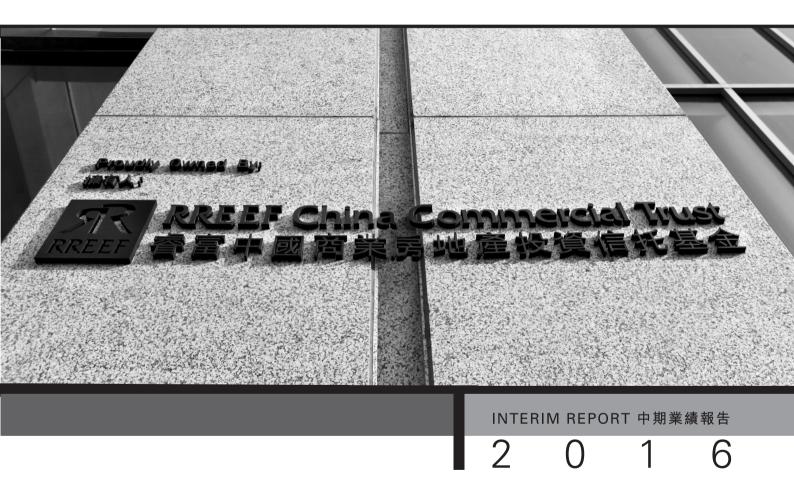
# RREEF China Commercial Trust 睿富中國商業房地產投資信托基金

(a Hong Kong collective investment scheme authorised under section 104 of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)) (根據香港法例第 571 章證券及期貨條例第104 條獲認可的香港集體投資計劃) Stock code 股份代號 625



Managed by 管理人



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# Glossary 詞量

In this interim report, the following definitions apply throughout unless otherwise stated. All other capitalised terms shall have the same meanings as defined in the circular dated 5 March 2010 (the "Circular") unless otherwise stated in this interim report.

**2010 Court Application** means the application which the Trustee has resolved to make to the Hong Kong courts for directions regarding the proper amount to be distributed to Unitholders in the Final Distribution.

**2010 Interim Distribution** means the interim distribution of HK\$4.10 per unit declared and announced on 15 April 2010 comprising the sale proceeds of the Disposal and available cash resources of RREEF CCT. Cheques for the per unit payment pursuant to the 2010 Interim Distribution were dispatched on 11 May 2010 to the Unitholders.

**30 June 2011 Judgment** means the judgment of the High Court of Hong Kong Special Administrative Region ("HKSAR") issued on 30 June 2011 in relation to the 2010 Court Application.

**2011 Appeal** means the appeal lodged by Mr Tin Lik against the 30 June 2011 Judgment on 13 July 2011.

**3 May 2012 Announcement** means the announcement of RREEF CCT dated 3 May 2012 in relation to, amongst other things, the 2012 Interim Distribution.

2012 Interim Distribution means the interim distribution of HK\$0.305 per unit declared and announced on 3 May 2012 comprising the available cash resources of RREEF China Commercial Trust ("RREEF CCT" or the "Trust"). Cheques for the per unit payment pursuant to the 2012 Interim Distribution were dispatched on 11 May 2012 to the unitholders whose names appeared on the register of unitholders of RREEF CCT (the "Unitholders") on 23 April 2010. For details please refer to the Distribution Statement on page 32 of this interim report.

**27 February 2013 Announcement** means the announcement of RREEF CCT dated 27 February 2013 in relation to, amongst other things, the SFC Waiver and the Revised Arrangements.

**15 February 2016 Judgment** means the judgment of the High court of HKSAR issued on 15 February 2016 in relation to the Writ.

**14 March 2016 Notice of Appeal** means the notice of appeal filed by Mr. Tin Lik in the High Court of HKSAR on 14 March 2016 against the 15 February 2016 Judgment.

除文義另有所指外,下列詞彙之以下涵義通用於本中期報告。所有其他特註詞彙與二零一零年三月五日的通函(「通函」)所界定者具相同涵義。

「二零一零年的法院申請」指受託人已決議就最終分派中應分派予單位持有人的適當數額向香港法院申請的指令。

「二零一零年中期分派」指於二零一零年四月 十五日宣告及公佈的每個基金單位4.10港元的 中期分派金額,來自出售的銷售所得款項,及 睿富房地產基金的可動用現金儲備。二零一零 年中期分派每個基金單位的派付支票已於二零 一零年五月十一日寄發予基金單位持有人。

「二零一一年六月三十日的裁決」指於二零一一年六月三十日香港特別行政區高等法院就二零一零年法院申請頒佈的裁決。

「二零一一年的上訴」指田力先生於二零一一年 七月十三日對二零一一年六月三十日的裁決提 出的上訴。

「二零一二年五月三日公告」指睿富房地產基金 於二零一二年五月三日有關二零一二年中期分 派及其他事情的公告。

「二零一二年中期分派」指於二零一二年五月三日宣告及公佈的每個基金單位 0.305港元的中期分派金額,乃來自睿富中國商業房地產投資信託基金(「睿富房地產基金」或「信託」)的可動用現金儲備。二零一二年中期分派每個基金單位的派付支票已於二零一二年五月十一日寄發予二零一零年四月二十三日名列於基金單位持有人名冊上的睿富房地產基金的基金單位持有人(「基金單位持有人」)。有關詳情請參閱本中期報告於第32頁的分派表。

「二零一三年二月二十七日公告」指睿富房地產基金於二零一三年二月二十七有關證監會豁免及修改後安排及其他事情的公告。

「**二零一六年二月十五日的裁決**」指於二零一六年二月十五日香港特別行政區高等法院就傳訊令狀頒佈的裁決。

「二零一六年三月十四日的上訴通知」指田力先生於二零一六年三月十四日就二零一六年二月十五日的裁決提交致香港特別行政區高等法院的上訴通知。

**10 May 2016 Decision** means the decision of the High Court of HKSAR of 10 May 2016 relating to the 15 February 2016 Judgment.

**Balance Amount** means HK\$10,899,727, the amount due to Mr Tin Lik after various set-offs were exercised by the Manager. This amount had been confirmed by the High Court of HKSAR in 15 February 2016 Judgment.

**Claims** means collectively the claims made by Mr Tin Lik pursuant to the Writ. For details, please refer to the Liquidation Section on page 7 in this interim report.

**DB** means Deutsche Bank AG.

**Disposal** means the disposal of the entire issued share capital of Beijing Gateway Plaza (BVI) Limited ("BVI Gateway") by the Trustee (acting as trustee of RREEF CCT) to Mapletree India China Fund Ltd pursuant to the sale and purchase agreement dated 3 Febuary 2010.

**Final Determination** means the Claims being finally adjudicated by the Court or otherwise being withdrawn or determined.

**Final Distribution** means the distribution of the balance of cash resources of RREEF CCT (if any), after the Claims have been finally adjudicated (or otherwise withdrawn or determined) and after the satisfaction of outstanding payments to creditors, reserves for liquidation costs and costs associated with the Claims to the Unitholders.

**Judgment of the 2011 Appeal** means the judgment of the High Court of HKSAR issued on 21 December 2011 in relation to the 2011 Appeal.

**Legal Cost Receivable** means the legal costs payable by Tin Lik to the Manager and the Trustee pursuant to the 10 May 2016 Decision.

**Manager's Undertakings** means the undertakings by the Manager in relation to the Revised Arrangements as set out in paragraphs 3.1.3, 3.2.3, 3.3.3 and 3.4.3 of the 27 February 2013 Announcement.

**Original Estimated Liquidation timetable** means in the 2010 Interim Report, it was disclosed that, barring unforeseen circumstances, RREEF China REIT Management Limited (the "Manager") estimates that the Proposed Liquidation, the Proposed Delisting and the Proposed Deauthorisation would be completed by 31 December 2010.

**Property** means Beijing Gateway Plaza.

「**二零一六年五月十日的法院決定**」指於二零 一六年五月十日香港特別行政區高等法院就二 零一六年二月十五日的裁決頒佈的決定。

「餘額」指10,899,727港元,為管理人於妥為抵銷後應付田力先生的金額。此款額已於二零一六年二月十五日的香港特別行政區高等法院裁決內確認。

「素償」指田力先生於傳訊令狀內的一切索償。 有關詳情請參閱本中期報告第7頁內載列的清 盤一節。

「德意志銀行 | 指德意志銀行。

「出售」指信託人(作為睿富房地產基金的信託人)根據二零一零年二月三日的買賣協議出售所有Beijing Gateway Plaza (BVI) Limited(「BVI Gateway」)的已發行股本予豐樹印度中國基金有限公司。

「最終判定」指索償最終審結後的提取或判定。

「最終分派」指睿富房地產基金,在索償被法院 最終判定(或被撤銷或中止)後,並在清還債權 人、清盤費用及索償相關的費用後,把其當時 的現金儲備(如有)向基金單位持有人作出的末 期分派。

「二零一一年上訴的裁決」指於二零一一年十二 月二十一日香港特別行政區高等法院就二零 一一年上訴頒佈的裁決。

「**應收法律費用**」為田力根據二零一六年五月十日法院決定應付管理人及受託人的法律費用。

「管理人承諾」指管理人就二零一三年二月 二十七日公告第3.1.3段、第3.2.3段、第3.3.3 段和第3.4.3段所述的修改後安排所作出的承 諾。

「原估計清盤時間」指二零一零年中期報告曾指出,除不可預見的情況外,睿富中國房托基金管理有限公司(「管理人」)估計清盤建議,取消上市地位建議及取消授權建議將於二零一零年十二月三十一日前完成。

「**物業**」指北京佳程廣場。

**Proposed Deauthorisation** means the proposed deauthorisation of RREEF CCT as a REIT by the Securities and Futures Commission of Hong Kong (the "SFC") under section 104 of the Securities and Futures Ordinance (the "SFO"). The Manager will make application to the SFC on behalf of RREEF CCT for the Proposed Deauthorisation upon completion of the Proposed Liquidation.

**Proposed Delisting** means the proposed delisting of RREEF CCT units from The Stock Exchange of Hong Kong Limited (the "SEHK"). The Manager has made application to the SEHK in relation to the Proposed Delisting in March 2010. The effective date and arrangement of the Proposed Delisting are subject to the SEHK's approval.

**Proposed Liquidation** means the proposed liquidation of RREEF CCT in accordance with the trust deed between the Manager and the Trustee dated 28 May 2007 (the "Trust Deed") and the Code on Real Estate Investment Trusts (the "REIT Code") published by the SFC. The Manager has commenced procedures in respect of the Proposed Liquidation since 12 May 2010, being the effective date of the Termination.

**Provision Amount** shall have the same meaning as defined in 3 May 2012 Announcement.

**Revised Arrangements** means the revised arrangements of RREEF CCT in respect of certain corporate governance requirements and/or best industry practices under GP6 or the Authorisation Letter applicable to RREEF CCT, details and conditions of which are set out in the 27 February 2013 Announcement.

**SFC Waiver** means the waiver applied for by the Manager, and granted by the SFC, from strict compliance by RREEF CCT with the requirement to publish any preliminary interim/annual results announcement under the general disclosure obligation under paragraph 10.3 of the REIT Code, details of which are set out in the 27 February 2013 Announcement.

**Supplemental Deed** means the supplemental deed dated 27 February 2013 between the Manger and the Trustee which is supplemental to and amends the Trust Deed.

**Termination** means the termination of RREEF CCT in accordance with the REIT Code. The effective date of the Termination was 12 May 2010.

**Tin Lik** means the vendor, the original owner of the Property which was sold to RREEF CCT in June 2007.

「取消授權建議」指取消睿富房地產基金於證券及期貨條例(「證券及期貨條例」)第104條獲香港證券及期貨事務監察委員會(「證監會」)授權並認可為房地產投資信託基金。於清盤建議完成後,管理人將代表睿富房地產基金向證監會申請取消授權建議。

「取消上市地位建議」指取消睿富房地產基金單位於香港聯合交易所有限公司(「聯交所」)上市的建議。管理人已於二零一零年三月向聯交所申請取消上市地位建議。其生效日及有關安排須獲聯交所批准。

「清盤建議」指睿富房地產基金根據由管理人及信託人於二零零七年五月二十八日簽訂的信託契約(「信託契約」)及證監會刊發的房地產投資信託基金守則(「房地產投資信託基金守則」)作出的清盤建議,自終止生效日即二零一零年五月十二日起,管理人已就清盤建議展開程序。

「準備金」與二零一二年五月三日公告內的定義 具有相同的含義。

「修改後安排」指睿富房地產基金就 GP6 或適用於睿富房地產基金的認可書中的若干公司管治要求及/或行內最佳作業方法進行修改後的安排,詳情及條件載於二零一三年二月二十七日公告。

「證**監會豁免**」指管理人申請並獲證監會免卻嚴格遵守房地產投資信託基金守則第10.3段先行公佈中期/年度業績的一般披露責任,詳見二零一三年二月二十七日公告。

「補充契據」指管理人與受託人於二零一三年二 月二十七日訂立補充及修改信託契據的補充契 據。

「終止」指睿富房地產基金根據房地產投資信託 基金守則作出的終止。終止的生效日為二零一 零年五月十二日。

[田力]指賣家,物業的原持有人並於二零零七年六月出售物業予睿富房地產基金。

**Trustee's Notice** means the notice dated 29 October 2010 published by the Trustee in the Government of the HKSAR Gazette, certain newspapers and other public channels pursuant to section 29 of the Trustee Ordinance (Chapter 29 of the Laws of Hong Kong) which provides amongst other things, that any person (other than a Unitholder) who claims to be entitled to the assets of RREEF CCT and/or is otherwise interested in them, is required to send full particulars of its/his/her claim to the Trustee before 12 noon (Hong Kong time) on 30 December 2010. No claims were received by the Trustee in relation to the Trustee's Notice.

**Writ** means the writ of summons issued by Mr Tin Lik on 5 July 2011 in the High Court of HKSAR as plaintiff against DB as first defendant, the Manager as second defendant and the Trustee as third defendant. For details please refer to Liquidation Section on page 7 in this interim report.

