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This document, for which we accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the "Rules") for the purpose of giving information with regard to us. We, having made all reasonable enquiries, confirm that to the best of our knowledge and belief the information contained in this document is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this document misleading.

This document is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subsribe for the Warrants.

Investors are warned that the price of the Warrants may fall in value as rapidly as it may rise and holders may sustain a total loss of their investment. Prospective purchasers should therefore ensure that they understand the nature of the Warrants and carefully study the risk factors set out in the Base Listing Document (as defined below) and this document and, where necessary, seek professional advice, before they invest in the Warrants.

The Warrants constitute general unsecured contractual obligations of us as the Issuer and of no other person and will rank equally among themselves and with all our other unsecured obligations (save for those obligations preferred by law) upon liquidation. If you purchase the Warrants, you are relying upon the creditworthiness of us, and have no rights under the Warrants against the Company which has issued the underlying Shares or any other person. If we become insolvent or default on our obligations under the Warrants, you may not be able to recover all or even part of the amount due under the Warrants (if any).

# **Non-collateralised Structured Products**

# Launch Announcement and

Supplemental Listing Document for Warrants over Single Equities



(incorporated in Hong Kong with limited liability under the Companies Ordinance of Hong Kong)

# **Key Terms**

Warrants Stock code	29680	29681	29682	29684	
Liquidity Provider Broker ID	9727	9730	9730	9731	
Issue size	150,000,000 Warrants	80,000,000 Warrants	80,000,000 Warrants	80,000,000 Warrants	
Style	European style cash settled	European style cash settled	European style cash settled	European style cash settled	
Type	Call	Call	Call	Call	
Company	Sunny Optical Technology (Group) Company Limited	Meitu, Inc.	Haitong Securities Co., Ltd.	China Railway Group Limited	
Shares	Ordinary issued shares	Ordinary issued shares	Ordinary issued H shares	Ordinary issued H shares	
Board Lot	100,000 Warrants	5,000 Warrants	4,000 Warrants	10,000 Warrants	
Issue Price per Warrant	HK\$0.25	HK\$0.25	HK\$0.15	HK\$0.15	
Cash Settlement Amount per Board Lot (if any) payable at expiry	Number of V For a series of put Warn Entitlement x (Exercise	Price – Exercise Price) x Varrant(s) per Entitlemen	one Board Lot		
Exercise Price	HK\$122.88	HK\$16.38	HK\$15.35	HK\$6.19	
Average Price <sup>1</sup> (for all series)		the closing prices of one			
Entitlement	1 Share	1 Share	1 Share 1 Share		
Number of Warrant(s) per Entitlement	100 Warrants	10 Warrants	10 Warrants	10 Warrants	
Maximum number of Shares to which the Warrants relate	1,500,000 Shares	8,000,000 Shares	8,000,000 Shares	8,000,000 Shares	
Launch Date (for all series)	15 August 2017				
Issue Date (for all series)	21 August 2017				
Listing Date (for all series)	22 August 2017				
Valuation Date <sup>2</sup> (for all series)	Each of the five Busines	ss Days immediately prec	eeding the Expiry Date		
Expiry Date <sup>3</sup>	29 June 2018	28 February 2018	28 August 2018	23 October 2019	
Settlement Date (for all series)		ment Day after the later of ermined in accordance w		nd (ii) the day on which	
Settlement Currency	Hong Kong dollars	Hong Kong dollars	Hong Kong dollars	Hong Kong dollars	
Implied Volatility <sup>4</sup>	75.88%	90.85%	48.83%	47.78%	
Effective Gearing <sup>4</sup>	1.94x	1.65x	2.08x	2.09x	
Gearing <sup>4</sup>	4.32x	5.32x	8.39x	3.97x	
Premium <sup>4</sup>	36.93%	41.95%	33.94%	29.03%	

<sup>&</sup>lt;sup>1</sup> As derived from the daily quotation sheet of the Stock Exchange, subject to any adjustment to such closing prices as may be necessary to reflect any event as contemplated in Condition 6 such as capitalisation, rights issue, distribution or the like.

<sup>&</sup>lt;sup>2</sup> Subject to any potential postponement upon the occurrence of a Market Disruption Event, provided that no Valuation Date shall fall on or after the Expiry Date. Please see Condition 4 for details.

<sup>3</sup> If such day is a Saturday, Sunday or public holiday in Hong Kong, the immediately succeeding day which is not a Saturday, Sunday or public holiday in Hong Kong.

<sup>4</sup> This data may fluctuate during the life of the Warrants and may not be comparable to similar information provided by other issuers of derivative warrants. Each issuer may use different pricing models.

#### IMPORTANT INFORMATION

The Warrants are listed structured products which involve derivatives. Do not invest in them unless you fully understand and are willing to assume the risks associated with them.

# What documents should you read before investing in the Warrants?

You must read this document together with our base listing document dated 11 April 2017 (the "Base Listing Document") as supplemented by any addendum thereto (together, the "Listing Documents"), in particular the section "Terms and Conditions of the Equity Warrants (Cash Settled)" (the "Conditions") set out in our Base Listing Document. This document (as read in conjunction with our Base Listing Document and each addendum referred to in the section headed "Product Summary Statement") is accurate as at the date of this document. You should carefully study the risk factors set out in the Listing Documents. You should also consider your financial position and investment objectives before deciding to invest in the Warrants. We cannot give you investment advice. You must decide whether the Warrants meet your investment needs before investing in the Warrants.

# Is there any guarantee or collateral for the Warrants?

No. Our obligations under the Warrants are neither guaranteed by any third party, nor collateralised with any of our assets or other collaterals. When you purchase our Warrants, you are relying on our creditworthiness only, and of no other person. If we become insolvent or default on our obligations under the Warrants, you can only claim as an unsecured creditor of the Issuer. In such event, you may not be able to recover all or even part of the amount due under the Warrants (if any).

# What are the Issuer's credit ratings?

The Issuer's long-term debt ratings are:

Rating agency

Rating as of the date of this document

Moody's Investors Service, Inc. Aa2 (negative outlook) S&P Global Ratings AA- (stable outlook)

Rating agencies usually receive a fee from the companies that they rate. When evaluating our creditworthiness, you should not solely rely on our credit ratings because:

- a credit rating is not a recommendation to buy, sell or hold the Warrants;
- ratings of companies may involve difficult-to-quantify factors such as market competition, the success or failure of new products and markets and managerial competence;
- a high credit rating is not necessarily indicative of low risk.
   Our credit ratings as of the date of this document are for reference only. Any downgrading of our ratings could result in a reduction in the value of the Warrants;
- a credit rating is not an indication of the liquidity or volatility of the Warrants; and
- a credit rating may be downgraded if the credit quality of the Issuer declines.

The Warrants are not rated. The Issuer's credit ratings are subject to change or withdrawal at any time within each rating agency's sole discretion. You should conduct your own research using publicly available sources to obtain the latest information with respect to the Issuer's ratings from time to time.

# Is the Issuer regulated by the Hong Kong Monetary Authority referred to in Rule 15A.13(2) or the Securities and Futures Commission referred to in Rule 15A.13(3)?

