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# 中泛控股有限公司

## CHINA OCEANWIDE HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)  
(Stock Code: 715)

### UNAUDITED INTERIM RESULTS FOR THE SIX MONTHS ENDED 30 JUNE 2017

THE BOARD (THE "BOARD") OF DIRECTORS (THE "DIRECTORS") OF CHINA OCEANWIDE HOLDINGS LIMITED ("CHINA OCEANWIDE HOLDINGS" OR THE "COMPANY", TOGETHER WITH ITS SUBSIDIARIES, THE "GROUP") IS PLEASED TO ANNOUNCE THE INTERIM RESULTS OF THE GROUP FOR THE SIX MONTHS ENDED 30 JUNE 2017.

#### FINANCIAL HIGHLIGHTS

	Unaudited Six months ended 30 June		Change
	2017 HK\$'million	2016 HK\$'million	
Revenue	71.7	78.9	-9%
Earnings before interest expense and tax	21.6	201.2	-89%
Profit attributable to shareholders of the Company	13.6	117.7	-88%
Earnings per share	HK0.08 cent	HK0.84 cent	-90%

#### CHAIRMAN'S STATEMENT

China Oceanwide Holdings Limited, the current major listed platform of the overseas business of Oceanwide Holdings Co., Ltd. (泛海控股股份有限公司)\* ("Oceanwide Holdings", the shares of which are listed on Shenzhen Stock Exchange (Stock Code: 000046)), is committed to the development and management of overseas United States dollar ("U.S. dollar", or "US\$") denominated assets, the current principal business of which is the development of high quality real estate projects in North America, commercial property investment project in the prime location of Shanghai, energy development project in Indonesia and financial investment and other businesses in Hong Kong. By fully leveraging the substantial resources, extensive experience and leading ideas of its controlling shareholders, it also exploits the strategic and resources advantages of the platform in Hong Kong. As an investment holding company with a solid foothold in controlling U.S. dollar denominated assets and business, by virtue of the diversified investing and financing management channel in the Hong Kong market, internationalisation of capital and excellent professionals, the Group has successfully developed into an established internationally integrated conglomerate. With the unremitting joint efforts of the management and execution teams, and benefiting from the continuous appreciation of U.S. dollar and economic recovery in North America, the scale of the Group's U.S. dollar denominated assets maintained a high growth rate. All construction projects are progressing well and is expected to contribute revenue by the end of 2018 at the earliest. The Group has entered into a rapid development stage, laying a solid foundation for generating future profits.

While under rapid development, the Group also follows the principle of steadiness and considers risk control as a priority, of which, our primary concern is whether the sufficiency of capital could support the business development progress of the Group. Through management's flexibility to connect to various financing channels, the Group is able to maintain sufficient liquidity at all times. As a result of continuous efforts, the Group had total undrawn facilities amounting to HK\$2,967.6 million (including the undrawn facilities from an intermediate holding company) as at 30 June 2017, which ensures our healthy liquidity position.

## FINANCIAL RESULTS

During the six months ended 30 June 2017 (the "Period"), the Group maintained a stable execution capability and its asset scale continued to grow under the current structure. As at 30 June 2017, total assets of the Group increased to HK\$18,984.2 million, representing an increase of 12% as compared with that of 31 December 2016. Among which, the size of investment properties increased to HK\$2,767.4 million, representing an increase of 21% as compared with that of 31 December 2016. The size of properties under development increased to HK\$10,665.8 million, representing an increase of 10% as compared with that of 31 December 2016. The properties under development are mainly located at prime locations in major cities in the U.S., which will be developed into diversified residential, hotel and commercial properties in the future, part of which will be for sale and part of which will be self-owned. It is expected to bring ample profitability and returns to the Group in the medium and long term.

In view of the fact that the real estate development and energy segments of the Group are at their construction stages with increasing capital expenditure while the management is always concerned about sustaining our profitability condition, the revenue generally remained stable. Revenue for the Period amounted to HK\$71.7 million (2016: HK\$78.9 million) and earnings before interest expense and tax (the "EBIT") for the Period amounted to HK\$21.6 million (2016: HK\$201.2 million). Excluding other net losses of HK\$8.1 million<sup>1</sup> (2016: other net gains of HK\$162.7 million), the recurring EBIT for the Period was HK\$29.7 million (2016: HK\$38.5 million). The decrease in recurring EBIT was mainly attributable to the decrease in revenue and increase in operating costs resulting from the increase in the number of projects.

The consolidated profit attributable to shareholders of the Company amounted to HK\$13.6 million (2016: HK\$117.7 million) for the Period. Basic earnings per share was HK0.08 cent (2016: HK0.84 cent). Excluding the effect from other net losses after tax of HK\$8.1 million<sup>2</sup> (2016: other net gains after tax of HK\$94.3 million), the recurring consolidated profit attributable to shareholders amounted to HK\$21.7 million (2016: HK\$23.4 million).

## DIVIDEND

In order to retain cash reserve for the business development of the Group, the Board does not recommend the payment of interim dividend for the Period (2016: Nil).

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<sup>1</sup> Other net losses of HK\$8.1 million for the Period represented the exchange losses of HK\$15.3 million and net gains of HK\$7.2 million from the disposal of available-for-sale equity securities; other net gains of HK\$162.7 million for the six months ended 30 June 2016 represented the changes in fair value of investment properties (before tax) of HK\$198.4 million, net gains from the disposal of available-for sale equity securities (before tax) of HK\$2.0 million and the impairment provision of available-for-sale equity securities of HK\$37.7 million.

<sup>2</sup> Other net losses of HK\$8.1 million for the Period represented the exchange losses of HK\$15.3 million and net gains of HK\$7.2 million from the disposal of available-for-sale equity securities; other net gains of HK\$94.3 million for the six months ended 30 June 2016 represented the changes in fair value of investment properties (after tax and non-controlling interests) of HK\$130.4 million, net gains from the disposal of available-for sale equity securities (after tax) of HK\$1.6 million and the impairment provision of available-for-sale equity securities of HK\$37.7 million.

## BUSINESS REVIEW OF EACH SEGMENT

### Property investment

During the Period, the property investment segment contributed a revenue of HK\$44.3 million (2016: HK\$49.7 million) and an EBIT of HK\$37.1 million (2016: HK\$239.2 million). Excluding the property revaluation gains of HK\$198.4 million for the corresponding period in 2016, the recurring EBIT decreased from HK\$40.8 million for the corresponding period in 2016 to HK\$37.1 million for the Period. The decrease in revenue and EBIT were mainly attributable to the decrease in occupancy rates for the Group's two offices and commercial properties in Shanghai as a result of the increase of new market supply in office area, trends of early termination of tenancy for small-scaled financial companies and competition from non-core business districts. As at 30 June 2017, the average occupancy rate for the two offices and commercial properties was 94%.

During the Period, through successful public tender, the Group entered into share transfer agreements with the original non-controlling shareholder of the two subsidiaries in Shanghai to acquire its entire equity interests in those subsidiaries. The Group currently owns the entire equity interests in the two subsidiaries in Shanghai, which contribute additional net profit to the Group, and better facilitate the rebuilding and realisation of the value of the two offices and commercial properties in Shanghai.