「受託人通知」指於二零一零年十月二十九日,受託人根據受託人條例(香港法例第29章)第29條在香港特別行政區憲報、若干份報章及其他公開渠道中發出通知,根據該條當中包括的內容,任何聲稱享有睿富房地產基金資產及/或以其他方式擁有該等資產的人士(單位持有人除外),必須於二零一零年十二月三十日中午十二時正前(香港時間)將其聲稱內容的所有詳情送交受託人。受託人並無收到有關受託人通知的反向索償。

「傳訊令狀」指田力先生於二零一一年七月五日在香港特別行政區高等法院以原告人身份發出的傳訊令狀、德意志銀行為第一被告、管理人為第二被告、受託人為第三被告。有關詳情請參閱本中期報告於第7頁內載列的清盤一節。

# Key Highlights 主要摘要

		For the six months ended 30 June 截至六月三十日止六個月				
Performance Table (in HKS, unless otherwise indicated)	表現資料 (除非另有指明·以港元列示)	2016 二零一六年 (Unaudited) (未經審核)	2015 二零一五年 (Unaudited) (未經審核)	2014 二零一四年 (Unaudited) (未經審核)	2013 二零一三年 (Unaudited) (未經審核)	2012 二零一二年 (Unaudited) (未經審核)
Unit price as at the end of the period	於期末的每個基金單位價格	<b>N/A</b> ¹ 不適用¹	N/A¹ 不適用¹	N/A <sup>1</sup> 不適用 <sup>1</sup>	N/A¹ 不適用¹	N/A¹ 不適用¹
The highest unit price traded during the period	期內基金單位最高成交價	<b>N/A</b> ¹ 不適用¹	N/A <sup>1</sup> 不適用 <sup>1</sup>	N/A <sup>1</sup> 不適用 <sup>1</sup>	N/A¹ 不適用¹	N/A¹ 不適用¹
The highest premium of the unit price to the net asset value	基金單位價格對 資產淨值的最高溢價	<b>N/A²</b> 不適用²	N/A² 不適用²	N/A² 不適用²	N/A² 不適用²	N/A² 不適用²
The lowest unit price traded during the period	期內基金單位最低成交價	<b>N/A</b> ¹ 不適用¹	N/A¹ 不適用¹	N/A¹ 不適用¹	N/A¹ 不適用¹	N/A¹ 不適用¹
The highest discount of the unit price to the net asset value	基金單位價格對 資產淨值的最高折讓	<b>N/A²</b> 不適用²	N/A² 不適用²	N/A² 不適用²	N/A² 不適用²	N/A² 不適用²
Market capitalisation as at the end of the period	於期末的市值	<b>N/A</b> ³ 不適用³	N/A³ 不適用³	N/A³ 不適用³	N/A³ 不適用³	N/A³ 不適用³
Public float as at the end of the period	於期末的公眾流通量	More than 25 per cent 超過25%	More than 25 per cent 超過25%	More than 25 per cent 超過25%	More than 25 per cent 超過25%	More than 25 per cent 超過25%
Net (liabilities)/ assets as at the end of the period	於期末的(負債)/ 資產淨值	(1.17) million 百萬	6.03 million 百萬	7.47 million 百萬	9.14 million 百萬	12.14 million 百萬
Net (liabilities)/ asset per unit as at the end of the period	於期末的每個基金單位 (負債)/資產淨值	(0.003)	0.013	0.016	0.020	0.026
Annualised distribution yield per unit as at 30 June	於六月三十日的每個基金單位 年度化的分派收益率	<b>N/A⁴</b> 不適用⁴	N/A <sup>4</sup> 不適用 <sup>4</sup>	N/A <sup>4</sup> 不適用 <sup>4</sup>	N/A <sup>4</sup> 不適用 <sup>4</sup>	N/A⁵ 不適用⁵
Total number of units in issue as at the end of the period	於期末已發行基金單位總數	<b>464,161,000</b> units 個基金單位	464,161,000 units 個基金單位	464,161,000 units 個基金單位	464,161,000 units 個基金單位	464,161,000 units 個基金單位

#### Notes

- The trading of RREEF CCT units was suspended, since 19 April 2010 and shall remain suspended until the effective date of Proposed Delisting.

  This is not applicable as the net asset value was based on the value date of 30 June 2016, 30 June 2015, 30 June 2014, 30 June 2014 and 30 June 2012 respectively while the closing unit price of RREEF CCT was based on the closing unit price on 19 April 2010. 2.
- This is not applicable as the trading of RREEF CCT units has been suspended since 19 April 2010, being the last trading date until the effective date of Proposed Delisting.

  This is not applicable as there is no interim distribution of RREEF CCT for 2016, 2015, 2014 and 2013. 3
- This is not applicable as the 2012 Interim Distribution comprised distribution from available cash resources of RREEF CCT while 2010 Interim Distribution comprised distribution from sales proceeds of the Disposal and available cash resources of RREEF CCT.

# 附註

- 於二零一零年四月十九日直至取消上市地位建議(定義見趣論)生效日期之前書書房地產基金基企單位已停止買賣。 此為不顧用、因為資產淨值乃根據二零一六年六月三十日,二零一五年六月三十日,二零一四年六月三十日,二零一二年六月三十日,二零一二年六月三十日的價值但書高房地產基金的收市價為二零一零年四月十九日最後一個以易日/停止直至取消上市地位建議往效日。 此為不適用,限因為書書房地產並二零一六年、二零一五年、二零一四年及二零一三年中期分派。 此為不適用,限因為書高房地產並二零一六年、二零一五年、二零一四年及二零一三年中期分派包括來自當高房地產基金的可動用現金儲備及二零一零年中期分派包括來自當局房地產基金的可動用現金儲備及二零一零年中期分派包括來自當局房地產基金的可動用現金儲備及二零一零年中期分派包括來自當局房地產基金的可動用現金儲備。

# The Manager's Report 管理人報告

#### Dear Unitholder,

Below is a summary of events happened during the six months ended 30 June 2016 (the "Reporting Period").

# **Key Highlights**

- As at 30 June 2016, the unaudited net liabilities totalled HK\$1.17 million or HK\$0.003 per unit.
- RREEF CCT made a loss for the Reporting Period of HK\$6.2 million, mainly resulted from the interest paid on the amount due to Mr. Tin Lik of HK\$5.3 million, based on court judgment.
- As at 30 June 2016, the cash balance held by the Trust is HK\$18.6 million.
- The Trust is in the process of the Proposed Liquidation.
- As disclosed in the 3 May 2012 Announcement, the Proposed
  Delisting and the Proposed Deauthorisation will occur as soon as
  practicable after the Claims have been finally adjudicated by the
  High Court of HKSAR (or otherwise withdrawn or determined) and
  after all of the assets of RREEF CCT at that time (if any) have been
  distributed to Unitholders pursuant to the Proposed Liquidation.
- The Manager applied for, and the SFC granted with effect from 26
  February 2013, the SFC Waiver. Following consultation with the SFC,
  the Manager implemented the Revised Arrangements with effect
  from 27 February 2013.
- In accordance with the Revised Arrangements in respect of the minimum number of independent non-executive director ("INED"), the Manager's board of directors (the "Board") announced that Mr. Jack Richard Rodman and Dr. Meng Xiaosu had tendered their resignation as an INED with effect from 31 March 2013. Mr. Mark Henry Ford initially serves as the remaining INED on the Board, who may be replaced by another qualified person as INED from time to time. A further announcement of RREEF CCT will be made if a new INED is being appointed.

#### 各位投資者

以下為截至二零一六年六月三十日止六個月 (「報告期間」)發生事項的摘要:

#### 主要摘要

- 於二零一六年六月三十日,未經審核的 負債淨值合共為1.17百萬港元或每個基 金單位0.003港元。
- 睿富房地產基金於報告期內的虧損為6.2 百萬港元,主要來自根據法院判決已付 田力先生的5.3百萬港元利息。
- 於二零一六年六月三十日,睿富房地產 基金持有的現金為18.6百萬港元。
- 信託正進行清盤程序。
- 誠如二零一二年五月三日公告所提及, 取消上市地位建議及取消授權建議將於 索償被香港特別行政區高等法院最終判 定(或被撤銷或中止)後並信託正進行清 盤把當時睿富房地產基金的所有資產(如 有)派予基金單位持有人後,在可行情況 下盡快進行。
- 管理人已申請,並自二零一三年二月 二十六日起獲證監會豁免。在諮詢證監 會後,管理人自二零一三年二月二十七 日起實施修改後安排。
- 依照關於獨立非執行董事人數下限的修改後安排,管理人的董事會(「董事會」)宣佈,Jack Richard Rodman先生及孟曉蘇博士已提出辭任獨立非執行董事,有關辭呈自二零一三年三月三十一日起生效。Mark Henry Ford先生暫時留任董事會僅餘的獨立非執行董事,其後可由另一合資格人選替任。如另任新的獨立非執行董事,睿富房地產基金將會另行公佈。

- On 15 February 2016, the High Court handed down the 15 February 2016 Judgment dismissing each of the claims made by Tin Lik.
- On 14 March 2016, Mr. Tin Lik filed the Notice of Appeal. The appeal had been set down for trial at the Court of Appeal of HKSAR from 9 to 12 May 2017.
- Based on the 15 February 2016 Judgment and 10 May 2016
   Decision, the Manager and the Trustee had paid HK\$10.9 million, and interest amount of HK\$5.3 million to Mr. Tin Lik in June 2016.

#### Liquidation

#### Writ of Summons issued by Mr Tin Lik

On 5 July 2011, Mr Tin Lik issued a writ of summons in the High Court of HKSAR as plaintiff against DB as first defendant, the Manager as second defendant and the Trustee as third defendant.

Pursuant to the Writ, Mr Tin Lik makes certain claims (the "Claims"), including amongst others:

- against DB, the Manager and the Trustee, jointly and severally, challenging the amount under the set-off and claiming, amongst other things, an entitlement to the Initial Retention Amount<sup>1</sup> and an amount of HK\$289,426,166 which Mr Tin Lik claims to be refundable by the Trustee and/or the Manager; and
- against DB and the Manager, jointly and severally for unspecified general damages.

Trial hearing of the Writ was held at the High Court of HKSAR from 16 September 2013 to 9 October 2013 and the closing submissions were heard from 23 to 24 January 2014. The Claims were vigorously defended by DB, the Manager and the Trustee. In the 15 February 2016 Judgment, the High Court of HKSAR determined, including amongst others:

- 1. each of the Claims was unfounded and was dismissed in its entirely;
- 2. the set-off amounts (amounting to an aggregate of HK\$226,596,671) have been properly set off against balances (amounting to an aggregate of HK\$237,496,398) otherwise payable by RREEF CCT to Mr. Tin Lik. The additional sum of HK\$50 million had been properly treated as waived and was not payable to Mr. Tin Lik.

- 二零一六年二月十五日,高等法院下達 二零一六年二月十五日的裁決,駁回所 有田力先生的索償。
- 二零一六年三月十四日,田力先生提交 上訴通知書。上訴的聆訊日期已訂為二 零一七年五月九日至十二日於香港特別 行政區上訴法庭進行。
- 根據二零一六年二月十五日的法院裁決,及高等法院於二零一六年五月十日的決定,管理人及信託人已於二零一六年六月支付田力先生10.9百萬港元及相關利息5.3百萬港元。

#### 清盤

#### 田力先生發出的傳訊令狀

二零一一年七月五日,田力先生在香港特別行政區高等法院以原告人身份發出傳訊令狀,德意志銀行為第一被告人、管理人為第二被告人、受託人為第三被告人。

田力先生在該傳訊令狀中提出若干索償,其中 包括以下項目:

- 1. 對德意志銀行、管理人和受託人共同和 分別地提出,質疑抵銷的款額,並且主 張有權得到最初保留款額,以及田力先 生聲稱受託人及/或管理人應該退回的 289,426,166港元;
- 對德意志銀行和管理人共同和分別地提出未詳細指明的損害賠償。

傳訊的審訊已於二零一三年九月十六日至十月 九日及二零一四年一月二十三日及二十四日於 香港特別行政區高等法院進行。德意志銀行管 理人及受託人已全力抗辯。在二零一六年二月 十五日裁決中,香港特別行政區高等法院裁定 (其中包括):

- 1. 各項索償均無根據,全部被駁回;
- 2. 以各筆抵銷款額(總額為226,596,671港元)已以原應由睿富房地產基金支付予田力先生的餘款(總額為237,496,398港元)妥為抵銷。額外的該筆50,000,000港元款額已妥善以豁免處理,無須支付予田力先生:

- Mr. Tin Lik is entitled to judgment in the amount of HK\$10,899,727
  against the Manager and the Trustee, being the Balance Amount,
  which confirmed and was consistent with the Manager's calculation
  of the balance due to Mr. Tin Lik as disclosed in the 7 July 2011
  Announcement: and
- 4. Mr. Tin Lik was ordered to pay DB, the Manager and the Trustee their legal costs incurred in relation to all of the Claims (except for the costs relating to the set-off amounts) on an indemnity basis, the amount of which shall be subject to court taxation if not agreed between the parties.

In the 14 March 2016 Notice of Appeal, Mr Tin Lik seek an order that save for the judgment in respect of the Balance Amount, the 15 February 2016 Judgment be set aside, that judgment be entered ordering the Manager and the Trustee to pay to Tin HK\$287,496,458 plus the balance due from the payment made by him on 7 September 2007, and that the Manager and Trustee pay Mr. Tin Lik's costs of the Appeal and of the preceding action. The appeal had been set down for trial at the Court of Appeal of HKSAR from 9 to 12 May 2017.

In the 10 May 2016 Decision, the High Court of HKSAR determined, including amongst others:

- An interest at the rate of 1% above HSBC prime lending rate was
  accrued on the Balance Amount for the period from 31 May 2008 to
  15 February 2016. Moreover, an interest at the judgment rate of 8%
  was accrued on the Balance Amount for the period from 16 February
  2016 to the payment date of the Balance Amount.
- 2. Mr. Tin Lik was ordered to pay DB, the Manager and the Trustee their legal costs incurred in relation to all of the Claims (except for the costs relating to the set-off amounts) on an indemnity basis, and 80% of their legal costs incurred in relation to set-off amounts on party and party basis, the amounts of which shall be subject to court taxation if not on party and party agreed between the parties.

Based on the 15 February 2016 Judgment and the 10 May 2016 Decision, the Manager and the Trustee had paid the Balance Amount of HK\$10.9 million and interest on the Balance Amount of HK\$5.3 million to Mr. Tin Lik on 15 June 2016.

- 3. 田力先生可得到經法院裁定由管理人和受託人支付的10,899,727港元(即餘額),此款額確認及符合二零一一年七月七日公告所披露的管理人所計算的應支付予田力先生的餘額:以及
- 4. 暫令田力先生在彌償基礎上需支付德意志銀行、管理人和受託人就各項索償涉及的法律訟費(與抵銷款額有關的訟費除外),該筆款額若當事人並無一致意見,須由高等法院評定。

於二零一六年三月十四日的上訴通知書,田力 先生尋求法院判斷以保留就餘額作出的判決, 將二零一六年二月十五日的裁決作廢,並尋求 管理人及受託人支付他287,496,458港元以及 歸還他於二零零七年九月七日他所付款項中餘 下的款項;同時管理人及受託人支付田力先生 上訴及先前行動的費用。上訴聆訊的日期已訂 為二零一七年五月九日至十二日於香港特別行 政區上訴法庭進行。

於二零一六年五月十日的決定,香港特別行政 區高等法院裁定(其中包括):

- 1. 餘額的利息應為匯豐優惠貸款利率加 1%,應計時間為二零零八年五月三十一 日至二零一六年二月十五日。再者,二 零一六年二月十六日至二零一六年六月 十五日餘額的利息為裁決利率的8%。
- 2. 田力先生被裁定需根據彌償基準支付 DB,管理人及受託人所有有關索償的律 師費用(有關抵銷的費用除外)而有關抵 銷費用的律師費的80%將以對訟當事基 準賠償,若雙方不能肯定,該金額將經 法院程序評定訴訟費而定。

根據二零一六年二月十五日的裁決及二零一六年五月十日的決定,管理人及受託人已於二零一六年六月十五日支付田力先生餘額的10.9百萬港元及餘額的相關利息的5.3百萬港元。

The final amount to be received by the Trust in respect of the Legal Costs Receivable is contingent upon the taxation of costs in relation to the Writ, the outcome of the abovementioned appeal against the 15 February 2016 Judgment and payment being made by Mr. Tin Lik. The Manager will vigorously seek for recovery of the Legal Costs Receivable for the benefit of the Trust and continue to update Unitholders as to any material developments in connection with the 15 February 2016 Judgment or the 14 March 2016 Notice of Appeal.

#### Note:

Initial Retention Amount includes (i) retention sum of HK\$156 million (US\$20 million) held by the Trustee as security pursuant to the sale and purchase agreement dated 4 June 2007 between Mr. Tin Lik as vendor, the Trustee as purchaser and the Manager in respect of warranties made by the vendor therein; (ii) remaining balance of initial consideration unpaid to the vendor amounting of HK\$64.95 million; and (iii) HK\$50 million dividend declared by BVI Gateway in respect of year ended 31 December 2006 payable to the vendor prior to acquisition by RREEF CCT.

# **2016 Interim Distribution**

As RREEF CCT sustained a loss of HK\$6.2 million after adjustment, there was no distributable income for the six months ended 30 June 2016 and therefore no 2016 interim Distribution was declared.

## **Final Distribution**

After the Claims have been finally adjudicated by the court (or otherwise withdrawn or determined), the balance of cash resources of RREEF CCT (if any), after the satisfaction of outstanding payments to creditors, liquidation costs and costs associated with the Claims, will be potentially available for Final Distribution.

The Proposed Delisting and the Proposed Deauthorisation will now occur as soon as practicable after the Claims have been finally adjudicated by the court (or otherwise withdrawn or determined) and after all of the assets of RREEF CCT at that time (if any) have been distributed to Unitholders pursuant to the Final Distribution.

