年十一月二十日起可行使下一個百分之三十，以及二零一零年十一月二十日起可行使餘下之百分之四十，而全部股份期權之行使期將於二零一六年十一月十九日屆滿。

These share options were granted under the Share Option Scheme of the Company, vest in 4 tranches, i.e. the first 10% from 20 November 2007, the next 20% from 20 November 2008, the next 30% from 20 November 2009 and the balance 40% from 20 November 2010, all expiring on 19 November 2016.

附註2

Note 2

授出日期 Date Granted	姓名 Name	於 1/7/2007 As at 1/7/2007	年內授出 Granted During the Year	於 30/6/2008 As at 30/6/2008	每股行使價 (港幣) Exercise Price per Share (HK\$)	股份期權 行使期 Exercise Period
20/5/2004	陳啟宗 袁偉良 吳士元	Ronnie C. Chan Nelson W.L. Yuen Terry S. Ng	5,090,000 7,126,000 3,239,000	— — —	5,090,000 7,126,000 3,239,000	\$9.20 20/5/2005 to 19/5/2014*
20/11/2006	陳啟宗 袁偉良 吳士元	Ronnie C. Chan Nelson W.L. Yuen Terry S. Ng	2,000,000 5,800,000 3,300,000	— — —	2,000,000 5,800,000 3,300,000	\$17.14 20/11/2007 to 19/11/2016#
21/8/2007	陳啟宗 袁偉良 吳士元	Ronnie C. Chan Nelson W.L. Yuen Terry S. Ng	— — —	3,640,000 3,510,000 3,250,000	3,640,000 3,510,000 3,250,000	\$25.00 21/8/2008 to 20/8/2017 [△]
21/8/2007	陳啟宗 袁偉良 吳士元	Ronnie C. Chan Nelson W.L. Yuen Terry S. Ng	— — —	5,600,000 5,400,000 5,000,000	5,600,000 5,400,000 5,000,000	\$25.00 21/8/2009 to 20/8/2017*

* 該等股份期權乃根據恒隆地產有限公司(「恒隆地產」)之股份期權計劃授出。有關期權可由現時起至二零一四年五月十九日行使期屆滿前行使。
These share options were granted under the Share Option Scheme of Hang Lung Properties Limited ("HLPL"), all of which are now exercisable with the expiry date on 19 May 2014.

該等股份期權乃根據恒隆地產之股份期權計劃授出。有關期權可分四期行使：即於二零零七年十一月二十日起可行使首個百分之十，二零零八年十一月二十日起可行使下一個百分之二十，二零零九年十一月二十日起可行使下一個百分之三十，以及二零一零年十一月二十日起可行使餘下之百分之四十，而全部股份期權之行使期將於二零一六年十一月十九日屆滿。
These share options were granted under the Share Option Scheme of HLPL, vest in 4 tranches, i.e. the first 10% from 20 November 2007, the next 20% from 20 November 2008, the next 30% from 20 November 2009 and the balance 40% from 20 November 2010, all expiring on 19 November 2016.

△ 該等股份期權乃根據恒隆地產之股份期權計劃授出。有關期權可分四期行使：即於二零零八年八月二十一日起可行使首個百分之十，二零零九年八月二十一日起可行使下一個百分之二十，二零一零年八月二十一日起可行使下一個百分之三十，以及二零一一年八月二十一日起可行使餘下之百分之四十，而全部股份期權之行使期將於二零一七年八月二十日屆滿。
These share options were granted under the Share Option Scheme of HLPL, vest in 4 tranches, i.e. the first 10% from 21 August 2008, the next 20% from 21 August 2009, the next 30% from 21 August 2010 and the balance 40% from 21 August 2011, all expiring on 20 August 2017.

* 該等股份期權乃根據恒隆地產之股份期權計劃授出。有關期權可分四期行使：即於二零零九年八月二十一日起可行使首個百分之十，二零一零年八月二十一日起可行使下一個百分之二十，二零一一年八月二十一日起可行使下一個百分之三十，以及二零一二年八月二十一日起可行使餘下之百分之四十，而全部股份期權之行使期將於二零一七年八月二十日屆滿。
These share options were granted under the Share Option Scheme of HLPL, vest in 4 tranches, i.e. the first 10% from 21 August 2009, the next 20% from 21 August 2010, the next 30% from 21 August 2011 and the balance 40% from 21 August 2012, all expiring on 20 August 2017.

除以上所披露外，並無本公司董事或彼等之任何聯繫人持有本公司或任何相聯法團之股份、相關股份或債權證中之權益或淡倉。

Save as disclosed above, none of the directors of the Company or any of their associates had any interests or short positions in the shares, underlying shares or debentures of the Company or any associated corporation.

除以上所述外，於年內任何時間，本公司或其任何附屬公司概無作出任何安排使本公司董事(包括彼等之配偶及未滿十八歲之子女)可藉購入本公司或任何其他機構之股份或債權證而獲益。

Other than as stated above, at no time during the year was the Company or any of its subsidiaries a party to any arrangement to enable the directors of the Company (including their spouses and children under 18 years of age) to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

主要股東及其他人士於股份及相關股份之權益及淡倉

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

根據證券條例第三百三十六條規定須予備存之登記冊所記錄，主要股東及依據證券條例第XV部須披露其權益之其他人士於二零零八年六月三十日持有本公司之股份及相關股份之權益以及淡倉之詳情如下：

As at 30 June 2008, details of substantial shareholders' and other persons' (who are required to disclose their interests pursuant to Part XV of the SFO) interests and short positions in the shares and underlying shares of the Company as recorded in the register required to be kept under Section 336 of the SFO are as follows:

(a) 股份權益

(a) Interests in Shares

姓名	Name	附註 Note	持有股份數目 No. of Shares Held	已發行股本之 百分比 % of Issued Capital
陳譚慶芬	Chan Tan Ching Fen	1	493,463,580	36.99
Cole Enterprises Holdings Limited	Cole Enterprises Holdings Limited	1	493,463,580	36.99
Merssion Limited	Merssion Limited	1	493,463,580	36.99
Kingswick Investment Limited	Kingswick Investment Limited	2	93,000,000	6.97
Commonwealth Bank of Australia	Commonwealth Bank of Australia	-	93,316,000	6.99
Aberdeen Asset Management Plc and its associates	Aberdeen Asset Management Plc and its associates	-	67,378,846	5.05

附註 Notes

- 此等股份與一信託基金所持有之股份為同一批股份，陳譚慶芬女士為該信託基金之成立人。
These shares were the same parcel of shares held by a trust of which Ms Chan Tan Ching Fen was the founder.
- Kingswick Investment Limited 所持有之九千三百萬股股份已包括在上述陳譚慶芬女士 / Cole Enterprises Holdings Limited / Merssion Limited 所持有之四億九千三百四十六萬三千五百八十股股份之數目內。
The 93,000,000 shares held by Kingswick Investment Limited were included in the above-mentioned number of 493,463,580 shares held by Ms Chan Tan Ching Fen / Cole Enterprises Holdings Limited / Merssion Limited.

(b) 股份及相關股份之淡倉

除以上(a)段所披露者外，根據證券條例第三百三十六條規定須予備存之登記冊所記錄，並無已知會本公司之其他權益。

關連人士交易

在日常業務中進行的重大關連人士交易詳情載於財務報表附註第二十九項內。該等關連人士交易並不構成上市規則界定的須予披露關連交易。

管理合約

年內本公司並無就本公司全部或任何主要業務訂立或現存任何管理及行政合約。

購回、出售或贖回上市證券

年內本公司或其任何附屬公司並無購回、出售或贖回本公司之任何上市證券。

足夠公眾持股量

截至本年報日期，根據本公司可以得悉而本公司董事亦知悉之公開資料，本公司已維持上市規則訂明之公眾持股量。

公司管治

本公司之公司管治原則及常規載於本年報第五十八至七十五頁之公司管治報告內。

核數師

本公司將於即將舉行之股東週年大會上提出決議案，建議再度委任畢馬威會計師事務所為本公司核數師，直至下屆股東週年大會結束為止。

承董事局命

秘書

李蕙蘭謹啟

香港，二零零八年八月十三日

(b) Short Positions in Shares and Underlying Shares

Save as disclosed in paragraph (a) above, no other interest required to be recorded in the register kept under Section 336 of the SFO has been notified to the Company.

Related Party Transactions

Details of the significant related party transactions undertaken in the usual course of business are set out in Note 29 on the Financial Statements. None of these related party transactions constitutes a discloseable connected transaction as defined under the Listing Rules.

Management Contracts

No contract for 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.

Purchase, Sale or Redemption of Listed Securities

During the year, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities.

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 the date of this annual report, the Company has maintained the prescribed public float under the Listing Rules.

Corporate Governance

The Company's corporate governance principles and practices are set out in the Corporate Governance Report on Pages 58 to 75 of the annual report.

Auditors

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

By Order of the Board

Velencia Lee

Secretary

Hong Kong, 13 August 2008

獨立核數師報告 INDEPENDENT AUDITOR'S REPORT



獨立核數師報告 致恒隆集團有限公司股東 (於香港註冊成立的有限公司)

本核數師(以下簡稱「我們」)已審核列載於第九十二至一百五十八頁恒隆集團有限公司(「貴公司」)的綜合財務報表，此綜合財務報表包括於二零零八年六月三十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、綜合權益變動表和綜合現金流量表，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控制，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 Hang Lung Group Limited

(Incorporated in Hong Kong with limited liability)

We have audited the consolidated financial statements of Hang Lung Group Limited ("the Company") set out on pages 92 to 158, which comprise the consolidated and company balance sheets as at 30 June 2008, 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.

審核涉及執程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控制，以設計適當的審核程序，但並非為對公司的內部控制的效能發表意見。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 貴集團於二零零八年六月三十日的事務狀況及 貴集團截至該日止年度的利潤及現金流量，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10號
太子大廈8樓

二零零八年八月十三日

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 judgement, 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 policies 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 30 June 2008 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

13 August 2008

財務報表

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綜合收益表

CONSOLIDATED INCOME STATEMENT

截至二零零八年六月三十日止年度 For the year ended 30 June 2008

以港幣百萬元計算	in HK\$ million	附註 Note	2008	2007
營業額	Turnover	2(a)	10,553.1	4,777.8
其他收入	Other income	3	287.9	321.0
被視為集團出售附屬公司 股份之收益	Gain on deemed disposal of interest in a subsidiary	4	–	879.4
直接成本及營業費用	Direct costs and operating expenses		(3,780.1)	(1,815.9)
行政費用	Administrative expenses		(450.1)	(328.5)
營業溢利	Operating profit		6,610.8	3,833.8
投資物業之公平值增加	Increase in fair value of investment properties	11	11,164.2	6,561.7
			17,775.0	10,395.5
財務費用	Finance costs	5	(306.6)	(465.7)
應佔合營公司溢利	Share of profits of jointly controlled entities	13	222.6	142.2
除稅前溢利	Profit before taxation	2(a) & 5	17,691.0	10,072.0
稅項	Taxation	7(a)	(3,033.7)	(1,479.9)
本年度溢利	Profit for the year		14,657.3	8,592.1
應佔純利：	Attributable to:			
股東	Shareholders	23	7,516.3	4,785.9
少數股東權益	Minority interests	24	7,141.0	3,806.2
			14,657.3	8,592.1
股息	Dividends	9(a)	940.5	813.3
每股盈利	Earnings per share	10(a)		
基本	Basic		\$5.64	\$3.59
攤薄	Diluted		\$5.56	\$3.56
每股盈利（不包括扣除 相關遞延稅項後的投 資物業公平值變動）	Earnings per share excluding changes in fair value of investment properties net of related deferred tax	10(b)		
基本	Basic		\$1.92	\$1.50
攤薄	Diluted		\$1.89	\$1.48

財務報表附註乃本財務報表之一部分。

The annexed notes form part of these financial statements.

資產負債表

BALANCE SHEETS

於二零零八年六月三十日 At 30 June 2008

以港幣百萬元計算 in HK\$ million	附註 Note	集團 Group		公司 Company	
		2008	2007	2008	2007
非流動資產					
Non-current assets					
固定資產					
Fixed assets					
投資物業		66,136.3	52,539.2	-	-
Investment properties					
其他固定資產		5,763.7	4,060.5	-	-
Other fixed assets					
	11	71,900.0	56,599.7	-	-
附屬公司權益	12	-	-	12,741.6	12,535.3
Interest in subsidiaries					
合營公司權益	13	1,421.9	1,317.2	5.2	4.8
Interest in jointly controlled entities					
其他資產	14	1,163.5	571.0	-	-
Other assets					
遞延稅項資產	19(b)	33.8	74.5	-	-
Deferred tax assets					
		74,519.2	58,562.4	12,746.8	12,540.1
流動資產					
Current assets					
存貨	15	6,848.4	9,746.3	-	-
Inventories					
應收賬款及其他應收款	16	1,383.0	822.1	-	-
Trade and other receivables					
現金及銀行存款	25(b)	10,738.1	7,091.6	-	-
Cash and deposits with banks					
		18,969.5	17,660.0	-	-
流動負債					
Current liabilities					
銀行貸款	17	1,000.0	608.4	-	-
Bank loans					
應付賬款及其他應付款	18	2,183.7	1,894.3	5.7	6.4
Trade and other payables					
稅項	19(a)	881.8	227.7	-	-
Taxation					
		4,065.5	2,730.4	5.7	6.4
流動資產/(負債)淨值		14,904.0	14,929.6	(5.7)	(6.4)
Net current assets/(liabilities)					
資產總值減流動負債		89,423.2	73,492.0	12,741.1	12,533.7
Total assets less current liabilities					
非流動負債					
Non-current liabilities					
銀行貸款	17	8,039.6	7,873.4	-	-
Bank loans					
二零零九年到期之 浮息票據	20	1,500.0	1,500.0	-	-
Floating rate notes due 2009					
融資租約承擔	21	393.0	487.1	-	-
Finance lease obligations					
應付附屬公司款項	12	-	-	299.7	283.6
Amounts due to subsidiaries					
遞延稅項負債	19(b)	7,434.2	5,141.7	-	-
Deferred tax liabilities					
		17,366.8	15,002.2	299.7	283.6
資產淨值		72,056.4	58,489.8	12,441.4	12,250.1
NET ASSETS					
資本及儲備					
Capital and reserves					
股本	22	1,334.0	1,333.6	1,334.0	1,333.6
Share capital					
儲備	23	35,447.6	27,761.8	11,107.4	10,916.5
Reserves					
股東權益		36,781.6	29,095.4	12,441.4	12,250.1
Shareholders' equity					
少數股東權益	24	35,274.8	29,394.4	-	-
Minority interests					
總權益		72,056.4	58,489.8	12,441.4	12,250.1
TOTAL EQUITY					

袁偉良
董事總經理

Nelson W. L. Yuen
Managing Director

吳士元
執行董事

Terry S. Ng
Executive Director

財務報表附註乃本財務報表之一部分。

The annexed notes form part of these financial statements.

綜合權益變動表

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

截至二零零八年六月三十日止年度 For the year ended 30 June 2008

以港幣百萬元計算	in HK\$ million	附註 Note	2008	2007
於七月一日之總權益				
股東權益	Shareholders' equity		29,095.4	25,013.1
少數股東權益	Minority interests		29,394.4	21,313.2
			58,489.8	46,326.3
年內已確認收支總額				
Total recognised income and expense for the year				
上市投資之公平值 (減少)/增加	(Decrease)/Increase in fair value of listed investments	23	(13.0)	6.0
出售上市投資所變現之 投資重估儲備	Investment revaluation reserve realised on disposal of listed investments	23	—	(14.2)
合營公司資本儲備減少	Reduction of capital reserves of jointly controlled entities	23	(0.3)	(15.8)
換算海外附屬公司賬項 產生之匯兌收益	Exchange gains on translation of overseas subsidiaries		1,813.5	10.9
年內溢利	Profit for the year		14,657.3	8,592.1
			16,457.5	8,579.0
去年度末期股息	Final dividend in respect of previous year	9(b)	(620.2)	(546.4)
本年度中期股息	Interim dividend in respect of current year	9(a)	(220.1)	(193.2)
發行股份	Issue of shares	22 & 23	4.7	10.6
僱員股權費用	Employee share-based payments		132.5	62.6
附屬公司配售股份所 產生之少數股東權益 變動	Change in minority interests arising from placement of a subsidiary's shares	24	—	5,662.6
附屬公司少數股東權益 減少	Decrease in minority interests in subsidiaries	24	(907.6)	(307.5)
已付少數股東股息	Dividends paid to minority interests	24	(1,177.0)	(885.3)
償還予少數股東款項	Repayment to minority interests	24	(103.2)	(218.9)
於六月三十日之總權益	Total equity at 30 June		72,056.4	58,489.8
應佔權益：	Attributable to:			
股東	Shareholders		36,781.6	29,095.4
少數股東權益	Minority interests		35,274.8	29,394.4
			72,056.4	58,489.8

財務報表附註乃本財務報表之一部分。

The annexed notes form part of these financial statements.

綜合現金流量表

CONSOLIDATED CASH FLOW STATEMENT

截至二零零八年六月三十日止年度 For the year ended 30 June 2008

以港幣百萬元計算	in HK\$ million	附註 Note	2008	2007
經營活動				
來自經營業務之現金	Cash generated from operations	25(a)	8,260.2	3,395.5
已付稅項	Tax paid			
已付香港利得稅	Hong Kong Profits Tax paid		(149.4)	(319.7)
已付中國企業所得稅	PRC Income Tax paid		(123.7)	(131.4)
來自經營活動之現金淨額	Net cash generated from operating activities		7,987.1	2,944.4
投資活動				
購買固定資產	Purchase of fixed assets		(1,448.4)	(2,874.0)
出售固定資產所得款項	Proceeds from disposal of fixed assets		145.9	29.8
已收利息	Interest received		278.4	313.3
已收合營公司股息	Dividends received from jointly controlled entities		36.0	27.0
出售上市投資所得款項	Proceeds from disposal of listed investments		-	32.9
非上市投資償還貸款淨額	Net repayment of advances from unlisted investments		1.9	1.6
合營公司還款	Repayment from jointly controlled entities		81.6	89.6
用於投資活動之現金淨額	Net cash used in investing activities		(904.6)	(2,379.8)
融資活動				
新增銀行貸款所得款項	Proceeds from new bank loans		1,525.3	1,162.8
償還銀行貸款	Repayment of bank loans		(983.3)	(4,486.8)
已付利息及其他輔助借貸	Interest and other ancillary borrowing costs paid		(450.0)	(566.1)
已付融資租約費用	Finance lease charges paid		(37.4)	(42.7)
已付股息	Dividends paid		(840.3)	(739.6)
已付少數股東股息	Dividends paid to minority shareholders		(1,177.0)	(885.3)
配售附屬公司股份所得款項	Proceeds received from placement of a subsidiary's shares		-	6,542.0
行使股份期權	Exercise of share options		4.7	10.6
償還少數股東款項	Repayment to minority shareholders		(103.2)	(218.9)
附屬公司少數股東權益之減少	Decrease in minority interests in subsidiaries		(1,317.1)	(365.8)
融資租約之資本部份	Capital element of finance lease		(82.9)	(72.6)
(用於)/來自融資活動之現金淨額	Net cash (used in)/generated from financing activities		(3,461.2)	337.6
現金及現金等價物之增加	Increase in cash and cash equivalents		3,621.3	902.2
匯率變動之影響	Effect of foreign exchange rate change		25.2	-
於七月一日之現金及現金等價物	Cash and cash equivalents at 1 July		6,392.1	5,489.9
於六月三十日之現金及現金等價物	Cash and cash equivalents at 30 June	25(b)	10,038.6	6,392.1

財務報表附註乃本財務報表之一部分。

The annexed notes form part of these financial statements.

財務報表附註

NOTES TO THE FINANCIAL STATEMENTS

(以港幣為單位) (Expressed in Hong Kong dollars)

1 主要會計政策

(a) 遵例聲明

本財務報表乃根據所有適用之《香港財務報告準則》(「HKFRSs」) 編製，而該統稱涵蓋香港會計師公會頒佈之所有適用個別《香港財務報告準則》、《香港會計準則》(「HKASs」) 及詮釋、香港公認會計原則及香港《公司條例》之規定。本財務報表亦符合《香港聯合交易所有限公司證券上市規則》之適用披露規定。本集團採用之主要會計政策概述如下。

香港會計師公會頒佈多項新訂和經修訂之HKFRSs。此等準則在本集團當前之會計期間開始生效或可供提前採用。此等新訂和經修訂之HKFRSs對本集團截至二零零八年及二零零七年六月三十日止年度財務報表並無重大影響，惟採納HKFRS第7號《金融工具：披露》及HKAS第1號修訂《財務報表之列報：資本披露》後對列報之規定除外。

1. HKFRS第7號《金融工具：披露》

與早前根據HKAS第32號《金融工具：披露和列報》須予披露之資料相比，採納HKFRS第7號後，本財務報表所包含有關金融工具之重要性及此等工具所產生風險之性質及程度之披露內容更加詳盡。披露內容載列於財務報表附註30。

1 PRINCIPAL ACCOUNTING POLICIES

(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 principal 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. These new and revised HKFRSs have no significant impact on the financial statements of the Group for the years ended 30 June 2008 and 2007, except for the presentation requirements following the adoption of HKFRS 7, Financial Instruments: Disclosures and the amendment to HKAS 1, Presentation of financial statements: Capital disclosures.