The property investment segment continues to contribute stable Renminbi revenue to the Group. Meanwhile, the property investment team of the Group strives to increase revenue and reduce cost through various means, in order to increase the profit contribution of the property investment segment to the Group.

### Real estate development

With focus on the recovery of U.S. economy and continuing appreciation of U.S. dollar, the Group continues to focus on the development of its U.S. real estate projects. All projects are concentrated on the prime locations in major cities in the U.S., and positioned as mid-to-high end luxurious property complex and new regional landmarks. The summary of each project is set out in the following table:

Project Name	Site Area (Square Meters)	Fund Invested as at 30 June 2017 (US\$'million)	Project Current Status	Project Development
Los Angeles Project	18,662	522.0	Main construction stage; concrete roof slab works has been completed for 24 floors in hotel and branded apartment of the main building, 21 floors in the No. 2 Building of South Tower and 23 floors in the No. 3 Building of South Tower	Upscale condominiums, a 5-star luxury hotel under the brand name of "Park Hyatt" and a shopping mall with the largest LED signage panel in the west coast of the U.S.
New York Project	1,367	399.5	Schematic design	Mixed use building comprising high-end hotel and residential tower
Hawaii Ko Olina No.1 Land Project	106,311	283.8	Conceptual design	Development of an international luxury resort using "Atlantis" as brand name, including luxury apartments and hotel
Hawaii Ko Olina No.2 Land Project	70,000	201.6	Conceptual design	Two luxury branded hotels and apartments
Hawaii Kapolei Project	2,066,286	109.0	Phase I infrastructure construction for the project	Commercial, residential properties and communities

### Los Angeles Project

In October 2015, the Group successfully acquired the real estate project in Los Angeles, U.S. from a subsidiary of its parent company, Oceanwide Holdings. The project is located at a prime location in Los Angeles, U.S., which is close to the landmark buildings such as Staples Center (home to the Lakers and the Clippers), Microsoft Theatre, Los Angeles Convention Center and The Ritz-Carlton Hotel. With considerable flow of people and customers, it is an excellent land site for the development of commercial complex. The project covers a total land area of approximately 18,662 square meters ("sqm") with gross floor area of approximately 138,249 sqm. It is expected to be developed into a large scale mixed use urban commercial complex, including three upscale condominiums, a luxury five-star hotel under the brand name of "Park Hyatt", the most high-end hotel brand under the Hyatt group, a shopping mall with gross floor area of approximately 15,476 sqm and the largest LED signage panel in the west coast of U.S.. The construction work of the project has commenced in the second half of 2014. Currently, the project is entering into the main construction stage. Concrete roof slab works has been completed for 24 floors in hotel and branded apartments of the main building, 21 floors in the No. 2 Building of South Tower and 23 floors in the No. 3 Building of South Tower. The construction of the project is expected to be completed in the second quarter to third quarter of 2019. Pre-sale of the residential portion of the project is expected to commence in 2018. As at 30 June 2017, the total funds invested in the project was approximately US\$522.0 million (equivalent to approximately HK\$4,074.4 million).

## New York Project

The acquisition of the land sites in New York was completed in March 2016. The project involves two parcels of land situated in the core area of the Seaport District, Lower Manhattan, U.S., and are adjacent to the East River on its east and close to the famous Brooklyn Bridge, facing New York Port and Statue of Liberty on its south, World Trade Center on its west, and can overlook the skyline of the whole Manhattan Island on its north. With a land area of approximately 1,367 sqm and a development area of approximately 75,975 sqm, the site is well-positioned for hotel and residential development. The project has obtained the certification from the City Planning Commission of the City of New York, with a plan to develop into a mixed use building comprising high-end hotel and residential tower. The conceptual design of the project has been completed and the schematic design is currently in progress. As at 30 June 2017, the total funds invested in the project was approximately US\$399.5 million (equivalent to approximately HK\$3,118.2 million).

## Hawaii Projects

### *Ko Olina No. 2 Land*

In December 2015, the Group acquired certain parcels of land at Ko Olina District on Oahu Island in Hawaii, U.S., one of the world's most popular tourist regions, and such parcels of land are scarce for use of hotel development in Oahu Island. The site has rich natural resources and beautiful coastal line with a land area of approximately 70,000 sqm and an estimated gross floor area of approximately 92,292 sqm. It is planned to develop into two luxury branded hotels and residential condominium building on such parcels of land. The project is currently at its conceptual design stage. As at 30 June 2017, the total funds invested in the project was approximately US\$201.6 million (equivalent to approximately HK\$1,573.5 million).

### *Ko Olina No. 1 Land*

In September 2016, the Group acquired three parcels of land, with an area of approximately 106,311 sqm, at Ko Olina District on Oahu Island in Hawaii, U.S., at a consideration of US\$280.8 million (equivalent to approximately HK\$2,191.7 million). The Group reached an agreement with the "Atlantis" brand company in December 2016, under which the parcels of land will be developed into an international luxury resort under the "Atlantis" brand, which shall consist of a hotel component comprising approximately 800 guestrooms, aquarium, restaurants, bars, spa, gym, conference facilities, outdoor pools and bars, along with a waterpark, etc.; and a branded residence component which shall contain approximately 524 luxury residences marked in association with the "Atlantis" brand. The project is currently at its conceptual design stage. As at 30 June 2017, the total funds invested in the project was approximately US\$283.8 million (equivalent to approximately HK\$2,215.1 million).

### *Kapolei*

In October 2016, the Group completed the acquisition of certain parcels of land situated in the Kapolei area, Oahu Island in Hawaii, U.S., with an area of approximately 2.07 million sqm. Such parcels of land are adjacent to the above-mentioned parcels of land at Ko Olina District on Oahu Island which can bring synergy effect and brand values. The land is planned to be used for the construction of commercial, residential properties and communities. The Phase I infrastructure construction for the project is currently underway. As at 30 June 2017, the total funds invested in the project was approximately US\$109.0 million (equivalent to approximately HK\$850.8 million).

In the first half of 2017, the real estate development segment generated revenue of approximately HK\$2.0 million, which was mainly from short-term rental income of the Hawaii Ko Olina No. 1 Land Project. As the above projects are currently at their initial stage and have not commenced any operation, loss before interest expense and tax (the “LBIT”) of the real estate development segment during the Period was HK\$9.5 million, representing an increase of 23% as compared with HK\$7.7 million in the corresponding period in 2016. The increase in LBIT was mainly attributable to the increase in employee costs and operating expenses arising from the increase in the number of projects.