We are a licensed bank regulated by the Hong Kong Monetary Authority, and a registered institution under the Securities and Futures Ordinance (Cap. 571) of Hong Kong to carry on type 1 (Dealing in Securities), type 2 (Dealing in Futures Contracts), type 4 (Advising on Securities), type 5 (Advising on Futures Contracts), type 6 (Advising on Corporate Finance) and type 9 (Asset Management) regulated activities.

#### Is the Issuer subject to any litigation?

Except as set out in this document and our Base Listing Document, there are no legal or arbitration proceedings (including any such proceedings which are pending or threatened of which we are aware) which may have, or have had in the previous 12 months, a significant effect on us and our subsidiaries.

#### Has our financial position changed since last financial yearend?

Except as set out in this document and our Base Listing Document, there has been no material adverse change in our financial or trading position or prospects or indebtedness since 31 December 2016.

# PRODUCT SUMMARY STATEMENT

The Warrants are listed structured products which involve derivatives. This statement provides you with key information about the Warrants. You should not invest in the Warrants based on the information contained in this statement alone. You should read and understand the remaining sections of this document, together with the other Listing Documents, before deciding whether to invest.

#### Overview of the Warrants

#### What is a derivative warrant?

A derivative warrant is an instrument which gives the holder a right to "buy" or "sell" an underlying asset at a pre-set price called the exercise price on or prior to the expiry date. Investing in a derivative warrant does not give you any right in the underlying asset. Derivative warrants usually cost a fraction of the price of the underlying asset and may provide a leveraged return to you. Conversely, such leverage could also magnify your losses.

A call warrant is designed for an investor holding a view that the price of the underlying asset will increase during the term of the warrant

A put warrant is designed for an investor holding a view that the price of the underlying asset will decrease during the term of the warrant.

#### How and when can you get back your investment?

The Warrants are European style cash settled derivative warrants linked to the underlying Share. European style warrants can only be exercised on the expiry date. When the Warrants are exercised, the holder is entitled to a cash amount called the "Cash Settlement Amount" net of any Exercise Expenses (as defined under the heading "Exercise Expenses" in the sub-section titled "What are the fees and charges?" below) according to the terms and conditions in the Listing Documents. If the Cash Settlement Amount is equal to or less than the Exercise Expenses, you will lose all of your investment in the Warrants.

#### How do the Warrants work?

The potential payoff at expiry for the Warrants is calculated by reference to the difference between the Exercise Price and the Average Price of the underlying Share.

A call Warrant will be automatically exercised at expiry without the need for the holder to deliver an exercise notice if the Average Price of the underlying Share is greater than the Exercise Price. The more the Average Price is above the Exercise Price, the higher the payoff at expiry. If the Average Price is at or below the Exercise Price, you will lose all of your investment in the call Warrant.

A put Warrant will be automatically exercised at expiry without the need for the holder to deliver an exercise notice if the Average Price of the underlying Share is below the Exercise Price. The more the Average Price is below the Exercise Price, the higher the payoff at expiry. If the Average Price is at or above the Exercise Price, you will lose all of your investment in the put Warrant.

# • Can you sell the Warrants before the Expiry Date?

Yes. We have made an application for listing of, and permission to deal in, the Warrants on the Stock Exchange. All necessary arrangements have been made to enable the Warrants to be admitted into the Central Clearing and Settlement System ("CCASS"). Issue of the Warrants is conditional upon listing approval being granted. From the Listing Date up to the last trading day of the Warrants (both dates inclusive), you may sell or buy the Warrants on the Stock Exchange. There shall be three CCASS Settlement Days between the last trading day of the Warrants and the Expiry Date. No application has been made to list the Warrants on any other stock exchange.

The Warrants may only be transferred in a Board Lot (or integral multiples thereof). Where a transfer of Warrants takes place on the Stock Exchange, currently settlement must be made not later than two CCASS Settlement Days after such transfer.

The Liquidity Provider will make a market in the Warrants by providing bid and/or ask prices. See the section headed "Liquidity" below

# What is your maximum loss?

The maximum loss in the Warrants will be your entire investment amount plus any transaction costs.

# • What are the factors determining the price of a derivative warrant?

The price of a derivative warrant generally depends on the price of the underlying asset (being the underlying Share for the Warrants). However, throughout the term of a derivative warrant, its price will be influenced by a number of factors, including:

- the exercise price of the derivative warrants;
- the value and volatility of the price of the underlying asset (being a measure of the fluctuation in the price of the underlying asset over time);
- the time remaining to expiry: generally, the longer the remaining life of the derivative warrant, the greater its value;
- the interim interest rates and expected dividend payments or other distributions on the underlying asset;
- the liquidity of the underlying asset;
- the supply and demand for the derivative warrant;

- our related transaction cost; and
- the creditworthiness of the issuer of the derivative warrant.

As the price of a derivative warrant is not only affected by the price of the underlying asset, movements in the price of a derivative warrant may not be proportionate or may even be opposite to the price movement of the underlying asset. For example:

- if the price of the underlying asset increases (in respect of a call warrant) or decreases (in respect of a put warrant), but the volatility of the price of the underlying asset decreases, the price of the warrant may decrease;
- if a warrant is deep-out-of-the-money (eg. when the fair market value is less than HK\$0.01), the price of the warrant may be insensitive to any increase (in respect of a call warrant) or decrease (in respect of a put warrant) in the price of the underlying asset;
- if the outstanding volume of a series of warrants in the market is high, the supply and demand of the warrant may have a greater impact on the warrant price than the price of the underlying asset; and/or
- the decrease in time value may offset any increase (in respect of a call warrant) or decrease (in respect of a put warrant) in the price of the underlying asset, especially when the warrant is close to its expiry where the time value decreases at a faster pace.

## Risks of investing in the Warrants

You must read the section headed "Key Risk Factors" in this document together with the risk factors set out in our Base Listing Document. You should consider all these factors collectively when making your investment decision.

#### Liquidity

How to contact the Liquidity Provider for quotes?

Liquidity Provider: HSBC Securities Brokers (Asia) Limited

Address: Levels 17 and 18, HSBC Main Building, 1 Queen's Road Central, Hong Kong

Telephone Number: (852) 2822 1849

The Liquidity Provider is regulated by the Stock Exchange and the Securities and Futures Commission. It is an affiliate of the Issuer and will act as our agent in providing quotes. You can request a quote by calling the Liquidity Provider at the telephone number above.

- What is the Liquidity Provider's maximum response time for a quote? The Liquidity Provider will respond within 10 minutes and the quote will be displayed on the Stock Exchange's designated stock page for the Warrants.
- Maximum spread between bid and ask prices: 20 spreads
- Minimum quantity for which liquidity will be provided: 20 Board Lots
- What are the circumstances under which the Liquidity Provider is not obliged to provide liquidity?