1. HKFRS 7, Financial instruments: Disclosures

As a result of the adoption of HKFRS 7, the financial statements included expanded disclosures about the significance of the financial instruments and the nature and extent of risks from those instruments, compared with the information previously required to be disclosed by HKAS 32, Financial Instruments: Disclosure and presentation. These disclosures are provided in note 30 to the financial statements.

1 主要會計政策 (續)

(a) 遵例聲明 (續)

2. HKAS第1號《財務報表之列報：資本披露》

HKAS第1號修訂引入了額外之披露要求，以便就資本水平及本集團管理資本之目標、政策及流程提供資料。此等新披露內容載列於財務報表附註23。

HKFRS第7號及HKAS第1號修訂均沒有對在財務報表中所確認數額之分類、確認和計量構成任何重大影響。

本集團並無採用任何在當前會計期間尚未生效之新準則或詮釋（參閱附註32）。

(b) 財務報表編製基準

截至二零零八年六月三十日止年度之綜合財務報表包括本公司及其附屬公司（統稱「本集團」）及本集團於合營公司之權益。

除下文所載之會計政策另有所指外，財務報表均以歷史成本作為編製基準。

為編製符合HKFRSs之財務報表，管理層須作出對政策之應用、資產負債及收支之列報構成影響的判斷、估計及假設。有關估計及相關之假設乃根據過往經驗，以及多項在當時情況下相信屬合理之其他因素而作出，有關結果構成在未能依循其他途徑即時確切得知資產與負債賬面值時所作出判斷的基礎。實際結果可能與此等估計或有不同。

管理層會不斷審閱各項估計和相關假設。如果會計估計的修訂只是影響某一期間，其影響便會在該期間內確認；如果修訂對當前和未來期間均有影響，則在作出修訂的期間和未來期間確認。

1 PRINCIPAL ACCOUNTING POLICIES (Continued)

(a) Statement of compliance (Continued)

2. HKAS 1, Presentation of financial statements: Capital disclosures

The amendment to HKAS 1 introduces additional disclosure requirements to provide information about the level of capital and the Group's objectives, policies and processes for managing capital. These new disclosures are set out in note 23 to the financial statements.

Both HKFRS 7 and the amendment to HKAS 1 do not have any material impact to 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 32).

(b) Basis of preparation of the financial statements

The consolidated financial statements for the year ended 30 June 2008 comprise the Company and its subsidiaries (together referred to as the "Group") and the Group's interest in jointly controlled entities.

The measurement basis used in the preparation of the financial statements is the historical cost basis except as otherwise stated in the accounting policies set out below.

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, 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.

1 主要會計政策 (續)

(c) 附屬公司及少數股東權益

附屬公司為本集團控制之公司。當本集團有權支配一間公司的財務及經營政策，並藉此從其活動中取得利益，則本集團擁有該公司之控制權。評估控制權時，現時可行使的潛在投票權亦計算在內。

年內收購或出售之附屬公司，自開始控制起至失去控制權當日之業績已包括於綜合收益表內。集團內部往來之結餘及交易，以及集團內部交易所產生之任何未變現溢利，會在編製綜合財務報表時全數抵銷。集團內部交易所引致未變現虧損之抵銷方法與未變現收益相同，但抵銷額只限於沒有證據顯示已出現減值之部分。

綜合資產負債表內之少數股東權益包括外界股東所佔之附屬公司資產淨值部份，於綜合資產負債表及綜合權益變動表內被視為權益之一部份處理。本集團業績內之少數股東權益按少數股東權益及股東權益應佔年內溢利分配披露。

如果歸屬於少數股東之虧損超過少數股東於該附屬公司所有者權益中所享有之份額，除少數股東有義務承擔並且有能力予以彌補之部份外，其餘部份沖減本集團權益。該附屬公司日後之所有盈利均分配予本集團，直至先前由本集團承擔原應由少數股東攤佔之虧損得到彌補為止。

在本公司之資產負債表內，附屬公司之投資乃按成本值減去任何減值虧損列賬。本公司按於結算日已收及應收附屬公司之股息確認附屬公司之業績。

1 PRINCIPAL ACCOUNTING POLICIES (Continued)

(c) Subsidiaries and minority interests

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 its activities. In assessing control, potential voting rights that presently are exercisable are taken into account.

The results of subsidiaries acquired or disposed of during the year are dealt with in the consolidated income statement 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 in the consolidated balance sheet comprise the outside shareholders' proportion of the net assets of subsidiaries and are presented as a part of equity in the consolidated balance sheet and statement of changes in equity. Minority interests in the results of the Group are disclosed as an allocation of the profit for the year between the minority interests and the equity shareholders of the Company.

Where losses applicable to the minority exceed the minority's interest 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, investments in subsidiaries are stated at cost less any impairment losses. The results of subsidiaries are recognised by the Company to the extent of dividends received and receivable at the balance sheet date.

1 主要會計政策 (續)

(d) 合營公司

合營公司乃一間由本集團或本公司與其他人士按一項合約性安排而經營之公司，而在該項合約性安排下，本集團或本公司與一名或多名其他人士對該公司之經濟活動共同行使控制權。

本集團於合營公司之權益乃以權益法在綜合財務報表內列賬，初步以成本入賬，其後按本集團應佔合營公司之淨資產於收購後之改變作出調整。綜合收益表包括本集團應佔合營公司於收購後及除稅後之年度業績。

當本集團對合營公司承擔的虧損額超過其所佔權益時，本集團所佔權益便會減少至零，並且不須再確認往後的虧損；但如本集團須履行法定或推定義務，或代合營公司作出付款則除外。就此而言，本集團在合營公司所佔權益為按照權益法計算之投資賬面價值，以及實質上構成本集團對合營公司投資淨額一部份之長期權益。

本集團與其合營公司之間交易所產生之未變現溢利或虧損，均按本集團於合營公司所佔之權益比例抵銷；但如未變現虧損證明已轉讓資產出現減值，則會即時在損益中確認該虧損。

在本公司之資產負債表內，合營公司之投資乃按成本值減任何減值虧損列賬。本公司按於結算日已收及應收合營公司之股息確認合營公司之業績。

1 PRINCIPAL ACCOUNTING POLICIES (Continued)

(d) Jointly controlled entities

A jointly controlled entity is an entity which operates under a contractual arrangement between the Group or the Company and other parties, where the contractual arrangement establishes that the Group or the Company and one or more of the other parties share joint control over the economic activity of the entity.

The Group's interests in jointly controlled entities are accounted for in the consolidated financial statements under the equity method and are initially recorded at cost and adjusted thereafter for the post-acquisition change in the Group's share of the jointly controlled entities' net assets. The consolidated income statement includes the Group's share of the post-acquisition, post-tax results of the jointly controlled entities for the year.

When the Group's share of losses exceeds its interest in the jointly controlled entity, 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 jointly controlled entity. For this purpose, the Group's interest in the jointly controlled entity is the carrying amount of the investment under the equity method together with the Group's long-term interests that in substance form part of the Group's net investment in the jointly controlled entity.

Unrealised profits and losses resulting from transactions between the Group and its jointly controlled entities are eliminated to the extent of the Group's interest in the jointly controlled entity, 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 jointly controlled entities are stated at cost less any impairment losses. The results of jointly controlled entities are recognised by the Company to the extent of dividends received and receivable at the balance sheet date.

1 主要會計政策 (續)

(e) 商譽

商譽是指企業合併之成本超過本集團在被收購方之可辨別資產、負債和或然負債之公平值中所佔部份之差額。

商譽是按成本減去累計減值虧損後列賬，並須定期接受減值測試。

本集團在被收購方之可辨別資產、負債和或然負債的公平值中所佔部份，超過企業合併之成本部份，會即時在損益中確認。

當出售一間公司時，任何應佔購入商譽於出售時計入損益內。

(f) 物業

1. 投資物業

投資物業是持有用作賺取租金收入或資本增值(或兩者皆是)的物業。投資物業以公平值列賬，即各方於知情且自願並按公平交易之原則下就一項資產進行交易之款額，並由外聘合資格估值師評估。公平值之任何變動於收益表確認。持作上述用途的營業租約物業權益按投資物業分類及列賬。

2. 發展中投資物業

興建或發展中日後用作投資物業的物業列作發展中投資物業，並按成本(包括資本化之借貸支出(如有)及專業服務費)減任何減值虧損列賬。當工程或發展完成時，物業會按公平值重新分類為投資物業。於轉讓當日，公平值與過往賬面值的差額於收益表列賬。

1 PRINCIPAL ACCOUNTING POLICIES (Continued)

(e) Goodwill

Goodwill represents the excess of the cost of a business combination over the Group's share of the fair value of the acquiree's identifiable assets, liabilities and contingent liabilities.

Goodwill is stated at cost less accumulated impairment losses and is tested regularly for impairment.

Any excess of the Group's interest in the fair value of the acquiree's identifiable assets, liabilities and contingent liabilities over the cost of a business combination is recognised immediately in profit or loss.

On disposal of an entity, any attributable amount of purchased goodwill is included in the calculation of the profit or loss on disposal.

(f) Properties

1. Investment properties

Investment properties are those which are held either to earn rental income or for capital appreciation or for both. They are stated at fair value, representing the amount for which an asset could be exchanged between knowledgeable, willing parties in arm's length transaction, assessed by external qualified valuers. Any changes in fair values are recognised in the income statement. A property interest under an operating lease which is held for the above purposes is classified and accounted for as an investment property.

2. Investment properties under development

Property that is being constructed or developed for future use as investment property is classified as investment property under development and stated at cost, including borrowing costs capitalised, if any, and professional fees, less any impairment losses. When the construction or development is complete, it is reclassified as investment property at fair value. At the date of transfer, the difference between fair value and its previous carrying amount is recorded in the income statement.

1 主要會計政策 (續)

(f) 物業 (續)

3. 待售發展中物業

待售發展中物業皆列入流動資產內，並以成本值及可變現淨值兩者中較低者列賬。成本包括發展成本、資本化之借貸支出及其他直接開支之總和。可變現淨值乃估計物業售價減估計落成成本及出售物業涉及之費用。

4. 待售已建成物業

待售已建成物業皆列入流動資產，並以成本值及可變現淨值之較低者入賬。成本乃按未出售單位應佔之比例攤分總發展成本，包括資本化借貸支出而釐定。可變現淨值指管理層參照目前市況而釐定之估計物業售價減出售物業涉及之費用。

(g) 其他固定資產

1. 其他固定資產按成本值減累計折舊及任何減值虧損列賬。

2. 租賃資產

(i) 租予本集團之資產分類

分類乃評估有關安排的實質內容後釐定，而不論有關安排是否具備租約的法律形式。由承租人承擔資產擁有權之絕大部份風險及利益之資產租約均列為融資租約，而租賃人未有把資產擁有權之全部風險及利益轉移之資產租約則列為營業租約，但下列情況除外：

— 以營業租約持有但在其他方面均符合投資物業定義之物業會逐項劃歸為投資物業；及

1 PRINCIPAL ACCOUNTING POLICIES (Continued)

(f) Properties (Continued)

3. Properties under development for sale

Properties under development for sale are classified under current assets and stated at the lower of cost and net realisable value. Costs include the aggregate costs of development, borrowing costs capitalised and other direct expenses. Net realisable value represents the estimated selling price less estimated costs of completion and costs to be incurred in selling the property.

4. Completed properties for sale

Completed properties for sale are classified under current assets and stated at the lower of cost and net realisable value. Cost is determined by apportionment of the total development costs, including borrowing costs capitalised, attributable to unsold units. Net realisable value represents the estimated selling price as determined by reference to management estimates based on prevailing market conditions, less costs to be incurred in selling the property.

(g) Other fixed assets

1. Other fixed assets are stated at cost less accumulated depreciation and any impairment losses.

2. Leased assets

(i) Classification of assets leased to the Group

The classification is determined based on an evaluation of the substance of the arrangement and is regardless of whether the arrangement takes the legal form of a lease. Leases of assets under which the lessee assumes substantially all the risks and benefits of ownership are classified as finance leases. Leases of assets under which the lessor has not transferred all the risks and benefits of ownership are classified as operating leases, with the following exceptions:

— property held under operating leases that would otherwise meet the definition of an investment property is classified as an investment property on a property-by-property basis; and

1 主要會計政策 (續)

(g) 其他固定資產 (續)

2. 租賃資產 (續)

(i) 租予本集團之資產分類 (續)

- 以營業租約持作自用，但無法在租賃開始時將其公平值與建於其上之建築物之公平值分開計量之土地，是按以融資租約持有方式入賬；但清楚地以營業租約持有之建築物除外。就此而言，租賃之開始時間是指本集團首次訂立租約時，或自前承租人接收建築物時，或有關建築物之施工日（取較遲者）。

(ii) 根據融資租約購入之資產

如本集團根據融資租約購入資產之使用權，則所租賃資產之公平值或有關資產之最少應付租金之現值兩者之較低者計入固定資產，而相應之負債在扣除融資費用後，列作融資租約承擔入賬。折舊是在相關之租約期內或資產之可使用年期（如本公司或本集團可能取得資產之擁有權）內撇銷資產成本或估值之比率計提；有關之資產可使用年期載列於附註1(h)。包含在租金內之融資費用於租約期內在收益表內扣除，使每個會計期間之融資費用佔承擔餘額的比率大致相同。或然租金在其產生之會計期間作為開支撇銷。

(iii) 營業租約費用

如果本集團是以營業租約獲得資產之使用權，則根據租約作出之付款在租約期內所涵蓋之會計期間內，以等額在收益表中列支；但如有其他基準能更清楚地反映租賃資產所產生之收益模式則除外。所獲之租金優惠在收益表中確認為淨租金總額之不可分割組成部份。或然租金在其產生之會計期間內在收益表中列支。

1 PRINCIPAL ACCOUNTING POLICIES (Continued)

(g) Other fixed assets (Continued)

2. Leased assets (Continued)

(i) Classification of assets leased to the Group (Continued)

- land held for own use under an operating lease, the fair value of which cannot be measured separately from the fair value of a building situated thereon at the inception of the lease, is accounted for as being held under a finance lease, unless the building is also clearly held under an operating lease. For these purposes, the inception of the lease is the time that the lease was first entered into by the Group, or taken over from the previous lessee, or at the date of construction of those buildings, if later.

(ii) Assets acquired under finance leases

Where the Group acquires the use of assets under finance leases, the amounts representing the fair value of the leased asset, or, if lower, the present value of the minimum lease payments, of such assets are included in fixed assets and the corresponding liabilities, net of finance charges, are recorded as obligations under finance leases. Depreciation is provided at rates which write off the cost or valuation of the assets over the term of the relevant lease or, where it is likely the Company or the Group will obtain ownership of the asset, the life of the asset, as set out in note 1(h). Finance charges implicit in the lease payments are charged to the income statement over the period of the leases so as to produce an approximately constant periodic rate of charge on the remaining balance of the obligations for each accounting period. Contingent rentals are written off as an expense of the accounting period in which they are incurred.

(iii) Operating leases charges

Where the Group has the use of assets held under operating leases, payments made under the leases are charged to the income statement in equal instalments 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 the income statement as an integral part of the aggregate net lease payments made. Contingent rentals are charged to the income statement in the accounting period in which they are incurred.

1 主要會計政策 (續)

(h) 折舊

1. 投資物業

投資物業及發展中投資物業毋須計提折舊撥備。

2. 其他固定資產

其他固定資產之折舊乃將成本減其估計剩餘價值(如有)，按下列預計可使用年期以直線法撇銷：

樓宇	五十年或地契尚餘年期 (取較短者)
傢俬及設備	四至二十年
車輛	五年

(i) 其他股本證券投資

於交投活躍市場上並無所報市價及其公平值未能可靠地計量之股本證券投資，乃於資產負債表內按成本扣除減值虧損確認。其他證券投資分類為可供出售證券，初步按公平值加上交易成本確認。本集團在每個結算日重新計量公平值，由此產生之任何收益或虧損均直接在權益中確認，惟減值虧損除外。當終止確認這些投資時，以往直接在權益中確認之累計收益或虧損會在收益表中確認。

在本集團承諾購買／出售投資或投資到期當日確認／終止確認有關的投資。

(j) 資產減值

本集團於每個結算日均對流動或非流動資產(以重估值列賬之物業除外)進行評估，決定是否有任何客觀證據顯示減值跡象。如屬可供出售股權投資，於釐定投資是否減值時，會考慮該投資之公平值是否重大或長時間低於其成本值。

1 PRINCIPAL ACCOUNTING POLICIES (Continued)

(h) Depreciation

1. Investment properties

No depreciation is provided for investment properties and investment properties under development.

2. Other fixed assets

Depreciation on other fixed assets is calculated to provide so as to write off the cost, less their estimated residual value, if any, on a straight line basis over their estimated useful lives as follows:

Buildings	50 years or unexpired lease term, whichever is shorter
Furniture and equipment	4 – 20 years
Motor vehicles	5 years

(i) Other investments in equity securities

Investments in equity securities that do not have a quoted market price in active market and whose fair value cannot be reliably measured are recognised in the balance sheet at cost less impairment losses. Other investments in securities are classified as available-for-sale securities and are initially recognised at fair value plus transaction costs. At each balance sheet date the fair value is remeasured, with any resultant gain or loss being recognised directly in equity, except for impairment losses. When these investments are derecognised, the cumulative gain or loss previously recognised directly in equity is recognised in the income statement.

Investments are recognised/derecognised on the date the Group commits to purchase/sell the investments or they expire.

(j) Impairment of assets

As assessment is carried out at each balance sheet date to determine whether there is objective evidence that a current or non-current asset, other than properties carried at revalued amounts, is impaired. In the case of equity investments classified as available-for-sale, a significant or prolonged decline in the fair value of the investment below its cost is considered in determining whether the investments are impaired.

1 主要會計政策 (續)

(j) 資產減值 (續)

如有任何此類證據存在，減值虧損則會按以下方式釐定及確認：

- 就以攤銷成本列賬之流動應收款而言，當貼現之影響重大時，減值虧損按客觀減值證據確認及以資產之賬面值與以金融資產初始實際利率貼現之預計未來現金流量現值之間之差額計量。減值之客觀證據包括本集團所注意到有關對資產之預計未來現金流量有影響之事件（例如債務人之重大財政困難）之可觀察數據。倘減值虧損在其後期間減少，則減值虧損會於綜合收益表撥回。減值虧損之撥回不應使資產之賬面值超過其在以往年度並無確認任何減值虧損而釐定之數額。
- 就可供出售投資，已直接於權益確認之累計虧損會自權益中移除，並於綜合收益表中確認。於綜合收益表確認之累計虧損金額為收購成本（減去任何償還本金及攤銷）與現在公平值之差額，減去該項資產先前於綜合收益表確認之任何減值虧損。可供出售投資之減值虧損不予撥回。該項資產之公平值日後有任何增加乃直接於權益中確認。

1 PRINCIPAL ACCOUNTING POLICIES (Continued)

(j) Impairment of assets (Continued)

If any such indication exists, any impairment loss is determined and recognised as follows:

- For current receivables carried at amortised cost, the impairment loss is recognised when there is objective evidence of impairment and measured as the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective rate where the effect of discounting is material. Objective evidence of impairment includes observable data that comes to the attention of the Group about events that have an impact on the asset's estimated future cash flows such as significant financial difficulty of the debtor. If in a subsequent period the amount of impairment loss decreases, the impairment loss is reversed through the consolidated income statement. A reversal of an impairment loss is limited to the asset's carrying amount that would have been determined had no impairment loss been recognised in prior years.
- For available-for-sale investments, the cumulative loss that has been recognised directly in equity is removed from equity and is recognised in the consolidated income statement. The amount of the cumulative loss that is recognised in the consolidated 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 consolidated income statement. Impairment loss in respect of available-for-sale investments is not reversed. Any subsequent increase in the fair value of such assets is recognised directly in equity.

1 主要會計政策 (續)

(j) 資產減值 (續)

- 就其他非流動資產，可收回金額為其淨銷售價與使用價值兩者中較高之金額。凡賬面值高於可收回金額，減值虧損於綜合收益表中確認為開支。倘用作釐定可收回金額之預計數據有任何有利變動時，減值虧損即予撥回。所撥回的減值虧損以在過往年度沒有確認任何減值虧損而釐定的資產賬面金額為限。減值虧損之撥回乃於確認撥回金額之年度計入收益表。有關商譽之減值虧損將不予撥回。

(k) 應收賬款及其他應收款

應收賬款及其他應收款初步按公平值確認，其後按攤銷成本減去呆壞賬減值虧損後入賬；但如應收款為免息貸款或其貼現影響並不重大則除外。在此情況下，應收款會按成本減去呆壞賬減值虧損後入賬。

(l) 現金及現金等價物

現金及現金等價物包括銀行及手頭之現金、於銀行及其他財務機構之活期存款，及短期而高流動性之投資，即在沒有涉及重大價值轉變之風險下可以即時轉換為已知數額之現金的投資。就編製綜合現金流量表而言，現金及現金等價物包括即期償還及構成本集團現金管理之不可分割組成部份之銀行透支。

(m) 應付賬款及其他應付款

應付賬款及其他應付款初步按公平值確認，其後按攤銷成本入賬；但如貼現影響並不重大，則按成本入賬。

1 PRINCIPAL ACCOUNTING POLICIES (Continued)

(j) Impairment of assets (Continued)

- For other non-current assets, the recoverable amount is the greater of its net selling price and value in use. An impairment loss is recognised as an expense in the consolidated income statement whenever the carrying amount exceeds the recoverable amount. An impairment loss is reversed if there has been a favourable change in the estimates used to determine the recoverable amount. 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. An impairment loss in respect of goodwill is not reversed.