## Energy

In 2015, the Group acquired an energy project to develop two coal fuel steam power plants (with a net capacity of 150 megawatt each) in the Medan industrial zone of Indonesia (the “Medan Project”). The Medan Project company (the “Project Company”) has entered into a power purchase agreement with the local state owned power grid company, PT Perusahaan Listrik Negara (Persero) (“PLN”). The Medan Project follows three major principles<sup>3</sup>: U.S. dollar pricing, take or pay, and coal-and-electricity linkage. These principles not only avoid any foreign exchange risks of the Medan Project, but also ensure PLN to buy all the electricity produced at an agreed price and bear the risk of coal price volatility, thus ensuring long-term profitability of the Medan Project. The construction of the foundation of the Medan Project is completed and the structural construction has commenced. The equipment for the power plant has been moved in successively for installation. The Medan Project is expected to commence operations by the end of 2018. After the commencement of operations, the Medan Project will be able to generate and contribute stable revenue to the Group. As at 30 June 2017, the total funds invested in the Medan Project was approximately US\$262.0 million (equivalent to approximately HK\$2,045.0 million).

As the Medan Project is still at its preliminary construction stage, the LBIT of the energy segment for the Period was HK\$4.9 million, representing a decrease of 17% as compared with HK\$5.9 million in 2016.

## Litigation

As stated in the announcement of the Company dated 9 June 2017, on 8 March 2016, PT. Karya Prajona Nelayan (“KPN”), an independent third party, went to the General Administration of Criminal Affairs of Police Department of North Sumatera of Indonesia (the “North Sumatera Police”) to request for a criminal investigation for an allegation of misappropriation of land by PT Mabar Elektrindo, a non wholly-owned subsidiary of the Company in Indonesia (“PT Mabar”). On 26 July 2016, North Sumatera Police ruled that the investigation against PT Mabar shall be terminated for insufficient evidence. After North Sumatera Police has made the above ruling, KPN filed a civil claim (the “Litigation”) to the Lubuk Pakam District Court of Indonesia (the “District Court”) on 5 August 2016 claiming that KPN is the rightful owner of an area of 104 hectares of land which overlaps with the plot of land with an area of approximately 119.89 hectares (the “Indonesian Land”) purchased by PT Mabar. On 16 March 2017, the District Court ruled in favor of KPN. On 27 March 2017, PT Mabar registered an appeal (the “Appeal”) to the North Sumatera High Court of Indonesia (the “High Court”). As at the date of this announcement, the District Court has yet to issue any official written verdict, and the hearing in the High Court has not commenced.

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<sup>3</sup> U.S. dollar pricing means that the electric power to be generated by the Project Company will be priced in U.S. dollar, which can greatly alleviate the currency exchange risk of the Medan Project. Meanwhile, Indonesia is a country in which foreign currencies can be traded freely, which can ensure the free inflow and outflow of funds of the Medan Project. Take or pay means that the power purchase agreement entered into between the Project Company and PLN provides that the Project Company generates power volume as agreed and PLN promises to purchase all the electric power generated at the agreed price, which can ensure the stability of the Project Company’s revenue from the Medan Project. Coal-and-electricity linkage means that PLN bears the risk of coal price volatility by paying the fuel costs of coal supplied. Accordingly, the Project Company will be able to generate stable yield level. If the power plants are designed rationally and managed properly, additional profits can be expected.

According to (a) the facts of the Litigation; (b) documentation signed and the procedures conducted for acquisition of the Indonesian Land; (c) the results of North Sumatera Police ruling in favour of PT Mababar on criminal investigation; and that KPN has insufficient evidence to sue for misappropriation of land by PT Mababar; (d) the Ministry National Land Department of Indonesia issued the decree to grant the application of HGB land title after the ruling of North Sumatera Police; (e) the unusual practice of the District Court of not issuing official written verdict; and (f) the legal opinion from the Indonesian lawyers, the Board is of the view that PT Mababar has acquired the Indonesian Land properly and that KPN has no basis to commence the Litigation. However, given the complexity of the proceeding and the judicial environment of Indonesia, the Company is currently unable to predict the outcome of the Appeal with certainty.

## Finance investment and others

In light of the reduction in the scale of cash management, the revenue of the finance investment and others segment during the Period was HK\$25.4 million, representing a decrease of 13% as compared to HK\$29.2 million in the corresponding period of 2016. LBIT during the Period was HK\$1.1 million (2016: HK\$24.4 million). Excluding other net losses of HK\$8.1 million which comprised of exchange losses of HK\$15.3 million, net of the net gains on disposal of equity securities of HK\$7.2 million (2016: HK\$35.7 million, which comprised of impairment losses on equity securities of HK\$37.7 million, net of the net gains on disposal of equity securities of HK\$2.0 million) during the Period, EBIT was HK\$7.0 million (2016: HK\$11.3 million). The decrease was mainly due to the increase in operating costs.

In 2015, the Group made finance investments in various listed securities, including China Huiyuan Juice Group Limited (Stock Code: 1886) and GF Securities Co., Ltd. (Stock Code: 1776) etc. During the Period, the Group recorded total realised gains on disposal of equity securities of HK\$7.2 million (2016: HK\$2.0 million). As at 30 June 2017, the fair market value of the Group's listed equity and debt securities investments were HK\$1,327.2 million (31 December 2016: HK\$1,357.0 million).

As at 30 June 2017, total value of unsecured and unrestricted cash, liquid funds and listed equity and debt securities investments of the Group was HK\$1,152.9 million (31 December 2016: HK\$1,304.3 million).

## OUTLOOK

During the Period, the Group focused on the development of all its business segments. The development and operation teams for each project are in place. Looking forward, with the Group's business expansion and increase in capital expenditure, the management will place the maintenance of sufficient capital reserve as its priority and will conduct various fund raising activities through borrowings from shareholders or third parties, debt financing and equity financing. The management will strictly control various capital and operational risks arising from business growth in order to complete the constructions and earn investment returns as soon as possible. Meanwhile, the management will enhance its management control on projects and strictly control capital expenditures and various costs to ensure timely delivery of the projects and achieve profit contribution to the Group as scheduled. While committed to developing its existing businesses, the Group will keep identifying other opportunities to expand its finance, real estate and energy businesses in mainland China and overseas and gain extensive development resources so as to enhance profitability, increase returns to the shareholders of the Company, enable the Group to enhance its asset scale as well as lay a solid foundation for its future development.

The property investment segment is expected to contribute stable Renminbi revenue and profit to the Group by increasing occupancy rates and income on the two properties in Shanghai.

Leveraging on the long-term development plan and extensive experience of the management teams of Oceanwide Holdings, the Group is committed to developing the projects acquired to facing new opportunities and challenges brought by the economic development in the U.S.. The management will consider its proper capital source when appropriate. The management has a cautious but positive attitude on the prospects of the Group and believes that with the implementation of stringent controls on costs and risks, the projects will be completed and sold as scheduled, which will lead the Group to the profit earning period.

The energy segment endeavors to facilitate the project construction by enforcing stringent controls on quality, safety and costs and complying with laws and regulations in order to meet the targeted production timeline and broaden the source of stable income of the Group.

Under the premise of having sufficient capital, the Group will continue to identify investment and business development opportunities prudently and thoroughly, realise its high efficiency and stability of business expansion and optimise its assets distribution. With the support and experience of the Company's controlling shareholder, the management of the Group is committed to strengthening and expanding its property investment, real estate development, energy and financial investment and others segments to enhance the long-term return of the shareholders of the Company.