The Manager will update Unitholders by further announcement as soon as reasonably practicable in relation to any material development and the timetable for the Final Distribution by RREFF CCT, the Proposed Liquidation, the Proposed Delisting and the Proposed Deauthorisation in accordance with applicable regulatory requirements.

最終睿富房地產收回的應收法律費用取決於有關傳訊令狀的評定訴訟費,上述就二零一六年二月十五日裁決上訴的結果以及田力作出的付款。管理人將大力尋求收回應屬睿富房產基金的應收律師費用及繼續為單位持有人就任何有關二零一六年二月十五日裁決或二零一六年三月十四日的上訴通知書的重大發展提供最新資料。

#### 附註:

1. 該款項指最初保留款包括(i)受託人持有的作為 抵押品的156百萬港元(美元20百萬元)的保 留金以作為賣方履行於二零零七年六月四日田 力先生(作為賣方)與受託人(買方)及管理人簽 訂的買賣協議條文的保證:(ii)未付予賣方首 次代價的餘下結餘64.95百萬港元:及(iii)BVI Gateway截至二零零六年十二月三十一日止年 度,於睿富房地產基金收購前,應付賣方而宣 派股息的50百萬港元。

#### 二零一六年中期分派

由於睿富房地產基金經調整後的與基金單位持有人交易前的期內虧損為6.2百萬港元,於截至二零一六年六月三十日止的可分派收入為零,因此二零一六年並無中期分派。

## 最終分派

於索償被法院最終判定(或被撤銷或中止)後, 並在清還債權人、清盤費用及索償相關的費用 後,睿富房地產基金的現金儲備餘額(如有)有 可能用於最終分派。

取消上市地位建議及取消授權建議將於索償被法院最終判定(或被撤銷或中止)後並根據最終分派把當時睿富房地產基金的所有資產(如有)派予基金單位持有人後,在可行情況下盡快進行。

管理人將會根據適用的監管規定,於可行情況 下盡快再次發出公告,告知基金單位持有人關 於重大事態發展以及關於睿富房地產基金的最 終分派,清盤建議、取消上市地位建議及取消 授權建議的時間表之消息。

# **SFC** Waiver and the Revised Arrangements

The Manager applied for, and the SFC granted with effect from 26 February 2013, the SFC Waiver, subject to the SFC Waiver conditions, and based on the reasons, set out in the 27 February 2013 Announcement. Separately, following consultation with the SFC, the Manager implemented the Revised Arrangements with effect from 27 February 2013, subject to the Manager's Undertakings, and based on the reasons, set out in the 27 February 2013 Announcement. Unitholders should note that:

- On the basis that: (i) after completion of the Disposal on 12 April 2010, RREEF CCT no longer had any on-going business operations or operating assets; (ii) on 12 May 2010, RREEF CCT was effectively terminated in accordance with the REIT Code; (iii) the Manager and Trustee have commenced procedures in respect of the Proposed Liquidation, the Proposed Delisting and the Proposed Deauthorisation (all of which are still on-going pending the Final Determination), and in the mean time the only asset of RREEF CCT is cash, the Manager is of the view that the SFC Waiver and the Revised Arrangements are in the best interests of the Unitholders to minimise unnecessary costs to be incurred by RREEF CCT pending the Final Determination;
- SFC Waiver: the Manager has applied to the SFC, and has been granted with effect from 26 February 2013, the SFC Waiver, from strict compliance with requirement for RREEF CCT to publish preliminary interim results/annual results announcement under the general disclosure obligation under paragraph 10.3 of the REIT Code, subject to the SFC Waiver conditions set out in the 27 February 2013 Announcement;

# 證監會豁免與修改後安排

管理人已申請,並在受限於二零一三年二月二十七日公告所述的證監會豁免的條件及在二零一三年二月二十七日公告所述的原因下,自二零一三年二月二十六日起獲證監會豁免。另外,在諮詢證監會後,在受限於二零一三年二月二十七日公告所述的管理人承諾及在該公告所述的原因下,管理人自二零一三年二月二十七日起實施修改後安排。基金單位持有人應注意:

- 基於:(i)出售事項在二零一零年四月十二日完成後睿富房地產基金不再有任何持續經營業務或營運資產;(ii)睿富房地產基金在二零一零年五月十二日已按程序開展大資信託基金守則實際被終上。 (iii)管理人與受託人已按程序開展清整建議、取消上市地位建議和取消授最終講議的工作(一律仍在進行,以待最終的工作(一律仍在進行,以待最終的政策分別金,同時,睿富房地產基金單位持有人的最佳利益,此等措施可在等待最終判定副份等。 最低;
- 證監會豁免:管理人已申請,並在受限 於二零一三年二月二十七日公告所述的 證監會豁免的條件下自二零一三年二月 二十六日起獲證監會豁免睿富房地產基 金嚴格遵守房地產投資信託基金守則第 10.3段所規定的一般披露責任當中關於 先行公佈中期業績/年度業績的一般披 露責任:

- Revised Arrangements: the Revised Arrangements relate to the following requirements and/or best industry practices applicable to RREEF CCT:
  - (a) requirement under the authorisation letter with regard to minimum number of INEDs: with effect from 27 February 2013 and subject to the Manager's Undertakings, RREEF CCT will have one INED on the Board, instead of three as currently required;
  - (b) requirement under the authorisation letter and the best industry practice pursuant to GP6 with regard to establishment of the Committees: with effect from 27 February 2013 and subject to the Manager's Undertakings, each of the Committees of the Board will cease to exist, and the functions of the Committees will be assumed and performed by the remaining Directors (whilst always including the remaining INED);
  - (c) best industry practice pursuant to GP6 with regard to requirement for RREEF CCT to hold an annual general meeting of Unitholders at least once in every calendar year: with effect from 27 February 2013 and subject to the Manager's Undertakings, RREEF CCT will no longer be required to hold an annual general meeting of Unitholders at least once in every calendar year; and
  - (d) best industry practice pursuant to GP6 with regard to minimum number of Board meetings per calendar year: with effect from 27 February 2013 and subject to the Manager's Undertakings, the Board will hold a minimum of two Board meetings per year, instead of four as currently required; and

- 修改後安排:修改後安排關乎以下適用 於睿富房地產基金的要求及/或行內最 佳作業方法:
  - (a) 認可書中有關獨立非執行董事的最低人數要求:自二零一三年二月二十七日起,在管理人承諾的前提下,睿富房地產基金將在董事會中會有一名獨立非執行董事,而非現有的三名;
  - (b) 認可書的要求以及GP6中有關成立委員會的行內最佳作業方法:自二零一三年二月二十七日起,在管理人承諾的前提下,董事會下轄各委員會均不復存在,各委員會的職能由餘下的董事(無不包括餘下的獨立非執行董事)負責履行;
  - (c) GP6中要求睿富房地產基金依照的每一公曆年至少召開一次基金單位持有人周年大會的行內最佳作業方法:自二零一三年二月二十七日起,在管理人承諾的前提下,睿富房地產基金不再需要每一公曆年至少召開一次基金單位持有人周年大會:以及
  - (d) **GP6中有關每一公曆年至少召開 多少次董事會會議的行內最佳作業** 方法:自二零一三年二月二十七日 起,在管理人承諾的前提下,董事 會每年至少召開二次董事會會議, 而非現時要求的四次。

Amendment of the Trust Deed pursuant to the Supplemental
 Deed: to implement the Revised Arrangement set out in paragraph
 3.3.2 of the 27 February 2013 Announcement, on 27 February 2013, the Manager and the Trustee entered into the Supplemental Deed (see paragraph 5 of the 27 February 2013 Announcement for further details).

The Manager will continue to update Unitholders by further announcements as soon as reasonably practicable after the occurrence of any material events in relation to RREEF CCT in accordance with applicable regulatory requirements, including but not limited to any changes to the Board resulting from the implementation of the Revised Arrangements.

#### **Financial Performance**

As a result of the completion of Disposal in April 2010, RREEF CCT ceased to hold any interests in BVI Gateway and its subsidiaries, which constituted substantially all of the operating business and relevant assets of RREEF CCT and its subsidiaries.

For the six months ended 30 June 2016, the Trust recorded a loss for the period of HK\$6.2 million. The net liabilities was decreased from HK\$5.07 million (net assets) or HK\$0.011 (net assets) per unit as at 31 December 2015 to HK\$1.17 million (net liabilities) or HK\$0.003 (net liabilities) per unit as at 30 June 2016.

• 經補充契據對信託契據作出修改:為實施二零一三年二月二十七日公告第3.3.2 段所述的修改後安排,管理人與受託人於二零一三年二月二十七日訂立補充契據(詳見二零一三年二月二十七日公告第5段)。

在發生任何與睿富房地產基金有關的重大事件 後(包括但不限於任何因實施修改後安排而起的 對董事會的變更),管理人會繼續遵照適用的監 管規定,在合理可行的情況下儘快再以公告通 知基金單位持有人有關的最新情況。

# 財務表現

由於出售已於二零一零年四月完成,睿富房地產基金不再持有任何於BVI Gateway及其附屬公司(構成睿富房地產基金及其附屬公司絕大部分的營運業務及資產)的任何權益。

截至二零一六年六月三十日止六個月,信託錄得6.2百萬港元的期內虧損。基金資產淨負債由二零一五年十二月三十一日5.07百萬港元(淨資產)或每個基金單位0.011港元(淨資產)下降至於二零一六年六月三十日1.17百萬港元(淨負債)或每個基金單位0.003港元(淨負債)。

#### **Financial Management**

As at the end of the Reporting Period, the Trust retained HK\$18.6 million in cash and bank balances.

#### **Other Income**

Following the 15 February 2016 Judgment and the 10 May 2016 Decision, RREEF CCT recognised the estimated amount of HK\$15.5 million for the Legal Costs Receivable on its account. However, the directors considered the recoverability of these receivables from Tin Lik in doubt, and impairment loss of HK\$15.5 million was made during the period.

The final amount and the actual settlement date of this balance is subject to outcome of taxation of costs.

#### **Other Expense**

The Amount represents interest expense of HKD5.3 million, which is determined by the 15 February 2016 Judgment and 10 May 2016 Decision. An interest at the rate of 1% above HSBC prime lending rate per annum for the period for 31 May 2008 to 15 February 2016 and judgment rate of 8% per annum for the period from 16 February 2016 to 15 June 2016 (interest payment date) had been determined.

# **Administrative Expenses**

Administrative expenses for the Reporting Period were HK\$0.90 million which included the Manager's fee, Trustee's fee, auditor's remuneration, legal and other professional fees.

#### **Net Liabilities**

The net liabilities as at 30 June 2016 totalled HK\$1.17 million, or deficit of HK\$0.003 per unit.

#### **Capital Structure**

As at 30 June 2016, the total number of RREEF CCT units in issue was 464,161,000 units. No units were cancelled or issued during the Reporting Period.

# 財務管理

於報告期末,信託擁有18.6百萬港元的現金及銀行結餘。

# 其他收入

根據二零一六年二月十五日的裁決及二零一六年五月十日的法院決定,睿富房地產基金於賬上反映應收法律費用的15.5百萬港元(估計)。然而,董事會認為該款項從田力收回的機率成疑,因此於報告期間對此作出15.5百萬港元的撥備。

該費用的最終額及償還日將就法院評定訴訟費的結果而定。

#### 其他開支

款項為經二零一六年二月十五日的裁決及二零一六年五月十日法院決定的利息支出,數額共5.3百萬元,利息時間及基準分別為二零零八年五月三十一日至二零一六年二月十五日的滙豐優惠利率加1%及二零一六年二月十六日至二零一六年六月十五日(利息支付日)裁決利率的8%。

#### 行政開支

報告期間的行政開支(包括管理人費用,信託人費用,核數師酬金,法律及其他專業費用)為 0.90百萬港元。

#### 基金負債淨值

於二零一六年六月三十日的負價淨值合共為 1.17百萬港元或每個基金單位虧損0.003港元。

# 資本架構

於二零一六年六月三十日,睿富房地產基金已發行基金單位總數為464,161,000個。於報告期間,並無註銷或發行基金單位。

# The Outlook 展望

#### **Proposed Liquidation (ongoing)**

Since the effective date of the Termination on 12 May 2010, the Manager has commenced procedures relating to the Proposed Liquidation in compliance with the REIT Code and the Trust Deed and all applicable regulatory requirements. Please refer to page 7 for details on the progress of the Proposed Liquidation.

In compliance with Rules 11.8 to 11.10 of the REIT Code and the terms of the Trust Deed, following the completion of the Termination, the Trustee shall, as part of the process of the Proposed Liquidation, oversee the realisation of any remaining assets of RREEF CCT by the Manager. In addition, the Trustee shall ensure that the Manager shall repay any outstanding borrowings effected by or for the account of RREEF CCT (together with any interest thereon but remaining unpaid) and shall ensure the proper discharge of all other obligations and liabilities of RREEF CCT or provision thereof.

Each Unitholder whose name appeared on the register of Unitholders on 23 April 2010 will be entitled to participate on a pro-rata basis in the Final Distribution.

The Manager will make further announcements providing status of the Proposed Liquidation and other information, including but not limited to, the final payment per unit pursuant to the Final Distribution and the dispatch date of the relevant cheques.

# 清盤建議(持續)

自終止生效日即二零一零年五月十二日後,管理人已展開根據房地產投資信託資基金守則,信託契約及所有適用監管規定的清盤建議。有關清盤建議的進度的詳情請參閱第7頁。

為遵守房地產投資信託基金守則第11.8至11.10條及信託契約條款,於終止完成後,信託人應(作為睿富房地產基金清盤建議過程的一部份)監督管理人變賣睿富房地產基金任何餘下資產,而信託人應確保管理人將清還任何睿富房地產基金賬戶的借貸或以其名義的借貸(連同任何尚未支付的應計利息),並確保全數清還睿富房地產基金的全部其他債項及負債。

任何應付賬款及清盤費用付清後,於二零一零年四月二十三日所有名列基金單位持有人名冊的基金單位持有人將有權按比例參與最終分派。

有關清盤建議及其他的情況,包括但不限於變 賣睿富房地產基金餘下資產後的每個基金單位 的最終分派金額及有關支票寄發日期等詳情, 管理人將作進一步公告。 On completion of the Proposed Liquidation, the following shall be prepared in accordance with Rule 11.10 of the REIT Code and the Trust Deed:

- the Manager's review and comments on the performance of RREEF CCT, and an explanation as to how the Property has been disposed of, the transaction prices and major terms of the Disposal;
- (ii) the Trustee's report that the Manager has managed and liquidated RREEF CCT in accordance with the REIT Code and the provisions of the Trust Deed;
- (iii) financial statements of RREEF CCT; and
- (iv) an auditor's report.

In compliance with Rule 11.11 of the REIT Code, copies of the financial statements shall be distributed to the Unitholders within three months of the completion of the Proposed Liquidation of RREEF CCT and a copy shall be filed with the SFC.

## **Proposed Delisting (ongoing)**

The trading of RREEF CCT units on the SEHK has been suspended since 19 April 2010 and RREEF CCT's register of Unitholders has been closed since 23 April 2010. The units shall remain suspended and RREEF CCT's register of Unitholders shall remain closed until the effective date of the Proposed Delisting. The effective date and arrangement for the Proposed Delisting are subject to the SEHK's approval and the progress of the Claims.