(k) Trade and other receivables

Trade and other receivables are initially recognised at fair value and thereafter stated at amortised cost less impairment losses for bad and doubtful debts, except where the receivables are interest-free loans or the effect of discounting would be immaterial. In such cases, the receivables are stated at cost less impairment losses for bad and doubtful debts.

(l) Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and on hand, demand deposits with banks and other financial institutions, and 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. Bank overdrafts that are repayable on demand and form an integral part of the Group's cash management are also included as a component of cash and cash equivalents for the purpose of the consolidated cash flow statement.

(m) Trade and other payables

Trade and other payables are initially recognised at fair value and thereafter stated at amortised cost unless the effect of discounting would be immaterial, in which case they are stated at cost.

1 主要會計政策 (續)

(n) 計息借貸

計息借貸初步按公平值減應佔交易成本確認。初次確認後，計息借貸按攤銷成本列賬，成本與贖回價值間之差額以實際利率法按借貸年期於收益表內確認。

(o) 借貸支出

除收購、興建或製造之資產因需較長時間方可用作擬定用途或可供出售而將有關借貸支出資本化外，借貸支出於產生期間在收益表列支。

在合資格資產之開支及借貸支出開始產生時，以及將該資產投入擬定用途或出售所需之籌備工作正在進行，即開始將借貸支出資本化，作為合資格資產之一部份。當將合資格資產投入擬定用途或出售所需之大部份籌備工作被中斷或完成時，借貸支出資本化則被暫停或終止。

(p) 已發出財務擔保、撥備及或然負債

1. 已發出財務擔保

當本公司發出財務擔保，擔保之公平值（即交易價，除非公平值可以其他方法可靠計量）初步確認為應付賬款及其他應付款之遞延收入。遞延收入於擔保期內在損益中攤銷。

1 PRINCIPAL ACCOUNTING POLICIES (Continued)

(n) Interest-bearing borrowings

Interest-bearing borrowings are recognised initially at fair value less attributable transaction costs. Subsequent to initial recognition, interest-bearing borrowings are stated at amortised cost with any difference between costs and redemption value being recognised in the income statement over the period of the borrowings using the effective interest method.

(o) Borrowing costs

Borrowing costs are expensed in the income statement in the period in which they are incurred, except to the extent that they are capitalised as being attributable to the acquisition, construction or production of an asset which necessarily takes a substantial period of time to get ready for its intended use or sale.

The capitalisation of borrowing costs as part of a qualifying asset commences when expenditure for the asset is being incurred, borrowing costs are being incurred and activities that are necessary to prepare the asset for its intended use or sale are in progress. Capitalisation of borrowing costs is suspended or ceases when substantially all the activities necessary to prepare the qualifying assets for its intended use or sale are interrupted or complete.

(p) Financial guarantees issued, provisions and contingent liabilities

1. Financial guarantees issued

Where the Company issues a financial guarantee, the fair value of the guarantee (being the transaction price, unless the fair value can otherwise be reliably estimated) is initially recognised as deferred income within trade and other payables. The deferred income is amortised in profit or loss over the term of the guarantee.

1 主要會計政策 (續)

(p) 已發出財務擔保、撥備及或然負債 (續)

2. 其他撥備及或然負債

倘若本公司或本集團須就過往事件承擔法律或推定責任，而且履行責任可能涉及付出經濟利益，並可作出可靠的估計，則須就未能確定時間或數額的負債確認撥備。

倘若不大可能涉及付出經濟利益，或無法對有關數額作出可靠估計，則會將責任披露為或然負債，惟付出經濟利益的可能性極低時則除外。

(q) 收入確認

於經濟利益可能會流入本集團，而收入及成本（如適用）能可靠地計算時，收入乃按以下方式於收益表內確認：

1. 銷售物業

建成物業之銷售收入乃於簽訂買賣協議或相關政府部門發出入伙紙時（以較遲者為準）確認。

2. 租金收入

營業租約所得租金收入乃按個別租約之年期以直線法確認。所給予之租賃獎勵乃於損益中確認為應收租賃淨付款總額之組成部分。或然租金乃於賺取之會計期間內確認為收入。

3. 利息收入

銀行存款之利息於產生時按實際利率法確認。

4. 股息

股息於收款權確立時確認。

1 PRINCIPAL ACCOUNTING POLICIES (Continued)

(p) Financial guarantees issued, provisions and contingent liabilities (Continued)

2. Other provisions and contingent liabilities

Provisions are recognised for liabilities of uncertain timing or amount when the Company or the Group has a legal or constructive obligation arising as a result of 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 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.

(q) 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:

1. Sale of properties

Revenue from sale of completed properties is recognised upon the signing of sale and purchase agreements or the issue of occupation permit by the relevant government authorities, whichever is the later.

2. Rental income

Rental income under operating leases is recognised on a straight line basis over the terms of the respective leases. Lease incentives granted are recognised in profit or loss as an integral part of the aggregate net lease payment receivable. Contingent rentals are recognised as income in the accounting period in which they are earned.

3. Interest income

Interest on bank deposits is recognised as it accrues using the effective interest method.

4. Dividends

Dividends are recognised when the right to receive payment is established.

1 主要會計政策 (續)

(r) 稅項

本年度所得稅包括本年稅項、遞延稅項資產及負債的變動。除某些在權益內直接確認的項目之相關的稅項亦應記入權益外，其他本年稅項及遞延稅項資產及負債的變動則於收益表確認。

本年稅項指年內就應課稅收入按結算日已生效或實質上已生效的稅率計算之預期應付稅項，並已包括以往年度應付稅項的任何調整。

遞延稅項資產和負債分別由可扣稅及應課稅暫時差異產生，而暫時差異乃資產及負債在財務報表上的賬面值與這些資產及負債的納稅基礎兩者之差異。遞延稅項資產亦可來自未使用的稅項虧損及未使用的稅項抵免。

除若干有限的特別情況外，所有遞延稅項負債，以及未來可能有應課稅溢利可供有關資產動用之遞延稅項資產均予確認。確認遞延稅項資產及負債之有限特別情況，包括不可扣稅的商譽所產生的暫時差異，以及不影響會計或應課稅溢利的資產及負債之初始確認。

確認遞延稅項的金額是根據該項資產及負債的賬面值之預期變現或償還方式，按在結算日已生效或實質上已生效的稅率計算。遞延稅項資產及負債均不貼現計算。

本集團於各結算日重新審閱遞延稅項資產的賬面值，對預期不再可能有足夠應課稅溢利以實現相關稅務利益的遞延稅項資產予以扣減。若日後可能出現足夠的應課稅溢利時，則有關扣減予以轉回。

1 PRINCIPAL ACCOUNTING POLICIES (Continued)

(r) Taxation

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. The limited exceptions to recognition of deferred tax assets and liabilities are those temporary differences arising from goodwill not deductible for tax purposes and the initial recognition of assets and liabilities that affect neither accounting nor taxable profits.

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 profits 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 profits will be available.

1 主要會計政策 (續)

(s) 外幣換算

在本集團各公司之財務報表中之項目乃以最能反映與該公司相關的實質經濟狀況及事務之貨幣（「功能貨幣」）計量。本集團財務報表乃以港元列報。

年內之外幣交易按交易日之匯率換算。以外幣計值的貨幣資產及負債則按結算日之匯率換算。匯兌收益及虧損均於收益表確認。

海外業務之業績按與交易日匯率相若之匯率換算。資產負債表之項目則按結算日之匯率換算為港元。所產生之匯兌差額直接於權益中確認為獨立項目。

於出售海外業務時，於權益項下確認與海外業務有關之累計匯兌差額乃計算入出售損益內。

(t) 關連人士

如本集團有能力直接或間接透過一名或多名中介控制另一方人士或對另一方人士的財務及經營決策作出重大影響或對另一方人士行使共同控制權，或另一方人士能夠直接或間接透過一名或多名中介控制本集團或對本集團的財務及經營決策作出重大影響或對本集團行使共同控制權，或本集團與另一方人士均受制於共同的控制權或共同的重大影響下，則另一方人士將被視為關連人士。關連人士可為個別人士（即主要管理層人員成員、主要股東及／或彼等之近親家族成員）或其他公司，並包括受本集團關連人士（該等人士為個別人士）控制、共同控制或重大影響之公司，以及為本集團或身為本集團關連人士之任何公司之僱員利益而設立之退休福利計劃。

1 PRINCIPAL ACCOUNTING POLICIES (Continued)

(s) Translation of foreign currencies

Items included in the financial statements of each entity in the Group are measured using the currency that best reflects the economic substance of the underlying events and circumstances relevant to the entity ("functional currency"). The financial statements of the Group are presented in Hong Kong dollars.

Foreign currency transactions during the year are translated at the foreign exchange rates ruling at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are translated at the foreign exchange rates ruling at the balance sheet date. Exchange gains and losses are recognised in the income statement.

The results of foreign operations are translated in Hong Kong dollars at the exchange rates approximating the foreign exchange rates ruling at the dates of the transactions. Balance sheet items are translated into Hong Kong dollars at the foreign exchange rates 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 equity which relate to that foreign operation is included in the calculation of the profit or loss on disposal.

(t) Related parties

Parties are considered to be related to the Group if the Group has the ability, directly or indirectly through one or more intermediaries, to control the party or exercise significant influence or has joint control over the party in making financial and operating decisions, or vice versa, or where the Group and the party are subject to common control or common significant influence. Related parties may be individuals (being members of key management personnel, significant shareholders and/or their close family members) or other entities and include entities which are under the control, joint control or significant influence of related parties of the Group where those parties are individuals, and post-employment benefit plans which are for the benefit of employees of the Group or of any entity that is a related party of the Group.

1 主要會計政策 (續)

(u) 分部報告

分部指本集團內可明顯區分之組成部份，可分為提供產品或服務（業務分部），或在某一特定經濟環境內提供產品或服務（地區分部）。不同分部承受不同於其他分部之風險及回報。

根據本集團之內部財務報告方式，本集團決定把業務分部作為主要之報告方式，地區分部則作為次要之報告方式。

分部收入、支出、業績、資產及負債包括直接屬於該分部及按合理基準分配至該分部之項目。分部收入、支出、資產及負債乃於綜合賬目過程中，撇銷集團間之結餘及交易前釐定，倘該等集團間結餘及交易同屬一個分部則除外。分部間之交易定價條款與提供予集團以外交易方之條款相若。

分部資本開支指期內添置預計將可使用超過一個會計期間之分部資產（包括有形及無形資產）所產生之成本總額。

(v) 僱員福利

1. 短期僱員福利及定額供款退休計劃供款

薪金、年終花紅、有薪年假、非貨幣性福利成本及對界定供款退休計劃之供款（包括於中國及香港根據有關法例應付之款項）均於產生時在收益表列支。

1 PRINCIPAL ACCOUNTING POLICIES (Continued)

(u) Segment reporting

A segment is a distinguishable component of the Group that is engaged 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.

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

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 which are eliminated as part of the consolidation process, except to the extent that such intra-group balances and transactions are between group companies within a single segment. Inter-segment pricing is based on similar terms as those available to other external parties.

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

(v) Employee benefits

1. Short term employee benefits and contributions to defined contribution retirement schemes

Salaries, annual bonuses, paid annual leave, the cost of non-monetary benefits and obligation for contributions to defined contribution retirement schemes, including those payable in PRC and Hong Kong under relevant legislation, are expensed in the income statement as incurred.

1 主要會計政策 (續)**(v) 僱員福利** (續)**2. 股權支付**

授予僱員之股份期權之公平值乃計及授出期權之條款及條件於授出日期計算，並依據期權將歸屬的可能性根據歸屬期按直線法列作開支，相應增加乃於權益（僱員股份補償儲備）中予以確認。

本公司在歸屬期內檢討預期歸屬之股份期權數目。已於以往年度確認之累計公平價值之任何調整會在檢討當年在損益中列支／計入（若原來之僱員支出符合確認為資產的資格除外），並在資本儲備作出相應調整。已確認為支出之數額會在歸屬日作出調整，以反映所歸屬股份期權之實際數目（同時對資本儲備作出相應調整）。

倘股份期權獲行使，則相關資本儲備連同行使價一併轉撥至股本及股份溢價。倘期權到期或於歸屬期後失效，則相關資本儲備直接轉撥至保留溢利。

1 PRINCIPAL ACCOUNTING POLICIES (Continued)**(v) Employee benefits** (Continued)**2. Share-based payments**

The fair value of share options granted to employees is measured at grant date, taking into account the terms and conditions upon which the options were granted, and is expensed on a straight line basis over the vesting period taking into account the probability that the options will vest, with a corresponding increase in equity (Employee share-based compensation reserve).

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 profit or loss 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 options that vest (with a corresponding adjustment to the capital reserve).

At the time when the share options are exercised, the related capital reserve is transferred to share capital and share premium, together with the exercise price. If the options expire or lapse after the vesting period, the related capital reserve is transferred directly to retained profits.

2 營業額及分部資料

本公司在香港註冊成立，主要業務為控股投資，並透過其附屬公司從物業租賃、供銷售之物業發展及其他投資。本集團亦從事停車場管理及物業管理，並透過合營公司經營乾洗服務。

營業額指物業租賃及銷售之收入。按業務及地區分部分分析之營業額已載於下文。

(a) 業務分部

(i) 分部收入及業績

以港幣百萬元計算	in HK\$ million	分部收入		分部業績	
		2008	2007	2008	2007
物業租賃	Property leasing	4,185.7	3,379.7	3,346.8	2,648.6
物業銷售	Property sales	6,367.4	1,398.1	3,426.2	313.3
		10,553.1	4,777.8	6,773.0	2,961.9
其他收入	Other income			287.9	321.0
被視為集團出售附屬公司股份之收益	Gain on deemed disposal of interest in a subsidiary			-	879.4
行政費用(附註)	Administrative expenses (Note)			(450.1)	(328.5)
營業溢利	Operating profit			6,610.8	3,833.8
投資物業之公平值增加	Increase in fair value of investment properties				
— 物業租賃	— property leasing			11,164.2	6,561.7
財務費用	Finance costs			(306.6)	(465.7)
應佔合營公司溢利	Share of profits of jointly controlled entities				
— 物業租賃	— property leasing			222.6	142.2
除稅前溢利	Profit before taxation			17,691.0	10,072.0

附註：

年內，行政費用包括股權費用一億三千二百五十萬元（二零零七年：六千二百六十萬元）。股權費用為授予僱員的股份期權於歸屬期內之公平值的攤銷，本公司並沒有因此產生現金流出。

2 TURNOVER AND SEGMENT INFORMATION

The principal activities of the Company, which is incorporated in Hong Kong, are investment holding and, through its subsidiaries, property leasing, property development for sale and other investments. The Group also operates in car park management and property management, and through its jointly controlled entities, the Group is involved in the operation of dry-cleaning.

Turnover represents revenue from property leasing and sales. An analysis of turnover by business and geographical segment is set out below.

(a) Business segment

(i) Segment revenue and results

Note:

Administrative expenses included share-based payments of \$132.5 million (2007: \$62.6 million) recognised during the year. Share-based payments represent the amortisation of the fair value of options granted to employees over the vesting period and do not involve any cash outflow for the Company.

2 營業額及分部資料 (續)

(a) 業務分部 (續)

(ii) 分部資產及負債

以港幣百萬元計算	in HK\$ million	資產 Assets		負債 Liabilities	
		2008	2007	2008	2007
物業租賃	Property leasing	72,243.5	56,756.0	1,595.6	1,964.6
物業銷售	Property sales	7,906.7	10,556.4	504.2	394.8
		80,150.2	67,312.4	2,099.8	2,359.4
於合營公司之權益	Interest in jointly controlled entities				
物業租賃	Property leasing	1,174.3	996.4	–	–
物業銷售	Property sales	247.6	320.8	–	–
未分類 (附註)	Unallocated (Note)	11,916.6	7,592.8	19,332.5	15,373.2
		93,488.7	76,222.4	21,432.3	17,732.6

附註：

未分類之項目主要包括金融及企業資產，包括現金及銀存款一百零七億三千八百一十萬元（二零零七年：七十億九千一百六十萬元），其他資產十一億四千三百萬元（二零零七年：四億六千零八十萬元），帶息借貸包括銀行貸款九十億三千九百六十萬元（二零零七年：七十八億七千三百四十萬元），以及其他負債十八億九千三百萬元（二零零七年：十九億八千七百一十萬元），另稅項八十二億八千二百二十萬元（二零零七年：五十二億九千四百九十萬元）。

Note:

Unallocated items mainly comprise financial and corporate assets including cash and deposits with banks of \$10,738.1 million (2007: \$7,091.6 million), other assets of \$1,143.0 million (2007: \$460.8 million), interest-bearing borrowings including bank loans of \$9,039.6 million (2007: \$7,873.4 million), other liabilities of \$1,893.0 million (2007: \$1,987.1 million), and taxation of \$8,282.2 million (2007: \$5,294.9 million).

(iii) 資本開支及折舊

(iii) Capital expenditure and depreciation

以港幣百萬元計算	in HK\$ million	資本開支 Capital expenditure		折舊 Depreciation	
		2008	2007	2008	2007
物業租賃	Property leasing	1,647.3	3,073.0	14.3	11.0

(b) 地區分部

(i) 分部收入及業績

(b) Geographical segment

(i) Segment revenue and results

以港幣百萬元計算	in HK\$ million	分部收入 Segment revenue		分部業績 Segment results	
		2008	2007	2008	2007
香港	Hong Kong	8,765.3	3,582.9	5,364.6	2,039.0
中國內地	Mainland China	1,787.8	1,194.9	1,408.4	922.9
		10,553.1	4,777.8	6,773.0	2,961.9
合營公司	Jointly controlled entities				
香港	Hong Kong			222.6	142.2

2 營業額及分部資料 (續)

(b) 地區分部 (續)

(ii) 分部資產

以港幣百萬元計算	in HK\$ million	2008	2007
香港	Hong Kong	57,319.3	50,038.3
中國內地	Mainland China	25,395.8	18,685.5
		82,715.1	68,723.8

(iii) 資本開支

以港幣百萬元計算	in HK\$ million	2008	2007
香港	Hong Kong	183.5	113.1
中國內地	Mainland China	1,463.8	2,959.9
		1,647.3	3,073.0

3 其他收入

以港幣百萬元計算	in HK\$ million	集團 Group	2007
利息收入	Interest income	284.4	302.4
上市投資之股息收入	Dividend income from listed investments	2.7	0.4
非上市投資之股息收入	Dividend income from unlisted investments	0.8	0.9
出售上市投資所得溢利	Profit on disposal of listed investments	–	17.3
		287.9	321.0

4 被視為集團出售附屬公司股份之收益

去年之收益乃附屬公司恒隆地產有限公司(「恒隆地產」)於二零零六年十一月配售四億一千萬股股份所產生，以致恒隆集團有限公司於恒隆地產之實際股本權益由百分之五十六點二攤薄至百分之五十點七。

2 TURNOVER AND SEGMENT INFORMATION

(Continued)

(b) Geographical segment (Continued)

(ii) Segment assets

(iii) Capital expenditure

3 OTHER INCOME

4 GAIN ON DEEMED DISPOSAL OF INTEREST IN A SUBSIDIARY

The gain last year arose from the placement of 410 million shares by a subsidiary, Hang Lung Properties Limited (“HLP”) in November 2006 which resulted in the dilution of Hang Lung Group Limited’s effective equity interest in HLP from 56.2% to 50.7%.

5 除稅前溢利

5 PROFIT BEFORE TAXATION

以港幣百萬元計算	in HK\$ million	集團 Group	
		2008	2007
<hr/>			
除稅前溢利已扣除下列各項：	Profit before taxation is arrived at after charging:		
須於五年內償還之銀行貸款及其他借貸之利息	Interest on bank loans and other borrowings repayable within 5 years	408.1	526.1
融資租約費用	Finance lease charges	37.4	42.7
其他輔助借貸支出	Other ancillary borrowing costs	40.8	36.3
借貸支出總額	Total borrowing costs	486.3	605.1
減：借貸支出资本化（附註）	Less: Borrowing costs capitalised (Note)	(179.7)	(139.4)
財務費用	Finance costs	306.6	465.7
已出售物業成本	Cost of properties sold	2,404.1	1,020.0
職工成本，包括僱員股權費用 一億三千二百五十萬元 (二零零七年：六千二百六十萬元)	Staff costs, including employee share-based payment expenses of \$132.5 million (2007: \$62.6 million)	528.5	334.3
折舊	Depreciation	14.3	11.0
營業租約費用，包括或然租金三千零二十萬元（二零零七年：二千五百七十萬元）	Operating lease charges, including contingent rents of \$30.2 million (2007: \$25.7 million)	110.9	102.0
核數師酬金	Auditors' remuneration		
— 核數服務	— audit services	8.4	7.6
— 其他服務	— other services	0.1	0.4
並已計入：	and after crediting:		
出售投資物業溢利	Profit on disposal of investment properties	162.8	5.3
租金收入，已扣除直接支出八億三千八百九十萬元（二零零七年：七億二千零一十萬元），包括或然租金一億九千三百八十萬元（二零零七年：一億三千三百四十萬元）	Rental income less direct outgoings of \$838.9 million (2007: \$720.1 million), including contingent rentals of \$193.8 million (2007: \$133.4 million)	3,346.8	2,654.3

附註：

發展中物業之借貸支出已按每年百分之四點四（二零零七年：百分之五點一）之平均率資本化。

Note:

The borrowing costs have been capitalised at an average rate of 4.4% (2007: 5.1%) per annum for properties under development.