## APPRECIATION

On behalf of the Board, I would like to express its gratitude to all our staff for their hard work and dedication and to thank all our shareholders, business partners and customers for their continuous support.

**HAN Xiaosheng**

*Chairman*

Hong Kong, 15 August 2017



**CONDENSED CONSOLIDATED STATEMENT OF INCOME**  
**For the six months ended 30 June 2017**

		<b>Unaudited</b>	
		<b>Six months ended 30 June</b>	
	<i>Note</i>	<b>2017</b>	<b>2016</b>
		<b>HK\$'000</b>	<b>HK\$'000</b>
<b>Revenue</b>	<i>2</i>	<b>71,688</b>	78,913
Cost of sales		<b>(4,248)</b>	(6,178)
<b>Gross profit</b>		<b>67,440</b>	72,735
Other net (losses)/gains	<i>3</i>	<b>(8,103)</b>	162,696
Administrative expenses		<b>(36,674)</b>	(33,597)
Selling and distribution costs		<b>(1,034)</b>	(633)
<b>Profit before tax</b>	<i>3</i>	<b>21,629</b>	201,201
Income tax expense	<i>4</i>	<b>(7,763)</b>	(57,440)
<b>Profit for the period</b>		<b>13,866</b>	143,761
<b>Profit attributable to:</b>			
Shareholders of the Company		<b>13,596</b>	117,705
Non-controlling interests		<b>270</b>	26,056
		<b>13,866</b>	143,761
<b>Basic and diluted earnings per share attributable to shareholders of the Company</b>	<i>6</i>	<b>HK0.08 cent</b>	HK0.84 cent

*Details of interim dividend are set out in Note 5.*

**CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME**  
**For the six months ended 30 June 2017**

	<b>Unaudited</b>	
	<b>Six months ended 30 June</b>	
	<b>2017</b>	<b>2016</b>
	<b>HK\$'000</b>	<b>HK\$'000</b>
<b>Profit for the period</b>	<b>13,866</b>	<b>143,761</b>
<b>Other comprehensive income/(expenses):</b>		
<b>Items that may be reclassified subsequently to profit and loss:</b>		
Translating financial statements of foreign operations:		
- Gains/(losses) taken to reserves	<b>104,317</b>	(20,681)
Available-for-sale financial assets:		
- Net valuation losses taken to reserves	<b>(4,255)</b>	(170,024)
- Net gains previously in reserves recognised in statement of income	<b>(7,198)</b>	(1,966)
- Impairment losses transferred to statement of income	<b>-</b>	37,682
	<hr/>	<hr/>
<b>Other comprehensive income/(expenses) for the period, net of tax **</b>	<b>92,864</b>	(154,989)
	<hr/>	<hr/>
<b>Total comprehensive income/(expenses) for the period</b>	<b>106,730</b>	(11,228)
	<hr/> <hr/>	<hr/> <hr/>
<b>Total comprehensive income/(expenses) attributable to:</b>		
Shareholders of the Company	<b>99,811</b>	(35,995)
Non-controlling interests	<b>6,919</b>	24,767
	<hr/>	<hr/>
	<b>106,730</b>	(11,228)
	<hr/> <hr/>	<hr/> <hr/>

\*\* There was no tax effect on each component of the other comprehensive income/(expenses) for the six months ended 30 June 2017 and 2016.

**CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION**  
**At 30 June 2017**

	<i>Note</i>	<b>Unaudited 30 June 2017 HK\$'000</b>	Audited 31 December 2016 HK\$'000
<b>ASSETS</b>			
<b>Non-current assets</b>			
Properties, plant and equipment		<b>2,405,568</b>	1,814,027
Investment properties		<b>2,767,375</b>	2,293,398
Leasehold land and land use rights		<b>1,335</b>	1,320
Available-for-sale financial assets		<b>1,327,204</b>	1,356,980
Deposits, prepayments and other receivables		<b>620,479</b>	643,037
Deferred income tax assets		<b>8,716</b>	4,287
		<hr/> <b>7,130,677</b> <hr/>	<hr/> 6,113,049 <hr/>
<b>Current assets</b>			
Properties under development		<b>10,665,846</b>	9,721,171
Trade receivables	7	<b>659</b>	912
Deposits, prepayments and other receivables		<b>98,724</b>	106,486
Restricted cash		<b>584,797</b>	409,991
Cash and cash equivalents		<b>503,536</b>	615,568
		<hr/> <b>11,853,562</b> <hr/>	<hr/> 10,854,128 <hr/>
<b>Total assets</b>		<hr/> <b>18,984,239</b> <hr/>	<hr/> 16,967,177 <hr/>

**CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION (CONTINUED)**

At 30 June 2017

	Unaudited 30 June 2017 HK\$'000	Audited 31 December 2016 HK\$'000
<b>EQUITY</b>		
<b>Equity attributable to shareholders of the Company</b>		
Share capital	1,614,265	1,614,265
Reserves	9,073,162	9,039,041
	<hr/>	<hr/>
	10,687,427	10,653,306
<b>Non-controlling interests</b>	468,689	629,401
	<hr/>	<hr/>
<b>Total equity</b>	11,156,116	11,282,707
	<hr/>	<hr/>
<b>LIABILITIES</b>		
<b>Non-current liabilities</b>		
Other loans	1,018,592	756,122
Deferred income tax liabilities	256,543	243,798
	<hr/>	<hr/>
	1,275,135	999,920
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<b>Current liabilities</b>		
Deposits received, other payables and accruals	1,397,088	605,088
Bank loans	3,540,176	2,359,875
Amount due to an intermediate holding company	1,588,379	1,694,489
Current income tax liabilities	27,345	25,098
	<hr/>	<hr/>
	6,552,988	4,684,550
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<b>Total liabilities</b>	7,828,123	5,684,470
	<hr/>	<hr/>
<b>Total equity and liabilities</b>	18,984,239	16,967,177
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## Notes:

### 1 Basis of preparation and significant accounting policies

This unaudited condensed consolidated interim financial information ("Interim Financial Statements") is prepared in accordance with Hong Kong Accounting Standard 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and Appendix 16 of the Rules Governing the Listing of Securities on the Main Board of The Stock Exchange of Hong Kong Limited. These Interim Financial Statements should be read in conjunction with the annual financial statements for the year ended 31 December 2016.

These Interim Financial Statements have been prepared under the historical cost convention except for investment properties and available-for-sale financial assets which are stated at fair values.

The accounting policies applied and methods of computation used in the preparation of these Interim Financial Statements are consistent with those used in the annual financial statements for the year ended 31 December 2016, except for the adoption of the standards, amendments and interpretations issued by the HKICPA that are relevant to the Group's operations and mandatory for accounting periods beginning 1 January 2017. The effect of the adoption of these standards, amendments and interpretations was not material to the Group's results of operations or financial position. The Group is in the process of assessing the potential impact of the standards and amendments which were in issue but not yet effective and have not been early adopted by the Group.