There will be circumstances under which the Liquidity Provider is not obliged to provide liquidity. Such circumstances include:

- (i) during the first 5 minutes of each morning trading session or the first 5 minutes after trading commences for the first time on a trading day;
- (ii) during a pre-opening session or a closing auction session (if applicable) or any other circumstances as may be prescribed by the Stock Exchange;
- (iii) when the Warrants or the underlying Share are suspended from trading for any reason;
- (iv) when there are no Warrants available for market making activities. In such event, the Liquidity Provider shall continue to provide bid prices. Warrants held by us or any of our affiliates in a fiduciary or agency capacity are not Warrants available for market making activities;
- (v) when there are operational and technical problems beyond the control of the Liquidity Provider hindering the ability of the Liquidity Provider to provide liquidity;
- (vi) if the underlying Share or the stock market experiences exceptional price movement and high volatility over a short period of time which materially affects the Liquidity Provider's ability to source a hedge or unwind an existing hedge; or
- (vii) if the theoretical value of the Warrants is less than HK\$0.01. If the Liquidity Provider chooses to provide liquidity under this circumstance, both bid and ask prices will be made available.

You should read the sub-section entitled "Possible limited secondary market" under the "Key Risk Factors" section for further information on the key risks when the Liquidity Provider is not able to provide liquidity.

#### How can you obtain further information?

### • Information about the underlying Company and the underlying Shares

You may obtain information on the underlying Shares (including the underlying Company's financial statements) by visiting the Stock Exchange's website at *www.hkex.com.hk* or (if applicable) the underlying Company's website(s) as follows:

# **Underlying Company**

Sunny Optical Technology (Group) Company Limited

Meitu, Inc. Haitong Securities Co., Ltd.

Haitong Securities Co., Ltd. China Railway Group Limited

#### Website

www.sunnyoptical.com corp.meitu.com www.htsec.com www.crec.cn

#### Information about the Warrants after issue

You may visit the Stock Exchange's website at www.hkex.com.hk/eng/prod/secprod/dwrc/dw.htm or our website at www.warrants. hsbc.com.hk/cgi/warrants/warrant\_doc.cgi to obtain information on the Warrants or any notice given by us or the Stock Exchange in relation to the Warrants.

#### Information about us

You should read the section "Updated Information about Us" in this document. You may visit www.hsbc.com to obtain general corporate information about us.

We have included references to websites in this document to indicate how further information may be obtained. Information appearing on those websites does not form part of the Listing Documents. We accept no responsibility for the accuracy or completeness of the information appearing on those websites. You should conduct your own due diligence (including without limitation web searches) to ensure that you are viewing the most up-to-date information.

### What are the fees and charges?

# Trading Fees and Levies

The Stock Exchange charges a trading fee of 0.005 per cent. and the Securities and Futures Commission charges a transaction levy of 0.0027 per cent. for each transaction effected on the Stock Exchange payable by each of the seller and the buyer and calculated on the value of the consideration for the Warrants. The levy for the investor compensation fund is currently suspended.

#### • Exercise Expenses

You are responsible for any Exercise Expenses. Exercise Expenses mean any charges or expenses including any taxes or duties which are incurred in respect of the exercise of the Warrants. Any Exercise Expenses will be deducted from the Cash Settlement Amount (if any). If the Cash Settlement Amount is equal to or less than the Exercise Expenses, no amount is payable. As at the date of this document, no Exercise Expenses are payable for cash settled warrants (including the Warrants).

# • Stamp Duty

No stamp duty is currently payable in Hong Kong on transfer of cash settled warrants (including the Warrants).

You should note that any transaction cost will reduce your gain or increase your loss under your investment in the Warrants.

# What is the legal form of the Warrants?

Each series of the Warrants will be represented by a global certificate in the name of HKSCC Nominees Limited who is the only legal owner of the Warrants. We will not issue definitive certificates for the Warrants. You may arrange for your broker to hold the Warrants in a securities account on your behalf, or if you have a CCASS Investor Participant securities account, you may arrange for the Warrants to be held in such account. You will have to rely on the records of CCASS and/or the statements you receive from your brokers as evidence of your beneficial interest in the Warrants.

# Can we adjust the terms or early terminate the Warrants?

The occurrence of certain events (including, without limitation, a rights issue, bonus issue or cash distribution by the Company, a subdivision or consolidation of the underlying Share or a restructuring event affecting the Company) may entitle us to adjust the terms and conditions of the Warrants. However, we are not obliged to adjust the terms and conditions of the Warrants for every event that affects the underlying Shares.

We may early terminate the Warrants if it becomes illegal or impracticable for us (i) to perform our obligations under the Warrants as a result of a change in law event, or (ii) to maintain our hedging arrangement with respect to the Warrants due to a change in law event. In such event, the amount payable by us (if any) will be the fair market value of the Warrants less our cost of unwinding any related hedging arrangements as determined by us, which may be substantially less than your initial investment and may be zero.

Please refer to Conditions 6, 7 and 14 for details about adjustments or early termination events. Such events may negatively affect your investment and you may suffer a loss.

#### Mode of settlement for the Warrants

The Warrants will be automatically exercised on the Expiry Date in integral multiples of the Board Lot if the Cash Settlement Amount is positive. If the Cash Settlement Amount is zero or negative, or is equal to or less than the Exercise Expenses, you will lose all of your investment.

We will deliver a cash amount in the Settlement Currency equal to the Cash Settlement Amount net of any Exercise Expenses (if any) no later than the Settlement Date to HKSCC Nominees Limited (as the registered holder of the Warrants), which will then distribute such amount to the securities account of your broker (and if applicable, its custodian) or to your CCASS Investor Participant securities account (as the case may be). You may have to rely on your broker (and if applicable, its custodian) to ensure that the Cash Settlement Amount (if any) is credited to your account maintained with your broker. Once we make the payment to HKSCC Nominees Limited, who operates CCASS, you will have no further right against us for that payment, even if CCASS or your broker (and if applicable, its custodian) does not transfer your share of payment to you, or is late in making such payment transfer.

Payment of the Cash Settlement Amount (if any) may be delayed if a Settlement Disruption Event occurs on the Settlement Date, as a result of which we are unable to deliver such amount through CCASS on such day. See Condition 4 for further information.

# Where can you inspect the relevant documents of the Warrants?

The following documents are available for inspection during usual business hours on any weekday (Saturdays, Sundays and holidays excepted) until the Expiry Date at HSBC Main Building, 1 Queen's Road Central, Hong Kong:

- each of the Listing Documents (in separate English and Chinese versions), including:
  - this document
  - our Base Listing Document
- our latest audited consolidated financial statements and any interim or quarterly financial statements;
- a copy of the consent letter of our auditors referred to in our Base Listing Document.

The Listing Documents are also available on the website of the HKEX at www.hkexnews.hk and our website at www.hsbc.com.

各上市文件亦可於香港交易所披露易網站(www.hkexnews.hk)以及本公司網站www.hsbc.com瀏覽。

# Are there any dealings in the Warrants before the Listing Date?

It is possible that there may have been dealings in the Warrants before the Listing Date. If there are any dealings in the Warrants by us or any of our subsidiaries or associated companies from the Launch Date prior to the Listing Date, we will report those dealings to the Stock Exchange by the Listing Date and such report will be released on the website of the Stock Exchange.