根據房地產投資信託基金守則第11.10條及信 託契約,於清盤建議完成後,須辦妥以下事項:

- (i) 管理人就有關睿富房地產基金表現的審 閱及意見,及釋述出售的程序,出售價 格及重要條款;
- (ii) 信託人報告載列管理人已根據房地產投資信託基金守則及信託契約有關條款管理及對進行睿富房地產基金清盤;
- (iii) 睿富房地產基金的財務報表;及
- (iv) 核數師報告。

根據房地產投資信託基金守則第11.11條,須 在睿富房地產基金清盤完成三個月內向基金單 位持有人寄發睿富房地產基金的財務報表,並 向證監會提呈。

#### 取消上市地位建議(持續)

睿富房地產基金單位自二零一零年四月十九日 起已於聯交所停止買賣,而睿富房地產基金 的基金單位持有人名冊已自二零一零年四月 二十三日停止登記。基金單位將持續停止買賣 而名冊亦繼續停止登記直至取消上市地位建議 生效日。取消上市地位建議生效日及安排須獲 聯交所批准及就申索的進度而定。

# **Proposed Deauthorisation (ongoing)**

The Manager will apply for deauthorisation of RREEF CCT as a REIT authorised by the SFC under section 104 of the SFO upon completion of the Proposed Liquidation. The effective date and arrangement for the Proposed Deauthorisation of RREEF CCT is subject to the SFC's approval.

Further announcements shall be made in relation to the details and timing of the above events in compliance with the Rules Governing the Listing of Securities ("Listing Rules") on the SEHK and the REIT Code.

# 取消授權建議(持續)

於清盤建議完成後,管理人將向證監會申請取 消根據證券及期貨條例第104條獲香港證監會 認可為房地產投資信託基金的授權。睿富房地 產基金所取消授權建議生效日及安排須獲證監 會批准。

有關上述事項的詳情及安排將根據聯交所證券 上市規則(「上市規則」)及房地產投資信託基金 守則作進一步公告。

#### Rahul Ghai

**Executive Director** 

10 August 2016

#### Rahul Ghai

執行董事兼基金經理

二零一六年八月十日

# Corporate Governance Report 企業管治報告

#### **Compliance**

With the objectives of establishing and maintaining high standards of corporate governance, certain policies and procedures have been established to ensure that the operation of RREEF CCT is in a transparent manner. The Manager has adopted a compliance manual ("Compliance Manual"), as reviewed and revised from time to time, which sets out key measures and procedures in relation to the management and operation of RREEF CCT. Internal checks and balances are also put in place to ensure that the relevant rules and regulations are duly observed. During the Reporting Period, RREEF CCT and the Manager have fully complied with the corporate governance policies laid down in the Compliance Manual. To the extent applicable, RREEF CCT and the Manager have also complied with the code provisions set out in the Code on Corporate Governance Practices contained in Appendix 14 to the Listing Rules on SEHK.

Unitholders to note that the Manager applied for, and the SFC granted with effect from 26 February 2013, the SFC Waiver, and that following consultation with the SFC, the Manager implemented the Revised Arrangements with effect from 27 February 2013. Please refer to the 27 February 2013 Announcement for further details of the SFC Waiver and the Revised Arrangements.

#### **Authorisation Structure**

RREEF CCT is a collective investment scheme authorised by the SFC under section 104 of the SFO and regulated by the provisions of the REIT Code. The Manager is licensed by the SFC under section 116 of the SFO to conduct the regulated activity of asset management. As at date of issuance of this report, the Manager has two personnel who are approved as Responsible Officers and one of them is an executive director, pursuant to the requirements of section 125 of the SFO and Rule 5.4 of the REIT Code.

#### 合規

本著建立及保持高水準企業管治的目標,若干政策及程序已制定,以確保睿富房地產基金以透明方式營運。管理人已採用一套經不時檢討及修訂的合規手冊(「合規手冊」),內列睿富房地產基金有關管理及營運的主要措施及程序,亦制定了內部監察及制衡以確保相關規則及規例獲妥為遵守。於報告期間,睿富房地產基金及管理人已全面遵守合規手冊內列明的企業管治規例。於適用程度下,睿富房地產基金管理人亦已遵守上市規則附錄14《企業管治常規守則》所載的守則條文。

基金單位持有人應注意管理人已申請,並自二零一三年二月二十六日起獲證監會豁免,並在諮詢證監會後,管理人自二零一三年二月二十七日起實施修改後安排。請參閱二零一三年二月二十七日公告有關證監會豁免及修改後安排的詳情。

#### 認可架構

睿富房地產基金為證監會根據證券及期貨條例第104條認可的集體投資計劃,受房地產投資信託基金守則的規定監管。管理人獲證監會根據證券及期貨條例第116條授權執行受規管的資產管理活動。於本中期報告刊發時,管理人有兩名根據證券及期貨條例第125條及房地產投資信託基金守則第5.4章的規定已獲批准為負責人員的員工,其中一人為執行董事。

The Trustee of RREEF CCT, HSBC Institutional Trust Services Asia Limited, is a wholly owned subsidiary of The Hongkong and Shanghai Banking Corporation Limited. It is registered as a trust company under section 77 of the Trustee Ordinance and is qualified to act as a trustee for authorised collective investment schemes under the SFO pursuant to the REIT Code.

睿富房地產基金的受託人為匯豐機構信託服務 (亞洲)有限公司,為香港上海匯豐銀行有限公司的全資附屬公司,已根據受託人條例第77條 註冊成為信託公司,根據房地產投資信託基金 守則,具備資格作為根據證券及期貨條例授權 的認可集體投資計劃受託人。

# **Functions of the Board of Directors of the Manager**

The Board is responsible for the overall governance of RREEF CCT and the Manager including establishing goals for management and monitoring the achievements of these goals with a view to ensure that the fiduciary and statutory obligations of the Manager to the Unitholders are met, and that such duties have priority over all other duties including the interests of the Manager's shareholders.

Having regard to these responsibilities, the Board ensures that:

- (a) it discharges its fiduciary and statutory duties and obligations;
- (b) appropriate conflict identification and management practices are in place;
- strategies are in place for achievement of the objectives of RREEF CCT;
- (d) business plans and budgets are approved, and monitoring of performance against those plans and budgets is conducted;
- (e) RREEF CCT's financial statements are true and fair and otherwise conform with the relevant law;
- appropriate risk management, internal control and regulatory compliance policies are in place; and
- (g) management adheres to high standards of ethics and corporate governance.

The Board acknowledges its responsibility for preparing the financial statements of RREEF CCT.

# 管理人董事會的職能

董事會負責睿富房地產基金及管理人的整體管治。該項責任包括確立管理目標及監察該等目標的達成情況,務求確保管理人向基金單位持有人履行其受信及法定職責,且該等職責較所有其他職責(包括管理人的股東權益)優先。

就此等責任而言,董事會確保:

- (a) 其履行其受信及法定職責及責任;
- (b) 已制定適當的衝突辨識及管理措施;
- (c) 已制定達致睿富房地產基金目標的策略;
- (d) 已審批業務計劃及財務預算,並對該等 計劃及預算的表現進行監察;
- (e) 睿富房地產基金編製真實公平且符合有關法律的財務報表;
- (f) 已制定適當的風險管理、內部監控及合 規政策;及
- (g) 管理層依照高道德標準及嚴格的企業管 治。

董事會確認其睿富房地產基金編製財務報表的 責任。 The Board currently comprises a total of three directors ("Director(s)"), consisting of one Executive Director, one Non-executive Director (the Chairman) and one Independent Non-executive Director ("INED").

Currently, Mr Kurt William Roeloffs, Junior, is the Chairman of the Board and Non-executive Director, Mr Rahul Ghai holds the position of Executive Director and Mr Mark Henry Ford is the INED.

The composition of the Board is reviewed periodically to ensure that the Board has the appropriate combination of expertise and experience.

As at the issuance of this interim report, three Board meetings were held with 100 per cent attendance by the Directors.

#### **Audit, Risk and Compliance Committee**

Pursuant to the Revised Arrangements, with effect from 27 February 2013 the Audit, Risk and Compliance Committee ceased to exist, and its functions will be assumed and performed by the remaining Directors (whilst always including the remaining INED).

#### **Disclosure Committee**

Pursuant to the Revised Arrangements, with effect from 27 February 2013 the Disclosure Committee ceased to exist, and its functions will be assumed and performed by the remaining Directors (whilst always including the remaining INED).

# **Management and Investment Committee**

Pursuant to the Revised Arrangements, with effect from 27 February 2013 the Management and Investment Committee ceased to exist, and its functions will be assumed and performed by the remaining Directors (whilst always including the remaining INED).

董事會現時共由三名董事組成,其中有一名為執行董事、一名非執行董事(包括主席)以及一名獨立非執行董事。

目前,Kurt William Roeloffs, Junior先生擔任董事會主席及非執行董事,Rahul Ghai先生則擔任執行董事而Mark Henry Ford先生為獨立非執行董事。

董事會的組成將作定期檢討以確保董事會具備 恰當的專業知識及經驗。

於本中期報告刊發時,於報告期內已舉行目三次董事會會議,出席率為百分之一百。

## 審核、風險及守規委員會

根據修改後安排自二零一三年二月二十七日 起,審核、風險及守規委員會已不復存在,其 職能將由餘下的董事(無不包括餘下的獨立非執 行董事)負責履行。

### 披露委員會

根據修改後安排自二零一三年二月二十七日 起,披露委員會已不復存在,其職能將由餘下 的董事(無不包括餘下的獨立非執行董事)負責 履行。

## 管理及投資委員會

根據修改後安排自二零一三年二月二十七日 起,管理及投資委員會已不復存在,其職能將 由餘下的董事(無不包括餘下的獨立非執行董 事)負責履行。

#### **Remuneration Committee**

Pursuant to the Revised Arrangements, with effect from 27 February 2013 the Remuneration Committee ceased to exist, and its functions will be assumed and performed by the remaining Directors (whilst always including the remaining INED).

# Interests of and Dealings in the Units by Directors, the Manager or the Significant Holders

To monitor and supervise any dealings of the units, the Manager has adopted a Dealings Code (the "Dealings Code") containing rules on dealings by the Directors and the Manager on terms no less exacting than the required standard set out in the Model Code pursuant to the Listing Rules Appendix 10. Pursuant to this code, any Director or the Manager wishing to deal in the units must first have regard to provisions analogous to those set out in Part XIII and XIV of the SFO with respect to insider dealing and market misconduct. In addition, a Director must not make any unauthorised disclosure of confidential information or make any use of such information for the advantage of himself or others.

The Manager has adopted procedures for monitoring the disclosure of interests by the Directors and the Manager. The provisions of Part XV of the SFO shall be deemed to apply to the Manager, the Directors, the Fund Manager, and each Unitholder and all persons claiming through or under them

Under the Trust Deed and by virtue of the deemed application of Part XV of the SFO, Unitholders with a holding of five per cent or more of the units in issue will have a notifiable interest and are required to notify the SEHK and the Manager of their holdings in RREEF CCT.

# **Confirmation of Compliance with the Dealings Code**

RREEF CCT has made specific enquiry of all Directors, the Manager and its employees and each has confirmed that he/she has complied with the required standard as set out in the Dealings Code throughout the Reporting Period.

#### **Public Float**

Based on publicly available information and to the best knowledge of the Manager, more than 25 per cent of the issued units of RREEF CCT were held in public hands as at 30 June 2016.

#### 薪酬委員會

根據修改後安排自二零一三年二月二十七日 起,薪酬委員會已不復存在,其職能將由餘下 的董事(無不包括餘下的獨立非執行董事)負責 履行。

# 董事、管理人或重大持有人於基金 單位的權益及買賣

為監察及監督任何基金單位的買賣,管理人已根據上市規則附錄十,採納不低於有關標準,制定關於董事及管理人進行買賣的買賣守則(「買賣守則」)。根據此守則,有意買賣基金單位的任何董事或管理人須首先顧及類似於證券及期貨條例第XIII及XIV部關於內幕交易及市場失當行為規定的守則。此外,董事在未獲授權的情況下不得披露任何機密資料,或利用該等資料以為本身或他人牟利。

管理人亦已採納監察董事及管理人披露權益的程序。證券及期貨條例第XV部的條文須被視為適用於管理人、董事、基金經理及每名基金單位持有人及透過其或在其下提出索償的所有人士。

根據信託契約及透過視為根據證券及期貨條例 第XV部的申請,持有百分之五或以上已發行 基金單位的基金單位持有人,將擁有須申報權 益,並須通知聯交所及管理人其於睿富房地產 基金的權益。

## 遵守買賣守則確認

睿富房地產基金已向所有董事、管理人及其僱 員作出特定查詢,以上各人均已確認其於報告 期內已遵守買賣守則所載的規定標準。

#### 公眾流通量

根據公開資料及管理人所知,於二零一六年六 月三十日,睿富房地產基金超過百分之二十五 的已發行基金單位由公眾所持有。

#### **Units in Issue**

The Manager confirms that there was no repurchase, sale or redemption of RREEF CCT units and that no new units were issued during the Reporting Period. The total number of units in issue was 464,161,000 as at 30 June 2016.

## **Employees**

RREEF CCT is externally managed by the Manager and does not employ any staff.

#### **Review of the Interim Report**

The 2016 Interim Report of RREEF CCT has been reviewed by the Board (including the INED). The financial information in this report on pages 29 to 48 has also been reviewed by the auditor of RREEF CCT in accordance with Hong Kong Standard on Review Engagements 2410, Review of interim financial information performed by the independent auditor of the entity, issued by the Hong Kong Institute of Certified Public Accountants.

# 已發行基金單位

管理人確認,於報告期間,並無購回、銷售或 贖回任何睿富房地產基金單位且並無發行新基 金單位。因此,於二零一六年六月三十日的已 發行基金單位總數為464,161,000個。

#### 僱員

睿富房地產基金由管理人進行外部管理,並無 僱用任何員工。

# 審閱中期報告

睿富房地產基金的二零一六年中期報告已由董事會(包括獨立非執行董事)進行審閱。載於本報告第29至48頁的財務資料亦已獲睿富房地產基金的核數師根據香港會計師公會頒佈的《香港審閱工作準則》第2410號獨立核數師對中期財務信息的審閱進行審閱。

# Connected Party Transactions 關連人士交易

# Connected Party Transactions with the Trustee's Connected Persons and Manager's Connected Persons

The following information on the Connected Party Transactions (as defined under the REIT Code), if any, between RREEF CCT and the Trustee (and its Directors, senior executives, officers, controlling entities, holding companies, subsidiaries and associated companies) and the HSBC Group¹ (collectively, the "Trustee's Connected Persons") and; the Connected Party Transactions between RREEF CCT and the Manager Group² (the "Manager's Connected Persons") during the Reporting Period.

#### Ordinary Banking and Financial Services<sup>3</sup>

# 與受託人關連人士及管理人關連人士的關連人士交易

下表載列於報告期間,睿富房地產基金與受託 人(及其董事、高級行政人員、高級職員、控制 實體、控股公司、附屬公司及聯營公司)及匯豐 集團¹(統稱為「受託人關連人士」)之間進行的 房地產信託基金守則所指的關連人士交易(如 有),及睿富房地產基金與管理人集團²(「管理 人關連人士」)之間進行的關連人士交易的資料。

#### 一般銀行及金融服務3

Name of Connected Person 關連人士名稱	Relationship with RREEF CCT 與睿富房地產基金的關係	Nature of Connected Party Transaction 關連交易的性質	Balance as at 30 June 2016 or Income for the Reporting Period 於二零一六年六月 三十日的結餘或 報告期間的收入 HK\$'000 千港元
The Hongkong and Shanghai	Trustee's Connected	Bank deposits 銀行存款	18,647
Banking Corporation Limited 香港上海匯豐銀行有限公司	Persons 受託人關連人士	现(1)1于水	
		Interest income	8
		received/receivable	
		已收/應收利息收入	

The Manager confirms that during the Reporting Period, there was no ordinary banking and financial services transactions entered into between RREEF CCT and the Manager Group.

#### Notes

- 1 HSBC Groups refers to The Hongkong and Shanghai Banking Corporation Limited and its subsidiaries and unless otherwise expressed stated herein, excludes the Trustee and its proprietary subsidiaries (being the subsidiaries of the Trustee but excluding those subsidiaries formed in capacity as the Trustee of RREEF CCT).
- 2 Manager Group refers to the Manager and its Directors, senior executives, officers, controlling entities, holding companies, subsidiaries and associated companies including Deutsche Bank AG and its subsidiaries.
- 3 Ordinary banking and financial services include bank deposits and interest earned therefrom.