These Interim Financial Statements are presented in Hong Kong dollars ("HK\$"), unless otherwise stated.

These Interim Financial Statements were approved for issue on 15 August 2017.

### 2 Revenue and segment information

Revenue represented rental income, interest income and dividend income. The amount of revenue recognised during the period is as follows:

	Unaudited	
	Six months ended 30 June 2017	2016
	HK\$'000	HK\$'000
Rental income from investment properties	44,272	49,725
Rental income from properties under development**	2,035	-
Interest income	23,186	24,516
Dividend income	2,195	4,672
	<u>71,688</u>	<u>78,913</u>

\*\* Revenue of HK\$2,035,000 for the six months ended 30 June 2017 (2016: Nil) represented rental income from leasing of properties acquired for development before the commencement of the development.

The senior management comprising the Company's executive directors and the chief financial officer are the Group's chief operating decision-maker ("CODM"). Management has determined operating segments for the purposes of allocating resources and assessing performance.

Segments are managed separately as each business segment has different business objectives and is subject to risks and returns that are different from one another.

Earnings/(losses) before interest expense and tax ("EBIT/(LBIT)") is regarded as segment results in respect of the Group's reportable segments as the CODM considers that this can better reflect the performance of each segment. EBIT/(LBIT) is used on the Group's internal financial and management reporting to monitor business performances.

**Notes: (Continued)**

**2 Revenue and segment information (Continued)**

**Segment information:**

**a. Condensed consolidated statement of income and other significant information**

	Unaudited Six months ended 30 June 2017				
	Property investment HK\$'000	Real estate development HK\$'000	Energy HK\$'000	Finance investment and others HK\$'000	Total HK\$'000
Segment revenue	<u>44,272</u>	<u>2,035</u>	<u>-</u>	<u>25,381</u>	<u>71,688</u>
Segment results before other net losses	<u>37,137</u>	<u>(9,482)</u>	<u>(4,936)</u>	<u>7,013</u>	<u>29,732</u>
Other net losses (Note 3a)	<u>-</u>	<u>-</u>	<u>-</u>	<u>(8,103)</u>	<u>(8,103)</u>
EBIT/(LBIT)	<u>37,137</u>	<u>(9,482)</u>	<u>(4,936)</u>	<u>(1,090)</u>	<u>21,629</u>
Income tax expense					<u>(7,763)</u>
Profit for the period					<u>13,866</u>
Depreciation of properties, plant and equipment	<u>208</u>	<u>273</u>	<u>41</u>	<u>1,145</u>	<u>1,667</u>
Amortisation of leasehold land and land use rights	<u>25</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>25</u>
Additions to non-current segment assets**	<u>-</u>	<u>422,006</u>	<u>556,266</u>	<u>25</u>	<u>978,297</u>

\*\* The additions to non-current segment assets include additions to properties, plant and equipment, investment properties, prepayments for construction of power plants and prepayments for property development projects.

**Notes: (Continued)**

**2 Revenue and segment information (Continued)**

**Segment information: (Continued)**

**a. Condensed consolidated statement of income and other significant information (Continued)**

	Unaudited Six months ended 30 June 2016				Total HK\$'000
	Property investment HK\$'000	Real estate development HK\$'000	Energy HK\$'000	Finance investment and others HK\$'000	
Segment revenue	49,725	-	-	29,188	78,913
Segment results before other net gains/(losses)	40,794	(7,701)	(5,922)	11,334	38,505
Other net gains/(losses) (Note 3a)	198,412	-	-	(35,716)	162,696
EBIT/(LBIT)	239,206	(7,701)	(5,922)	(24,382)	201,201
Income tax expense					(57,440)
Profit for the period					143,761
Depreciation of properties, plant and equipment	283	111	19	1,133	1,546
Amortisation of leasehold land and land use rights	28	-	-	-	28
Impairment losses on available-for-sale equity securities	-	-	-	37,682	37,682
Fair value gains on revaluation of investment properties	198,412	-	-	-	198,412
Additions to non-current segment assets**	4	196,443	555,160	93	751,700

\*\* The additions to non-current segment assets include additions to properties, plant and equipment, investment properties, prepayments for construction of power plants and prepayments for property development projects.

**Notes: (Continued)**

**2 Revenue and segment information (Continued)**

**Segment information: (Continued)**

**b. Condensed consolidated statement of financial position**

	Unaudited As at 30 June 2017				Total HK\$'000
	Property investment HK\$'000	Real estate development HK\$'000	Energy HK\$'000	Finance investment and others HK\$'000	
Segment assets	1,519,572	12,712,446	3,038,360	1,705,145	18,975,523
Deferred income tax assets	-	8,716	-	-	8,716
Total assets					<u>18,984,239</u>
Segment liabilities	67,890	800,409	502,194	26,595	1,397,088
Bank loans	-	2,178,851	-	1,361,325	3,540,176
Other loan	-	1,018,592	-	-	1,018,592
Amount due to an intermediate holding company	-	-	-	1,588,379	1,588,379
Current income tax liabilities	26,291	-	-	1,054	27,345
Deferred income tax liabilities	253,404	3,139	-	-	256,543
Total liabilities					<u>7,828,123</u>
	Audited As at 31 December 2016				
	Property investment HK\$'000	Real estate development HK\$'000	Energy HK\$'000	Finance investment and others HK\$'000	Total HK\$'000
Segment assets	1,456,098	11,370,293	2,480,566	1,655,933	16,962,890
Deferred income tax assets	-	4,287	-	-	4,287
Total assets					<u>16,967,177</u>
Segment liabilities	71,912	392,689	120,678	19,809	605,088
Bank loans	-	2,169,356	-	190,519	2,359,875
Other loan	-	756,122	-	-	756,122
Amount due to an intermediate holding company	-	-	-	1,694,489	1,694,489
Current income tax liabilities	22,956	-	-	2,142	25,098
Deferred income tax liabilities	241,397	2,401	-	-	243,798
Total liabilities					<u>5,684,470</u>



**Notes: (Continued)**

**2 Revenue and segment information (Continued)**

**Geographical information:**

The Group operates primarily in Hong Kong, the People's Republic of China (the "PRC"), the United States of America (the "United States" or "U.S.") and the Republic of Indonesia ("Indonesia"). In presenting information of geographical segments, segment revenue is based on the geographical location of the provision of services, interest and dividend income.