6 董事及高級管理層之酬金

6 EMOLUMENTS OF DIRECTORS AND SENIOR MANAGEMENT

提名及薪酬委員會包括四名獨立非執行董事。該委員會向董事會提供有關董事薪酬福利及僱傭條款的建議。董事的酬金乃按照職責及問責範圍、個別董事的表現，經考慮本公司的表現及盈利、市場慣例及現行的業務狀況而釐定。

The Nomination and Remuneration Committee consists of four Independent Non-Executive Directors. The Committee makes recommendation to the Board on the Directors' remuneration packages and terms of employment. The emoluments of Directors are determined by the scope of responsibility and accountability, and individual performance of directors, taking into consideration of the Company's performance and profitability, market practice and prevailing business conditions.

6 董事及高級管理層之酬金 (續)

(a) 董事酬金

董事酬金詳列如下：

以港幣百萬元計算	in HK\$ million	袍金	薪金、津貼 及實物利益 Salaries, allowances and benefits in kind	酌定花紅 Discretionary bonuses	本集團對 退休金計劃 之供款 Group's contributions to retirement scheme	
姓名	Name	Fees				
執行董事						
陳啟宗	Ronnie C. Chan	0.4	8.2	25.6	0.8	35.0
袁偉良	Nelson W.L. Yuen	0.3	7.8	23.8	0.8	32.7
吳士元	Terry S. Ng	0.3	4.1	12.3	0.3	17.0
非執行董事						
陳樂宗	Gerald L. Chan	0.2	-	-	-	0.2
獨立非執行董事						
殷尚賢	S.S. Yin	0.3	-	-	-	0.3
陳樂怡	Laura L.Y. Chen	0.4	-	-	-	0.4
鄭漢鈞	H.K. Cheng	0.5	-	-	-	0.5
葉錫安	Simon S.O. Ip	0.2	-	-	-	0.2
廖約克	York Liao	0.2	-	-	-	0.2
二零零八年	2008	2.8	20.1	61.7	1.9	86.5
執行董事						
陳啟宗	Ronnie C. Chan	0.4	7.8	4.2	0.8	13.2
袁偉良	Nelson W.L. Yuen	0.3	7.4	4.1	0.7	12.5
吳士元	Terry S. Ng	0.3	3.9	2.1	0.3	6.6
非執行董事						
陳樂宗	Gerald L. Chan	0.1	-	-	-	0.1
獨立非執行董事						
殷尚賢	S.S. Yin	0.3	-	-	-	0.3
陳樂怡	Laura L.Y. Chen	0.3	-	-	-	0.3
鄭漢鈞	H.K. Cheng	0.4	-	-	-	0.4
葉錫安	Simon S.O. Ip	0.2	-	-	-	0.2
廖約克	York Liao	0.2	-	-	-	0.2
二零零七年	2007	2.5	19.1	10.4	1.8	33.8

截至六月三十日止財政年度完結時應付予執行董事的花紅，以往於下一財政年度八月／九月批准及派付並反映於該財政年度之財務報表。由截至二零零八年六月三十日止財政年度起，付款將於同一財政年度作出。因此，截至二零零七年及二零零八年六月三十日止兩個財政年度之花紅已於今年支付。

6 EMOLUMENTS OF DIRECTORS AND SENIOR MANAGEMENT (Continued)

(a) Directors' emoluments

Details of directors' emoluments are summarised below:

Payment of bonus to Executive Directors, due at the end of a financial year ending 30 June, was previously approved and paid in August/September of the following financial year and reflected in the latter year's financial statements. With effect from the financial year ended 30 June 2008, the payment has been made in the same financial year. Accordingly, two years' bonuses relating to the financial years ended 30 June 2007 and 2008 have been paid in current year.

6 董事及高級管理層之酬金 (續)

(a) 董事酬金 (續)

除上述酬金外，若干董事根據本公司及其附屬公司，恒隆地產有限公司的股份期權計劃獲授股份期權，詳情在財務報表附註28(b)披露。

(b) 最高薪人士

在五名最高薪人士中，三名(二零零七年：三名)為董事，彼等之酬金於附註6(a)及28(b)披露。其他二名(二零零七年：二名)人士之酬金如下：

以港幣百萬元計算	in HK\$ million	集團 Group	
		2008	2007
袍金	Fees	0.2	0.2
薪金、津貼及實物利益	Salaries, allowances and benefits in kind	3.7	4.3
酌定花紅	Discretionary bonuses	12.7	3.4
股權費用	Share-based payments	19.5	10.6
本集團對退休金計劃的供款	Group's contributions to retirement scheme	1.8	0.3
		37.9	18.8

以上二名人士(二零零七年：二名)的酬金介乎下列範圍：

	人數 Number of individuals	
	2008	2007
\$3,500,001 – \$4,000,000	1	–
\$7,500,001 – \$8,000,000	–	1
\$10,500,001 – \$11,000,000	–	1
\$34,000,001 – \$34,500,000	1	–

(c) 截至二零零八年六月三十日及二零零七年六月三十日止年度，概無向上述董事及高級行政人員支付款項作為離職補償或招攬彼等加盟本集團。

6 EMOLUMENTS OF DIRECTORS AND SENIOR MANAGEMENT (Continued)

(a) Directors' emoluments (Continued)

In addition to the above emoluments, certain directors were granted share options under the share option schemes of the Company and its subsidiary, Hang Lung Properties Limited. Details of the share options granted by the Company and its subsidiary are disclosed in note 28(b) to the financial statements.

(b) Individuals with highest emoluments

Of the five individuals with the highest emoluments, three (2007: three) are directors whose emoluments are disclosed in notes 6(a) and 28(b). The emoluments of the other two (2007: two) individuals are as follows:

The emoluments of the above two (2007: two) individuals are within the following bands:

(c) During the years ended 30 June 2008 and 30 June 2007, there were no amounts paid to directors and senior executives above for compensation of loss of office and inducement for joining the Group.

7 綜合收益表內之稅項

(a) 綜合收益表內之稅項為：

7 TAXATION IN THE CONSOLIDATED INCOME STATEMENT

(a) Taxation in the consolidated income statement represents:

以港幣百萬元計算	in HK\$ million	集團 Group	
		2008	2007
本年稅項	Current tax		
香港利得稅	Hong Kong Profits Tax	725.4	182.3
過往年度之撥備多提	Over-provision in prior years	(23.5)	(2.4)
		701.9	179.9
中國企業所得稅	PRC Income Tax	225.3	115.0
		927.2	294.9
遞延稅項	Deferred tax		
投資物業之公平值變動	Change in fair value of investment properties	2,108.8	1,447.6
其他源自及撥回暫時性差額	Other origination and reversal of temporary differences	173.1	96.3
香港稅率變動對七月一日之遞延稅項結餘之影響	Effect of change in Hong Kong tax rate on deferred tax balances at 1 July	(175.4)	–
中國稅率變動對七月一日之遞延稅項結餘之影響	Effect of change in PRC tax rate on deferred tax balances at 1 July	–	(358.9)
合計 (附註19(b))	Total (Note 19(b))	2,106.5	1,185.0
稅項支出總計	Total income tax expenses	3,033.7	1,479.9

香港利得稅稅項撥備乃按年內之估計應課稅溢利乘以百分之十六點五(二零零七年：百分之十七點五)計算。中國企業所得稅則按中國內地適用稅率計算。

Provision for Hong Kong Profits Tax is calculated at 16.5% (2007: 17.5%) of the estimated assessable profits for the year. PRC Income Tax is calculated at the rates applicable in mainland China.

香港特別行政區政府頒佈自二零零八至零九年課稅年度起，香港利得稅稅率由百分之十七點五減至百分之十六點五。因此，有關的利得稅及遞延稅項負債乃根據新稅率百分之十六點五計算。

The Hong Kong SAR Government enacted a reduction in the Profits Tax rate from 17.5% to 16.5% with effect from the year of assessment 2008/2009. Accordingly, the relevant profits tax and deferred tax liabilities have been calculated using the new rate of 16.5%.

於二零零七年三月十六日，中國第十屆全國人民代表大會常務委員會通過企業所得稅法，據此，稅率由百分之三十三更改為百分之二十五，於二零零八年一月一日起生效。因此，中國企業所得稅及遞延稅項負債分別自二零零八年一月一日及自二零零六至零七年財政年度按新稅率百分之二十五計算。

On 16 March 2007, the Standing Committee of the Tenth National People's Congress of PRC passed the income tax law whereby the tax rate would be changed from 33% to 25% with effect from 1 January 2008. Accordingly, the relevant PRC Income Tax from 1 January 2008 and the deferred tax liabilities from the financial year 2006/07 have been calculated at the new rate of 25%.

(b) 截至二零零八年六月三十日止年度之應佔合營公司稅項二千八百萬元(二零零七年：一千七百二十萬元)已計入應佔合營公司溢利內。

(b) Share of jointly controlled entities' taxation for the year ended 30 June 2008 of \$28.0 million (2007: \$17.2 million) is included in the share of profits of jointly controlled entities.

7 綜合收益表內之稅項 (續)

7 TAXATION IN THE CONSOLIDATED INCOME STATEMENT (Continued)

(c) 稅項支出與會計溢利以適用稅率計算之調節：

(c) Reconciliation between tax expense and accounting profit at applicable tax rates:

以港幣百萬元計算	in HK\$ million	2008	2007
除稅前溢利	Profit before taxation	17,691.0	10,072.0
按除稅前溢利以適用稅率計算之稅項	Tax on profit before taxation at applicable rates	3,332.9	2,159.4
應佔合營公司溢利之稅項影響	Tax effect of share of profits of jointly controlled entities	(28.0)	(17.2)
非應課稅收入之稅項影響	Tax effect of non-taxable income	(90.3)	(271.3)
非扣減支出之稅項影響	Tax effect of non-deductible expenses	75.7	29.7
因已使用之稅務虧損及其他可扣減暫時性差異之稅項影響	Tax effect of tax losses utilised and other deductible temporary differences	(83.9)	(96.5)
未確認之稅務虧損之稅項影響	Tax effect of unrecognised tax losses	31.2	32.6
稅率變動對遞延稅項年初結餘之影響	Effect of change in tax rate on opening balance of deferred tax	(175.4)	(358.9)
其他	Others	(5.0)	4.5
過往年度之撥備多提	Over-provision in prior years	(23.5)	(2.4)
實際稅項支出	Actual tax expense	3,033.7	1,479.9

8 股東應佔純利

8 NET PROFIT ATTRIBUTABLE TO SHAREHOLDERS

股東應佔純利包括本公司財務報表內之溢利十億零三百六十萬元 (二零零七年：九億三千三百萬元)。

Net profit attributable to shareholders includes a profit of \$1,003.6 million (2007: \$933.0 million) which has been dealt with in the financial statements of the Company.

9 股息

9 DIVIDENDS

(a) 本年度股息

(a) Dividends attributable to the year

以港幣百萬元計算	in HK\$ million	2008	2007
已宣佈及已派中期股息每股十六點五仙 (二零零七年：十四點五仙)	Interim dividend declared and paid of 16.5 cents (2007: 14.5 cents) per share	220.1	193.2
於結算日後擬派末期股息每股五十四仙 (二零零七年：四十六點五仙)	Final dividend of 54.0 cents (2007: 46.5 cents) per share proposed after the balance sheet date	720.4	620.1
		940.5	813.3

於結算日後擬派之末期股息，並無確認為結算日之負債。

The final dividend proposed after the balance sheet date has not been recognised as a liability at the balance sheet date.

(b) 二零零七年財政年度之六億二千零二十萬元末期股息已於二零零八年財政年度批准及派發 (二零零七年：五億四千六百四十萬元)。

(b) The final dividend of \$620.2 million for financial year 2007 was approved and paid in financial year 2008 (2007: \$546.4 million).

10 每股盈利

(a) 每股基本及攤薄盈利乃按以下數據計算：

以港幣百萬元計算	in HK\$ million	2008	2007
用以計算每股基本及攤薄盈利之盈利 (即股東應佔純利)	Earnings used in calculating basic and diluted earnings per share (net profit attributable to shareholders)	7,516.3	4,785.9

10 EARNINGS PER SHARE

(a) The calculation of basic and diluted earnings per share is based on the following data:

以百萬股計算	in million	2008	2007
用以計算每股基本盈利之股份 加權平均數	Weighted average number of shares used in calculating basic earnings per share	1,333.8	1,332.7
具攤薄作用之潛在股份之影響 － 股份期權	Effect of dilutive potential shares － share options	18.5	12.4
用以計算每股攤薄盈利之股份 加權平均數	Weighted average number of shares used in calculating diluted earnings per share	1,352.3	1,345.1

(b) 每股基本及攤薄盈利(不包括投資物業公平值變動, 並扣除相關遞延稅項及少數股東權益)乃根據以下經調整之溢利計算：

(b) The calculation of basic and diluted earnings per share excluding changes in fair value of investment properties net of related deferred tax and minority interests is based on the profit adjusted as follows:

以港幣百萬元計算	in HK\$ million	2008	2007
股東應佔純利	Net profit attributable to shareholders	7,516.3	4,785.9
投資物業公平值變動 並扣除相關遞延稅項 及少數股東權益之影響	Effect of changes in fair value of investment properties net of related deferred tax and minority interests	(4,961.6)	(2,790.4)
用以計算每股基本及攤薄盈利 之經調整盈利	Adjusted earnings for calculation of basic and diluted earnings per share	2,554.7	1,995.5

11 固定資產 – 集團

11 FIXED ASSETS – GROUP

以港幣百萬元計算	in HK\$ million	投資物業 Investment properties	發展中 投資物業 Investment properties under development	其他 Others	合計 Total
成本值或估值： Cost or valuation:					
於二零零六年七月一日	At 1 July 2006	43,753.3	3,178.7	326.9	47,258.9
添置	Additions	160.3	2,883.5	29.2	3,073.0
轉入／(轉出)	Transfers	2,088.4	(2,088.4)	–	–
出售	Disposals	(24.5)	–	(3.6)	(28.1)
公平值增加	Increase in fair value	6,561.7	–	–	6,561.7
於二零零七年六月三十日 及二零零七年七月一日	At 30 June 2007 and 1 July 2007	52,539.2	3,973.8	352.5	56,865.5
匯兌調整(附註)	Exchange adjustment (Note)	1,645.0	366.3	1.8	2,013.1
添置	Additions	297.8	1,318.0	31.5	1,647.3
重新分類	Reclassification	722.1	–	–	722.1
出售	Disposals	(232.0)	–	(2.3)	(234.3)
公平值增加	Increase in fair value	11,164.2	–	–	11,164.2
於二零零八年六月三十日	At 30 June 2008	66,136.3	5,658.1	383.5	72,177.9
累計折舊： Accumulated depreciation:					
於二零零六年七月一日	At 1 July 2006	–	–	258.4	258.4
本年度折舊	Charge for the year	–	–	11.0	11.0
因出售撥回	Written back on disposals	–	–	(3.6)	(3.6)
於二零零七年六月三十日 及二零零七年七月一日	At 30 June 2007 and 1 July 2007	–	–	265.8	265.8
本年度折舊	Charge for the year	–	–	14.3	14.3
因出售撥回	Written back on disposals	–	–	(2.2)	(2.2)
於二零零八年六月三十日	At 30 June 2008	–	–	277.9	277.9
賬面淨值： Net book value:					
於二零零八年六月三十日	At 30 June 2008	66,136.3	5,658.1	105.6	71,900.0
於二零零七年六月三十日	At 30 June 2007	52,539.2	3,973.8	86.7	56,599.7
固定資產於六月三十日 之成本值或估值如下： Cost or valuation of the fixed assets at 30 June is made up as follows:					
二零零八年：	2008:				
估值	Valuation	66,136.3	–	–	66,136.3
成本值	Cost	–	5,658.1	383.5	6,041.6
		66,136.3	5,658.1	383.5	72,177.9
二零零七年：	2007:				
估值	Valuation	52,539.2	–	–	52,539.2
成本值	Cost	–	3,973.8	352.5	4,326.3
		52,539.2	3,973.8	352.5	56,865.5

附註：

根據附註1(s)所載之本集團會計政策，本集團之中國業務之資產負債表項目(包括固定資產)乃按結算日之匯率換算為港元。相關匯兌差額已計入匯兌儲備。

Note:

In accordance with the Group's accounting policy in note 1(s), balance sheet items in the PRC operations of the Group, including fixed assets, are translated into Hong Kong dollars at the foreign exchange rates ruling at the balance sheet date. The related exchange difference has been credited to exchange reserve.

11 固定資產 – 集團 (續)

物業之賬面淨值分析如下：

11 FIXED ASSETS – GROUP (Continued)

An analysis of net book value of properties is as follows:

以港幣百萬元計算	in HK\$ million	投資物業		發展中投資物業	
		Investment properties	Investment properties	Investment properties	Investment properties
		2008	2007	2008	2007
香港長期地契	Long leases in Hong Kong	30,962.1	25,964.9	679.6	679.2
香港境外長期地契	Long leases outside Hong Kong	1,053.0	792.0	2,388.2	3,294.6
香港中期地契	Medium term leases in Hong Kong	14,730.2	11,141.3	–	–
香港境外中期地契	Medium term leases outside Hong Kong	19,255.0	14,491.0	2,590.3	–
香港短期地契	Short lease in Hong Kong	136.0	150.0	–	–
		66,136.3	52,539.2	5,658.1	3,973.8

(a) 本集團之投資物業均於二零零八年六月三十日由第一太平戴維斯估值及專業顧問有限公司之註冊專業測量師(產業測量)陳超國先生經參考租金淨值後按公開市值基準，並計入租約屆滿續約時租值升幅後之可能收益進行估值。

本集團投資物業之賬面淨值內包括根據融資租約持有之資產，其賬面淨值為四十四億四千一百萬元(二零零七年：三十二億九千五百萬元)。

本集團其他固定資產之賬面淨值包括位於香港以長期地契及香港境外以中期地契持有的土地及建築物分別為九百九十萬元(二零零七年：一千萬元)及一千九百五十萬元(二零零七年：長期地契一千六百二十萬元)。

物業租賃收益包括投資物業之租金收入總額四十一億八千五百七十萬元(二零零七年：三十三億七千九百七十萬元)。

(a) Investment properties of the Group carried at fair value were revalued as at 30 June 2008 by Mr Charles C.K. Chan, Registered Professional Surveyor (General Practice), of Savills Valuation and Professional Services Limited, on an open market value basis with reference to the net rental income after taking into account reversionary income potential.

The net book value of investment properties of the Group includes an amount of \$4,441.0 million (2007: \$3,295.0 million) in respect of an asset held under a finance lease.

The net book value of other fixed assets of the Group included long leases of \$9.9 million (2007: \$10.0 million) in respect of land and building held in Hong Kong and medium leases of \$19.5 million (2007: long leases of \$16.2 million) in respect of land and buildings held outside Hong Kong respectively.

Property leasing revenue includes gross rental income from investment properties of \$4,185.7 million (2007: \$3,379.7 million).

11 固定資產 – 集團 (續)

(b) 本集團根據營業租約出租及按融資租約分租其投資物業。該等租約一般初步為期二至五年，其中部份有權選擇續約，屆時重新協商所有條款。長期租約通常會訂明重新檢討或調整租金之條款，而本集團每年均有一定比例的租約期滿續約。若干租約包括或然租金，乃參照租戶之收入而釐定。

於六月三十日，本集團根據不可撤銷之營業租約最少應收之未來租金總額如下：

以港幣百萬元計算	in HK\$ million	分租 Subleases	其他租約 Other leases	總計 Total
二零零八年				
一年內	2008 Within 1 year	265.2	3,473.5	3,738.7
一年後但五年內	After 1 year but within 5 years	518.5	3,238.5	3,757.0
五年後	After 5 years	–	21.1	21.1
		783.7	6,733.1	7,516.8
二零零七年				
一年內	2007 Within 1 year	251.5	2,764.5	3,016.0
一年後但五年內	After 1 year but within 5 years	528.7	2,894.3	3,423.0
五年後	After 5 years	27.0	9.8	36.8
		807.2	5,668.6	6,475.8

11 FIXED ASSETS – GROUP (Continued)

(b) The Group leases out its investment properties under operating leases and subleases under finance lease. Leases typically run for an initial period of two to five years, with some having the option to renew, at which time all terms are renegotiated. Long term leases contain rent review or adjustment clauses and the Group has a regular proportion of its leases up for renewal each year. Certain leases include contingent rentals calculated with reference to the revenue of tenants.

At 30 June, the Group's total future minimum lease income under non-cancellable operating leases were as follows:

12 附屬公司權益

12 INTEREST IN SUBSIDIARIES

以港幣百萬元計算	in HK\$ million	公司 Company	
		2008	2007
非上市股份，成本值	Unlisted shares, at cost	165.7	165.7
應收附屬公司款項減撥備	Amounts due from subsidiaries less provision	12,575.9	12,369.6
		12,741.6	12,535.3

主要附屬公司之詳細資料載於附註35。

Details of principal subsidiaries are set out in note 35.