# Has the auditor consented to the inclusion of its report to the Listing Documents?

Our auditor ("Auditor") has given and has not since withdrawn its written consent to the inclusion of its report dated 21 February 2017 and/ or the references to its name in our Base Listing Document, in the form and context in which they are included. Its report was not prepared exclusively for incorporation into our Base Listing Document. The Auditor does not own any of our shares or shares in any member of our group, nor does it have the right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for our securities or securities of any member of our group.

# **Selling restrictions**

The Warrants have not been and will not be registered under the United States Securities Act of 1933, as amended (the "Securities Act"), and will not be offered, sold, delivered or traded, at any time, indirectly or directly, in the United States or to, or for the account or benefit of, any U.S. person (as defined in the Securities Act).

The offer or transfer of the Warrants is also subject to the selling restrictions specified in our Base Listing Document.

#### Capitalised terms and inconsistency

Unless otherwise specified, capitalised terms used in this document have the meanings set out in the Conditions. If this document is inconsistent with our Base Listing Document, this document shall prevail.

# **KEY RISK FACTORS**

You must read these key risk factors together with the risk factors set out in our Base Listing Document. These key risk factors do not necessarily cover all risks related to the Warrants. If you have any concerns or doubts about the Warrants, you should obtain independent professional advice.

#### Non-collateralised structured products

The Warrants are not secured on any of our assets or any collateral.

#### Credit risk

If you invest in the Warrants, you are relying on our creditworthiness and of no other person. If we become insolvent or default on our obligations under the Warrants, you can only claim as unsecured creditor regardless of the performance of the underlying Shares and you may not be able to recover all or even part of the amount due under the Warrants (if any). You have no rights under the terms of the Warrants against the Company.

# Warrants are not principal protected and may expire worthless

Although the cost of a Warrant may cost a fraction of the value of the underlying Share, the Warrant's price may change more rapidly than the price of the underlying Share. Given the gearing feature inherent in the Warrants, a small change in the price of the underlying Share may lead to a substantial price movement in the Warrants. You may suffer higher losses in percentage terms if you expect the level of the underlying share to move one way but it moves in the opposite direction.

Unlike stocks, the Warrants have a limited life and will expire on the Expiry Date. In the worst case, the Warrants may expire with no value and you will lose all of your investment. Derivative warrants may only be suitable for experienced investors who are willing to accept the risk that they may lose all their investment.

#### The Warrants can be volatile

Prices of the Warrants may rise or fall rapidly. You should carefully consider, among other things, the following factors before dealing in the Warrants:

- (i) the prevailing trading price of the Warrants;
- (ii) the Exercise Price of the Warrants;
- (iii) the value and volatility of the price of the underlying Share;
- (iv) the time remaining to expiry;
- (v) the probable range of the Cash Settlement Amount;
- (vi) the interim interest rates and expected dividend payments or other distributions on the underlying Share;
- (vii) the liquidity of the underlying Share;
- (viii) the related transaction costs (including the Exercise Expenses, if any);
- (ix) the supply and demand for the Warrants; and
- (x) the creditworthiness of the Issuer.

The price of a Warrant may be affected by all these factors in addition to the trading price of the underlying Share. Therefore, movements in the price of the Warrants may not be proportionate or may even be opposite to the price movement of the underlying Share. You should consider all these factors collectively when making your investment decision.

# Time decay

All other factors being equal, the value of a Warrant is likely to decrease over time. Therefore, the Warrants should not be viewed as a product for long term investments.

# Not the same as investing in the underlying Shares

Investing in the Warrants is not the same as investing in the underlying Share. You have no rights in the underlying Share throughout the term of the Warrants. Changes in the market value of the Warrants may not correspond with the movements in the price of the underlying Share, especially when the theoretical value

of the Warrants is at HK\$0.01 or below. If you buy the Warrants with a view to hedge against your exposure to the underlying Share, it is possible that you could suffer loss in your investment in the underlying Share and the Warrants.

#### Suspension of trading

If trading in the underlying Share is suspended on the Stock Exchange, trading in the Warrants will be suspended for a similar period. In the case of a prolonged suspension period, the price of the Warrants may be subject to a significant impact of time decay due to such prolonged suspension and may fluctuate significantly upon resumption of trading, which may adversely affect your investment.

#### Possible limited secondary market

The Liquidity Provider may be the only market participant for the Warrants and therefore the secondary market for the Warrants may be limited. The more limited the secondary market, the more difficult it may be for you to realise the value in the Warrants prior to expiry.

You should also be aware that the Liquidity Provider may not be able to provide liquidity when there are operational and technical problem hindering its ability to do so. Even if the Liquidity Provider is able to provide liquidity in such circumstances, its performance of liquidity provision may be adversely affected. For example:

- the spread between bid and ask prices quoted by the Liquidity Provider may be significantly wider than its normal standard;
- the quantity for which liquidity will be provided by the Liquidity Provider may be significantly smaller than its normal standard; and/or
- (iii) the Liquidity Provider's response time for a quote may be significantly longer than its normal standard.

## Adjustment related risk

The occurrence of certain events (including, without limitation, a rights issue, bonus issue or cash distribution by the Company, a subdivision or consolidation of the underlying Share and a restructuring event affecting the Company) may entitle us to adjust the terms and conditions of the Warrants. However, we are not obliged to adjust the terms and conditions of the Warrants for every event that affects the underlying Share. Any adjustment or decision not to make any adjustment may adversely affect the value of the Warrants. Please refer to Conditions 6 and 14 for details about adjustments.

# Possible early termination

The Warrants will lapse and cease to be valid in the event of liquidation of the Company. We may also early terminate the Warrants if it becomes illegal or impracticable for us (i) to perform our obligations under the Warrants as a result of a change in law event, or (ii) to maintain our hedging arrangement with respect to the Warrant due to a change in law event. In such event, the amount payable by us (if any) will be the fair market value of the Warrants less our costs of unwinding any related hedging arrangements as determined by us, which may be substantially less than your initial investment and may be zero. Please refer to Condition 7 for details about our early termination rights.

#### Time lag between exercise and settlement of the Warrants

There is a time lag between exercise of the Warrants and payment of the Cash Settlement Amount net of Exercise Expenses (if any). There may be delays in the electronic settlement or payment through CCASS.

#### **Conflict of interest**

We and our subsidiaries and affiliates engage in a wide range of commercial and investment banking, brokerage, funds management, hedging, investment and other activities and may possess material information about the Company and/or the underlying Shares or issue or update research reports on the Company and/or the underlying Shares. Such activities, information and/or research reports may involve or affect the Company and/or the underlying Shares and may cause consequences adverse to you or otherwise create conflicts of interests in connection with the issue of the Warrants. We have no obligation to disclose such information and may issue research reports and engage in any such activities without regard to the issue of the Warrants.

In the ordinary course of our business, we and our subsidiaries and affiliates may effect transactions for our own account or for the account of our customers and may enter into one or more transactions with respect to the Company and/or the underlying Shares or related derivatives. This may indirectly affect your interests.