Revenue and total assets by geographical location are as follows:

	<b>U.S. HK\$'000</b>	<b>Indonesia HK\$'000</b>	<b>PRC HK\$'000</b>	<b>Hong Kong HK\$'000</b>	<b>Total HK\$'000</b>
<b>Revenue</b>					
30 June 2017 (Unaudited)	<b>2,326</b>	<b>6,686</b>	<b>46,432</b>	<b>16,244</b>	<b>71,688</b>
30 June 2016 (Unaudited)	<b>141</b>	<b>8,490</b>	<b>51,054</b>	<b>19,228</b>	<b>78,913</b>
<b>Total assets</b>					
30 June 2017 (Unaudited)	<b>12,721,162</b>	<b>3,034,137</b>	<b>1,510,870</b>	<b>1,718,070</b>	<b>18,984,239</b>
31 December 2016 (Audited)	<b>11,374,580</b>	<b>2,476,257</b>	<b>1,454,981</b>	<b>1,661,359</b>	<b>16,967,177</b>

**3 Profit before tax**

Profit before tax is stated after crediting and charging the following:

	<b>Unaudited Six months ended 30 June</b>	
	<b>2017 HK\$'000</b>	<b>2016 HK\$'000</b>
<b>Crediting</b>		
Fair value gains on revaluation of investment properties ( <i>Note a</i> )	-	198,412
Net realised gains on disposal of available-for-sale equity securities ( <i>Note a</i> )	<b>7,198</b>	<b>1,966</b>
<b>Charging</b>		
Staff costs (including Directors' emoluments) ( <i>Note b</i> )	<b>19,914</b>	12,354
Depreciation of properties, plant and equipment ( <i>Note c</i> )	<b>1,667</b>	1,546
Amortisation of leasehold land and land use rights	<b>25</b>	28
Impairment losses on available-for-sale equity securities ( <i>Note a</i> )	-	37,682
Operating lease charges in respect of properties ( <i>Note d</i> )	<b>5,153</b>	4,374
Net foreign exchange losses ( <i>Note a</i> )	<b>15,301</b>	-

## Notes: (Continued)

### 3 Profit before tax (Continued)

Notes:

- a. Other net losses of HK\$8,103,000 for the six months ended 30 June 2017 represented (i) the net foreign exchange losses of HK\$15,301,000; net of (ii) the net realised gains on disposal of available-for-sale equity securities of HK\$7,198,000.

Other net gains of HK\$162,696,000 for the six months ended 30 June 2016 represented (i) the fair value gains on revaluation of investment properties of HK\$198,412,000; (ii) net realised gains on disposal of available-for-sale equity securities of HK\$1,966,000; net of (iii) impairment losses on available-for-sale equity securities of HK\$37,682,000.

- b. For the six months ended 30 June 2017, staff costs amounting to HK\$17,697,000 (2016: HK\$5,323,000), HK\$4,914,000 (2016: HK\$3,158,000) and HK\$2,581,000 (2016: HK\$3,046,000) were capitalised into properties under development, investment properties and properties, plant and equipment respectively.
- c. For the six months ended 30 June 2017, depreciation charges amounting to HK\$653,000 (2016: HK\$222,000), HK\$161,000 (2016: HK\$131,000) and HK\$252,000 (2016: HK\$124,000) were capitalised into properties under development, investment properties and properties, plant and equipment respectively.
- d. For the six months ended 30 June 2017, operating lease charges amounting to HK\$3,062,000 (2016: HK\$658,000), HK\$571,000 (2016: HK\$391,000) and HK\$3,392,000 (2016: HK\$3,356,000) were capitalised into properties under development, investment properties and properties, plant and equipment respectively.

### 4 Income tax expense

	Unaudited	
	Six months ended 30 June	
	2017	2016
	HK\$'000	HK\$'000
Current income tax		
- Outside Hong Kong	5,831	5,954
- Hong Kong	-	360
Deferred income tax charge	1,932	51,126
	<u>7,763</u>	<u>57,440</u>

For the six months ended 30 June 2017, no Hong Kong profits tax was provided as the Group has no estimated assessable profits in Hong Kong. For the six months ended 30 June 2016, Hong Kong profits tax has been provided at the rate of 16.5%. Income tax outside Hong Kong is provided at the rates applicable in jurisdictions in which the Group is assessable for tax.

### 5 Interim dividend

The Directors do not recommend the payment of an interim dividend in respect of the six months ended 30 June 2017 (2016: Nil).

**Notes: (Continued)**

**6 Basic and diluted earnings per share**

Basic earnings per share is calculated by dividing the profit attributable to shareholders of the Company by the weighted average number of ordinary shares in issue during the period.

	<b>Unaudited</b>	
	<b>Six months ended 30 June</b>	
	<b>2017</b>	<b>2016</b>
Weighted average number of ordinary shares in issue	<b>16,142,653,060</b>	14,073,082,155
Profit attributable to shareholders of the Company (HK\$'000)	<b>13,596</b>	117,705
Basic earnings per share attributable to shareholders of the Company (HK cent per share)	<b>0.08</b>	<b>0.84</b>

In March 2016, the Group raised net proceeds of HK\$4,571,311,000 by way of rights issue ("Rights Issue") on the basis of one rights share for every two existing shares held by shareholders of the Company at the price of HK\$0.85 per share, which represented a premium of approximately 6.3% to the closing price of HK\$0.80 per share on 28 January 2016, the last day of dealing in the Company's shares on a cum-rights basis.

As the Rights Issue had an anti-dilutive effect on the earnings per share, no adjustment were made to the earnings per share presented for the six months ended 30 June 2016.

Diluted earnings per share for the six months ended 30 June 2017 and 2016 is the same as the basic earnings per share as there are no outstanding employee share options during the six months ended 30 June 2017 and 2016.

**7 Trade receivables**

At 30 June 2017 and 31 December 2016, the Group's trade receivables represented rental receivables for which no credit terms have been granted. The aging analysis of trade receivables, net of provision, based on the date of invoices are as follows:

	<b>Unaudited</b>	<b>Audited</b>
	<b>30 June</b>	<b>31 December</b>
	<b>2017</b>	<b>2016</b>
	<b>HK\$'000</b>	<b>HK\$'000</b>
0-30 days	<b>575</b>	912
31-60 days	<b>81</b>	-
61-90 days	<b>3</b>	-
	<b>659</b>	<b>912</b>

**Notes: (Continued)**

**8 Transactions with non-controlling interests**

**a. Acquisition of non-controlling interest in Shanghai Gang Lu Real Estate Development Co., Ltd. (上海港陸房地產開發有限公司)\* (“SGL”)**

On 7 April 2017, the Company, through its indirect wholly-owned subsidiary namely China Oceanwide Property International Development Limited, acquired 12% equity interests in SGL, a non-wholly-owned subsidiary of the Company, at the consideration of HK\$147,250,000.

	<b>Unaudited Six months ended 30 June 2017 HK\$'000</b>
Carrying amount of non-controlling interests acquired	113,446
Less: consideration paid to non-controlling interests	<u>(147,250)</u>
Excess of consideration paid for non-controlling interest recognised within equity	<u><u>(33,804)</u></u>

**b. Acquisition of non-controlling interest in Shanghai Pu Gang Real Estate Development Co., Ltd. (上海浦港房地產開發有限公司)\* (“SPG”)**

On 1 April 2017, the Company, through its indirect wholly-owned subsidiary namely China Oceanwide Property Sino Limited, acquired 20% equity interests in SPG, a non-wholly-owned subsidiary of the Company, at the consideration of HK\$86,071,000.