# **Corporate Finance Transactions**

Both the Manager and the Trustee confirm that during the Reporting Period, there was no corporate finance transaction between RREEF CCT and the Manager Group or the HSBC Group.

管理人確認於報告期間,睿富房地產基金與管理人集團沒有一般銀行及金融服務交易。

#### 附註

- 1 匯豐集團指香港上海匯豐銀行有限公司及其附屬公司,及除非本報告內另有指明外,不包括受託人及其專有附屬公司(即受託人的附屬公司,但不包括該等以睿富房地產基金受託人的身份組成的附屬公司)。
- 2 管理人集團指管理人及其董事、高級行政人 員、高級職員、控制實體、控股公司、附屬公 司及聯營公司,包括德意志銀行及其附屬公司。
- 3 一般銀行及金融服務包括銀行存款及就此賺取 的利息。

#### 企業融資交易

管理人及受託人二者均已確認於報告期間,睿 富房地產基金與管理人集團或匯豐集團並無執 行任何企業融資交易。

# Interests of Connected Persons in Units 關連人士於基金單位的權益

The REIT Code requires disclosure in the interim report, holdings of each Connected Person (as defined under the REIT Code) to the scheme. The provisions of Part XV of the SFO are also deemed by the Trust Deed constituting RREEF CCT to apply to the Manager, the Directors and the Fund Manager of the Manager and to persons interested in or having a short position in the units of RREEF CCT.

房地產投資信託基金守則規定有關基金的各關連人士(定義見房地產投資信託基金守則),須於中期報告中披露所持權益。根據組成睿富房地產基金的信託契約,證券及期貨條例第XV部的條文亦被視為適用於管理人、管理人的董事及基金經理,以及於睿富房地產基金基金單位擁有權益或淡倉的人士。

## **Holdings of the Manager and Director of the Manager**

As at 30 June 2016, the interests and short positions in units of the Manager and the Director as recorded in the Register of Interests required to be kept by the Manager under Schedule 3 of the Trust Deed were as follows:

## 管理人及董事所持權益

於二零一六年六月三十日,按管理人根據信託 契約附表三所存置的權益登記冊所記錄,管理 人及董事於基金單位所持權益及淡倉如下:

		As at 30 June 2016 於二零一六年六月三十日		ember 2015 ·二月三十一日	Percentage
Name of director	Number of units held 所持基金	Percentage of unitholdings <sup>1</sup> 所持基金	Number of units held 所持基金	Percentage of unitholdings <sup>1</sup> 所持基金	change in interest 權益變動
董事姓名	單位數目	單位百分比1	單位數目	單位百分比1	百分比
Mr Kurt William					
ROELOFFS Junior <sup>2</sup>					
Long Position	900,000	0.19	900,000	0.19	_
Kurt William					
ROELOFFS Junior先生 <sup>2</sup>					
好倉					

#### Notes

- Based on 464,161,000 units in issue as at 30 June 2016 and 31 December 2015 respectively.
- 2 The Director holds a beneficial interest in the units of RREEF CCT as described in the table.

Save as disclosed above, as at 30 June 2016, the Manager, the Directors and the Fund Manager have no other interests in units of RREEF CCT. Please refer to the tables and notes on pages 24 to 26 in relation to the interests in the units of RREEF CCT by other Connected Persons.

#### 附註

- 1 根據於二零一六年六月三十日及二零一五年十二月三十一日分別已發行基金單位 464,161,000個計算。
- 如列表所述,董事於睿富房地產基金的基金單位擁有實益權益。

除上文披露者外,於二零一六年六月三十日,管理人、董事及基金經理概無於睿富房地產基金的基金單位中擁有其他權益。有關其他關連人士於睿富房地產基金的基金單位中之所持權益,請參閱第24至26頁的圖表及其附註。

# **Holdings of other Unitholders**

According to the information available to the Manager, as at 30 June 2016, the interests and short positions in units of every person holding five per cent or more interest in the units of RREEF CCT (other than the Manager and the Directors as stated above) were as follows:

# 其他基金單位持有人所持權益

根據管理人取得之資料,於二零一六年六月 三十日,於睿富房地產基金的基金單位中持有 百分之五或以上權益的各名人士(於上文所述的 管理人及董事除外)於基金單位所持權益及淡倉 如下:

Significant Unitholders Name	As at 30 Ji 於二零一六年		As at 31 Dece 於二零一五年十		Percentage
(as defined by the REIT Code) Name 主要基金單位持有人 (定義見房地產投資信託基金守則)	Number of units held 所持基金 單位數目	Percentage of unitholdings <sup>1</sup> 所持基金 單位百分比 <sup>1</sup>	Number of units held 所持基金 單位數目	Percentage of unitholdings <sup>1</sup> 所持基金 單位百分比 <sup>1</sup>	change in interest 權益變動 百分比
Daniel Saul OCH <sup>2</sup>					
Long Position 好倉	119,057,500	25.65	119,057,500	25.65	_
Och-Ziff Capital Management Group LLC <sup>2</sup> Long Position 好倉	119,057,500	25.65	119,057,500	25.65	_
OZ Management L.P. <sup>2</sup> Long Position 好倉	119,057,500	25.65	119,057,500	25.65	_
OZ Asia Master Fund, Ltd. <sup>3</sup> Long Position 好倉	69,426,800	14.96	69,426,800	14.96	_
Veritas Asset Management LLP <sup>4</sup> Long Position 好倉	49,887,000	10.74	49,887,000	10.74	_

Please refer to pages 25 and 26 for the notes.

請參閱第25與26頁的有關附註。

#### Holdings of other Unitholders (Continued)

# 其他基金單位持有人所持權益(續)

Other Unitholders holding 5% or more interests (not being Connected Persons)	As at 30 J 於二零一五年		As at 31 December 2015 於二零一四年十二月三十一日		Percentage	
Name 持有5%或以上權益的其他基金單位持有人 (並非關連人士) 名稱	Number of units held 所持基金 單位數目	Percentage of unitholdings <sup>1</sup> 所持基金 單位百分比 <sup>1</sup>	Number of units held 所持基金 單位數目	Percentage of unitholdings <sup>1</sup> 所持基金 單位百分比 <sup>1</sup>	change in interest 權益變動 百分比	
TIN Lik ⁵						
Long Position	46,269,000	9.97	46,269,000	9.97	_	
田力5						
好倉						
OZ Master Fund, Ltd <sup>6</sup>						
Long Position	43,698,700	9.41	43,698,700	9.41	_	
好倉						
Government of Singapore						
Investment Corporation						
Pte Ltd <sup>7</sup>						
Long Position	32,432,157	6.99	32,432,157	6.99	_	
好倉						
UBS AG <sup>8</sup>						
Long Position	23,934,000	5.16	23,934,000	5.16	_	
好倉						

# Notes

- Based on 464,161,000 units in issue as at 30 June 2016 and 31 December 2015 respectively.
- As at 30 June 2016, OZ Management L.P. held a long position of 119,057,500 units through its wholly owned subsidiaries OZ Asia Master Fund, Ltd., OZ Master Fund, Ltd., Gordel Holdings Ltd., Goldman Sachs & Co. Profit Sharing Master Trust, OZ Global Special Investments Master Fund, L.P. and OZ Select Master Fund, Ltd.. OZ Management L.P. was wholly owned by Och-Ziff Holding Corporation which was a wholly owned subsidiary of Och-Ziff Capital Management Group LLC. Mr Daniel Saul OCH owned 79.10 per cent of Och-Ziff Capital Management Group LLC.

The long position of 119,057,500 units held by OZ Management L.P. in its capacity as investment manager also represented the deemed interests of Mr Daniel Saul OCH, Och-Ziff Capital Management Group LLC and Och-Ziff Holding Corporation by virtue of the SFO.

# 附註

- 1 根據於二零一六年六月三十日及二零一五年 十二月三十一日已發行基金單位464,161,000 個計算。
- 2 於二零一六年六月三十日,OZ Management L.P.透過其全資附屬公司OZ Asia Master Fund, Ltd.、Gordel Holdings Ltd.、Goldman Sachs & Co. Profit Sharing Master Trust、OZ Global Special Investments Master Fund, L.P.及OZ Select Master Fund, Ltd.擁有119,057,500個基金單位之好倉。OZ Management L.P.由Och-Ziff Holding Corporation全資擁有,而Och-Ziff Holding Corporation為Och-Ziff Capital Management Group LLC的全資附屬公司。Daniel Saul OCH先生擁有Och-Ziff Capital Management Group LLC百分之七十九點一的權益。

根據證券及期貨條例,由OZ Management L.P.以投資管理人身份所持的119,057,500個基金單位之好倉亦被視作為Daniel Saul OCH 先生、Och-Ziff Capital Management Group LLC及Och-Ziff Holding Corporation擁有之權益。

## Holdings of other Unitholders (Continued)

- 3 As at 30 June 2016, OZ Asia Master Fund, Ltd. was reported to hold a beneficial interest in 69,426,800 units.
- 4 As at 30 June 2016, Veritas Asset Management LLP was reported to hold a beneficial interest in 49,887,000 units.
- 5 Mr TIN Lik was reported to hold a beneficial interest in 46,269,000 units.
- 6 OZ Master Fund, Ltd. was reported to hold a beneficial interest in 43,698,700 units
- Government of Singapore Investment Corporation Pte Ltd in its capacity as investment manager was reported to hold a beneficial interest in 32,432,157 units
- 8 UBS AG was reported having a security interest in 23,934,000 units.

# 其他基金單位持有人所持權益(續)

- 3 據報告,於二零一六年六月三十日,OZ Asia Master Fund, Ltd.持有69,426,800 個基金單 位的實益權益。
- 4 據報告,於二零一六年六月三十日,Veritas Asset Management LLP持有49,887,000個 基金單位的實益權益。
- 5 據報告,田力先生持有46,269,000個基金單位 的實益權益。
- 6 據 報 告 · OZ Master Fund, Ltd持 有 43,698,700 個基金單位的實益權益。
- 7 據報告·新加坡政府投資有限公司以投資管理 人身份持有32,432,157個基金單位的實益權 益。
- 8 據報告·UBS AG持有23,934,000 個基金單位的證券權益。

# Independent Auditor's Review Report 獨立核數師審閱報告



# To the Board of Directors of RREEF China REIT Management Limited

#### Introduction

We have reviewed the interim financial report set out on pages 29 to 48 which comprises the balance sheet of RREEF China Commercial Trust (the "RREEF CCT") as of 30 June 2016, the statement of comprehensive income, the statement of changes in net assets attributable to Unitholders, the distribution statement and the condensed cash flow statement for the six-month period then ended and explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of an interim financial report to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34, Interim financial reporting, issued by the Hong Kong Institute of Certified Public Accountants. The RREEF China REIT Management Ltd., as the manager of RREEF CCT, is responsible for the preparation and presentation of the interim financial report in accordance with Hong Kong Accounting Standard 34.

Our responsibility is to form a conclusion, based on our review, on the interim financial report and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

## Scope of review

We conducted our review in accordance with Hong Kong Standard on Review Engagements 2410, Review of interim financial information performed by the independent auditor of the entity, issued by the Hong Kong Institute of Certified Public Accountants. A review of the interim financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

# 致睿富中國房托基金管理有限公司 的董事會

# 引言

我們已審閱列載於第29至48頁睿富中國商業房地產投資信托基金(「信託」)的中期財務報告,此中期財務報告包括於二零一六年六月三十日的資產負債表與截至該日止六個月的全面收益表、基金單位持有人應佔綜合資產淨值變動表、分派表及簡明現金流量表以及附註解釋。根據《香港聯合交易所有限公司證券上市規則》,上市公司必須符合上市規則中的相關規定和香港會計公會頒佈的《香港會計準則》第34號中期財務報告的規定編製中期財務報告。管理人,須負責根據《香港會計準則》第34號編製及列報中期財務報告。

我們的責任是根據我們的審閱對中期財務報告 作出結論,並按照我們雙方所協定的應聘條 款,僅向全體董事會報告。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。

#### 審閲範圍

我們已根據香港會計師公會頒佈的《香港審閱工作準則》第2410號獨立核數師對中期財務信息的審閱進行審閱。中期財務報告審閱工作包括主要向負責財務和會計事項的人員作出詢問,並實施分析和其他審閱程序。由於審閱的範圍遠較按照香港審計準則進行的審核的範圍為小,所以不能保證我們會注意到在審核中可能會被發現的所有重大事項。因此我們不會發表任何審核意見。

#### Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the interim financial report as at 30 June 2016 is not prepared, in all material respects, in accordance with Hong Kong Accounting Standard 34, Interim financial reporting.

### **Emphasis of Matter**

Without qualifying our conclusion, we draw attention to the fact that (1) RREEF CCT is in the process of termination and liquidation; and (2) RREEF CCT had net liabilities of HK\$1.17 million as at 30 June 2016. Details about the basis of preparation of the interim financial report are set out in note 2 to the interim financial report.

# KPMG

Certified Public Accountants

8th Floor, Prince's Building 10 Chater Road Central, Hong Kong 10 August 2016

#### 總結

根據我們的審閱工作,我們並沒有注意到任何 事項,使我們相信於二零一六年六月三十日的 中期財務報告在所有重大方面沒有按照《香港會 計準則》第34號中期財務報告的規定編製。

#### 強調事項

吾等並無保留意見,吾等務請 閣下垂注(1)睿富房地產基金正進行終止及清盤程序:(2)睿富房地產基金於二零一六年六月三十日負債為1.17百萬港元,有關中期報告的編製基準請參閱財務報表附註2。

#### 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 二零一六年八月十日

# Statement of Comprehensive Income 全面收益表

For the six months ended 30 June 2016 (Expressed in Hong Kong dollars unless otherwise indicated) - Unaudited 截至二零一六年六月三十日止六個月(除非另有指明,以港元列示)一未經審核

		Note 附註	Six months e 截至六月三十	
			<b>2016</b> 二零一六年 <b>\$′000</b> 千元	2015 二零一五年 \$'000 千元
Interest income from bank deposits	銀行存款利息收入		8	10
Other income	其他收入	3	_	_
Other expense	其他開支	4	(5,335)	_
Administrative expenses	行政開支		(907)	(670)
Loss before taxation and transactions with Unitholders	未計税項及與基金單位 持有人交易前的虧損	5	(6,234)	(660)
Income tax	所得税	6	_	_
Loss and total comprehensive income for the period before transactions with Unitholders	與基金單位持有人 交易前的期內 虧損及全面收益		(6,234)	(660)
Loss per unit	- - - - - - - - - - - - - - - - - - -			
– basic and diluted	-基本及攤薄	8	(\$0.0134)	(\$0.0014)

# Balance Sheet 資產負債表

As at 30 June 2016 (Expressed in Hong Kong dollars unless otherwise indicated) 於二零一六年六月三十日(除非另有指明・以港元列示)

		Note 附註	30 June 2016 二零一六年 六月三十日 (Unaudited) (未經審核) \$'000 千元	31 December 2015 二零一五年 十二月三十一日 (Audited) (經審核) \$'000 千元
Current assets	流動資產			
Cash and cash equivalents	現金及現金等價物	9	18,647	36,079
Amount due from Vendor	應收賣方款項	10	_	
Total assets	總資產		18,647	36,079
Current liabilities	流動負債			
Other payables and accruals	   其他應付款項及應計費用	11	(19,814)	(20,112)
Amount due to the Vendor	應付賣方款項	12	_	(10,900)
			(19,814)	(31,012)
Net current (liabilities)/ assets	流動(負債)/資產淨值		(1,167)	5,067
Total assets less current liabilities	總資產減流動負債		(1,167)	5,067
Total liabilities	總負債		(19,814)	(31,012)
NET (LIABILITIES)/ ASSETS	(負債)/資產淨值		(1,167)	5,067
Number of units in issue	   已發行基金單位數目 	14	464,161,000	464,161,000
Net (liabilities)/ assets per unit	每個基金單位(負債)/ 資產淨值		(\$0.003)	\$0.011
	気圧が旧		(\$0.003)	ΨΟ.ΟΤΙ

# Statement of Changes in Net Assets Attributable to Unitholders 基金單位持有人應佔資產淨值變動表

Expressed in Hong Kong dollars unless otherwise indicated - Unaudited 除非另有指明·以港元列示一未經審核

		\$'000
Balance as at 1 January 2015	於二零一五年一月一日的結餘	6,691
Changes in net assets for the six months ended 30 June 2015	截至二零一五年六月三十日止 六個月資產淨值變動	
Loss and total comprehensive income for the period	期內虧損及全面收益總額	(660)
Balance as at 30 June 2015 and 1 July 2015	於二零一五年六月三十日及 二零一五年七月一日的結餘	6,031
Changes in net assets for the six months ended 31 December 2015	截至二零一五年十二月三十一日止 六個月資產淨值變動	
Loss and total comprehensive income for the period	期內虧損及全面收益總額	(964)
Balance as at 31 December 2015 and 1 January 2016	於二零一五年十二月三十一日及 二零一六年一月一日的結餘	5,067
Changes in net assets for the six months ended 30 June 2016	截至二零一六年六月三十日止 六個月資產淨值變動	
Loss and total comprehensive income for the period	期內虧損及全面收益總額	(6,234)
Balance as at 30 June 2016	於二零一六年六月三十日的結餘	(1,167)

# Distribution Statement 分派表

For the six months ended 30 June 2016 (Expressed in Hong Kong dollars unless otherwise indicated) - Unaudited 截至二零一六年六月三十日止六個月(除非另有指明・以港元列示)-未經審核

截至六月三十日止六個月 2016 2015 二零一六年 二零一五年 \$'000 \$'000 與基金單位持有人交易前的 Loss before adjustments for the period, before transactions with Unitholders 期內虧損 (6,234)(660)期內可分派收入 Distributable income in respect of the period **Total distribution** 分派總額 Distribution per unit 每個基金單位分派

Note

Pursuant to the Trust Deed, RREEF CCT is required to ensure that the total amounts distributed or distributable to Unitholders shall be not less than 90% of its annual distributable income for each financial year. The policy of the Manager is to distribute to Unitholders at least 90% of RREEF CCT's annual distributable income for each financial year.