# No direct contractual rights

The Warrants are issued in global registered form and are held within CCASS. You will not receive any definitive certificate and your name will not be recorded in the register of the Warrants. The evidence of your interest in the Warrants, and the efficiency of the ultimate payment of the Cash Settlement Amount net of Exercise Expenses (if any), are subject to the CCASS Rules. You will have to rely on your broker (or, if applicable, its direct or indirect custodians) and the statements you receive from it as evidence of your interest in the Warrants. You do not have any direct contractual rights against us. To assert your rights as an investor in the Warrants, you will have to rely on your broker (and, if applicable, its direct or indirect custodian) to take action on your behalf. If your broker or, if applicable, its direct or indirect custodian:

- (i) fails to take action in accordance with your instructions;
- (ii) becomes insolvent; or
- (iii) defaults on its obligations,

you will need to take action against your broker in accordance with the terms of arrangement between you and your broker to establish your interest in the Warrants first before you can assert your right of claim against us. You may experience difficulties in taking such legal proceedings. This is a complicated area of law and you should seek independent legal advice for further information.

# The Listing Documents should not be relied upon as the sole basis for your investment decision

The Listing Documents do not take into account your investment objectives, financial situation or particular needs. Nothing in the Listing Documents should be construed as a recommendation by us or our affiliates to invest in the Warrants or the underlying Share.

## Not the ultimate holding company of the group

We are not the ultimate holding company of the group to which we belong. The ultimate holding company of the group to which we belong is HSBC Holdings plc.

#### **Credit ratings**

Our credit ratings as of the date of this document are for reference only. Any downgrading of our ratings could result in a reduction in the value of the Warrants.

# Two or more risk factors may simultaneously affect the Warrants

Two or more risk factors may simultaneously have an effect on the value of a Warrant such that the effect of any individual risk factor may not be predicted. No assurance can be given as to the effect any combination of risk factors may have on the value of a Warrant

# The Financial Institutions (Resolution) Ordinance may adversely affect the Warrants

On 7 July 2017, the Financial Institutions (Resolution) Ordinance (Cap. 628 of the Laws of Hong Kong) (the "FIRO") came into operation. The FIRO provides for, among other things, the establishment of a resolution regime for authorised institutions and other within scope financial institutions as designated by the relevant resolution authorities, which includes us as the issuer of the Warrants. The resolution regime seeks to provide the relevant resolution authorities with administrative and other powers to bring about timely and orderly resolution in order to stabilise and secure continuity for a failing authorised institution or within scope financial institution. In particular, subject to certain safeguards, the relevant resolution authority is provided with powers to affect contractual and property rights as well as payments (including in respect of any priority of payment) that creditors would receive in resolution. These may include, but are not limited to, powers to cancel, write off, modify, convert or replace all or a part of the Warrants or cash payment under the Warrants, and powers to amend or alter the contractual provisions (including the terms and conditions) of the Warrants, all of which may adversely affect the value of the Warrants, and as a result, the holders thereof may suffer a loss of some or all of their investment. All holders of the Warrants will be subject to and bound by the FIRO. In the worst case scenario, you may get nothing back and the maximum loss could be 100% of your initial investment amount.

#### Updated information about Us

With effect from the conclusion of the Issuer's annual general meeting held on 24 April 2017, Dr Rosanna WONG Yick-ming has retired as an independent non-executive Director of the Issuer.

On 28 March 2017, the Issuer redeemed and cancelled 775,000,000 non-cumulative irredeemable preference shares held by HSBC Asia Holdings B.V. Following the redemption and cancellation, the issued and fully paid-up preference share capital of the Issuer is US\$3,453,000,000 comprising 2,478,000,000 non-cumulative irredeemable preference shares and 200,000,000 cumulative irredeemable preference shares.

With effect from 1 July 2017, Ms Rose Lee Wai Mun has resigned as a Director of the Issuer.

On 31 July 2017, the Issuer issued a press release relating to its 2017 interim consolidated results. Investors can view further information on this on http://www.hsbc.com/news-and-insight/media-resources/media-releases/2017/the-hongkong-and-shanghai-banking-corporation-limited-2017-interim-consolidated-results-highlights. Extracts of the Issuer's 2017 interim consolidated results as set out in this section have been extracted from the Issuer's press release (the **press release**). References to page numbers (i.e. the page numbers which appear on the bottom of the pages) in this section (excluding this page) are to pages of the press release.

# The Hongkong and Shanghai Banking Corporation Limited Consolidated Income Statement

Interest income	Half-year to 30 Jun 2017 HK\$m 65,794	Half-year to 30 Jun 2016 HK\$m 60,954
Interest expense	(13,218)	(13,278)
Net interest income	52,576	47,676
Fee income Fee expense	25,451 (4,071)	23,102 (3,673)
Net fee income	21,380	19,429
Net trading income Net income from financial instruments designated at fair value Gains less losses from financial investments Dividend income Net insurance premium income Other operating income	12,401 8,185 601 33 27,383 3,589	12,985 352 865 201 28,204 5,818
Total operating income	126,148	115,530
Net insurance claims and benefits paid and movement in liabilities to policyholders	(33,928)	(30,420)
Net operating income before loan impairment charges and other credit risk provisions	92,220	85,110
Loan impairment charges and other credit risk provisions	(3,483)	(2,969)
Net operating income	88,737	82,141
Employee compensation and benefits General and administrative expenses Depreciation of property, plant and equipment Amortisation and impairment of intangible assets	(20,065) (15,542) (2,295) (702)	(19,424) (14,050) (2,294) (668)
Total operating expenses	(38,604)	(36,436)
Operating profit	50,133	45,705
Share of profit in associates and joint ventures	7,245	7,704
Profit before tax	57,378	53,409
Tax expense	(10,203)	(10,164)
Profit for the period	47,175	43,245
Profit attributable to shareholders of the parent company Profit attributable to non-controlling interests	43,443 3,732	40,200 3,045

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	A 4	A 4
	At 30 Jun	At 31 Dec
	2017	2016
	HK\$m	HK\$m
	ШХЭШ	ПТФШ
ASSETS		
Cash and sight balances at central banks	190,947	213,783
Items in the course of collection from other banks	33,324	21,401
Hong Kong Government certificates of indebtedness	249,364	242,194
Trading assets	496,921	371,634
Derivatives	312,617	479,807
Financial assets designated at fair value	116,188	106,016
Reverse repurchase agreements – non-trading	331,807	271,567
Placings with and advances to banks	433,610	463,211
Loans and advances to customers	3,126,518	2,834,114
Financial investments	1,640,003	1,835,351
Amounts due from Group companies	254,269	242,773
Interests in associates and joint ventures	132,261	125,792
Goodwill and intangible assets	58,656	56,936
Property, plant and equipment	115,827	111,640
Deferred tax assets	1,743	1,503
Prepayments, accrued income and other assets	180,460	171,230
Total assets	7,674,515	7,548,952
LIABILITIES		
Hong Kong currency notes in circulation	249,364	242,194
Items in the course of transmission to other banks	44,375	37,753
Repurchase agreements – non-trading	58,149	27,810
Deposits by banks	181,425	192,479
Customer accounts	4,964,064	4,900,004
Trading liabilities	258,381	188,470
Derivatives	310,489	462,458
Financial liabilities designated at fair value	52,979	51,116
Debt securities in issue	28,349	25,235
Retirement benefit liabilities	3,450	3,867
Amounts due to Group companies	249,046	198,038
Accruals and deferred income, other liabilities and provisions Liabilities under insurance contracts	97,329 415,336	99,487 386,170
Current tax liabilities	415,236	,
Deferred tax liabilities	5,150 23,198	1,619 21,401
Subordinated liabilities	4,034	4,836
Preference shares	21,009	26,879
	<del></del>	
Total liabilities	6,966,027	6,869,816
EQUITY		
	149,616	11/1350
Share capital Other equity instruments	14,737	114,359 14,737
Other reserves	106,822	85,886
Retained profits	384,500	413,024
-		
Total shareholders' equity	655,675	628,006
Non-controlling interests	52,813	51,130
Total equity	708,488	679,136
Total equity and liabilities	7,674,515	7,548,952
rotal equity and natifices	7,074,313	1,540,752