	<b>Unaudited Six months ended 30 June 2017 HK\$'000</b>
Carrying amount of non-controlling interests acquired	54,185
Less: consideration paid to non-controlling interests	<u>(86,071)</u>
Excess of consideration paid for non-controlling interest recognised within equity	<u><u>(31,886)</u></u>

**9 Pledge of assets**

At 30 June 2017 and 31 December 2016, certain assets of the Group were pledged to secure borrowings and projects to the Group as follows:

	<b>Unaudited 30 June 2017 HK\$'000</b>	<b>Audited 31 December 2016 HK\$'000</b>
Pledged bank deposits	210,997	26,407
Available-for-sale financial assets	677,796	668,259
Properties under development	2,901,739	2,117,367
Properties, plant and equipment	6,375	4,102
Leasehold land and land use rights	1,335	-
Investment properties	2,767,375	1,158,812
	<u><u>6,565,617</u></u>	<u><u>3,974,947</u></u>

**Notes: (Continued)**

**10 Litigations and contingent liabilities**

On 8 March 2016, PT. Karya Prajona Nelayan (“KPN”), an independent third party, went to the General Administration of Criminal Affairs of Police Department of North Sumatera of Indonesia (the “North Sumatera Police”) to request for a criminal investigation for an allegation of misappropriation of land by PT Mabar. The case was heard by the North Sumatera Police. After in-depth investigation, site visit by the North Sumatera Police and meetings among the North Sumatera Police, Minister of Provincial Land Department and other relevant government authorities, on 26 July 2016, North Sumatera Police ruled that the investigation against PT Mabar shall be terminated for insufficient evidence.

After the North Sumatera Police has made the above ruling, KPN filed a civil claim (the “Litigation”) to the Lubuk Pakam District Court of Indonesia (the “District Court”) on 5 August 2016 claiming that KPN is the rightful owner of an area of 104 hectares of land (the “Disputed Land”) which overlaps with the plot of land with an area of approximately 119.89 hectares (the “Indonesian Land”) purchased by PT Mabar. The Litigation was heard by the District Court with a panel of three judges, despite the fact North Sumatera Police ruled that the above criminal investigation shall be terminated for insufficient evidence and the provision by PT Mabar of documents including the land use allocation permit, the land transfer certificate, the certificate of no dispute provided by local government, the village and inhabitants of the original land, the deed of agreement for the acquisition of the Indonesian Land, and the payment of consideration and other government tax for the land acquisition. On 16 March 2017, two out of the three judges ruled in favour of KPN simply based on two land use allocation permits provided by KPN with no other supporting documents, to be the rightful owner of the Disputed Land and ordered a demolition of any construction built on the Disputed Land.

Surprised by the reversed verdict, PT Mabar immediately arranged for an appeal (the “Appeal”) and registered the Appeal to the North Sumatera High Court of Indonesia (“High Court”) on 27 March 2017.

PT Mabar is currently seeking legal advice in relation to the Appeal and will actively defend in the Appeal in order to protect the interests of the Group. As at the date of this announcement, the order of the District Court is not executed pending the results of the Appeal. As advised by PT Mabar and the Indonesian lawyers, it is the normal practice that the District Court will issue official written verdict after the verbal verdict. However, as at the date of this announcement, no official written verdict has been issued by the District Court in respect of the Litigation.

Given the complexity of the proceeding and the judicial environment of Indonesia, PT Mabar is currently unable to predict the outcome of the Appeal with certainty. Assuming the High Court’s judgment is the same as that of the District Court, PT Mabar could proceed to appeal to the Supreme Court, which the ruling shall be executed, but the losing party is entitled to seek judicial review.

## FINANCIAL OVERVIEW

### FUND MANAGEMENT

The primary fund and financing policies of the Group focus on liquidity management to achieve an optimum level of liquidity, while funding operations of subsidiaries in a cost-efficient manner. The management team closely monitors the liquidity position of the Group to ensure that the assets, liabilities and liquidity structure of the Group can meet its funding requirements. The Group's finance department will source funds by way of borrowings, issue of debts and new shares when necessary. Operating by way of central management, the finance department manages the Group's demands for funds and monitors financial risks, such as those relating to interest and foreign exchange rates, as well as to counterparty of transactions.

During the six months ended 30 June 2017, the Group did not enter into any interest or currency swaps or other financial derivatives transactions.

#### Interest rate exposure

The Group has no significant interest-bearing assets and liabilities, except for cash and bank deposits, loans receivables, listed debt securities included under available-for-sale financial assets as well as bank and other loans. The interest rates for the loan receivables, listed debt securities and other loan are fixed.

#### Foreign currency exposure

The Group's revenue and operating costs are denominated in HK\$, US\$ and RMB. The Group is exposed to other currency movements, primarily in terms of investments in the U.S. and Indonesia, bank deposits, available-for-sale financial assets, amount due to an intermediate holding company and bank and other loans denominated in US\$.

#### Market price risk

The Group's main market price risk exposures relate to the available-for-sale financial assets, which mainly comprise listed debt and equity securities. The Group's management team closely monitors price movements and market conditions that may have an impact on the value of these financial assets in order to manage the risk.

#### Credit exposure

Surplus of the Group's capital are to be managed in a prudent manner, usually in the form of bank deposits with financial institutions with good credit ratings. The senior management of the Group regularly monitors price movements of financial institutions and its counterparties, credit ratings and sets limits for the total amount of credit for each of its counterparties, in order to manage and control default and credit risks.

The Group's listed debt securities included under available-for-sale financial assets are mainly listed in Singapore with credit rating of A3/A– as rated by Moody's and Standard & Poor's as at 30 June 2017. As at 30 June 2017, the loans receivables of the Group were mainly loans receivables made to the non-controlling shareholder of the jointly developed power plant project.

## LIQUIDITY AND WORKING CAPITAL

As at 30 June 2017, the Group's total unsecured and unrestricted cash, liquid funds and listed investments amounted to HK\$1,152.9 million (31 December 2016: HK\$1,304.3 million), 36.3% (31 December 2016: 25.5%) of which were denominated in the US\$, 57.9% (31 December 2016: 55.2%) in HK\$, 5.5% (31 December 2016: 19.1%) in RMB and the remainder in various other currencies.

As at 30 June 2017, the Group had bank and other loans of HK\$4,558.8 million (31 December 2016: HK\$3,116.0 million), of which HK\$3,540.2 million (31 December 2016: HK\$2,359.9 million) were floating rate loans and repayable within one year and HK\$1,018.6 million (31 December 2016: HK\$756.1 million) was fixed rate loan and repayable in two to five years. The Group also had an amount due to an intermediate holding company of HK\$1,588.4 million as at 30 June 2017 (31 December 2016: HK\$1,694.5 million) which was interest-free and repayable on demand. The Group's gearing ratio (being calculated as total bank and other loans divided by total equity) as at 30 June 2017 was 40.9% (31 December 2016: 27.6%).