The Manager also has the discretion to distribute additional amounts if and to the extent the Trust has funds available, in the opinion of the Manager.

附註

(i) 根據信託契約,睿富房地產基金須確保,於每 個財政年度分派或可分派予基金單位持有人的 款項總額不得少於其該年度可分派收入的百分 之九十。按管理人的政策,於每個財政年度將 向基金單位持有人分派睿富房地產基金的年度 可分派收入至少百分之九十。

> 在管理人認為信託擁有可動用資金的情況下, 亦可酌情分派額外款項。

Six months ended 30 June

# Condensed Cash Flow Statement 簡明現金流量表

For the six months ended 30 June 2016 (Expressed in Hong Kong dollars unless otherwise indicated) - Unaudited 截至二零一六年六月三十日止六個月(除非另有指明,以港元列示)一未經審核

		Six months ended 30 June 截至六月三十日止六個月		
		2016 二零一六年 <i>\$*000</i> <i>千元</i>	2015 二零一五年 <i>\$'000</i> <i>千元</i>	
Net cash used in operating activities	經營活動所用現金淨值	(17,440)	(1,091)	
Net cash generated from investing activities	投資活動所得現金淨額	8	10	
Net cash used in financing activities	融資活動所用現金淨額	_		
Net decrease in cash and cash	本期之現金及現金等價物減少淨值			
equivalents for the period		(17,432)	(1,081)	
Cash and cash equivalents as at 1 January	於一月一日的現金及現金等價物	36,079	37,974	
Cash and cash equivalents as at 30 June	於六月三十日的現金及現金等價物	18,647	36,893	

# Notes to the Interim Financial Report 中期財務報告附註

(Expressed in Hong Kong dollars unless otherwise indicated) - Unaudited (除非另有指明,以港元列示) 一未經審核

#### 1 General

RREEF China Commercial Trust ("RREEF CCT" or the "Trust") is in the process of termination and liquidation, details of which are set out in the relevant announcements of RREEF CCT and note 2 below.

The Manager's registered office is located at Level 52, International Commerce Center, 1 Austin Road West, Kowloon, Hong Kong.

The interim financial report, which comprises the unaudited condensed interim financial statements, was authorised for issuance on 10 August 2016.

# 2 Basis of preparation

The interim financial report has been prepared in accordance with the applicable disclosure provisions of the Code on Real Estate Investment Trusts (the "REIT Code") and the Rules Governing the Listing of Securities (the "Listing Rules") on the SEHK, including compliance with Hong Kong Accounting Standard ("HKAS") 34, Interim Financial Reporting, issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA").

The interim financial report has been prepared in accordance with the same accounting policies adopted in the 2015 annual financial statements.

The HKICPA has issued a number of amendments to Hong Kong Financial Reporting Standards ("HKFRSs") that are first effective for the current accounting period of RREEF CCT. These developments are not relevant to RREEF CCT's financial statements and RREEF CCT has not applied any new standard or interpretation that is not yet effective for the current accounting period.

# 1 一般事項

睿富中國商業房地產投資信托基金(「睿富房地產基金」或「信託」)現正進行終止及清盤程序,有關詳情請參閱相關睿富房地產基金的公告及以下附註2。

管理人的註冊辦事處位於香港九龍柯士 甸道西一號環球貿易廣場五十二樓。

中期財務報告(包括未經審核的簡明中期 財務報表)於二零一六年八月十日獲批准 刊發。

#### 2 編製基準

中期財務報告乃根據房地產投資信託基金守則(「房地產基金守則」)及聯交所證券上市規則(「上市規則」)的適用披露條文編製,包括符合香港會計師公會頒佈的《香港會計準則》第34號中期財務報告。

中期財務報告乃根據二零一五年年度財務報表所採納相同的會計政策而編製。

香港會計師公會頒佈了數項香港財務報告準則的修訂,並在睿富房地產基金的本會計期間生效。這些新的準則及修訂對睿富房地產基金的財務報表並沒有影響而睿富房地產基金並無應用這些修訂。

Pursuant to the sale and purchase agreement dated 3 February 2010, on 12 April 2010, RREEF CCT sold the Gateway Plaza, the investment property, to Mapletree India China Fund Ltd, through the disposal of the entire issued ordinary share capital of Beijing Gateway Plaza (BVI) Limited (the "Disposal"), which holds the entire issued share capital of a property holding company, HK Gateway Plaza Company Limited. As a result, Beijing Gateway Plaza (BVI) Limited and its subsidiaries were deconsolidated from the Trust as at 12 April 2010.

Subsequent to the Disposal, RREEF CCT had no real estate assets to fulfill the criteria for operating as a REIT and accordingly RREEF CCT was to be terminated, delisted from trading on the SEHK and liquidated in accordance with the REIT Code. The Original Estimated Timetable for the Proposed Liquidation, the Proposed Delisting and the Proposed Deauthorisation of RREEF CCT as disclosed in the interim financial report for the period ended 30 June 2010 and 2010 annual financial statements has been delayed following (1) a notice published by the Trustee pursuant to section 29 of the Trustee Ordinance, and (2) the court application by the Trustee (the "Court Application").

Under the Court Application, the Trustee sought the court's direction including whether it may proceed with a distribution of the entirety of the net assets of RREEF CCT without retention (subject to deduction of relevant costs) to meet any possible claim which might otherwise be made by the Vendor, Mr Tin Lik (see note 12). On 31 May 2011, the Court Application was heard at the High Court of the Hong Kong Special Administrative Region (the "High Court"). The judgment was issued on 30 June 2011 (the "Judgment"). In the Judgment, the High Court granted the Trustee the declaration sought to proceed with a distribution of the entirety of the net assets of RREEF CCT without any retention to meet any possible claim by Mr Tin Lik.

#### 2 編製基準(續)

根據日期為二零一零年二月三日的買賣協議,於二零一零年四月十二日,睿富房地產基金透過向豐樹印度中國基金有限公司出售Beijing Gateway Plaza (BVI) Limited全部已發行普通股股本(BVI Gateway持有物業控股公司香港佳程廣場有限公司的全部已發行普通股股本)(「出售」)。因此,Beijing Gateway Plaza (BVI) Limited及其附屬公司於二零一零年四月十二日起已不再從信託中綜合計算。

出售事項之後,睿富房地產基金並無餘下經營房地產,以符合作為房地產信託經營的準則,因此將被終止,並將根據房地產基金守則取消於聯交所的上市地位及清盤。有關二零一零年六月三十日期間的中期財務報告及二零一零年年度財務報表內所提及睿富房地產基金的清盤建議,取消上市地位建議及取消授權建議的原估計時間將予延遲的原因為(1)受託人根據受託人條例(香港該例第29章)第29條發出的受託人通知及(2)受託人的法院申請(「法院申請」)。

On 13 July 2011, Mr Tin Lik lodged an appeal against the Judgment at the High Court (the "Appeal") on certain procedural grounds, including but not limited to the alleged fact that he did not receive proper notice of the court hearing for the Court Application held on 31 May 2011 and that the High Court judge refused to postpone the handing down of the Judgment to hear an inter-parties summons filed by Mr Tin Lik on 29 June 2011.

On 22 July 2011, the representatives of the Manager, the Trustee and Mr Tin Lik attended an appointment before the listing officer of Civil Appeal, and pursuant to the court's directions dated 29 July 2011 the Appeal was set down for hearing at the Court of Appeal of the Hong Kong Special Administrative Region (the "Court of Appeal") on 23 November 2011

On 23 November 2011, the Appeal was heard at the Court of Appeal. The judgment of the Appeal was handed down on 21 December 2011. In the judgment of the Appeal, the Court of Appeal has dismissed the Appeal. Accordingly, the declaration granted by the High Court in the Judgment, namely that the Trustee should proceed with a distribution of the entirety of the net assets of RREEF CCT without any retention to meet any possible claim by Mr Tin Lik, has been upheld.

As no application for leave to appeal to the Court of Final Appeal of the Hong Kong Special Administrative Region was filed by Mr Tin Lik on or before 18 January 2012, being the end of the appeal period for the Appeal, the appeal period for the Appeal has lapsed.

In 2013, \$0.74 million of legal costs incurred by the Manager/Trustee in relation to the Appeal were recovered from Mr Tin Lik as directed by the High Court.

Separately, on 5 July 2011, Mr Tin Lik issued a writ of summons in the High Court as plaintiff against Deutsche Bank ("DB") as first defendant, the Manager as second defendant and the Trustee as third defendant.

#### 2 編製基準(續)

二零一一年七月十三日,田力先生以某些程序性事項,包括但不只限於其聲稱的未有收到二零一一年五月三十一日對該法院申請展開聆訊的妥善通知,以及聲稱高等法院法官拒絕為審理田力先生在二零一一年六月二十九日入稟的訴訟各方傳訊令狀而延遲頒佈裁決等為理由,在高等法院提出對以上裁決的上訴(「上訴」)。

二零一一年七月二十二日,管理人、受託人和田力先生的代表出席在民事上訴案排期主任面前進行的會議,並根據法院在二零一一年七月二十九日作出的指示,該上訴案已定於二零一一年十一月二十三日在香港特別行政區高等法院上訴法庭進行聆訊(「上訴法庭」)。

於二零一一年十一月二十三日,上訴在 上訴法庭進行聆訊。香港特別行政區的 上訴法庭於二零一一年十二月二十一日 的上訴判決中駁回上訴。因此,高等法 院在裁決中所作出的聲明(即受託人應進 行睿富房地產基金全部淨資產的分派, 而不必為應付田力先生可能提出的任何 索償保留任何資產)維持原判。

由於田力先生並無在二零一二年一月十八日(即上訴的上訴期屆滿之日)或之前提交上訴許可申請至香港特別行政區終審法院,上訴的上訴期已經告終。

於二零一三年,0.74百萬元為田力根據 高等法院裁定就管理人/受託人關於上 訴所付的法律費用所作的賠償。

二零一一年七月五日,田力先生在香港特別行政區高等法院以原告人身份發出 傳訊令狀,德意志銀行為第一被告人、 管理人為第二被告人、受託人為第三被 告人。

Pursuant to the writ, Mr Tin Lik makes certain claims (the "Claims") (note 11(ii)), including amongst others:

- against DB, the Manager and Trustee, jointly and severally, challenging the amount under the set-off (note 12) and claiming, amongst other things, an entitlement to the Initial Retention Amount¹ under the sale and purchase agreement dated 4 June 2007 and an amount of \$289,426,166 which Mr Tin Lik claims to be refundable by the Trustee and/or the Manager; and
- against DB and the Manager, jointly and severally for damages on certain matters as announced by the Manager on 7 July 2011

Trial hearing of the Writ was held at the High Court from 16 September 2013 to 9 October 2013 and the closing submissions were heard from 23 to 24 January 2014. The Claims were vigorously defended by DB, the Manager and the Trustee.

In the 15 February 2016 Judgment, the High Court of HKSAR determined, including amongst others:

- each of the Claims was unfounded and was dismissed in its entirely;
- 2. the set-off amounts (amounting to an aggregate of HK\$226,596,671²) have been properly set off against balances (amounting to an aggregate of HK\$237,496,398²) otherwise payable by RREEF CCT to Mr. Tin Lik. The additional sum of HK\$50 million had been properly treated as waived and was not payable to Mr. Tin Lik;

Initial Retention Amount includes (i) retention sum of HK\$156 million (US\$20 million) held by the Trustee as security pursuant to the sale and purchase agreement dated 4 June 2007 between Mr. Tin Lik as vendor, the Trustee as purchaser and the Manager in respect of warranties made by the vendor therein; (ii) remaining balance of initial consideration unpaid to the vendor amounting of HK\$64.95 million; and (iii) HK\$50 million dividend declared by BVI Gateway in respect of year ended 31 December 2006 payable to the vendor prior to acquisition by RREEF CCT.

Note:

The set-off amounts and the balances exclude the HK\$50 million treated as waived under the 15 February 2016 Judgment.

#### 2 編製基準(續)

田力先生在該傳訊令狀中提出若干索償 (附註11(ii)),其中包括以下項目:

- 1. 對德意志銀行、管理人和受託人共同和分別地提出,質疑抵銷(附註12)的款額,並且主張有權得到於二零零七年六月四日簽訂的買賣協議的最初保留款額,以及田力先生聲稱受託人及/或管理人應該退回的289,426,166港元;及
- 2. 對德意志銀行和管理人共同和分別 地提出管理人於二零一一年七月七 日公告所提及的某些事項的損害賠 償。

傳訊的審訊已於二零一三年九月十六日至 十月九日及二零一四年一月二十三日及 二十四日於高等法院進行。德意志銀行管 理人及受託人已全力抗辯。

在二零一六年二月十五日裁決中,香港特別行政區高等法院裁定(其中包括):

- 1. 各項索償均無根據,全部被駁回;
- 2. 以 各 筆 抵 銷 款 額(總 額 為 226,596,671港元²)已以原應由睿富 房地產基金支付予田力先生的餘款 (總額為237,496,398港元²)妥為抵 銷。額外的該筆50,000,000港元款 額已妥善以豁免處理,無須支付予 田力先生:

#### 附註:

- 1. 該款項指最初保留款包括(i)受託人持有的作為 抵押品的156百萬港元(美元20百萬元)的保 留金以作為賣方履行於二零零七年六月四日田 力先生(作為賣方)與受託人(買方)及管理人簽 訂的買賣協議條文的保證:(ii)未付予賣方首 次代價的餘下結餘64.95百萬港元:及(iii)BVI Gateway截至二零零六年十二月三十一日止年 度,於睿富房地產基金收購前,應付賣方而宣 派股息的50百萬港元。
- 抵銷款項及餘額不包括於二零一六年二月十五 日的裁決內裁定為放棄的50百萬港元。

- 3. Mr. Tin Lik is entitled to judgment in the amount of HK\$10,899,727 against the Manager and the Trustee, being the Balance Amount, which confirmed and was consistent with the Manager's calculation of the balance due to Mr. Tin Lik as disclosed in the 7 July 2011 Announcement; and
- 4. Mr. Tin Lik was ordered to pay DB, the Manager and the Trustee their legal costs incurred in relation to all of the Claims (except for the costs relating to the set-off amounts) on an indemnity basis, the amount of which shall be subject to court taxation if not agreed between the parties.