應收／應付附屬公司款項為無抵押、免息及無限定還款期，而因預期該等款項於未來十二個月內不可收回／無需償還，故列作非流動資產／負債。

Amounts due from/to subsidiaries are unsecured, non-interest bearing with no fixed terms of repayment and classified as non-current assets/liabilities as they are not expected to be recoverable/repayable within the next twelve months.

13 合營公司權益

13 INTEREST IN JOINTLY CONTROLLED ENTITIES

以港幣百萬元計算 in HK\$ million		集團 Group		公司 Company	
		2008	2007	2008	2007
非上市股份，成本值	Unlisted shares, at cost	-	-	5.4	5.4
應佔資產淨值	Share of net assets	497.4	311.1	-	-
應收合營公司款項	Amounts due from jointly controlled entities	497.4	311.1	5.4	5.4
應付合營公司款項	Amounts due to jointly controlled entities	937.4	1,018.9	6.9	6.5
		(12.9)	(12.8)	(7.1)	(7.1)
		1,421.9	1,317.2	5.2	4.8

應收合營公司款項包括六千七百一十萬元（二零零七年：六千七百一十萬元）撥備。應收／應付合營公司款項為無抵押、免息，並為即期收回／償還。

Amounts due from jointly controlled entities included a provision of \$67.1 million (2007: \$67.1 million). Amounts due from/to jointly controlled entities are unsecured, non-interest bearing and recoverable/repayable on demand.

主要合營公司之詳細資料載於附註36。本集團於合營公司之權益的相關財務資料概述如下：

Details of principal jointly controlled entities are set out in note 36. The summary financial information related to the Group's interests in jointly controlled entities are as follows:

以港幣百萬元計算 in HK\$ million		2008	2007
非流動資產	Non-current assets	1,649.8	1,496.3
流動資產	Current assets	146.4	195.5
非流動負債	Non-current liabilities	(1,234.5)	(1,263.9)
流動負債	Current liabilities	(64.3)	(116.8)
資產淨值	Net assets	497.4	311.1
收入	Revenue	123.1	139.6
本年度溢利	Profit for the year	222.6	142.2

14 其他資產

14 OTHER ASSETS

以港幣百萬元計算	in HK\$ million	集團 Group	
		2008	2007
於香港之非上市投資(附註(a))	Unlisted investments in Hong Kong (Note (a))	0.2	0.2
貸款予非上市投資公司減撥備	Advances to unlisted investee companies less provision	12.6	14.5
於香港之上市投資，按市值	Listed investments in Hong Kong at market value	12.8	14.7
按揭貸款	Mortgage loans	66.5	79.5
無形資產(附註(b))	Intangible assets (Note (b))	20.5	32.6
		1,063.7	444.2
		1,163.5	571.0

附註：

Notes:

(a) 由於非上市投資並無交投活躍市場上之市場報價以釐定其公平值，因此按成本扣除減值(如有)入賬。

(a) Unlisted investments are carried at cost less impairment, if any, as they do not have a quoted market price in an active market to determine their fair values.

(b) 無形資產為十億六千三百七十萬元(二零零七年：四億四千四百二十萬元)之商譽，其中包括因本集團於其附屬公司恒隆地產有限公司(「恒隆地產」)之股本權益增加而產生六億一千九百五十萬元之商譽(二零零七年：三千四百一十萬元)。本集團於恒隆地產之權益由二零零七年六月三十日之百分之五十九點九增加至二零零八年六月三十日之百分之五十一點九。於年結時，本集團曾比較商譽與可收回金額而進行減值測試，並無錄得減值。

(b) Intangible assets represent goodwill of \$1,063.7 million (2007: \$444.2 million) including additions of \$619.5 million (2007: \$34.1 million) arising from the Group's additions in equity interests in its subsidiary, Hang Lung Properties Limited ("HLP"). The Group's interest in HLP increased from 50.9% at 30 June 2007 to 51.9% at 30 June 2008. As at year end, an impairment test was performed by comparing the goodwill with the recoverable amount and no impairment was recorded.

15 存貨

15 INVENTORIES

以港幣百萬元計算	in HK\$ million	集團 Group	
		2008	2007
待售發展中物業－長期地契	Property under development for sale – long leases		
－香港	– Hong Kong	42.7	40.5
待售已建成物業－中期地契	Completed properties for sale – medium leases		
－香港	– Hong Kong	6,800.8	9,677.4
－香港境外	– Outside Hong Kong	4.9	28.4
		6,848.4	9,746.3

待售發展中物業預期在一年後變現。

The property under development for sale is expected to be recovered after more than one year.

16 應收賬款及其他應收款

已計入應收賬款及其他應收款之應收賬款其結賬期分析如下：

16 TRADE AND OTHER RECEIVABLES

Included in trade and other receivables are trade debtors with the following terms:

以港幣百萬元計算	in HK\$ million	集團 Group	
		2008	2007
一個月內	Within 1 month	1,071.8	450.4
一至三個月	1 – 3 months	3.0	4.3
三個月以上	Over 3 months	5.6	0.9
		1,080.4	455.6

來自物業銷售的應收樓價乃按買賣協議的條款釐定。有關物業租賃的月租則由租客預繳。本集團定期編製應收賬款之賬齡分析及作出密切監察，以便把任何與應收賬款有關之信貸風險減至最低。

Proceeds from property sales are receivable pursuant to the terms of the sale and purchase agreements. Monthly rents in respect of leased properties are payable in advance by the tenants. An ageing analysis of trade debtors is prepared on a regular basis and is closely monitored to minimise any credit risk associated with receivables.

應收賬款之減值虧損乃按減值撥備計量，除非本集團認為收回原有款額之機會極微，在此情況下，減值虧損則直接從應收賬款撇銷。於二零零八年及二零零七年六月三十日，呆壞賬撥備之結餘及變動並不重大。本集團並無就此等結餘持有任何抵押品。

Impairment losses in respect of trade receivables are recorded using an allowance account unless the Group is satisfied that recovery of the amount is remote, in which case the impairment loss is written off against trade receivables directly. The balance and the movement of the allowance for bad and doubtful debts as at 30 June 2008 and 2007 is insignificant. The Group does not hold any collateral over these balances.

17 銀行貸款

於六月三十日無抵押銀行貸款之還款期如下：

17 BANK LOANS

At 30 June, bank loans were unsecured and repayable as follows:

以港幣百萬元計算	in HK\$ million	集團 Group	
		2008	2007
一年內或即期	Within 1 year or on demand	1,000.0	608.4
一年後但兩年內	After 1 year but within 2 years	700.0	602.3
兩年後但五年內	After 2 years but within 5 years	7,381.3	7,328.6
		8,081.3	7,930.9
減：未攤銷之財務費用	Less: unamortised front end fees	(41.7)	(57.5)
		8,039.6	7,873.4
		9,039.6	8,481.8

17 銀行貸款 (續)

年內，所有銀行貸款均按一點一厘至七厘（二零零七年：四點一厘至六點二厘）年利率計息。

本集團之若干借貸受到財務契約限制，該等財務契約要求本集團於任何時間之綜合有形資產淨值不得低於規定水平。年內，本集團已完全遵守該等契約的要求。

17 BANK LOANS (Continued)

All bank loans are interest-bearing at rates ranging from 1.1% to 7.0% (2007: 4.1% to 6.2%) per annum during the year.

Certain of the Group's borrowings are attached with financial covenants which require that at any time, the Group's consolidated tangible net worth is not less than required levels. During the year, all these covenants have been complied with by the Group.

18 應付賬款及其他應付款

18 TRADE AND OTHER PAYABLES

以港幣百萬元計算	in HK\$ million	集團 Group		公司 Company	
		2008	2007	2008	2007
應付款及應計費用 (附註i)	Creditors and accrued expenses (Note i)	1,150.7	1,026.3	5.7	6.4
已收按金(附註ii)	Deposits received (Note ii)	1,033.0	868.0	-	-
		2,183.7	1,894.3	5.7	6.4

附註：

- (i) 應付款及應計費用包括預期於一年內不會償付之保留款項一千零五十萬元（二零零七年：二千三百萬元）。
- (ii) 已收按金六億七千一百五十萬元（二零零七年：八億六千八百萬元）預期於一年內不會償付。

Notes:

- (i) Creditors and accrued expenses include retention money payable of \$10.5 million (2007: \$23.0 million) which is not expected to be settled within one year.
- (ii) Deposits received of \$671.5 million (2007: \$868.0 million) are not expected to be settled within one year.

已計入應付賬款及其他應付款之應付賬款其賬齡分析如下：

Included in trade and other payables are trade creditors with the following ageing analysis:

以港幣百萬元計算	in HK\$ million	集團 Group	
		2008	2007
一個月內到期	Due within 1 month	682.2	689.3
三個月以上到期	Due over 3 months	56.6	78.9
		738.8	768.2

19 於資產負債表上之稅項

(a) 本年稅項

以港幣百萬元計算	in HK\$ million	集團 Group	
		2008	2007
香港利得稅撥備	Provision for Hong Kong Profits Tax	725.4	182.3
中國企業所得稅撥備	Provision for PRC Income Tax	124.2	22.6
以往年度之香港利得稅撥備	Hong Kong Profits Tax payable relating to prior years	32.2	22.8
		881.8	227.7

19 TAXATION IN THE BALANCE SHEETS

(a) Current taxation

(b) 遞延稅項

(b) Deferred taxation

以港幣百萬元計算	in HK\$ million	集團 Group	
		2008	2007
遞延稅項負債	Deferred tax liabilities	7,434.2	5,141.7
遞延稅項資產	Deferred tax assets	(33.8)	(74.5)
遞延稅項負債淨額	Net deferred tax liabilities	7,400.4	5,067.2

於綜合資產負債表上確認之遞延稅項負債／
(資產) 的組成及年內之變動如下：

The components of deferred tax liabilities/(assets) recognised in the consolidated balance sheet and the movements during the year are as follows:

以港幣百萬元計算	in HK\$ million	折舊免稅額多 於相關折舊 Depreciation allowances in excess of related depreciation	物業重估 Revaluation of properties	因稅務 虧損產生 之將來得益 Future benefit of tax losses	其他 Others	總數 Total
遞延稅項產生於：	Deferred tax arising from:					
於二零零六年七月一日	At 1 July 2006	741.5	3,218.0	(46.4)	(30.9)	3,882.2
於綜合收益表內(撥入)／ 扣除(附註7(a))	(Credited)/Charged to consolidated income statement (Note 7(a))	(24.5)	1,206.7	2.8	-	1,185.0
於二零零七年六月三十日 及二零零七年七月一日	At 30 June 2007 and 1 July 2007	717.0	4,424.7	(43.6)	(30.9)	5,067.2
於儲備內扣除	Charged to reserve	48.4	178.3	-	-	226.7
於綜合收益表內 扣除(附註7(a))	Charged to consolidated income statement (Note 7(a))	121.1	1,944.7	22.3	18.4	2,106.5
於二零零八年六月三十日	At 30 June 2008	886.5	6,547.7	(21.3)	(12.5)	7,400.4

19 於資產負債表上之稅項 (續)**(c) 未確認之遞延稅項資產**

本集團尚未就若干附屬公司營運期間出現的二十一億三千一百五十萬元(二零零七年: 二十億九千七百六十萬元)稅務虧損所產生的遞延稅項資產作出確認,因為於二零零八年六月三十日,可用作抵銷有關資產的日後應課稅溢利仍不存在。此等香港業務的稅務虧損於現時稅務法規上並未逾時,而中國內地業務的稅務虧損則於相關會計年結日五年後逾時。

20 二零零九年到期之浮息票據

浮息票據由本公司之附屬公司發行。此票據由恒隆地產有限公司保證其本金及利息,按年利率二點一厘至五點一厘(二零零七年: 四點二厘至五厘)計息,並須於二零零九年十二月悉數償還及沒有權利轉換成本公司或其他公司之股份。

於二零零八年六月三十日,除以上浮息票據之外,本集團並無任何其他未償還的定息或浮息票據或可換股債券。

19 TAXATION IN THE BALANCE SHEETS (Continued)**(c) Deferred tax assets not recognised**

The Group has not recognised deferred tax assets in respect of tax losses of \$2,131.5 million (2007: \$2,097.6 million) sustained in the operations of certain subsidiaries as the availability of future taxable profits against which the assets can be utilised is not probable at 30 June 2008. The tax losses arising from Hong Kong operations do not expire under current tax legislation. The tax losses arising from mainland China operations expire five years after the relevant accounting year end date.

20 FLOATING RATE NOTES DUE 2009

The floating rate notes were issued by the Company's subsidiary. These notes are guaranteed as to principal and interest by Hang Lung Properties Limited, bear interest ranging from 2.1% to 5.1% (2007: 4.2% to 5.0%) per annum during the year, repayable in full in December 2009 and have no rights of conversion into shares of the Company or any other body corporate.

At 30 June 2008, except for the above floating rate note, the Group has no other outstanding fixed or floating rate notes or convertible bonds.

21 融資租約承擔

融資租約最少應付之租金總額及其現值如下：

21 FINANCE LEASE OBLIGATIONS

Total minimum lease payments under finance lease and their present values are as follows:

以港幣百萬元計算	in HK\$ million	最少應付之 租金總額之現值 Present value of minimum lease payments	集團 Group 將於未來年度 計入之利息費用 Interest expenses relating to future periods	最少應付 之租金總額 Total minimum lease payments
<hr/>				
二零零八年	2008			
應付金額	Amounts payable			
一年內	Within 1 year	94.1	31.2	125.3
一年後但五年內	After 1 year but within 5 years	393.0	48.5	441.5
		487.1	79.7	566.8
<hr/>				
二零零七年	2007			
應付金額	Amounts payable			
一年內	Within 1 year	82.9	37.4	120.3
一年後但五年內	After 1 year but within 5 years	452.7	79.3	532.0
五年後	After 5 years	34.4	0.4	34.8
一年後總計	Total after 1 year	487.1	79.7	566.8
		570.0	117.1	687.1

融資租約承擔之實際年利率為七厘（二零零七年：七厘）。

The effective interest rate of the finance lease obligations is 7% (2007: 7%) per annum.

22 股本

22 SHARE CAPITAL

		2008		2007	
		股份數目 (百萬股) Number of shares (Million)	港幣百萬元 HK\$ Million	股份數目 (百萬股) Number of shares (Million)	港幣百萬元 HK\$ Million
法定	Authorised				
每股面值一元	Shares of \$1 each	2,000.0	2,000.0	2,000.0	2,000.0
<hr/>					
已發行及繳足	Issued and fully paid				
於七月一日	At 1 July	1,333.6	1,333.6	1,332.4	1,332.4
根據股份期權計劃 發行之股份	Shares issued under share option scheme	0.4	0.4	1.2	1.2
於六月三十日	At 30 June	1,334.0	1,334.0	1,333.6	1,333.6

23 儲備

23 RESERVES

以港幣百萬元計算	in HK\$ million	集團 Group		公司 Company	
		2008	2007	2008	2007
資本儲備：					
股份溢價	Share premium				
於七月一日	At 1 July	2,240.4	2,228.8	2,240.4	2,228.8
發行股份，已扣除 發行成本	Issue of shares, net of issue costs	4.3	9.4	4.3	9.4
僱員股份期權福利	Employee share option benefits	1.0	2.2	1.0	2.2
於六月三十日	At 30 June	2,245.7	2,240.4	2,245.7	2,240.4
應佔合營公司 之資本儲備					
於七月一日	At 1 July	0.7	16.5	-	-
年內撥回	Released during the year	(0.3)	(15.8)	-	-
於六月三十日	At 30 June	0.4	0.7	-	-
資本贖回儲備					
於七月一日及 六月三十日	At 1 July and 30 June	26.1	26.1	26.1	26.1
投資重估儲備					
於七月一日	At 1 July	17.9	26.1	-	-
上市投資公平值 (減少)／增加	(Decrease)/Increase in fair value of listed investments	(13.0)	6.0	-	-
出售上市投資變現	Realised on disposal of listed investments	-	(14.2)	-	-
於六月三十日	At 30 June	4.9	17.9	-	-
匯兌儲備					
於七月一日	At 1 July	15.3	4.4	-	-
換算海外附屬公司賬項 產生之匯兌差額	Exchange difference arising from translation of overseas subsidiaries	941.3	10.9	-	-
於六月三十日	At 30 June	956.6	15.3	-	-
僱員股份 補償儲備					
於七月一日	At 1 July	86.5	50.2	42.7	23.3
僱員股權費用	Employee share-based payment expenses	79.1	43.2	23.3	21.6
轉撥至股份溢價	Transfer to share premium	(1.0)	(2.2)	(1.0)	(2.2)
轉撥至少數股東權益	Transfer to minority interests	(1.6)	(4.7)	-	-
轉撥至保留溢利	Transfer to retained profits	(7.5)	-	(3.2)	-
於六月三十日	At 30 June	155.5	86.5	61.8	42.7
普通儲備金					
於七月一日及 六月三十日	At 1 July and 30 June	275.0	275.0	861.6	861.6
		3,664.2	2,661.9	3,195.2	3,170.8
保留溢利					
於七月一日	At 1 July	25,099.9	21,053.6	7,745.7	7,552.3
本年度純利	Net profit for the year	7,516.3	4,785.9	1,003.6	933.0
去年度末期股息	Final dividend in respect of previous year	(620.2)	(546.4)	(620.2)	(546.4)
本年度中期股息	Interim dividend in respect of current year	(220.1)	(193.2)	(220.1)	(193.2)
由僱員股份補償儲備轉入	Transfer from employee share- based compensation reserve	7.5	-	3.2	-
於六月三十日	At 30 June	31,783.4	25,099.9	7,912.2	7,745.7
		35,447.6	27,761.8	11,107.4	10,916.5

23 儲備 (續)

股份溢價賬及資本贖回儲備之用途分別受香港《公司條例》第四十八乙條及第四十九辛條監管。投資重估儲備包括於結算日所持可供出售證券公平值之累計變動淨額，並根據附註1(i)之會計政策處理。普通儲備金來自保留溢利，且可供分派。匯兌儲備包括換算海外附屬公司財務報表產生之匯兌差額。誠如附註1(v)所述，僱員股份補償儲備包括已授出但尚未被行使之股份期權之公平值。

於二零零八年六月三十日，本公司可供分派予股東之儲備金總額為八十七億七千三百八十萬元（二零零七年：八十六億零七百三十萬元）。

資本管理

本集團的資本管理政策之首要目標為保障本集團能持續營運，以為股東提供回報及為其他權益持有人提供利益，同時以合理成本取得融資。

本集團積極及定期檢討及管理其資本結構，以在維持較高借貸水平可能帶來的較高股東回報與雄厚資本所帶來的優勢及保障之間取得平衡，並因應本集團之業務組合及經濟環境之變動對資本結構作出調整。

本集團透過檢討負債率及現金流量的需求，並考慮到其未來的財務承擔來監察其資本結構。負債率指淨債項與股權加淨債項之比例。淨債項指銀行貸款、浮息票據及融資租約承擔，減現金及銀行存款。股權包括股東權益及少數股東權益。

於二零零八年六月三十日之負債率為百分之零點四（二零零七年：百分之五點六）。本公司或其任何附屬公司並無受到外間實施資本需求之規限。

23 RESERVES (Continued)

The application of the share premium account and the capital redemption reserve are governed by Section 48B and Section 49H of the Hong Kong Companies Ordinance respectively. The investment revaluation reserve comprises the cumulative net change on 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 1(i). The general reserve was derived from retained profits and is distributable. The exchange reserve represents the exchange differences arising from the translation of the financial statements of overseas subsidiaries. The employee share-based compensation reserve comprises the fair value of share options granted which are yet to be exercised, as explained in note 1(v).

The aggregate amount of the Company's reserves available for distribution to equity shareholders of the Company at 30 June 2008 was \$8,773.8 million (2007: \$8,607.3 million).

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 to other stakeholders, and to secure access to finance at a reasonable cost.

The Group actively and regularly reviews and manages its capital structure to maintain a balance between the higher shareholders 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 the light of changes in the Group's business portfolio and economic conditions.

The Group monitors its capital structure by reviewing its gearing ratio and cash flow requirements, taking into account its future financial obligations and commitments. The gearing ratio represents the proportion of net debt to equity plus net debt. Net debt represents bank loans, floating rate notes and finance lease obligations, less cash and deposits with banks. Equity comprises shareholders' equity and minority interests.

The gearing ratio as at 30 June 2008 is 0.4% (2007: 5.6%). Neither the Company nor any of its subsidiaries are subject to externally imposed capital requirements.