The Group will seek to secure additional financing for its continuous development and construction. The management team expects to obtain adequate new financing through bank loans to finance the committed construction costs and the operations of the Group. In the event that any or all of the above borrowings cannot be realised, with the financial support from the Company's controlling shareholder, the Group will be able to obtain additional working capital through alternative fund raising activities, such as equity financing and/or obtaining loans from the Company's intermediate holding companies and/or other parties.

## CASH FLOWS

During the six months ended 30 June 2017, net cash used in operating activities and investing activities amounted to HK\$633.4 million (2016: HK\$3,181.9 million) and HK\$314.3 million (2016: HK\$707.6 million), respectively. Net cash generated from financing activities during the six months ended 30 June 2017 amounted to HK\$833.4 million (2016: HK\$3,843.1 million) mainly included bank and other loans.

## CHARGES AND CONTINGENT LIABILITIES

As at 30 June 2017, the detailed information of the assets of the Group pledged are set out in Note 9 to the condensed consolidated financial statements in this announcement.

As at 30 June 2017, the detailed information of the litigations and contingent liabilities of the Group are set out in Note 10 to the condensed consolidated financial statements in this announcement.

Apart from Note 9 and Note 10, the Group had not created any other guarantee or other contingent liabilities during the six months ended 30 June 2017 and year ended 31 December 2016.

## HUMAN RESOURCES

As at 30 June 2017, the Group employed 123 staff members (30 June 2016: 95). Total employee costs for the six months ended 30 June 2017, including Directors' emoluments, amounted to HK\$45.1 million (2016: HK\$23.9 million). The Group's remuneration policy remains the same as those described in the 2016 annual report of the Company.

## OTHER CORPORATE INFORMATION

### PURCHASE, SALE OR REDEMPTION OF THE LISTED SECURITIES OF THE COMPANY

During the six months ended 30 June 2017, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the listed securities of the Company.

### MATERIAL ACQUISITIONS OF SUBSIDIARIES

Details of material acquisitions taken place during the six months ended 30 June 2017 are set out in Note 8 to the condensed consolidated financial statements in this announcement.

### COMPLIANCE WITH CORPORATE GOVERNANCE CODE

The Company has complied throughout the six months ended 30 June 2017 with all applicable code provisions (“Code Provision(s)”) of the Corporate Governance Code contained in Appendix 14 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”), except for the following deviations:

#### Code Provision A.2.1

Code Provision A.2.1 stipulates that the roles of chairman and chief executive should be separate and should not be performed by the same individual.

Mr. Han Xiaosheng currently performs the two roles of the Company’s chief executive and chairman of the Board. The Board believes that vesting the roles of both chairman and chief executive in the same person has the benefit of ensuring consistent leadership with the Group and enables more effective and efficient overall strategic planning for the Group. The Board considers that the balance of power and authority for the present arrangement will not be impaired and this structure will enable the Company to make and implement decision promptly and efficiently. The Board will regularly review the effectiveness of this structure to ensure that such structure is appropriate in view of the Company’s prevailing circumstances.



## Code Provision A.6.7

Code Provision A.6.7 stipulates that independent non-executive directors and other non-executive directors should, inter alia, attend general meetings.

Due to other business engagement, the non-executive Directors Mr. Zheng Dong and Mr. Qi Zixin and the independent non-executive Directors Mr. Liu Jipeng and Mr. Cai Hongping did not attend the general meeting of the Company held on 9 May 2017. The other non-executive Directors and independent non-executive Directors were present at the annual general meeting to enable the Board to develop a balanced understanding of the views of the Company's shareholders (the "Shareholders").

## Code Provision E.1.2

Code Provision E.1.2 stipulates that the chairman of the Board should attend the annual general meeting. He should also invite the chairmen of the audit, remuneration, nomination and any other committees (as appropriate) to attend.

Due to other business engagement, the chairman of the Board and the nomination committee of the Company Mr. Han Xiaosheng, the chairman of audit committee of the Company Mr. Liu Jipeng and the chairman of the remuneration committee of the Company Mr. Cai Hongping did not attend the general meeting of the Company held on 9 May 2017.

## COMPLIANCE WITH MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Board has adopted its own Model Code for Securities Transactions by Directors (the "Securities Code") regulating Directors' dealings in securities of the Company on terms no less exacting than the required standard of the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") set out in Appendix 10 of the Listing Rules. Having made specific enquiries to all the Directors, the Directors have confirmed that they have complied with the required standard set out in the Securities Code and the Model Code throughout the six months ended 30 June 2017.

## REVIEW OF FINANCIAL STATEMENTS

The unaudited condensed consolidated financial statements of the Group for the six months ended 30 June 2017 have been reviewed by the audit committee under the Board and the auditor of the Company, PricewaterhouseCoopers, 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. The auditor's independent review report will be included in the 2017 interim report of the Company.

## CORPORATE STRATEGY

The primary objective of the Group is to enhance long-term total returns for the Shareholders. To achieve this objective, the strategy of the Group is to deliver sustainable returns with solid financial fundamentals. The Chairman's Statement contains discussions and analyses of the performance of the Group and the basis on which the Group generates or preserves value over the longer term and the strategy for delivering the objective of the Group.

## PUBLICATION OF 2017 UNAUDITED INTERIM RESULTS AND INTERIM REPORT

This announcement is published on the website of Hong Kong Exchange and Clearing Limited at <http://www.hkexnews.hk> and the website of the Company at <http://www.oceanwide.hk>. The 2017 interim report of the Company will be available on the above websites and despatched to the Shareholders in due course.

### PAST PERFORMANCE AND FORWARD LOOKING STATEMENTS

The performance and the results of operations of the Group contained in this announcement are historical in nature, and past performance is no guarantee for the future results of the Group. Any forward-looking statements and opinions contained in this announcement are based on current plans, estimates and projections, and therefore involve risks and uncertainties. Actual results may differ materially from expectations discussed in such forward-looking statements and opinions. The Group, the Directors, employees and agents of the Group assume (i) no obligation to correct or update the forward-looking statements or opinions contained in this announcement; and (ii) no liability in the event that any of the forward-looking statements or opinions do not materialise or turn out to be incorrect.

By Order of the Board  
**China Oceanwide Holdings Limited**  
**HAN Xiaosheng**  
*Chairman*

Hong Kong, 15 August 2017

As at the date of this announcement, the Directors are:

***Executive Directors:***

Mr. HAN Xiaosheng (*Chairman*)  
Mr. LIU Bing  
Mr. LIU Hongwei  
Mr. ZHANG Xifang  
Mr. LIU Guosheng

***Non-executive Directors:***

Mr. ZHAO Yingwei  
Mr. QI Zixin

***Independent Non-executive Directors:***

Mr. LIU Jipeng  
Mr. CAI Hongping  
Mr. YAN Fashan  
Mr. LO Wa Kei, Roy

*Unless otherwise specified, in this announcement, conversions of US\$ into HK\$ are based on the exchange rate of US\$1.00 = HK\$7.8053 for illustration purpose only. No representation is made that any amounts in US\$ or HK\$ can be or could have been converted at the relevant dates at the above rate or any other rates at all.*

\* *For identification purpose only*