						Other reserves					
	Share capital HK\$m	Other equity instruments HK\$m	Retained profits HK\$m	Property revaluation reserve HK\$m	Available- for-sale investment reserve HK\$m	Cash flow hedge reserve HKSm	Foreign exchange reserve HK\$m	Other <sup>1</sup> HK\$m	Total share- holders' equity HK\$m	Non- controlling interests HK\$m	Total equity HK\$m
At 1 Jan 2017	114,359	14,737	413,024	53,763	6,189	(793)	(31,861)	58,588	628,006	51,130	679,136
Profit for the period	I	I	43,443	I	I	I	I	I	43,443	3,732	47,175
Other comprehensive income (net of tax)	ı	١	96	4,077	1,795	975	12,571	175	19,689	800	20,489
Available-for-sale investments	ı	I	I	I	2,187		I	I	2,187	168	2,355
Cash flow hedges	I	I	I	I	ı	975	ı	I	975	64	1,039
Changes in fair value of financial liabilities designated at fair value											
arising from changes in own credit risk <sup>2</sup>	I	I	(281)	ı	I	I	ı	I	(281)	(2)	(283)
Property revaluation	I	I	l	4,077	I	I	I	I	4,077	328	4,405
Actuarial gains on defined benefit asset/liability	I	I	371	I	I	I	I	I	371	57	428
Share of other comprehensive income/(expense) of											
associates and joint ventures  Exchange differences	1 1	1 1	9	1 1	(392)	1 1	12,571	175	(211) 12,571	185	(211) 12,756
Total comprehensive income for the period	I	ı	43,539	4,077	1,795	975	12,571	175	63,132	4,532	67,664
Dividends paid	I	I	(35,438)	I	I	I	1	I	(35,438)	(2,895)	(38,333)
Movement in respect of share-based payment arrangements	I	I	(23)	I	I	I	I	(25)	(48)	(3)	(51)
Transfers and other movements <sup>4,5</sup>	35,257		(36,602)	(702)	ı	1		2,070	23	49	72
At 30 Jun 2017	149,616	14,737	384,500	57,138	7,984	182	(19,290)	808'09	655,675	52,813	708,488
1											

	Total equity		HK3m 635,886	HK5m 35,886 43,245	1K.sm 5,886 13,245 3,262	1K.5m 15,886 13,245 3,262 3,689	3,262 3,245 3,262 3,689 (205)	3,262 3,245 3,262 3,689 (205) 1,304 (746)	3,689 (746) (1,029)	35,886 3,262 3,689 (205) 1,304 (746) 249 (1,029)	3,262 3,262 3,262 (205) 1,304 (746) (746) (6,507	1,304 (1,029) (1,029) (30,270) (30,270)	3,2886 3,245 3,262 3,689 (205) 1,304 (746) (746) (6,507 6,507 -
		51,685 63	3,045	(307)	(61)	(9)	(218)	(109)	2,738		(4,705) (3 2	(117)	
	contr int F			_		<u> </u>	<u>~~~</u>						
	Total share- holders' equity HK\$m	584,201	40,200	3,569	3,750	(199) 1,217	(528)	249 (920)	43,769	18,307	353	117	
	Other¹ HK\$m	53,078	I	40	I	1 1	I	40	40	I	187	2,601	
	Foreign exchange reserve HK\$m	(16,991)	I	(920)	I	1 1	1	(920)	(920)	I	l I	1	
Other reserves	Cash flow hedge reserve HK\$m	(35)	I	(199)	I	(199)	I	1 1	(199)	I	1 1	(10)	
	Available- for-sale investment reserve HK\$m	4,880	I	3,965	3,750	1 1	I	215	3,965	I	1 1	ı	
	Property revaluation reserve HK\$m	52,099	I	1,340	I	1,340	l	1 1	1,340	I	1 1	(718)	
•	Retained profits HK\$m	380,381	40,200	(657)	1	(123)	(528)	(9)	39,543	- 400	166	(1,756)	
	Other equity instruments HK\$m	14,737	I	ı	ı	1 1	I	1 1	I	I	1 1	1	
	Share capital HK\$m	96,052	I	ı	ı	1 1	I	1 1	I	18,307	1 1	ı	
		At 1 Jan 2016	Profit for the period	Other comprehensive income/ (expense) (net of tax)	Available-for-sale investments	Cash flow hedges Property revaluation	Actuarial losses on defined benefit asset/liability	income/(expense) of associates and joint ventures  Exchange differences	Total comprehensive income/ (expense) for the period	Shares issued	Dividends paid Movement in respect of share-based payment arrangements	Transfers and other movements <sup>5</sup>	1

Other reserves	Available- Retained revaluation investment hedge exchange profits reserve HK\$m HK\$m HK\$m HK\$m HK\$m HK\$m HK\$m HK\$m	392,769 52,721 8,845 (244) (17,911) 55,906 621,182 49,603 670,785	38,446 38,446 3,104 41,550	1,199 1,783 (2,656) (559) (13,950) 545 (13,638) 78 (13,560)	$\begin{array}{c ccccccccccccccccccccccccccccccccccc$	- $        -$	182	1,321		472 - 1,017 - 1,017 - 1,017	$(262) \qquad (1$	39,645 1,783 (2,656) (559) (13,950) 545 24,808 3,182 27,990	(17,731) (17,731) (1,592) (19,323)		69 (445) (376) (5) (381)	(1,728)	
	Other equity instruments HK\$m	14,737	I	I	I	ı	I	ı		I	I	I	I		I	I	
	Share capital HK\$m	114,359	I		I	ı	I	1		I	1	I	I		I	1	
		At 1 Jul 2016	Profit for the period	Other comprehensive income/ (expense) (net of tax)	Available-for-sale investments	Cash flow hedges	Property revaluation	Actuarial gains on defined benefit asset/liability	Share of other comprehensive income of associates and	joint ventures	Exchange differences	Total comprehensive income/ (expense) for the period	Dividends paid <sup>3</sup>	Movement in respect of share-based payment	arrangements Transfers and other	movements <sup>5</sup>	

The other reserves mainly comprise share of associates' other reserves, purchase premium arising from transfer of business within the HSBC Group and the share-based payment reserve. The share-based payment reserve is used to record the amount relating to share awards and options granted to employees of the group directly by HSBC Holdings plc.

the first half of 2017, the Bank redeemed US\$775m (HK\$6,022m) of preference shares which were classified as a financial liability in the consolidated balance sheet. The redemption was made by a Including distributions paid on perpetual subordinated loans classified as equity under HKFRS.