24 少數股東權益

24 MINORITY INTERESTS

以港幣百萬元計算	in HK\$ million	集團 Group	
		2008	2007
於七月一日	At 1 July	29,394.4	21,313.2
本年度少數股東權益應佔溢利	Profit attributable to minority interests for the year	7,141.0	3,806.2
已派少數股東股息	Dividends paid to minority interests	(1,177.0)	(885.3)
償還予少數股東款項	Repayment to minority interests	(103.2)	(218.9)
附屬公司配售股份所產生之少數股東權益變動	Change in minority interests arising from placement of a subsidiary's shares	-	5,662.6
附屬公司少數股東權益減少	Decrease in minority interests in subsidiaries	(907.6)	(307.5)
應佔儲備	Share of reserves	927.2	24.1
於六月三十日	At 30 June	35,274.8	29,394.4

25 綜合現金流量表附註

25 NOTES TO THE CONSOLIDATED CASH FLOW STATEMENT

(a) 來自經營業務之現金

(a) Cash generated from operations

以港幣百萬元計算	in HK\$ million	2008	2007
除稅前溢利	Profit before taxation	17,691.0	10,072.0
調整：	Adjustments for:		
投資物業之公平值之增加	Increase in fair value of investment properties	(11,164.2)	(6,561.7)
財務費用	Finance costs	306.6	465.7
僱員股權費用	Employee share-based payment expenses	132.5	62.6
折舊	Depreciation	14.3	11.0
利息收入	Interest income	(284.4)	(302.4)
被視為集團出售附屬公司股份之收益	Gain on deemed disposal of interest in a subsidiary	-	(879.4)
應佔合營公司溢利	Share of profits of jointly controlled entities	(222.6)	(142.2)
出售投資物業之溢利	Profit on disposal of investment properties	(162.8)	(5.3)
出售上市投資之溢利	Profit on disposal of listed investments	-	(17.3)
匯兌差額	Exchange difference	8.9	10.9
存貨之減少	Decrease in inventories	2,175.8	408.5
按揭貸款之減少	Decrease in mortgage loans	11.9	20.1
應收賬款及其他應收款之(增加)/減少	(Increase)/Decrease in trade and other receivables	(522.7)	328.1
應付款及應計費用之增加	Increase in creditors and accrued expenses	110.9	92.1
已收按金增加/(減少)	Increase/(Decrease) in deposits received	165.0	(167.2)
來自經營業務之現金	Cash generated from operations	8,260.2	3,395.5

(b) 現金及現金等價物

(b) Cash and cash equivalents

以港幣百萬元計算	in HK\$ million	2008	2007
綜合資產負債表的現金及銀行存款	Cash and deposits with banks in the consolidated balance sheet	10,738.1	7,091.6
減：於三個月後到期的銀行存款	Less: Bank deposits with maturity greater than three months	(699.5)	(699.5)
綜合現金流量表的現金及現金等價物	Cash and cash equivalents in the consolidated cash flow statement	10,038.6	6,392.1

綜合資產負債表之現金及銀行存款按平均利率每年三點五厘(二零零七年：四點五厘)計息。

Cash and deposits with banks in the consolidated balance sheet are interest bearing at an average rate of 3.5% (2007: 4.5%) per annum.

26 或然負債

於六月三十日之或然負債如下：

以港幣百萬元計算	in HK\$ million	公司 Company	
		2008	2007
就附屬公司所獲得之銀行信貸而提供之擔保	Guarantees given to banks to secure credit facilities for subsidiaries	4,628.8	3,711.9

本公司並無就附屬公司之借貸及其他銀行信貸提供之擔保確認任何遞延收入，因該等借貸及銀行信貸之公平值無法可靠地計量及無成交價（二零零七年：無）。

26 CONTINGENT LIABILITIES

At 30 June, contingent liabilities were as follows:

The Company has not recognised any deferred income for the guarantees given in respect of borrowings and other bank facilities for subsidiaries as their fair value cannot be reliably measured and their transaction price is \$Nil (2007: \$Nil).

27 承擔

(a) 於六月三十日尚未於財務報表撥備之資本承擔如下：

以港幣百萬元計算	in HK\$ million	集團 Group	
		2008	2007
已簽約	Contracted for	2,405.2	1,124.4
已授權但尚未簽約	Authorised but not contracted for	14,487.5	8,380.1
		16,892.7	9,504.5

上述承擔包括本集團擴展其物業投資業務至中國內地多個城市之承擔。

27 COMMITMENTS

(a) At 30 June, capital commitments not provided for in the financial statements were as follows:

The above commitments include those in respect of the Group's expansion of its property investment operations into various cities in mainland China.

(b) 本集團根據十年內屆滿之不可撤銷營業租約租用若干物業。若干租約包括參考物業收入而釐定之或然租金。於六月三十日，未來最少應付之租金總額如下：

(b) The Group leases certain properties under non-cancellable operating leases expiring within ten years. Certain leases include contingent rentals calculated with reference to revenue from the properties. At 30 June, total future minimum lease payments were as follows:

以港幣百萬元計算	in HK\$ million	集團 Group	
		2008	2007
一年內	Within 1 year	80.7	80.7
一年後但五年內	After 1 year but within 5 years	212.6	291.9
五年後	After 5 years	—	1.4
		293.3	374.0

28 僱員福利

(a) 退休福利

本集團已為其僱員設立界定供款退休金計劃，該計劃下之資產由一間獨立之公司受託人掌管，並由專業基金經理管理，與本集團之資產分開處理。

僱主及僱員均按僱員之基本薪金之若干百分比供款，有關百分比按服務年資而有所不同。當僱員於可全數獲得本集團供款前退出該計劃，其遭沒收之供款乃撥入計劃基金之儲備內。本集團可視乎儲備的水平而指示受託人將股息自基金之儲備撥入基金成員賬戶。本集團可將沒收之供款減少其供款，但年內本集團並無以此方式削減供款。本集團於年內之供款總額為一千六百四十萬元（二零零七年：一千四百萬元），而撥入儲備金之沒收供款金額總數為六十萬元（二零零七年：七十萬元）。

一項集成信託強制性公積金計劃（「強積金計劃」）已成立，並交由獨立服務機構營辦。僱主及僱員分別按僱員之每月有關收入（上限為二萬元）之百分之五作出強制性供款。本集團之供款會全數及即時歸屬於僱員之賬戶並列為僱員在計劃內之累算權益。本集團於本年度內作出之強積金供款總額為二百一十萬元（二零零七年：一百六十萬元）。

由於本集團之退休金計劃乃一項獲豁免於強積金條例的職業退休計劃（「職業退休計劃」），職業退休計劃與強積金計劃之成員資格相同，而新僱員可一次性選擇參與職業退休計劃或強積金計劃。

28 EMPLOYEE BENEFITS

(a) Retirement benefits

The Group operates a defined contribution provident fund scheme for its employees. The assets of this scheme are held separately from those of the Group by an independent corporate trustee and managed by professional fund managers.

Contributions are made by both the employer and the employees at a certain percentage of employees' basic salaries, the percentage varying with their length of service. When an employee leaves the scheme prior to his or her interest in the Group's contributions being fully vested, forfeited contributions are credited to reserves of the fund. Depending on the level of reserves, the Group may direct the trustee to credit dividends to members' accounts out of the reserves of the fund. The Group's contributions may be reduced by the forfeited contributions, but there was no such reduction of the Group's contributions during the year. Total contributions made by the Group for the year amounted to \$16.4 million (2007: \$14.0 million) and forfeited sums credited to reserves amounted to \$0.6 million (2007: \$0.7 million).

A master trust Mandatory Provident Fund Scheme (the "MPF Scheme") is operated by an independent service provider. Mandatory contributions are made by both the employer and the employees at 5% of the employees' monthly relevant income, up to a limit of \$20,000. The Group's contributions will be fully and immediately vested in the employees' accounts as their accrued benefits in the scheme. Total MPF contributions made by the Group for the year amounted to \$2.1 million (2007: \$1.6 million).

As the Group's provident fund scheme is an MPF Exempted Occupational Retirement Scheme (the "ORSO Scheme"), eligibility for membership of the ORSO and MPF schemes is identical. New employees are offered a one-off option to join either the ORSO or the MPF scheme.

28 僱員福利 (續)

(a) 退休福利 (續)

本公司在中華人民共和國(「中國」)經營業務之附屬公司，其僱員乃中國當地市政府所營辦之退休福利計劃(「中國退休福利計劃」)之成員。該等中國附屬公司所需承擔之唯一責任，乃按僱員之支薪金額之某個百分比，向中國退休福利計劃作出供款以作為退休福利資金，而中國當地市政府則承擔該等中國附屬公司之所有現職及將來退休之僱員之退休福利責任。該等中國附屬公司於本年度內作出之供款總額為九百三十萬元(二零零七年：七百三十萬元)。

(b) 股份補償福利

本公司

本公司於二零零零年十一月二十四日設立一項股份期權計劃。此計劃授權本公司董事局向被揀選人士(包括本集團內任何公司之董事)授予股份期權認購本公司股份。股份期權行使價由董事局於授予股份期權時決定，並必須為股份面值、於授予當日股份之收市價及授予前五個營業日之平均收市價三者中之最高價。股份期權之歸屬期、行使期及每份股份期權可認購股份之數目均由董事局於授予當日決定。

恒隆地產有限公司

本公司附屬公司恒隆地產有限公司(「恒隆地產」)於二零零二年十一月二十二日設立股份期權計劃。此計劃授權恒隆地產董事局向被揀選人士(包括恒隆地產集團內任何公司之董事)授予股份期權認購恒隆地產之股份。股份期權行使價由恒隆地產董事局於授予股份期權時決定，並必須為股份面值、於授予當日股份之收市價及授予前五個營業日之平均收市價三者中之最高價。股份期權之歸屬期、行使期及每份股份期權可認購股份之數目均由恒隆地產董事局於授予當日決定。

28 EMPLOYEE BENEFITS (Continued)

(a) Retirement benefits (Continued)

Staff in the Company's subsidiaries operating in the People's Republic of China ("PRC"), are members of a retirement benefits scheme (the "PRC RB Scheme") operated by the local municipal government in the PRC. The only obligation of the PRC subsidiaries is to contribute a certain percentage of their payroll to the PRC RB Scheme to fund the retirement benefits. The local municipal government in the PRC undertakes to assume the retirement benefits obligations of all existing and future retired employees of the PRC subsidiaries. Total contribution made by the PRC subsidiaries for the year amounted to \$9.3 million (2007: \$7.3 million).

(b) Equity compensation benefits

The Company

The Company has a share option scheme which was adopted on 24 November 2000, whereby the Board of Directors (the "Board") of the Company are authorised to grant options to selected participants, including directors of any company in the Group, to subscribe for shares of the Company. The exercise price of the options is determined by the Board at the time of grant, and shall be the highest of the nominal value of the shares, the closing price of the shares at the date of grant and the average closing price of the shares for the five business days immediately preceding the date of grant. The vesting period, the exercisable period and the number of shares subject to each option are determined by the Board at the time of grant.

Hang Lung Properties Limited

The Company's subsidiary, Hang Lung Properties Limited ("HLP") has a share option scheme which was adopted on 22 November 2002, whereby the Board of HLP are authorised to grant options to selected participants, including directors of any company in the HLP group, to subscribe for shares of HLP. The exercise price of the options is determined by the Board of HLP at the time of grant, and shall be the highest of the nominal value of the shares, the closing price of the shares at the date of grant and the average closing price of the shares for the five business days immediately preceding the date of grant. The vesting period, the exercisable period and the number of shares subject to each option are determined by the Board of HLP at the time of grant.

28 僱員福利 (續)

(b) 股份補償福利 (續)

年內本公司股份期權之變動如下：

28 EMPLOYEE BENEFITS (Continued)

(b) Equity compensation benefits (Continued)

The movements of share options of the Company during the year are as follows:

授出日期 (附註 1) Date granted (Note 1)	股份期權數目 Number of share options				於二零零八年 六月三十日 尚未被行使 Outstanding on 30 June 2008	股份期權 之行使期 Period during which options are exercisable	行使價 (港元) Exercise price (HK\$)
	於二零零七年 七月一日 尚未被行使 Outstanding on 1 July 2007	已授出 Granted	已行使 Exercised	已失效 Lapsed			
二零零零年二月二十四日 24 February 2000	3,510,000	-	(200,000)	-	3,310,000	二零零一年二月二十四日至 二零一零年二月二十三日 24 February 2001 to 23 February 2010	6.12
二零零一年十一月一日至 二零零一年十二月七日 1 November 2001 to 7 December 2001	1,370,000	-	-	-	1,370,000	二零零二年十一月一日至 二零一一年十二月六日 1 November 2002 to 6 December 2011	5.87 – 6.83
二零零四年五月二十日 20 May 2004	11,694,000	-	(162,500)	(81,000)	11,450,500	二零零五年五月二十日至 二零一四年五月十九日 20 May 2005 to 19 May 2014	9.45
二零零五年十一月一日 1 November 2005	77,000	-	-	-	77,000	二零零六年十一月一日至 二零一五年十月三十一日 1 November 2006 to 31 October 2015	14.70
二零零六年十一月二十日 20 November 2006	12,400,000	-	(100,000)	(900,000)	11,400,000	二零零七年十一月二十日至 二零一六年十一月十九日 20 November 2007 to 19 November 2016	20.52
總計 Total	29,051,000	-	(462,500)	(981,000)	27,607,500		

上述所有股份期權可於授出日期起計一至五年後歸屬，並可於授出日期十年屆滿期前行使，此後股份期權將告失效。

附註 1：
由於參與本公司股份期權計劃之僱員人數眾多，故只在本財務報表顯示合理範圍內之若干相關資料。

All the above options may vest after one to five years of the grant date and are exercisable up to the tenth anniversary of the date of grant, after which they will lapse.

Note 1:
Due to the large number of employees participating in the share option scheme of the Company, certain relevant information is shown within a reasonable range in these financial statements.

28 僱員福利 (續)

(b) 股份補償福利 (續)

- (i) 尚未被行使之本公司股份期權數目及其有關加權平均行使價之變動如下：

28 EMPLOYEE BENEFITS (Continued)

(b) Equity compensation benefits (Continued)

- (i) Movements in the number of share options of the Company outstanding and their related weighted average exercise prices are as follows:

		2008		2007	
		加權平均 行使價 (港元) Weighted average exercise price (HK\$)	股份期權數目 Number of options	加權平均 行使價 (港元) Weighted average exercise price (HK\$)	股份期權數目 Number of options
於七月一日尚未被行使 已授出	Outstanding at 1 July Granted	13.62	29,051,000	8.52	17,858,000
已行使	Exercised	10.40	(462,500)	20.52	12,400,000
已失效	Lapsed	19.61	(981,000)	8.99	(1,182,000)
				9.45	(25,000)
於六月三十日尚未被行使	Outstanding at 30 June	13.46	27,607,500	13.62	29,051,000
於六月三十日可予行使	Exercisable at 30 June	10.29	19,019,000	8.33	13,533,750

於年內行使之股份期權行使當日之加權平均股價為三十九元八角二仙 (二零零七年：三十元二角五仙)。

The weighted average share price at the dates of exercise for shares options during the year was \$39.82 (2007: \$30.25).

- (ii) 於結算日尚未被行使之股份期權之加權平均剩餘合約期為六點三年 (二零零七年：七點三年)。

- (ii) The weighted average remaining contractual life of options outstanding at the balance sheet date was 6.3 years (2007: 7.3 years).

28 僱員福利 (續)

(b) 股份補償福利 (續)

年內恒隆地產股份期權變動如下：

授出日期 (附註2) Date granted (Note 2)	股份期權數目 Number of share options				於二零零八年 六月三十日 尚未被行使 Outstanding on 30 June 2008	股份期權 之行使期 Period during which options are exercisable	行使價 (港元) Exercise price (HK\$)
	於二零零七年 七月一日 尚未被行使 Outstanding on 1 July 2007	已授出 Granted	已行使 Exercised	已失效 Lapsed			
二零零四年五月二十日 20 May 2004	23,385,000	-	(1,468,000)	(273,000)	21,644,000	二零零五年五月二十日至 二零一四年五月十九日 20 May 2005 to 19 May 2014	9.20
二零零五年五月三日 3 May 2005	200,000	-	(100,000)	(100,000)	-	二零零六年五月三日至 二零一五年五月二日 3 May 2006 to 2 May 2015	11.85
二零零五年九月一日至 二零零五年十一月一日 1 September 2005 to 1 November 2005	1,706,000	-	(250,000)	(250,000)	1,206,000	二零零六年九月一日 二零一五年十月三十一日 1 September 2006 to 31 October 2015	11.40 – 12.35
二零零六年十一月十四日至 二零零七年三月十九日 14 November 2006 to 19 March 2007	27,600,000	-	(350,000)	(2,200,000)	25,050,000	二零零七年十一月十四日至 二零一七年三月十八日 14 November 2007 to 18 March 2017	16.75 – 22.60
二零零七年七月三日至 二零零八年四月一日 3 July 2007 to 1 April 2008	-	34,350,000	-	-	34,350,000	二零零八年七月三日至 二零一八年三月三十一日 3 July 2008 to 31 March 2018	25.00 – 34.45
總計 Total	52,891,000	34,350,000	(2,168,000)	(2,823,000)	82,250,000		

上述所有股份期權可於授出日期起計一至五年後歸屬，並可於授出日期十年屆滿前行使，此後股份期權將告失效。

附註2：

由於參與恒隆地產股份期權計劃之僱員人數眾多，故只在本財務報表顯示合理範圍內之若干相關資料。

28 EMPLOYEE BENEFITS (Continued)

(b) Equity compensation benefits (Continued)

The movements of share options of HLP during the year are as follows:

All the above options may vest after one to five years of the grant date and are exercisable up to the tenth anniversary of the date of grant, after which they will lapse.

Note 2:

Due to the large number of employees participating in the share option scheme of HLP, certain relevant information is shown within a reasonable range in these financial statements.

28 僱員福利 (續)

(b) 股份補償福利 (續)

(iii) 尚未被行使之恒隆地產股份期權數目及其有關加權平均行使價之變動如下：

28 EMPLOYEE BENEFITS (Continued)

(b) Equity compensation benefits (Continued)

(iii) Movements in the number of share options of HLP outstanding and their related weighted average exercise prices are as follows:

		2008		2007	
		加權平均 行使價 (港元) Weighted average exercise price (HK\$)	股份期權數目 Number of options	加權平均 行使價 (港元) Weighted average exercise price (HK\$)	股份期權數目 Number of options
於七月一日尚未被行使	Outstanding at 1 July	13.54	52,891,000	9.43	26,628,000
已授出	Granted	25.14	34,350,000	17.30	27,600,000
已行使	Exercised	10.94	(2,168,000)	9.63	(1,237,000)
已失效	Lapsed	15.67	(2,823,000)	9.20	(100,000)
於六月三十日尚未被行使	Outstanding at 30 June	18.38	82,250,000	13.54	52,891,000
於六月三十日可予行使	Exercisable at 30 June	10.11	24,752,000	9.42	17,679,500

於年內行使之股份期權行使當日之恒隆地產加權平均股價為三十四元二角九仙 (二零零七年：十九元二角四仙)。

The weighted average share price of HLP at the dates of exercise for share options during the year was \$34.29 (2007: \$19.24).

(iv) 於結算日尚未被行使之股份期權之加權平均剩餘合約期為八年 (二零零七年：八點三年)。

(iv) The weighted average remaining contractual life of options outstanding at the balance sheet date was 8.0 years (2007: 8.3 years).

28 僱員福利 (續)

(b) 股份補償福利 (續)

- (v) 年內授出之股份期權按於授出日期採用「柏力克－舒爾斯」定價模式而估計之每份股份期權之加權平均價值為七元五角。所採用之加權平均假設如下：

28 EMPLOYEE BENEFITS (Continued)

(b) Equity compensation benefits (Continued)

- (v) The weighted average value per share option granted during the year estimated at the date of grant using a Black-Scholes pricing model was \$7.5. The weighted average assumptions used are as follows:

		恒隆地產 HLP
授出日期之股價	Share price at grant date	\$25.14
行使價	Exercise price	\$25.14
無風險利率	Risk-free interest rate	4%
預期使用年期 (年)	Expected life (in years)	6
波幅	Volatility	0.3
預期每股股息	Expected dividend per share	\$0.56

按預期股價回報之標準差衡量之波幅，乃按緊接授出日期前一年內每日股價之統計分析為準。預期每股股息乃根據過往股息而釐定。更改輸入項目假設可對公平值估計造成重大影響。

The volatility measured at the standard deviation of expected share price returns is based on statistical analysis of daily share prices over the one year immediately preceding the grant date. Expected dividend per share is based on historical dividend. Changes in the input assumptions could materially affect the fair value estimate.

- (vi) 就本公司及恒隆地產授予董事之股份期權，依據附註1(v)(2)所述之本集團會計政策估計，於截至二零零八年六月三十日止年度確認之相關支出如下：

- (vi) In respect of share options of the Company and HLP granted to the directors, the related charge recognised for the year ended 30 June 2008, estimated in accordance with the Group's accounting policy in note 1(v)(2) was as follows:

- (a) 陳啟宗先生：三千三百二十萬元（二零零七年：一千四百九十萬元）；
 (b) 袁偉良先生：三千零八十萬元（二零零七年：一千三百五十萬元）；
 及
 (c) 吳士元先生：二千三百八十萬元（二零零七年：七百七十萬元）。

- (a) Mr. Ronnie C. Chan, \$33.2 million (2007: \$14.9 million);
 (b) Mr. Nelson W.L. Yuen, \$30.8 million (2007: \$13.5 million);
 and
 (c) Mr. Terry S. Ng, \$23.8 million (2007: \$7.7 million).