In the 14 March 2016 Notice of Appeal, Mr Tin Lik seek an order that save for the judgment in respect of the Balance Amount, the 15 February 2016 Judgment be set aside, that judgment be entered ordering the Manager and the Trustee to pay to Tin HK\$287,496,458 plus the balance due from the payment made by him on 7 September 2007, and that the Manager and Trustee pay Mr. Tin Lik's costs of the appeal and of the preceding action. The appeal had been set down for hearing at the Court of Appeal of HKSAR from 9 to 12 May 2017.

On 14 March 2016, the parties made submissions to the High Court on the questions of interest to be awarded (if any) in relation to the Balance Amount and the costs order to be made in respect of set-offs. The Judge made a determination on these issues after considering the submissions on 10 May 2016.

In the 10 May 2016 Decision, the High Court of HKSAR determined, including amongst others:

- An interest at the rate of 1% above HSBC prime lending rate per annum was accrued on the Balance Amount for the period from 31 May 2008 to 15 February 2016. Moreover, an interest at the judgment rate of 8% per annum was accrued on the Balance Amount for the period from 16 February 2016 to the payment date of the Balance Amount.
- 2. Mr. Tin Lik was ordered to pay DB, the Manager and the Trustee their legal costs incurred in relation to all of the Claims (except for the costs relating to the set-off amounts) on an indemnity basis, and 80% of their legal costs incurred in relation to set-off amounts on party and party basis, the amounts of which shall be subject to court taxation if not agreed between the parties.

#### 2 編製基準(續)

- 3. 田力先生可得到經法院裁定由管理 人和受託人支付的10,899,727港元 (即餘額),此款額確認及符合二零 一一年七月七日公告所披露的管理 人所計算的應支付予田力先生的餘額;以及
- 4. 暫令田力先生在彌償基礎上需支付 德意志銀行、管理人和受託人就各 項索償涉及的法律訟費(與抵銷款額 有關的訟費除外),該筆款額若當事 人並無一致意見,須由高等法院評 定。

於二零一六年三月十四日的上訴通知書,田力先生尋求法院判斷以保留就餘額作出的判決,將二零一六年二月十五日的裁決作廢,並尋求管理人及受託人支付他287,496,458港元以及歸還他於二零零七年九月七日他所付款項中餘下的款項;同時管理人及受託人支付田力先生上訴及先前行動的費用。上訴聆訊的日期定為二零一七年五月九日至十二日於香港特別行政區上訴法庭進行。

於二零一六年三月十四日,當事人有關 餘額利息賠償裁決以及有關抵錯的訟費 命令向高等法院作出呈述。法官於二零 一六年五月十日就考慮有關呈述後作出 決定。

於二零一六年五月十日的決定,香港特別行政區高等法院裁定(其中包括):

- 1. 餘額的利息應為二零零八年五月 三十一日至二零一六年二月十五日 匯豐優惠貸款年利率加1%,以及 二零一六年二月十六日至支付日的 裁決年利率的8%。
- 2. 田力先生被裁定需根據彌償基準支付DB,管理人及受託人所有有關索償的律師費用(有關抵銷的費用除外)而有關抵銷費用的律師費的80%將以對訟當事基準,若雙方不能肯定,該金額將經法院程序評定訴訟費而定。

Based on the 15 February 2016 Judgment and the 10 May 2016 Decision, the Manager and the Trustee had paid the Balance Amount of HK\$10.9 million and interest amount of HK\$5.3 million to Mr. Tin Lik on 15 June 2016.

Furthermore, RREEF CCT recognised the estimated legal cost receivable of HK\$15.5 million from Tin Lik, on the basis of the 15 February 2016 Judgment, the 10 May 2016 Decision and legal advice. Given the estimated timing, nature and probability of such receivable, full provision has been made as at 30 June 2016.

The final amount to be received by the Trust in respect of the Legal Costs Receivable is contingent upon the taxation of costs in relation to the Claims, the outcome of the abovementioned appeal against the 15 February 2016 Judgment and payment being made by Mr. Tin Lik. The Manager will vigorously seek for recovery of the Legal Costs Receivable for the benefit of the Trust and continue to update Unitholders as to any material developments in connection with the 15 February 2016 Judgment or the 14 March 2016 Notice of Appeal thereof.

As announced on 3 May 2012, in the event there is a shortfall in the provisions amounts, any additional costs, fees and expenses incurred in the name of either the Manager, the Trustee or RREEF CCT exceding the amounts already provided will be borne by the Manager and/or the Trustee in such proportions to be agreed between parties.

As announced on 3 May 2012, the Proposed Delisting and the Proposed Deauthorisation will occur as soon as practicable after the Claims have been finally adjudicated by the High Court (or otherwise withdrawn or determined) and after all of the assets of RREEF CCT at that time (if any) have been distributed to Unitholders pursuant to the Proposed Liquidation. As set out above, proceedings in relation to the Claims are still ongoing as of 30 June 2016.

RREEF CCT is no longer considered by the Manager to be a going concern. Accordingly, assets are valued at their estimated realisable amounts and liabilities are stated at their estimated settlement amounts, and provision for termination and liquidation costs has been made as at 30 June 2016.

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

#### 2 編製基準(續)

根據二零一六年二月十五日的裁決及二零 一六年五月十日的決定,管理人及受託人 已於二零一六年六月十五日支付田力先生 餘額的10.9百萬港元及利息5.3百萬港元。

再者,睿富房地產基金根據二零一六年 二月十五日裁決,二零一六年五月十日 的法院決定及法律意見於賬上反映應從 田力收回的估計法律費用的15.5百萬港 元。考慮到該應收款項的估計時間,性 質和可收回概率。因此,睿富房地產基 金於二零一六年六月三十日已作出全數 撥備。

最終睿富房地產基金收回的應收法律費用 取決於有關申索的評定訴訟費,上述就二 零一六年二月十五日裁決上訴的結果以及 田力作出的付款。管理人將大力尋求收回 應屬睿富房地產基金的應收律師費用及繼 續為單位持有人就任何有關二零一六年二 月十五日裁決或二零一六年三月十四日的 上訴通知書的重大發展提供最新資料。

誠如二零一二年五月三日宣告,倘若準備金不足以支付任何在管理人、受註人 或睿富房地產基金的名下發生的額外支 出、費用及開銷,將由管理人員/受註 人雙方就會議定的比例分攤。

誠如二零一二年五月三日宣告,取消上市 地位建議及取消授權建議將於索償被高等 法院最終判定(或被撤銷或中止)後並根據 清盤建議把當時睿富房地產基金的所有資 產(如有)派予基金單位持有人後,在可行 情況下盡快進行。誠如以上所列,於二零 一六年六月三十日索償仍然進行。

睿富房地產基金已不再被管理人視為持續經營業務,於二零一六年六月三十日,資產的價值為可變現價值,負債乃是預計結算金額而終止及清盤成本亦作機備。

編製符合香港會計準則第34號的中期財務報告時,管理層須作出判斷、估計及假設,而該等判斷、估計及假設會影響政策的應用以及期初至今資產與負債及收入與支出的呈報金額。實際結果或有別於估計金額。

This interim financial report contains unaudited condensed financial statements and selected explanatory notes. The notes include an explanation of events and transactions that are significant to the understanding of the changes in the financial position and performance of RREEF CCT since the 2015 annual financial statements. The condensed interim financial statements and notes thereon do not include all of the information required for a full set of financial statements prepared in accordance with HKFRSs.

This interim financial report is unaudited, but has been reviewed by KPMG in accordance with Hong Kong Standard on Review Engagements 2410, Review of interim financial information performed by the independent auditor of the entity, issued by the HKICPA. KPMG's independent review report to the Board of Directors of the Manager is included on pages 27 to 28.

The financial information relating to the financial year ended 31 December 2015 that is included in the interim financial report as being previously reported information does not constitute RREEF CCT's statutory financial statements for that financial year but is derived from those financial statements.

Statutory financial statements for the year ended 31 December 2015 are available from RREEF CCT's registered office. The auditors have expressed an unqualified opinion, with an emphasis of matter with regard to the basis of preparation, on those financial statements in their report dated 17 March 2016.

#### 3 Other Income

RREEF CCT recognised the estimated Legal Costs Receivable of \$15.5 million, on the basis of the 15 February 2016 Judgment, the 10 May 2016 Decision and legal advice. Given the estimated timing, nature and probability of such receivable, full provision was made as at 30 June 2016.

#### 2 編製基準(續)

此中期財務報告包括未經審核的簡明財務報表及選定的解釋附註。該等附註載有若干事項及交易的闡述,對了解自二零一五年財務報表以來睿富房地產基金財務狀況及業績的變動尤為重要。簡明中期財務報表及其附註並無載列根據香港財務報告準則編製整套完備財務報表所需的一切資料。

此中期財務報告為未經審核,但已由畢 馬威會計師事務所根據香港會計師公會 頒佈的香港審閱工作準則第2410號公司 獨立核數師執行的中期財務資料審閱進 行審閱。畢馬威會計師事務所致管理人 董事會的獨立審閱報告載於第27至28 頁。

此中期財務報表所包括截至二零一五年 十二月三十一日止財政年度的財務資料 (先前已呈報,此處提述內容)並不構成 睿富房地產基金在該財政年度的法定財 務報表,但源自該等財務報表。

截至二零一五年十二月三十一日的法定 財務報表可於睿富房地產基金的註冊辦 事處索取。核數師表示無保留意見,於 二零一六年三月十七日的審計師報告包 含有關編製基準的強調事項。

#### 3 其他收入

根據二零一六年二月十五日的裁決及二零一六年五月十日的法院決定及律師意見,睿富房地產基金已於賬上反映應收法律費用的15.5百萬元(估計)。考慮到該應收款項的估計時間,性質和可收回概率,睿富房地產於二零一六年六月三十日已作出全數撥備。

#### 4 Other Expense

The amount represents interest expenses on the Balance Amount of HK\$5.3 million, which is calculated based on 15 February 2016 Judgment and 10 May 2016 Decision. An interest at the rate of 1% above HSBC prime lending rate per annum for the period from 31 May 2008 to 15 February 2016, and at the judgment rate of 8% per annum for the period from 16 February 2016 to the payment date of the Balance Amount.

#### 5 Loss before taxation and transactions with Unitholders

Loss before taxation and transactions with Unitholders is arrived at after charging:

#### 4 其他開支

款項為於二零一六年二月十五日的裁決及二零一六年五月十日法院決定的有關餘額的利息5.3百萬港元,為二零零八年五月三十一日至二零一六年二月十五日的匯豐優惠貸款利率加1%及二零一六年二月十五日至該額支付日的裁決利率的8%。

#### 5 未計税項及與基金單位持有人 交易前的虧損

未計税項及與基金單位持有人交易前的 虧損已扣除下列各項:

Six months ended 30 June

		截至六月二十日止六個月	
		<b>2016</b> 2019 二零一六年 二零一五年	
		<b>\$'000</b> 千元	\$'000 千元
Manager's fees	管理人費用	73	75
9			
Other legal and professional fees	其他法律及專業費用	354	142
Trustee's fees	受託人費用	60	60
Auditor's remuneration	核數師酬金	150	150

RREEF CCT did not appoint any director nor did it enter into any employment contracts with counterparties during the current and prior periods.

#### 6 Income tax

No provision for Hong Kong Profits Tax has been made as RREEF CCT did not earn any income assessable to Hong Kong Profits Tax during the current and prior periods.

#### 7 Segment reporting

No segment information for the current and prior periods is presented as RREEF CCT did not generate any revenue in the periods and the operating results for the periods were solely for the head office following the Disposal.

本期間及過往期間,睿富房地產基金概 無委任任何董事,亦概 無與任何人訂立 僱用合約。

#### 6 所得税

由於睿富房地產基金於期內及並無賺取 任何香港利得税應課税收入,因此並無 作出香港利得税撥備。

#### 7 分部報告

於出售後睿富房地產基金於期內並沒有 營業額,以及期內經營開支皆為總部開 支,因此於現在及從前的報告期間並無 分部資料呈列。

#### 8 Loss per unit before transactions with Unitholders

The loss per unit before transactions with Unitholders for the six months ended 30 June 2016 amounted to \$0.0087 (six months ended 30 June 2015: \$0.0014). The calculation of the basic loss per unit before transactions with Unitholders is based on RREEF CCT's loss for the period before transactions with Unitholders of \$6,234,000 (six months ended 30 June 2015: \$660,000) and the weighted average number of 464,161,000 units in issue during the period (six months ended 30 June 2015: 464,161,000).

Diluted loss per unit is not presented as there is no potential dilution of loss per unit for the current and prior periods.

## 8 與基金單位持有人交易前的每個基金單位虧損

截至二零一六年六月三十日止六個月與基金單位持有人交易前的每個基金單位基本虧損為0.0087元(截至二零一五年六月三十日止六個月:0.0014元)。與基金單位持有人交易前的每個基金單位基本虧損乃根據睿富房地產基金期內與基金單位持有人交易前的虧損為6,234,000元(截至二零一五年六月三十日止六個月:660,000元)及期內的加權平均數464,161,000(截至二零一五年六月三十日止六個月:464,161,000)個已發行基金單位計算。

由於本期間及過往期間每個基金單位虧 損並無潛在攤薄,故並無呈列每個基金 單位攤薄虧損。

#### 9 Cash and cash equivalents

#### 9 現金及現金等價物

		30 June 2016 二零一六年 六月三十日 <i>\$*000</i> 千元	31 December 2015 二零一五年 十二月三十一日 <i>\$*000</i> <i>千元</i>
Deposits with bank	銀行定期存款	16,000	34,000
Cash at bank and in hand	銀行存款及現金	2,647	2,079
		18,647	36,079

#### 10 Amount due from Vendor

#### 10 應收賣方款項

		<b>30 June 2016</b> 二零一六年 六月三十日 <b><i>\$</i>'000</b> <i>千元</i>	31 December 2015 二零一五年 十二月三十一日 <i>\$*000</i> 千元
Legal costs receivable Less: provision	應收律師費用 扣減:撥備	15,500 (15,500)	
		_	_

The gross amount represents estimated Legal Costs Receivable, this amount is calculated based on the Judgment Outcome dated 15 February 2016, Court Notice dated 10 May 2016 and legal advice. Given the estimated timing, nature and probability of such receivable, full provision was made as at 30 June 2016.

The final amount to be received by the Trust is contingent upon the taxation of costs in relation to the Claims, the outcome of Mr. Tin Lik's appeal against the 15 February 2016 Judgment and the payment being made by Mr. Tin Lik. The manager will vigorously seek for recovery of the Legal Costs Receivable for the benefit of the Trust and continue to update Unitholders as to any material developments in connection with the 15 February 2016 Judgment and the 14 March 2016 Notice of Appeal thereof.