The movement from retained profits to other reserves includes the relevant transfers in associates according to local regulatory requirements.

On I January 2017, the group adopted the requirements of Hong Kong Financial Reporting Standard ('HKFRS') 9 relating to the presentation of gains and losses on financial liabilities designated at fair value. As a result, the effect of changes in fair value of those liabilities arising from changes in own credit risk are presented in retained profits. As permitted by the transitional requirements of HKFRS 9, comparatives have not been restated.

out of distributable profits. The amount of preference shares has been credited to share capital with a corresponding adjustment to retained profits in accordance with the capital maintenance corresponding adjustment to retained profits in accordance with the capital maintenance requirements of the Companies Ordinance. The total amount credited to share capital with a corresponding of the Companies Ordinance. In 2013, the Bank redeemed US\$3,745m (HK\$29,235m) of preference shares in the same manner. This amount was also credited to share capital with a adjustment to retained profits in the first half of 2017 in respect of these transactions was HK\$55,257m. This amount is non-distributable.

# 1. Net interest income

	Half-year to 30 Jun 2017	Half-year to 30 Jun 2016
	HK\$m	HK\$m
Net interest income	52,576	47,676
Average interest-earning assets	5,735,095	5,451,257
Net interest spread	1.76%	1.67%
Net interest margin	1.85%	1.76%

**Net interest income ('NII')** increased by HK\$4,900m compared with the first half of 2016. Excluding the impact from foreign exchange translation, NII rose by HK\$5,177m, or 11%, driven by Hong Kong from balance sheet growth, mainly in loans and advances to customers, coupled with improved deposit spreads which benefited from interest rate increases since late 2016. NII also increased in India from lower cost of funds and balance sheet growth, in mainland China mainly from balance sheet growth, and in Australia from lower cost of funds.

**Average interest-earning assets** increased by HK\$284bn, or 5%, compared with the first half of 2016, driven by Hong Kong from an increase in loans and advances to customers, notably in corporate term lending and residential mortgages.

**Net interest margin** increased by nine basis points compared with the first half of 2016. The increase in net interest margin was driven by Hong Kong, although increases were also noted in India, mainland China, Australia, Indonesia, Singapore and Malaysia.

In **Hong Kong,** the net interest margin for the Bank increased by nine basis points, primarily from wider customer deposit spreads and a change in asset portfolio mix due to growth in customer lending. Re-investment yields on financial investments also improved following interest rate increases and as funds were redeployed into financial investments with better yield. These increases were partly offset by debt issued to meet the 'Total Loss Absorbing Capacity' requirement at relatively high cost, coupled with compressed lending spreads.

At **Hang Seng Bank**, the net interest margin increased by nine basis points, mainly from improved deposit spreads and higher re-investment yields on financial investments following interest rate increases and portfolio mix changes, partly offset by compressed lending spreads.

In India and mainland China, the increase in net interest margin was driven by lower cost of funds, benefiting from increases in savings and current account deposits, and in Australia from lower cost of funds following successive interest rate cuts by the Reserve Bank of Australia in 2016.

# 2. Net fee income

	Half-year to 30 Jun 2017	Half-year to 30 Jun 2016
	HK\$m	HK\$m
Account services Funds under management <sup>1</sup>	1,447 3,375	1,570 2,781
Cards Credit facilities	3,607	3,410
Broking income	1,606 1,831	1,480 1,479
Imports/exports Unit trusts	1,830 3,579	1,931 2,764
Underwriting Remittances	760 1,625	518 1,662
Global custody Insurance agency commission	1,674 964	1,710 805
Other	3,153	2,992
Fee income Fee expense	25,451 (4,071)	23,102 (3,673)
	21,380	19,429

<sup>&</sup>lt;sup>1</sup> Includes Mandatory Provident Fund

With effect from April 2016, certain expenditure in respect of credit card loyalty programmes previously presented in 'General and administrative expenses' is presented in 'Fee expense' to more appropriately reflect the nature of the expenditure. This accounted for the majority of the increase in fee expense against the first half of 2016.

# 3. Net trading income

	Half-year to 30 Jun 2017	Half-year to 30 Jun 2016
	HK\$m	HK\$m
Dealing profits  Net interest income on trading activities  Dividend income from trading securities  Net gain from hedging activities	9,544 1,318 1,497 42	9,646 1,990 1,276 73
	12,401	12,985

# 4. Other operating income

	Half-year to 30 Jun	Half-year to 30 Jun
	2017 HK\$m	2016 HK\$m
Movement in present value of in-force insurance business Gains/(losses) on investment properties Gains/(losses) on disposal of property, plant and equipment, and assets held for sale Other	1,045 206 24 2,314	3,624 (25) (19) 2,238
	3,589	5,818

# 5. Insurance income

Included in net operating income are the following revenues earned by the insurance business:

	Half-year to 30 Jun 2017	Half-year to 30 Jun 2016
	HK\$m	HK\$m
Net interest income Net fee income Net trading income/(loss) Net income/(expense) from financial instruments designated at fair value Net insurance premium income Movement in present value of in-force business Other operating income	6,058 1,390 613 8,222 27,383 1,045	5,614 902 (698) (15) 28,204 3,624 361
Net insurance claims and benefits paid and movement in liabilities to policyholders	44,945 (33,928)	37,992 (30,420)
Net operating income from insurance business	11,017	7,572

Net operating income from the insurance business increased by HK\$3,445m, or 45%, driven by favourable market conditions in the first half of 2017.

Net interest income increased by 8% from growth in insurance fund size, reflecting net inflows from new and renewal of life insurance premiums.

Net trading income increased due to higher revaluation gains on cross currency swaps and equity derivatives supporting insurance business in Hong Kong. Net income from financial instruments designated at fair value increased significantly in Hong Kong, driven by revaluation gains on the equity portfolio from strong equity market performance in the first half of 2017. To the extent that these gains are attributable to policyholders, there is an offsetting movement reported under 'Net insurance claims and benefits paid and movement in liabilities to policyholders'.

Net insurance premium income decreased mainly due to a re-insurance arrangement entered into in the first half of 2017, partly offset by an increase in Hong Kong from new business sales and higher renewals. The decrease in net insurance premium was largely offset by a corresponding movement in 'Net insurance claims and benefits paid and movement in liabilities to policyholders'.

The movement in present value of in-force business, which was largely offset by a corresponding movement in 'Net insurance claims and benefits paid and movement in liabilities to policyholders', was driven by changes in actuarial assumptions as a result of regulatory driven changes and market interest rate movements in Singapore, and in Hong Kong from higher investment returns.

# 6. Loan impairment charges and other credit risk provisions

	Half-year to 30 Jun 2017	Half-year to 30 Jun 2016
	HK\$m	HK\$m
Individually assessed impairment charges:  - new charges  - releases  - recoveries	2,916 (935) (71)	2,411 (765) (57)
Collectively assessed impairment charges Other credit risk provisions	1,910 1,558 15 3,483	1,589 1,313 67 2,969

Loan impairment charges as a percentage of average gross customer advances were 0.24% for the first half of 2017 (first half of 2016: 0.22%).