29 關連人士交易

本集團一間合營公司參與香港鐵路有限公司東涌站第一期物業發展計劃，本集團持有該合營公司百分之二十權益。於二零零八年六月三十日，本集團已向該合營公司合共墊款八億七千二百七十萬元（二零零七年：九億四千七百三十萬元）。所有墊款均為無抵押、免息及為即期償還。

董事及主要管理層酬金已於附註6及28(b)披露。

30 財務風險管理目標及政策

利率、流動資金、信貸及貨幣風險來自本集團之正常業務。本集團之財務風險管理政策及慣例如下。

(a) 利率風險

本集團之利率風險來自現金、銀行存款及浮息借貸。本集團對於利率風險管理之政策包括監察利率變動，以及於有利定價機會來臨時替換及訂立新銀行融資。

計息財務資產及負債之利率於附註17、20、21及25(b)予以披露。

根據年終進行之模擬分析，如所有其他變數維持不變，市場利率較年結日適用之利率增加一百個基點之影響將減少本集團之溢利及權益一千零一十萬元（二零零七年：一千一百六十萬元）。

此分析乃根據假設情況而進行，因為實際上，市場利率很少單獨改變，故此不應被視作未來溢利或虧損之預測。這分析假定以下各項：

- 市場利率變化會影響浮息金融工具之利息收入或支出；及
- 所有其他財務資產及負債維持不變。

29 RELATED PARTY TRANSACTIONS

The Group has a 20% interest in a jointly controlled entity which participated in the development of Package One of the MTRC Tung Chung Station Development Project. At 30 June 2008, the Group advanced to this jointly controlled entity a total of \$872.7 million (2007: \$947.3 million). All advances are unsecured, non-interest bearing and repayable on demand.

Emoluments to directors and key management compensation has been disclosed in notes 6 and 28(b).

30 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

Exposure to interest rate, liquidity, credit and currency risks arises in the normal course of the Group's business. The Group's financial risk management policies and practices are described below.

(a) Interest rate risk

The Group's interest rate risk arises from cash and deposits with banks and borrowings issued at floating rates. The Group's policy on interest rate risk management involves monitoring of interest rate movements and replacing and entering into new bank facilities when favourable pricing opportunities arise.

The interest rates of interest-bearing financial assets and liabilities are disclosed in notes 17, 20, 21 and 25(b).

Based on the simulations performed at year-end, the impact of a 100 basis-point increase in market interest rates from the rates applicable at the year end date, with all other variables held constant, would have decreased both the profit and equity of the Group by \$10.1 million (2007: \$11.6 million).

This analysis is based on a hypothetical situation, as in practice market interest rates rarely change in isolation, and should not be considered a projection of likely future profits or losses. The analysis assumes the following:

- changes in market interest rates affect the interest income or expense of floating rate financial instruments; and
- all other financial assets and liabilities are held constant.

30 財務風險管理目標及政策 (續)

(b) 流動資金風險

本集團在集團層面集中管理本公司及其附屬公司之流動資金風險。本集團監察現時及預期流動資金需求，以及定期監察是否符合借款契約規定，確保其維持充裕之現金儲備及自主要銀行取得充足而穩定之資金來源，以應付其流動資金需求。

30 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Continued)

(b) Liquidity risk

The Group manages centrally the liquidity risk of the Company and its subsidiaries at the Group level. The Group monitors the current and expected liquidity requirements and its compliance with lending covenants regularly, to ensure that it maintains sufficient reserves of cash and adequate committed lines of funding from major banks to meet its liquidity requirements.

以港幣百萬元計算		賬面值 Carrying amount		合約未折現現金流量 Contractual undiscounted cash flow			
				一年內 Within 1 year	一至兩年內 Between 1 and 2 years	二至五年內 Between 2 and 5 years	五年以上 Over 5 years
	in HK\$ million		總計 Total				
銀行貸款	Bank loans	9,039.6	9,708.2	1,214.5	878.5	7,615.2	–
浮息票據	Floating rate notes	1,500.0	1,558.1	38.7	1,519.4	–	–
非流動融資 租約承擔	Non-current finance lease obligations	393.0	441.5	–	130.0	311.5	–
應付賬款及其他 應付款	Trade and other payables	2,183.7	2,214.9	1,532.9	382.4	299.6	–
於二零零八年 六月三十日	At 30 June 2008	13,116.3	13,922.7	2,786.1	2,910.3	8,226.3	–

以港幣百萬元計算		賬面值 Carrying amount		合約未折現現金流量 Contractual undiscounted cash flow			
				一年內 Within 1 year	一至兩年內 Between 1 and 2 years	二至五年內 Between 2 and 5 years	五年以上 Over 5 years
	in HK\$ million		總計 Total				
銀行貸款	Bank loans	8,481.8	10,194.9	1,016.5	996.0	8,182.4	–
浮息票據	Floating rate notes	1,500.0	1,677.3	70.9	1,606.4	–	–
非流動融資 租約承擔	Non-current finance lease obligations	487.1	566.8	–	125.3	406.7	34.8
應付賬款及其他 應付款	Trade and other payables	1,894.3	1,931.7	1,040.7	891.0	–	–
於二零零七年 六月三十日	At 30 June 2007	12,363.2	14,370.7	2,128.1	3,618.7	8,589.1	34.8

30 財務風險管理目標及政策 (續)

(c) 信貸風險

本集團之信貸風險主要由於應收賬款所致。本集團推行明確之信貸政策。本集團定期編製應收賬款之賬齡分析，並加以嚴格監察，將任何與該等應收款有關之信貸風險減至最低。

對信貸風險之承擔上限為綜合資產負債表內各財務資產之賬面值。本集團並無重大集中信貸風險。

(d) 貨幣風險

倘已確認資產及負債以非本集團有關個別公司功能貨幣之某種貨幣列值，則產生貨幣風險。為監察貨幣風險，本集團配合付款所用之相關貨幣，借入當地貨幣之貸款，以緩和匯率波動。

本集團之主要外匯風險為現金及銀行存款五億四千一百萬美元（二零零七年：四億零六百八十萬美元），該等以有關個別公司之功能貨幣以外之貨幣列值。

敏感度分析

於結算日，就本集團須為其持有之外幣金融工具可能出現之合理匯率變動而言，本集團之溢利和權益總額之概約變動如下：

- 人民幣兌美元匯率上升／下跌百分之十將不會導致本集團之溢利和權益總額造成重大影響。

敏感度分析包括集團公司之間之結餘，而該等結餘是以集團有關個別公司之功能貨幣以外之貨幣列值。

30 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Continued)

(c) Credit risk

The Group's credit risk is primarily attributable to trade receivables. The Group maintains a defined credit policy. An ageing analysis of trade receivables is prepared on a regular basis and is closely monitored to minimise any credit risk associated with these receivables.

The maximum exposure to credit risk is represented by the carrying amount of each financial asset in the consolidated balance sheet. There are no significant concentrations of credit risk within the Group.

(d) Currency risk

Currency risk arises when recognised assets and liabilities are denominated in a currency other than the functional currency of the Group's entities to which they relate. The Group monitors currency exposure by designating the borrowings in local currencies to match the corresponding payment currencies to mitigate exposure on exchange rate fluctuations.

The Group's major exposure to foreign currency is cash and deposits with bank of US\$541.0 million (2007: US\$406.8 million), which is denominated in a currency other than the functional currencies of entities which they relate.

Sensitivity analysis

The approximate changes in the Group's profit and total equity in response to reasonably possible changes in the foreign exchange rates in relation to financial instruments to which the Group has significant exposure at the balance sheet date are as follows:

- a 10% increase/decrease in the foreign exchange rate of Renminbi Yuan against United States Dollars would not have a material effect on the Group's profit and total equity.

The sensitivity analysis includes balances between group companies where the denomination is in a currency other than the functional currencies of the Group's entities to which they relate.

30 財務風險管理目標及政策 (續)

(d) 貨幣風險 (續)

敏感度分析 (續)

上述敏感度分析之釐定已假設匯率變動在結算日已經發生，並且應用在本集團各個別公司於該日已存在之金融工具之貨幣風險承擔，而所有其他變數（特別是利率）均維持不變。

就此而言，港幣與美元聯繫匯率假設不會很大程度地受美元兌其他貨幣之價值變動所影響。上述分析之結果總結了本集團各實體以相關功能貨幣（已為呈報目的而以結算日之現行匯率換算為港幣）計量之溢利和權益之影響。分析是以與二零零七年相同之基準進行。

(e) 公平值

倘非上市投資之公平值未能可靠計量，則按成本值扣除減值虧損列賬。

應收賬款及其他應收款、應付賬款及其他應付款、現金及銀行存款、銀行貸款及浮息票據之公平值被視為與彼等之賬面值相若。

30 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Continued)

(d) Currency risk (Continued)

Sensitivity analysis (Continued)

The sensitivity analysis has been determined assuming that the change in foreign exchange rates had occurred at the balance sheet date and had been applied to each of the Group's entities' exposure to currency risk for financial instruments in existence at that date, and that all other variables, in particular interest rates, remain constant.

In this respect, it is assumed that the pegged rate between Hong Kong Dollars and United States Dollars would be materially unaffected by any changes in movement in value of United States Dollars against other currencies. Results of the analysis as presented above represent an aggregation of the effects on each of the Group entities' profit and equity measured in the respective functional currencies, translated into Hong Kong Dollars at exchange rate ruling at the balance sheet date for presentation purposes. The analysis is performed on the same basis for 2007.

(e) Fair value

Unlisted investments for which their fair values cannot be reliably measured are stated at cost less impairment losses.

The fair values of trade and other receivables, trade and other payables, cash and deposits with banks, bank loans and floating rate notes are considered to approximate their carrying amounts.

31 重要會計估計及判斷

估計不確定性之主要原因

附註28(b)載有與已授出股份期權公平值有關之假設及風險之資料。估計不確定性之其他主要原因如下：

(i) 投資物業之估值

於結算日，獨立合資格估值師按公開市值，參考租金淨值，並計入租約屆滿續租時租值升幅後之可能收益而進行之估值釐定。

於物業估值時採用之假設乃根據結算日之當時市況，並參考當時市場售價及適當之資本化率而作出。

(ii) 待售物業及發展中投資物業

管理層以最近期銷售交易及獨立物業估值師提供之市場調查報告等當時之市場數據釐定持作銷售物業之可變現淨值。

管理層對發展中投資物業之可收回金額作出之評估，須採用已調整風險貼現率，估計未來現金流量之現值，而有關現金流量將衍生自發展中投資物業。該等估計須涉及參照附近地點之最近租賃交易、市場推廣成本及落成物業之預期成本、法律與規管架構及一般市況，對預期租金作出判斷。

31 SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGMENTS

Key sources of estimation uncertainty

Note 28(b) contains information about the assumptions and their risk relating to fair value of share options granted. Other key sources of estimation uncertainty are as follows:

(i) Valuation of investment properties

Investment properties of the Group are revalued as at the balance sheet date by independent qualified valuers, on an open market value basis with reference to the net rental income after taking into account reversionary income potential.

The assumptions adopted in the property valuations are based on the market conditions existing at the balance sheet date, with reference to current market sales prices and the appropriate capitalisation rate.

(ii) Properties for sale and investment properties under development

Management determines the net realisable value of properties held for sale by using the prevailing market data such as most recent sale transactions and market survey reports available from independent property valuers.

Management's assessments of the recoverable amount of investment properties under development requires the application of a risk-adjusted discount rate to estimate the present value of future cash flows to be derived from the investment properties under development. These estimates require judgment as to the anticipated rents by reference to recent leasing transactions in nearby locations, marketing costs and the expected costs to completion of the properties, the legal and regulatory framework and general market conditions.

32 會計政策之未來變動

本集團並無提早採納下列由香港會計師公會頒佈惟尚未生效之新準則或詮釋。採納該等準則或詮釋將不會對本集團之會計政策造成重大變動。

32 FUTURE CHANGES IN ACCOUNTING POLICIES

The Group has not early applied the following new standards or interpretations which have been issued by the HKICPA but are not yet effective. The adoption of such standards or interpretations will not result in substantial changes to the Group's accounting policies.

於以下日期或以後開始
之會計期間生效
Effective for accounting periods
beginning on or after

HK(IFRIC)-12 · 服務特許權安排 HK(IFRIC)-12, Service concession arrangements	二零零八年一月一日 1 January 2008
HK(IFRIC)-13 · 客戶忠誠計劃 HK(IFRIC)-13, Customer loyalty programmes	二零零八年七月一日 1 July 2008
HK(IFRIC)-14 · HKAS 19 – 界定福利資產限額、最低資金要求及兩者相互關係 HK(IFRIC)-14, HKAS 19 – The limit on a defined benefit asset, minimum funding requirements and their interaction	二零零八年一月一日 1 January 2008
HKAS 1 (經重訂) · 財務報表的呈報 HKAS 1 (Revised), Presentation of financial statements	二零零九年一月一日 1 January 2009
HKAS 23 (經重訂) · 借貸支出 HKAS 23 (Revised), Borrowing costs	二零零九年一月一日 1 January 2009
HKFRS 8 · 經營分部 HKFRS 8, Operating segments	二零零九年一月一日 1 January 2009

33 核准財務報表

董事局於二零零八年八月十三日核准並許可刊發財務報表。

33 APPROVAL OF FINANCIAL STATEMENTS

The financial statements were approved and authorised for issue by the Board of Directors on 13 August 2008.

34 比較數字之變動

為使財務報表更容易明白，綜合資產負債表之若干比較數字已重新分類。

34 CHANGE OF COMPARATIVE FIGURES

In order to enhance the understandability of the financial statements, certain comparative figures on the consolidated balance sheet have been reclassified.

35 主要附屬公司

於二零零八年六月三十日

35 PRINCIPAL SUBSIDIARIES

At 30 June 2008

公司 Company	已發行股本 (港元) Issued Share Capital (HK\$)	集團所持 權益百分比 Held by The Group %	公司所持 權益百分比 Held by The Company %	業務 Activity	註冊成立及 營業地點 Place of Incorporation and Operations
Akihiro Company Limited	2	100	100	物業發展及租賃 Property development & leasing	香港 Hong Kong
Antonis Limited*	10,000	51.9	—	物業租賃 Property leasing	香港 Hong Kong
AP City Limited	2	51.9	—	物業租賃 Property leasing	香港 Hong Kong
AP Joy Limited	2	51.9	—	物業發展及租賃 Property development & leasing	香港 Hong Kong
AP Properties Limited				物業發展及租賃 Property development & leasing	香港 Hong Kong
「A」股 'A' shares	34	51.9	—		
「B」股 'B' shares	6	51.9	—		
AP Star Limited*	2	51.9	—	控股投資 Investment holding	香港 Hong Kong
AP Success Limited	2	51.9	—	物業租賃 Property leasing	香港 Hong Kong
AP Universal Limited*	2	51.9	—	物業租賃 Property leasing	香港 Hong Kong
AP Win Limited*	1,000,000	51.9	—	物業租賃 Property leasing	香港 Hong Kong
AP World Limited	2	51.9	—	物業發展 Property development	香港 Hong Kong
Bayliner Investment Ltd.*	8	100	100	控股投資 Investment holding	英屬維爾京群島 British Virgin Islands

35 主要附屬公司 (續)

35 PRINCIPAL SUBSIDIARIES (Continued)

公司 Company	已發行股本 (港元) Issued Share Capital (HK\$)	集團所持 權益百分比 Held by The Group %	公司所持 權益百分比 Held by The Company %	業務 Activity	註冊成立及 營業地點 Place of Incorporation and Operations
Belivecity Limited*	2	100	—	控股投資及證券買賣 Investment holding & securities trading	香港 Hong Kong
Bonna Estates Company Limited	1,000,000	51.9	—	物業租賃 Property leasing	香港 Hong Kong
基道企業有限公司* Caddo Enterprises, Limited*	4,000,000	51.9	—	物業租賃 Property leasing	香港 Hong Kong
嘉萬拿有限公司* Carmana Limited*	2	51.9	—	物業租賃 Property leasing	香港 Hong Kong
Cititop Limited	2	51.9	—	物業發展及租賃 Property development & leasing	香港 Hong Kong
Cokage Limited*	2	100	100	控股投資 Investment holding	香港 Hong Kong
港邦發展有限公司 Country Bond Development Limited				控股投資 Investment holding	香港 Hong Kong
「A」股 'A' shares	990	51.2	—		
「B」股 'B' share	1	51.9	—		
港豐企業有限公司 Country First Enterprises Limited	2	100	—	控股投資 Investment holding	香港 Hong Kong
港興企業有限公司 Country Link Enterprises Limited	5,000,000	55.9	—	控股投資 Investment holding	香港 Hong Kong
Crest Incorporated*	16	100	—	控股投資 Investment holding	英屬維爾京群島 British Virgin Islands
Curicao Company Limited*	2	100	—	控股投資 Investment holding	香港 Hong Kong

35 主要附屬公司 (續)

35 PRINCIPAL SUBSIDIARIES (Continued)

公司 Company	已發行股本 (港元) Issued Share Capital (HK\$)	集團所持 權益百分比 Held by The Group %	公司所持 權益百分比 Held by The Company %	業務 Activity	註冊成立及 營業地點 Place of Incorporation and Operations
Dokay Limited*	2	51.9	—	物業租賃 Property leasing	香港 Hong Kong
Dynamia Company Limited	2	100	—	物業發展及租賃 Property development & leasing	香港 Hong Kong
怡傑發展有限公司 Ease Smart Development Limited				控股投資 Investment holding	香港 Hong Kong
「A」股 'A' share	1	100	—		
「B」股 'B' share	1	51.9	—		
怡冠企業有限公司 Easegood Enterprises Limited	2	51.9	—	控股投資 Investment holding	香港 Hong Kong
恒穎投資有限公司 Ever Brilliant Investment Limited	2	100	100	控股投資 Investment holding	香港 Hong Kong
Folabs Limited*	2	100	—	物業租賃 Property leasing	香港 Hong Kong
Fu Yik Company Limited*	3	51.9	—	物業租賃 Property leasing	香港 Hong Kong
璧玉有限公司* Gala Ruby Limited*	2	51.9	—	控股投資 Investment holding	香港 Hong Kong
恒景置業有限公司* Glory View Properties Limited*	2	100	100	物業租賃 Property leasing	香港 Hong Kong
Gowily Limited	2	51.9	—	物業租賃 Property leasing	香港 Hong Kong
Grand Centre Limited	4	51.9	—	物業租賃 Property leasing	香港 Hong Kong
Grand Hotel Group Limited	10,200	51.9	—	服務式住宅經營及管理 Apartment operating & management	香港 Hong Kong

35 主要附屬公司 (續)

35 PRINCIPAL SUBSIDIARIES (Continued)

公司 Company	已發行股本 (港元) Issued Share Capital (HK\$)	集團所持 權益百分比 Held by The Group %	公司所持 權益百分比 Held by The Company %	業務 Activity	註冊成立及 營業地點 Place of Incorporation and Operations
格蘭酒店集團有限公司 Grand Hotel Holdings Limited				控股投資 Investment holding	香港 Hong Kong
「A」股 'A' shares	62,163,123	51.9	—		
「B」股 'B' shares	6,000,000	51.9	—		
恒宜發展有限公司 Great Cheer Development Limited	2	100	100	物業發展 Property development	香港 Hong Kong
Hang Chui Company Limited	2	51.9	—	物業租賃 Property leasing	香港 Hong Kong
Hang Far Company Limited*	2	51.9	—	控股投資 Investment holding	香港 Hong Kong
恒快有限公司 Hang Fine Company Limited	200	51.9	—	物業租賃 Property leasing	香港 Hong Kong
Hang Kwok Company Limited*	10,000	51.9	—	物業租賃 Property leasing	香港 Hong Kong
Hang Lick Company Limited*	10,000	51.9	—	物業租賃 Property leasing	香港 Hong Kong
恒隆 (行政) 有限公司 Hang Lung (Administration) Limited	10,000	51.9	—	管理服務 Management services	香港 Hong Kong
恒隆 (中國) 有限公司 Hang Lung (China) Limited	2	100	100	控股投資 Investment holding	香港 Hong Kong
Hang Lung Enterprises Limited*	2	100	100	控股投資 Investment holding	香港 Hong Kong
恒隆財務管理有限公司 Hang Lung Financial Services Limited	2	100	100	財務 Financial Services	香港 Hong Kong
恒隆投資有限公司* Hang Lung Investments Limited*	2	100	100	控股投資 Investment holding	香港 Hong Kong

35 主要附屬公司 (續)

35 PRINCIPAL SUBSIDIARIES (Continued)

公司 Company	已發行股本 (港元) Issued Share Capital (HK\$)	集團所持 權益百分比 Held by The Group %	公司所持 權益百分比 Held by The Company %	業務 Activity	註冊成立及 營業地點 Place of Incorporation and Operations
恒隆 (濟南) 有限公司 Hang Lung (Jinan) Limited	1	51.9	—	控股投資 Investment holding	香港 Hong Kong
恒隆 (遼寧) 有限公司 Hang Lung (Liaoning) Limited	1	51.9	—	控股投資 Investment holding	香港 Hong Kong
Hang Lung Park-In Limited	2	51.9	—	物業租賃 Property leasing	香港 Hong Kong
恒隆工程策劃有限公司* Hang Lung Project Management Limited*	10,000	51.9	—	物業發展策劃及管理 Project management	香港 Hong Kong
恒隆地產有限公司 Hang Lung Properties Limited	4,145,112,670	51.9	—	控股投資 Investment holding	香港 Hong Kong
恒隆物業管理有限公司* Hang Lung Property Management Limited*	100,000	51.9	—	物業管理 Property management	香港 Hong Kong
恒隆地產代理有限公司* Hang Lung Real Estate Agency Limited*	2	51.9	—	物業代理 Property agencies	香港 Hong Kong
恒隆 (瀋陽) 有限公司 Hang Lung (Shenyang) Limited	2	51.9	—	控股投資 Investment holding	香港 Hong Kong
恒隆 (天津) 有限公司 Hang Lung (Tianjin) Limited	2	51.9	—	控股投資 Investment holding	香港 Hong Kong
恒隆集團融資有限公司 Hang Lung Treasury Limited	2	100	100	財務 Financial services	香港 Hong Kong
恒隆 (無錫) 有限公司 Hang Lung (Wuxi) Limited	1	51.9	—	控股投資 Investment holding	香港 Hong Kong
Hantak Limited	2	100	100	控股投資 Investment holding	香港 Hong Kong
Hebo Limited	2	100	100	物業發展 Property development	香港 Hong Kong