該總額為從田力應收的律師費用(估計),款項為根據二零一六年二月十五日的法院裁定及二零一六年五月十日的法院通知及律師意見而定考慮到該應收款項的估計時間,性質和可收回概率,因此睿富房地產基金於二零一六年六月三十日已作出全數撥備。

最終睿富房地產基金收回的應收法律費用 取決於有關申索的評定訴訟費,上述就二 零一六年二月十五日裁決上訴的結果以及 田力作出的付款。管理人將大力尋求收回 應屬睿富房地產基金的應收律師費用及繼 續為單位持有人就任何有關二零一六年二 月十五日裁決或二零一六年三月十四日的 上訴通知書的重大發展提供最新資料。

#### 11 Other payables and accruals

#### 11 其他應付款項及應計費用

		30 June 2016 二零一六年 六月三十日 <i>\$'000</i> 千元	31 December 2015 二零一五年 十二月三十一日 <i>\$*000</i> 千元
Torreination and liquidation costs (note (i))	終止及清盤費用(附註(i))	2.070	2.070
Termination and liquidation costs (note (i))	於止以用盛食用(附註(1))	2,979	2,979
Other legal costs provision (note (ii))	其他法律費用撥備(附註(ii))	15,640	16,122
Other payables and accruals	其他應付款項		
(note (iii))	及應計費用(附註(iii))	1,122	863
Manager's fee payable	應付管理人費用	73	148
		19,814	20,112

- (i) The amount represents the estimated termination and liquidation expenses of RREEF CCT.
- Other legal costs provision represents estimated legal costs in relation to the Claims and the Notice of Approval under relevant provisions of the Trust Deed.

Movements of other legal costs provision during the period/year are as follows:

- (i) 該款項為睿富房地產基金的終止及清盤 估計費用。
- (ii) 根據信託契約相關條款,其他法律費用 撥備為有關索償及上訴通知書的估計法 律費用。

於年內其他法律費用撥備的變動如下:

		30 June 2016 二零一六年 六月三十日 <i>\$′000</i> チ元	31 December 2015 二零一五年 十二月三十一日 <i>\$*000</i> <i>千元</i>
At 1 January Provisions utilised	於一月一日 已使用的撥備	16,122 (482)	16,122 —
At 30 June/31 December	於六月三十日/ 十二月三十一日	15,640	16,122

- (iii) Included in other payables and accruals is an amount due to the Trustee of \$60,000 (31 December 2015: \$60,000).
- (iii) 其他應付款項及應計費用包括應付信 託人的60,000港元(二零一五年十二月 三十一日:60,000港元)。

#### 12 Amount due to the Vendor

#### 12 應付賣方款項

		30 June 2016 二零一六年 六月三十日 <i>\$'000</i> 千元	31 December 2015 二零一五年 十二月三十一日 <i>\$'000</i> 千元
Retention of proceeds on acquisition	   收購所得款項保留金	156,000	156,000
Balance of initial unpaid consideration <sup>3</sup>	首次未付代價結餘3	64,955	64,955
Retention of the Vendor's unit distribution	賣方基金單位分派保留金	16,542	16,542
Amounts set off <sup>3</sup>	抵銷款項3	(226,597)	(226,597)
Interest payable	應付利息	5,334	_
Repayment made	還款	(16,234)	_
		_	10,900

The Manager, as confirmed appropriate in the February 2016 Judgment, has exercised its rights of set-off against the amount due to the Vendor to compensate the Trust's losses and/or additional expenses incurred.

The Manager notified the Vendor in advance of the set-offs exercised. In the Appeal and the Claims, the Vendor stated that he disputes the set-offs. The Appeal and the Claims have been dismissed by the High Court (see note 2(b)). The High Court confirmed the Manager's view that those set-offs are appropriate and legitimate. The Vendor filed a notice of appeal against the 15 February 2016 Judgment on 14 March 2016, to seek an order that save for the judgment in respect of the Balance Amount, the 15 February 2016 Judgment be set aside, that judgment be entered ordering the Manager and the Trustee to pay to Tin HK\$287,496,458 plus the balance due from the payment made by him on 7 September 2007, and that the Manager and Trustee pay Mr. Tin Lik's costs of the Appeal and of the preceding action. The appeal had been set down for hearing at the Court of Appeal of HKSAR from 9 to 12 May 2017. The final amount is contingent upon the outcome of the abovementioned appeal against the 15 February 2016 Judgment and the taxation of costs in relation to the Claims (see notes 2 and 16(i)).

管理人根據二零一六年二月裁決,已行 駛其抵銷權利以抵銷應付賣方款項,以 補償信託的虧損及/或所產生的額外開 支。

管理人已預先知會賣方所行使的抵銷。於 上訴及索償,賣方指出其對抵銷提出異 議。上訴及申索已被高等法院駁回(請參 閲附註2(b))。高等法院對管理人認為該 等抵銷為合適及合法予以確認。賣方已就 二零一六年二月十五日裁決於二零一六年 三月十四日提交上訴誦知書,尋求法院判 斷以保留就餘額作出的判決,將二零一六 年二月十五日的裁決作廢,並尋求管理人 及受託人支付他287,496,458港元以及於 歸還他二零零七年九月七日他所付款項中 餘下的款額;同時管理人及受託人支付田 力先生上訴及先前行動的費用。上訴聆訊 的日期定為二零一七年五月九日至十二日 於香港特別行政區上訴法庭進行。最終款 項取決於有關二零一六年二月十五日裁決 上訴的結果以及索償的評定訴訟費(請參 閲附註2及16(i))。

#### Note:

The balance of initial unpaid consideration and the amounts set-off exclude the \$50 million treated as waived under the 15 February 2016 Judgment.

#### 附註:

3. 首次未付代價結餘及抵銷款項不包括於二零 一六年二月十五日的裁決內裁定為放棄的50百 萬港元。

#### 12 Amount due to the Vendor (Continued)

Based on the 15 February 2016 Judgment and the 10 May 2016 Decision, the Manager and the Trustee had paid the Balance Amount of HK\$10.9 million and interest on the Balance Amount of HK\$5.3 million to Mr. Tin Lik in June 2016.

#### 13 Fair Value Measurement

The financial assets and liabilities are carried at amounts not materially different from their fair value as at 30 June 2016 and 31 December 2015.

#### 14 Units in Issue

There was no repurchase, sale or redemption of RREEF CCT units and no new units were issued for the six months ended 30 June 2016 and for the year ended 31 December 2015 respectively. The total number of units in issue was 464,161,000 as at 30 June 2016 and 31 December 2015.

#### 15 Material Related Party Transactions

(a) During the period, the Trust entered into the following transactions with certain connected persons and/or related parties under the REIT Code and HKAS 24, Related party disclosures:

#### 12 應付賣方款項(續)

根據二零一六年二月十五日裁決及二零一六年五月十日決定,管理人及受託人已於二零一六年六月支付田力先生餘額的10.9百萬元以及餘額的相關利息5.3百萬元。

#### 13 公允價值調整

於二零一六年六月三十日及二零一五年 十二月三十一日,金融資產及負債均與 其公允價值並無重大差異。

#### 14 已發行基金單位

截至二零一六年六月三十日止六個月及 二零一五年十二月三十一日止年度,並 無購回、銷售或贖回任何睿富房地產基 金單位且並無發行新基金單位。於二零 一六年六月三十日及二零一五年十二 月三十一日的已發行基金單位總數為 464,161,000個。

#### 15 重大關聯方交易

(a) 期內,睿富房地產基金與若干關聯 人士及/或關聯方(根據房地產投 資信託基金守則及《香港會計準則》 第24號關連方披露所定義)訂立下 列交易:

Related party	Relationship with the Group	關聯方	與本集團的關係
HSBC Institutional Trust Services (Asia) Limited	The Trustee of RREEF CCT	匯豐機構信託服務 (亞洲)有限公司	睿富房地產 基金的受託人
HSBC Holdings Plc and its associates ("HSBC") and other members of its group (collectively referred to as the "HSBC Group")	Trustee's Connected Persons	匯豐控股有限公司及 其聯繫人士(「匯豐」) 以及該集團其他成員 公司(統稱「匯豐集團」)	受託人的關聯人士
RREEF China REIT Management Limited	The Manager of RREEF CCT	睿富中國房托基金 管理有限公司	睿富房地產 基金的管理人

#### 15 Material Related Party Transactions (Continued)

#### 15 重大關聯方交易(續)

(b) Balances with related parties are as follows:

(b) 與關連方之間的結餘如下:

		30 June 2016 二零一六年 六月三十日 <i>\$*000</i> 千元	31 December 2015 二零一五年 十二月三十一日 <i>\$'000</i> 千元
Net amount due to:	應付賬款淨額:		
—The Trustee	- 受託人	60	60
—The Manager	- 管理人	72	148
Deposits and cash placed with	結存於匯豐集團的存款及現金		
the HSBC Group		18,647	36,079

- (c) In addition to the transactions and balances disclosed elsewhere in this interim financial report, the Trust entered into the following material related party transactions during the period:
- (c) 除本中期財務報告其他地方披露的 交易及結餘外,睿富房地產基金於 期內訂立下列重大關聯方交易:

		Six months ended 30 June 截至六月三十日止六個月	
		2016     2015       二零一六年     二零一五年       *000     *000       チ元     千元	
Manager's fees (note (ii)) Trustee's fees (note (iii))	管理人費用(附註(ii)) 受托人費用(附註(iii))	73 60	75 60

#### Notes

- (i) These transactions were carried out in the ordinary course of business on normal commercial terms.
- ii) The Manager's fees are calculated based on a base fee of 0.4% per annum on the value of the Deposited Property plus a variable fee of 3% per annum on the Net Property Income as defined in the Trust Deed.
- (iii) Under the Trust Deed, the Trustee is entitled to receive a remuneration of not more than 0.03% per annum on the value of the Deposited Property (as defined in the Trust Deed) with a provision for further increments up to a maximum of 0.06% per annum on the value of the Deposited Property, subject to a minimum fee of \$50,000 per month. Effective from 1 July 2012, the Trustee's fees were reduced to \$10,000 per month.

#### 附註

- (i) 該等交易乃於正常商業過程中按 正常商業條款進行。
- (ii) 管理人費用按存置財產價值的百分之零點四(以年率計算)的基本費用加上物業收入淨額(定義見信託契約)百分之三(以年率計算)的浮動費用計算。
- (iii) 根據信託契約,受託人有權收取 存置財產(定義見信託契約)價值 不超過百分之零點零三(以年率 計算)的酬金,而該酬金可增加 至最高為存置財產價值的百分之 零點零六(以年率計算),而最低 費用為每月50,000元。自二零 一二年七月一日起,受託人費用 減至每月10,000元。

#### 16 Accounting Estimates

The key sources of estimation in applying the accounting policies are described below.

#### (i) Amount due from/to the Vendor

The amount due to Mr. Tin Lik, the Vendor, is the net amount owing to the Vendor. The balance was fully settled in accordance with the 15 February 2016 Judgment and the 10 May 2016 Decision.

The amount due from Mr Tin Lik represents estimated Legal Costs Receivable from the Vendor as per judgment outcome date 15 February 2016, the 10 May 2016 Decision and legal advice.

The final amount to be received by the Trust is contingent upon the outcome of Mr. Tin Lik's appeal against the 15 February 2016 Judgment, the taxation of costs in relation to the Claims and the payment being made by Mr, Tin Lik. The Manager will vigorously seek for recovery of the Legal Costs Receivable for the benefit of the Trust and continue to update Unitholders as to any material developments in connection with the 15 February 2016 Judgment and the 14 March 2016 Notice of Appeal thereof.

## (ii) Termination and liquidation costs and other legal costs provisions

The final amounts are dependent on the progress of the Claims and outcome of the appeal against the 15 February 2016 Judgment lodged by Mr. Tin Lik on 14 March 2016.

As announced on 3 May 2012, in the event there is a shortfall in the provisions amounts, any additional costs, fees and expenses incurred in the name of either the Manager, the Trustee or RREEF CCT exceeding the amounts already provided will be borne by the Manager and/or the Trustee in such proportions to be agreed between themselves.

#### 16 會計估計

應用會計政策時,主要估計的來源載列如下。

#### (i) 應收/付賣方款項

應付田力先生(賣方)的款項為結欠賣 方的款項淨額。根據二零一六年二月 十五日裁決及五月十日的法院決定, 此款項已支付。

應收田力先生的款項為二零一六年二 月十五日法院裁決,二零一六年五月 十日的法院通知以及法律意見的應收 律師費用(估計)。

最終睿富房地產基金收回的應收法律費 用取決於有關申索的評定訴訟費,上述 就二零一六年二月十五日裁決上訴的結 果以及田力作出的付款。管理人將大力 尋求收回應屬睿富房地產基金的應收律 師費用及繼續為單位持有人就任何有關 二零一六年二月十五日裁決或二零一六 年三月十四日的上訴通知書的重大發展 提供最新資料。

#### (ii) 終止及清盤費用及其他法律費用撥備

受託人法院申請的最終費用取決於索 償的進度以及田力先生於二零一六年 三月十四日就二零一六年二月十五日 裁決上訴的結果而定。

誠如二零一二年五月三日公告所提及,倘若準備金不足以支付任何在管理人、受託人或睿富房地產基金的名下發生的額外支出、費用及開銷,將由管理人及/或受託人雙方就將會議定的比例分攤。

# Corporate Information 企業資料

#### The Manager

#### **RREEF China REIT Management Limited**

#### Registered Office:

Level 52 International Commerce Center

1 Austin Road West Kowloon, Hong Kong Tel: +852 2203 7872

Fax: +852 2203 7995

Email: enquiry@rreefchinatrust.com Website: www.rreefchinatrust.com

#### **Board of Directors of the Manager**

#### **Chairman and Non-executive Director**

Mr Kurt William ROELOFFS, Junior

#### **Executive Director**

Mr Rahul GHAI

#### Independent Non-executive Director

Mr Mark Henry FORD

#### **Responsible Officers of the Manager**

Mr Rahul GHAI

Mr. Ravi Thimma Raju KANKIPATI

#### 管理人

#### 睿富中國房托基金管理有限公司

#### 註冊辦事處:

香港九龍柯士甸道西一號 環球貿易廣場五十二樓 電話:+852 2203 7872

傳真: +852 2203 7995

電郵:enquiry@rreefchinatrust.com 網址:www.rreefchinatrust.com

#### 管理人董事會

#### 主席兼非執行董事

Kurt William ROELOFFS, Junior 先生

#### 執行董事

Rahul GHAI先生

#### 獨立非執行董事

Mark Henry FORD 先生

#### 管理人負責人員

Rahul GHAI先生

Ravi Thimma Raju KANKIPATI 先生

#### **Trustee**

#### **HSBC Institutional Trust Services (Asia) Limited**

1 Queen's Road Central, Hong Kong

#### **Legal Counsel**

#### (For general corporate legal matters)

#### **Clifford Chance**

28/F, Jardine House 1 Connaught Place Central, Hong Kong

### (For Writ Claim case)

#### Davis Polk & Wardwell

The Hong Kong Club Building 3A Chater Road, Hong Kong

#### **Unit Registrar**

#### **Tricor Investor Services Limited**

Level 22, Hopewell Centre 183 Queen's Road East Hong Kong

#### **Company Secretary of the Manager**

Ms. HO Wing Tsz Wendy

#### **Auditors of RREEF CCT**

#### **KPMG**

Certified Public Accountants

#### 受託人

#### 匯豐機構信託服務(亞洲)有限公司

香港皇后大道中一號

#### 法律顧問

(有關公司法律事宜)

高偉紳律師事務所

香港中環

康樂廣場一號

怡和大廈二十八樓

#### (有關索償事宜)

#### 達維香港律師事務所

香港中環遮打道

香港會所大廈3樓A室

#### 基金單位過戶處

#### 卓佳證券登記有限公司

香港灣仔皇后大道東183號

合和中心22樓

#### 管理人公司秘書

何詠紫女士

#### 睿富房地產基金核數師

畢馬威會計師事務所

執業會計師

#### **Stock Code**

625

#### **Unitholder Enquiries/Investor Relations**

Your feedback is valuable. If you have any queries, please contact us at:

Rahul GHAI

RREEF China REIT Management Limited as the Manager of RREEF China Commercial Trust

Level 52 International Commerce Center

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Email: enquiry@rreefchinatrust.com Website: www.rreefchinatrust.com

#### 股份代號

625

#### 基金單位持有人查詢/投資者關係

閣下的反饋極為寶貴。倘若 閣下有任何疑問,歡迎與我們聯絡:

Rahul GHAI先生

睿富中國房托基金管理有限公司 作為睿富中國商業房地產投資信托基金的 管理人

香港

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