35 主要附屬公司 (續)

35 PRINCIPAL SUBSIDIARIES (Continued)

公司 Company	已發行股本 (港元) Issued Share Capital (HK\$)	集團所持 權益百分比 Held by The Group %	公司所持 權益百分比 Held by The Company %	業務 Activity	註冊成立及 營業地點 Place of Incorporation and Operations
HL Enterprises Limited*	2	100	100	控股投資 Investment holding	香港 Hong Kong
恒隆按揭(恒豐園)有限公司* HL Mortgage (HTG) Limited*	2	100	100	財務 Financial services	香港 Hong Kong
恒隆按揭(名逸居)有限公司* HL Mortgage (NH) Limited*	2	100	100	財務 Financial services	香港 Hong Kong
恒隆按揭(景峰豪庭)有限公司* HL Mortgage (NP) Limited*	2	100	100	財務 Financial services	香港 Hong Kong
恒隆按揭(名賢居)有限公司* HL Mortgage (NV) Limited*	2	100	100	財務 Financial services	香港 Hong Kong
恒隆地產(中國)有限公司 HLP (China) Limited	2	51.9	—	控股投資 Investment holding	香港 Hong Kong
HLP Fortune Limited	1	51.9	—	物業發展 Property development	香港 Hong Kong
恒隆地產融資有限公司 HLP Treasury Limited	2	51.9	—	財務 Financial services	香港 Hong Kong
HLP Treasury Services Limited*	2	51.9	—	控股投資 Investment holding	香港 Hong Kong
Hoi Sang Limited*	2	51.9	—	控股投資 Investment holding	香港 Hong Kong
Kindstock Limited*	2	100	—	控股投資 Investment holding	香港 Hong Kong
隆卓有限公司* Land Venture Limited*	2	100	—	物業發展 Property development	香港 Hong Kong
Levington Limited*	8	51.9	—	財務 Financial services	英屬維爾京群島 British Virgin Islands

35 主要附屬公司 (續)

35 PRINCIPAL SUBSIDIARIES (Continued)

公司 Company	已發行股本 (港元) Issued Share Capital (HK\$)	集團所持 權益百分比 Held by The Group %	公司所持 權益百分比 Held by The Company %	業務 Activity	註冊成立及 營業地點 Place of Incorporation and Operations
樂古有限公司* Lockoo Limited*	1,000,002	51.9	—	物業發展 Property development	香港 Hong Kong
運生投資有限公司 Luckyson Investments Limited	10,000	100	—	物業發展 Property development	香港 Hong Kong
隆新按揭(帝欣苑)有限公司* Lungsun Mortgage (PV) Limited*	20	89.7	—	財務 Financial services	香港 Hong Kong
Magic Modern International Limited*	1	51.9	—	廣告 Advertising	香港 Hong Kong
Mansita Limited*	2	51.9	—	物業租賃 Property leasing	香港 Hong Kong
Modalton Limited	2	51.9	—	物業租賃 Property leasing	香港 Hong Kong
Monafat Limited*	2	51.9	—	物業租賃 Property leasing	香港 Hong Kong
力奧有限公司 Nikco Limited	2	100	—	物業租賃 Property leasing	香港 Hong Kong
海麗投資有限公司* Ocean Time Investments Limited*	10,000	100	—	物業租賃 Property leasing	香港 Hong Kong
Ottringham Limited*	20	51.9	—	物業租賃 Property leasing	香港 Hong Kong
Palex Limited*	2	51.9	—	物業租賃 Property leasing	香港 Hong Kong
Paradot Limited*	2	100	100	物業發展 Property development	香港 Hong Kong

35 主要附屬公司 (續)

35 PRINCIPAL SUBSIDIARIES (Continued)

公司 Company	已發行股本 (港元) Issued Share Capital (HK\$)	集團所持 權益百分比 Held by The Group %	公司所持 權益百分比 Held by The Company %	業務 Activity	註冊成立及 營業地點 Place of Incorporation and Operations
Pocaliton Limited	2	51.9	—	物業租賃 Property leasing	香港 Hong Kong
Promax Limited	2	89.7	—	物業發展 Property development	香港 Hong Kong
恒旺有限公司 Prosperland Housing Limited	1,560,000	100	100	控股投資 Investment holding	香港 Hong Kong
Purotat Limited*	2	100	100	控股投資 Investment holding	香港 Hong Kong
Rago Star Limited	2	51.9	—	物業租賃 Property leasing	香港 Hong Kong
Rioloy Limited	2	51.9	—	物業租賃 Property leasing	香港 Hong Kong
Ronhero Limited*	2	51.9	—	物業租賃 Property leasing	香港 Hong Kong
Scotat Limited	2	89.7	—	控股投資 Investment holding	香港 Hong Kong
敦汶置業有限公司 Stanman Properties Limited	20	100	100	物業發展及租賃 Property development & leasing	香港 Hong Kong
Stocket Limited	2	51.9	—	物業租賃 Property leasing	香港 Hong Kong
Style Giant Limited	2	89.7	—	物業發展 Property development	香港 Hong Kong
恒豪發展有限公司* Success Cosmos Development Limited*	2	100	100	物業發展 Property development	香港 Hong Kong
Tegraton Limited	2	51.9	—	物業租賃 Property leasing	香港 Hong Kong
Topnic Limited	2	100	100	物業租賃 Property leasing	香港 Hong Kong

35 主要附屬公司 (續)

35 PRINCIPAL SUBSIDIARIES (Continued)

公司 Company	已發行股本 (港元) Issued Share Capital (HK\$)	集團所持 權益百分比 Held by The Group %	公司所持 權益百分比 Held by The Company %	業務 Activity	註冊成立及 營業地點 Place of Incorporation and Operations
Velan Limited	2	100	100	物業發展 Property development	香港 Hong Kong
偉聯置業有限公司* Wai Luen Investment Company, Limited*	100,000	51.9	—	物業租賃 Property leasing	香港 Hong Kong
Willloy Limited*	2	51.9	—	物業租賃 Property leasing	香港 Hong Kong
Yangli Limited*	2	51.9	—	物業租賃 Property leasing	香港 Hong Kong
愉快置業有限公司* Yee Fly Investment Limited*	1,000	100	100	控股投資及證券買賣 Investment holding & securities trading	香港 Hong Kong
Zarat Limited*	2	51.9	—	物業租賃 Property leasing	香港 Hong Kong

35 主要附屬公司 (續)

35 PRINCIPAL SUBSIDIARIES (Continued)

中華人民共和國外商獨資企業 Wholly Foreign Owned Enterprises in The People's Republic of China	註冊資本 Registered Capital	集團所持 權益百分比 Held by The Group %	公司所持 權益百分比 Held by The Company %	業務 Activity	註冊成立及 營業地點 Place of Incorporation and Operations
遼寧恒隆地產有限公司 Liaoning Hang Lung Properties Limited	211,500,000美元 US\$211,500,000	51.9	—	物業發展 Property development	中華人民共和國 The People's Republic of China
山東恒隆地產有限公司 Shandong Hang Lung Properties Limited	99,990,000美元 US\$99,990,000	51.9	—	物業發展 Property development	中華人民共和國 The People's Republic of China
瀋陽恒隆地產有限公司 Shenyang Hang Lung Properties Limited	149,990,000美元 US\$149,990,000	51.9	—	物業發展 Property development	中華人民共和國 The People's Republic of China
無錫恒隆地產有限公司 Wuxi Hang Lung Properties Limited	807,500,000港元 HK\$807,500,000	51.9	—	物業發展 Property development	中華人民共和國 The People's Republic of China
中華人民共和國中外合資企業 Equity Joint Venture in The People's Republic of China	註冊資本 (美元) Registered Capital (US\$)	集團所持 權益百分比 Held by The Group %	公司所持 權益百分比 Held by The Company %	業務 Activity	註冊成立及 營業地點 Place of Incorporation and Operations
上海恒邦房地產開發有限公司 Shanghai Hang Bond Property Development Co., Ltd.	167,004,736	51.1	—	物業發展及租賃 Property development & leasing	中華人民共和國 The People's Republic of China
上海恒城房地產有限公司 Shanghai Heng Cheng Real Estate Development Co., Ltd.	17,766,000	70	—	物業發展 Property development	中華人民共和國 The People's Republic of China
上海港匯房地產開發有限公司 Shanghai Kong Hui Property Development Co., Ltd.	165,000,000	52.6	—	物業發展及租賃 Property development & leasing	中華人民共和國 The People's Republic of China

* 非經畢馬威會計師事務所審核

* Not audited by KPMG

上表列出董事局認為對本集團之溢利及資產有重大影響之主要附屬公司。

The above list gives the principal subsidiaries of the Group which in the opinion of the directors, principally affect the profit and assets of the Group.

36 主要合營公司

於二零零八年六月三十日

36 PRINCIPAL JOINTLY CONTROLLED ENTITIES

At 30 June 2008

公司 Company	已發行股本 (港元) Issued Share Capital (HK\$)	集團所持 權益百分比 Held by The Group %	公司所持 權益百分比 Held by The Company %	業務 Activity	註冊成立及 營業地點 Place of Incorporation and Operations
日威發展有限公司 Daily Win Development Limited	400	25	—	物業租賃 Property leasing	香港 Hong Kong
恒興按揭(大興)有限公司 Hang Hing Mortgage (TH) Limited	2	50	—	財務 Financial services	香港 Hong Kong
恒隆白洋舍乾洗有限公司 Hang Lung-Hakuyosha Dry Cleaning Limited	519,000	50	—	乾洗及洗衣服務 Dry and laundry cleaning	香港 Hong Kong
Newfoundworld Finance Limited	100,000	20	—	財務 Financial services	香港 Hong Kong
Newfoundworld Holdings Limited	2,000,000	20	—	控股投資 Investment holding	香港 Hong Kong
Newfoundworld Investment Holdings Limited	8	20	—	控股投資 Investment holding	英屬維爾京群島 British Virgin Islands
Newfoundworld Limited	2,000,000	20	—	物業發展 Property development	香港 Hong Kong
Pure Jade Limited	1,000	20	—	物業發展 Property development	香港 Hong Kong
星際發展有限公司 Star Play Development Limited	3	17	—	物業租賃 Property leasing	香港 Hong Kong

上列公司並非經畢馬威會計師事務所審核。

The above companies are not audited by KPMG.

上表列出董事局認為對本集團之溢利及資產有重大影響之主要合營公司。

The above list gives the principal jointly controlled entities of the Group which in the opinion of the directors, principally affect the profit and assets of the Group.

十年財務概覽

TEN-YEAR FINANCIAL SUMMARY

以港幣百萬元計算		in HK\$ million		2008	2007	2006	2005	2004	2003	2002	2001	2000	1999
總資產	Total assets	93,489	76,222	66,508	58,704	52,004	46,416	48,921	50,234	49,568	45,806		
投資物業	Investment properties	66,136	52,539	43,753	39,370	32,227	28,658	28,461	28,530	26,577	22,955		
待售物業	Properties for sale												
— 已建成	— Completed	6,805	9,706	10,215	10,757	7,078	542	284	359	2,700	431		
— 發展中	— Under development	43	41	—	—	5,018	10,914	9,688	8,407	4,562	4,790		
現金及銀行存款	Cash and deposits with banks	10,738	7,092	6,189	3,734	1,959	1,684	3,673	4,187	5,333	6,014		
總負債	Total liabilities	21,432	17,733	20,182	14,738	17,538	17,185	16,540	16,101	14,842	12,630		
銀行貸款	Bank loans	9,040	8,482	11,787	6,397	11,319	9,759	9,473	12,320	9,456	9,212		
浮息票據	Floating rate notes	1,500	1,500	1,500	1,500	540	540	540	540	540	—		
可換股債券	Convertible bonds	—	—	—	—	—	3,414	3,390	—	—	—		
股東權益	Shareholders' equity	36,782	29,095	25,013	22,839	18,829	16,888	18,160	19,146	19,828	19,009		
資產淨值 (包括少數股東權益)	Net assets (including minority interests)	72,056	58,490	46,326	43,966	34,467	29,231	32,381	34,133	34,726	33,176		
營業額	Turnover	10,553	4,778	4,200	7,472	5,449	3,421	3,254	5,579	2,428	2,898		
股東應佔純利	Net profit attributable to shareholders	7,516	4,786	2,833	4,644	2,544	387	692	745	873	1,265		
基本純利 (附註1)	Underlying net profit (Note 1)	2,555	1,996	950	1,869	987	387	692	745	873	1,265		
股息	Dividends	941	813	739	725	637	584	582	582	695	505		
每股資料	Per share data												
盈利	Earnings												
— 基本	— Basic	\$5.64	\$3.59	\$2.13	\$3.50	\$1.92	\$0.29	\$0.52	\$0.56	\$0.66	\$0.95		
— 攤薄	— Diluted	\$5.56	\$3.56	\$2.11	\$3.48	\$1.91	\$0.29	\$0.52	\$0.56	N/A	N/A		
基本盈利 (附註1)	Underlying earnings (Note 1)												
— 基本	— Basic	\$1.92	\$1.50	\$0.71	\$1.41	\$0.74	\$0.29	\$0.52	\$0.56	\$0.66	\$0.95		
— 攤薄	— Diluted	\$1.89	\$1.48	\$0.71	\$1.40	\$0.74	\$0.29	\$0.52	\$0.56	N/A	N/A		
股息	Dividends												
— 中期	— Interim	16.5¢	14.5¢	14.5¢	14.5¢	12¢	12¢	12¢	12¢	12¢	14¢		
— 末期	— Final	54.0¢	46.5¢	41¢	40¢	36¢	32¢	32¢	32¢	40.5¢	24¢		
— 全年	— Total for the year	70.5¢	61¢	55.5¢	54.5¢	48¢	44¢	44¢	44¢	52.5¢	38¢		
股東權益 (附註3)	Shareholders' equity (Note 3)	\$27.6	\$21.8	\$18.8	\$17.2	\$14.2	\$12.7	\$13.7	\$14.5	\$15.0	\$14.3		
資產淨值 (包括少數股東權益) (附註3)	Net assets (including minority interests) (Note 3)	\$54.0	\$43.9	\$34.8	\$33.1	\$26.0	\$22.1	\$24.5	\$25.8	\$26.2	\$25.0		
負債率 (附註2)	Gearing ratio (Note 2)	0.4%	6%	14%	10%	24%	31%	25%	22%	14%	11%		
派息比率	Pay-out ratio	13%	17%	26%	16%	25%	151%	84%	78%	80%	40%		
基本派息比率 (附註1)	Underlying pay-out ratio (Note 1)	37%	41%	78%	39%	65%	151%	84%	78%	80%	40%		
已發行股數 (百萬)	Number of shares issued (in million)	1,334	1,334	1,332	1,328	1,328	1,325	1,324	1,322	1,325	1,329		

附註：
Notes:

- 為加強對本集團營運業績的理解，上述之基本純利、每股盈利及派息比率均已撇除投資物業之公平值變動及其有關遞延稅項的影響。
To facilitate better understanding of the Group's operational results, the underlying net profit, earnings per share and pay-out ratio are presented by excluding the effect of changes in fair value of investment properties and their related deferred tax.
- 負債率為淨債項與股權加淨債項之比較。淨債項指銀行貸款、可換股債券、浮息票據及融資租約承擔，減現金及銀行存款。股權則包括股東權益及少數股東權益。
Gearing ratio represents net debt over equity plus net debt. Net debt represents bank loans, convertible bonds, floating rate notes and finance lease obligations, less cash and deposits with banks. Equity comprises shareholders' equity and minority interests.
- 根據於結算日之股東權益／資產淨值除已發行股數。
Based on shareholders' equity/net assets divided by number of shares issued on the balance sheet date.

公司資料

CORPORATE INFORMATION

董事

陳啟宗 (主席)
殷尚賢 (副主席)*
袁偉良 (董事總經理)
陳樂宗#
鄭漢鈞 金紫荊星章、OBE、太平紳士*
陳樂怡*
葉錫安 CBE、太平紳士*
廖約克 銀紫荊星章、太平紳士*
吳士元

非執行董事

* 獨立非執行董事

審核委員會

葉錫安 CBE、太平紳士 (主席)
鄭漢鈞 金紫荊星章、OBE、太平紳士
陳樂怡
廖約克 銀紫荊星章、太平紳士

提名及薪酬委員會

鄭漢鈞 金紫荊星章、OBE、太平紳士 (主席)
陳樂怡
葉錫安 CBE、太平紳士
廖約克 銀紫荊星章、太平紳士

授權代表

吳士元
李蕙蘭

公司秘書

李蕙蘭

註冊辦事處

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網址：<http://www.hanglunggroup.com>
電郵地址：HLGroup@hanglung.com

核數師

畢馬威會計師事務所
執業會計師

Directors

Ronnie C. Chan (Chairman)
S.S. Yin (Vice Chairman)*
Nelson W.L. Yuen (Managing Director)
Gerald L. Chan#
H.K. Cheng, GBS, OBE, JP*
Laura L.Y. Chen*
Simon S.O. Ip, CBE, JP*
York Liao, SBS, JP*
Terry S. Ng

Non-Executive Director

* Independent Non-Executive Director

Audit Committee

Simon S.O. Ip, CBE, JP (Chairman)
H.K. Cheng, GBS, OBE, JP
Laura L.Y. Chen
York Liao, SBS, JP

Nomination and Remuneration Committee

H.K. Cheng, GBS, OBE, JP (Chairman)
Laura L.Y. Chen
Simon S.O. Ip, CBE, JP
York Liao, SBS, JP

Authorised Representatives

Terry S. Ng
Velencia Lee

Company Secretary

Velencia Lee

Registered Office

28th Floor, Standard Chartered Bank Building
4 Des Voeux Road Central, Hong Kong
Tel : 2879 0111
Fax : 2868 6086

Internet Address

Website : <http://www.hanglunggroup.com>
Email address : HLGroup@hanglung.com

Auditors

KPMG
Certified Public Accountants

上市資料 LISTING INFORMATION

於二零零八年六月三十日 At 30 June 2008

1,334,060,742 股 每股面值港幣 1.00 元之股
份在香港聯合交易所有限公司上市

1,334,060,742 shares of HK\$1.00 each listed on The Stock
Exchange of Hong Kong Limited

股份代號

香港聯合交易所
路透社
彭博

Stock Code

Hong Kong Stock Exchange 00010
Reuters 0010.HK
Bloomberg 10 HK

每手買賣單位(股份)

Board Lot Size (Share)

 1,000

美國預託證券

第一級保薦(櫃台交易)
證券識別統一號碼/票據代號
預託證券對股份之比率
存託銀行: 紐約銀行
網址:

American Depositary Receipt

Sponsored Level-1 (Over the Counter)
CUSIP Number/Ticker Symbol 41043E102/HNLGY
ADR: Underlying Share Ratio 1:5
Depository Bank: The Bank of New York
Website: <http://www.adrbny.com>

股票過戶及登記處

香港中央證券登記有限公司
香港皇后大道東一百八十三號
合和中心十七樓
電話:
傳真:

Share Registrars

Computershare Hong Kong Investor Services Limited
17th Floor, Hopewell Centre
183 Queen's Road East, Hong Kong
Telephone: 2862 8628
Fax: 2529 6087

投資者關係聯絡

吳士元 執行董事
李蕙蘭 公司秘書
電郵地址:

Investor Relations Contacts

Terry S. Ng *Executive Director*
Valencia Lee *Company Secretary*
Email address: ir@hanglung.com

股份資料 Share Information

	股價 Price			總成交額 Total Trading Volume 股份數目(千股) No. of Shares ('000)	股價 Price			總成交額 Total Trading Volume 股份數目(千股) No. of Shares ('000)
	最高 High 港幣 HK\$	最低 Low 港幣 HK\$			最高 High 港幣 HK\$	最低 Low 港幣 HK\$		
2007								
第三季 Third quarter	45.00	29.10	117,362	第三季 Third quarter	21.80	16.45	74,250	
第四季 Fourth quarter	48.40	36.10	162,460	第四季 Fourth quarter	23.80	19.28	143,648	
2008				2007				
第一季 First quarter	43.45	31.25	107,450	第一季 First quarter	29.45	22.40	115,660	
第二季 Second quarter	44.70	33.25	114,991	第二季 Second quarter	37.25	26.55	124,162	
於二零零八年六月三十日之股價: Share Price as at 30 June 2008:	港幣 34.65 元 HK\$34.65			於二零零七年六月三十日之股價: Share Price as at 30 June 2007:	港幣 35.30 元 HK\$35.30			
於二零零八年六月三十日之市值: Market Capitalisation as at 30 June 2008:	港幣 462.3 億元 HK\$46.23 billion			於二零零七年六月三十日之市值: Market Capitalisation as at 30 June 2007:	港幣 470.8 億元 HK\$47.08 billion			

股份代號
10 HK
Stock Code

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