# 7. Operating expenses

	Half-year to 30 Jun 2017	Half-year to 30 Jun 2016
	HK\$m	HK\$m
Employee compensation and benefits General and administrative expenses	20,065 15,542	19,424 14,050
Depreciation of property, plant and equipment Amortisation and impairment of intangible assets	2,295 702	2,294 668
	38,604	36,436

General and administrative expenses increased by HK\$1,492m, mainly in Corporate Centre and RBWM, from higher professional and consultancy expenses and higher IT-related costs to support regulatory and compliance programmes, transformation initiatives and business initiatives, including the launch of credit cards in mainland China in late 2016, and in digital and insurance initiatives. These increases were partly offset by the reclassification of expenditure in respect of credit card loyalty programmes to fee expenses.

# 8. Associates and joint ventures

Share of profit in associates and joint ventures is mainly the group's share of post-tax profits from Bank of Communications Co., Ltd ('BoCom'). At 30 June 2017, an impairment review of the group's investment in BoCom was carried out and it was concluded that the investment was not impaired at the period end, based on our value in use calculation. Further details on 'Associates and Joint Ventures' is set out in the *Interim Report 2017*, which will be published on the Bank's website at www.hsbc.com.hk.

# 9. Dividends

	Half-year to 30 Jun 2017		Half-year to 30 Jun 2016	
	HK\$ per share	HK\$m	HK\$ per share	HK\$m
Ordinary dividends paid  – fourth interim dividend in respect of the previous				
financial year approved and paid during the half-year	0.56	25,438	0.44	17,065
first interim dividend paid	0.22	10,000	0.20	8,500
	0.78	35,438	0.64	25,565

The Directors have declared a second interim dividend in respect of the half-year ended 30 June 2017 of HK\$0.22 per ordinary share (HK\$10,000m) (half-year ended 30 June 2016 of HK\$0.19 per ordinary share (HK\$8,500m)).

#### 10. Loans and advances to customers

The following analysis of loans and advances to customers is based on categories used by the HSBC Group.

At 30 Jun 2017	Hong Kong HK\$m	Rest of Asia-Pacific HK\$m	Total HK\$m
Residential mortgages Credit card advances Other personal	521,126 53,674 147,410	291,641 24,785 74,293	812,767 78,459 221,703
Total personal	722,210	390,719	1,112,929
Commercial, industrial and international trade Commercial real estate Other property-related lending Government Other commercial	467,444 207,974 251,995 36,857 163,872	411,160 64,076 74,352 2,155 147,589	878,604 272,050 326,347 39,012 311,461
Total corporate and commercial	1,128,142	699,332	1,827,474
Non-bank financial institutions Settlement accounts	128,228 3,226	67,178 2,042	195,406 5,268
Total financial	131,454	69,220	200,674
Gross loans and advances to customers	1,981,806	1,159,271	3,141,077
Individually assessed impairment allowances Collectively assessed impairment allowances	(4,276) (2,548)	(5,121) (2,614)	(9,397) (5,162)
Net loans and advances to customers	1,974,982	1,151,536	3,126,518
At 31 Dec 2016 Residential mortgages	492,989	267,619	760,608
Credit card advances Other personal	58,289 132,171	22,665 70,947	80,954 203,118
Total personal	683,449	361,231	1,044,680
Commercial, industrial and international trade Commercial real estate Other property-related lending Government Other commercial	428,035 198,579 221,919 20,230 136,729	384,227 55,786 69,911 2,405 132,944	812,262 254,365 291,830 22,635 269,673
Total corporate and commercial	1,005,492	645,273	1,650,765
Non-bank financial institutions Settlement accounts	103,311 1,337	45,611 1,102	148,922 2,439
Total financial	104,648	46,713	151,361
Gross loans and advances to customers	1,793,589	1,053,217	2,846,806
Individually assessed impairment allowances Collectively assessed impairment allowances	(2,960) (1,959)	(5,099) (2,674)	(8,059) (4,633)
Net loans and advances to customers	1,788,670	1,045,444	2,834,114

Gross loans and advances to customers in Hong Kong increased by HK\$188bn, or 10%, during the first half of 2017, largely from increases in corporate and commercial lending of HK\$123bn and lending to non-bank financial institutions of HK\$25bn due to higher demand, coupled with growth in residential mortgage lending of HK\$28bn.

In the Rest of Asia-Pacific, gross loans and advances to customers increased by HK\$106bn, or 10%, including favourable foreign exchange translation effects of HK\$49bn. Excluding this impact, the underlying increase of HK\$57bn was mainly from increases in corporate and commercial lending of HK\$26bn, mainly in mainland China, Singapore and Australia, and lending to non-bank financial institutions of HK\$20bn, mainly in Australia.

# 11. Contingent liabilities, contractual commitments and guarantees

	At	At
	30 Jun	31 Dec
	2017	2016
	HK\$m	HK\$m
Guarantees and contingent liabilities	273,996	259,559
Commitments	2,359,068	2,287,617
	2,633,064	2,547,176

# 12. Capital overview

The following tables show the capital ratios, risk-weighted assets ('RWAs') and capital base on a consolidated basis, in accordance with the Banking (Capital) Rules.

Capital ratios (transitional basis)	At 30 Jun 2017 %	At 31 Dec 2016 %
Common equity tier 1 ratio Tier 1 ratio Total capital ratio	15.2 16.3 18.4	16.0 17.2 19.0
Total regulatory capital and RWAs	HK\$m	HK\$m
Common equity tier 1 capital Additional tier 1 capital Tier 2 capital	411,584 29,933 56,317	414,308 30,564 46,430
Total regulatory capital	497,834	491,302
RWAs	2,709,315	2,588,589

# 13. Accounting policies

The group has adopted the requirements of HKFRS 9 'Financial Instruments' relating to the presentation of gains and losses on financial liabilities designated at fair value from 1 January 2017. As a result, the effect of changes in the fair value of those liabilities arising from changes in own credit risk is presented in other comprehensive income with the remaining effect presented, when required, in profit or loss. As permitted by the transitional requirements of HKFRS 9, comparatives have not been restated. Except as described above, the accounting policies applied by the group for this document are consistent with those described in note 1 of the *Annual Report and Accounts 2016*, as are the methods of computation.

# 14. Interim Report 2017 and statutory accounts

The information in this document does not constitute the Bank's statutory accounts. The statutory accounts for the year ended 31 December 2016 have been delivered to the Registrar of Companies and the HKMA. The group's auditor has reported on those accounts. The auditor's report was unqualified; did not include a reference to any matters to which the auditor drew attention by way of emphasis without qualifying their report; and did not contain a statement under sections 406(2), 407(2) or (3) of the Hong Kong Companies Ordinance (Cap.622).

The information in this document does not constitute the unaudited interim condensed consolidated financial statements, which are contained in the *Interim Report 2017*. The *Interim Report 2017* was approved by the Board of Directors on 31 July 2017 and will be delivered to the Registrar of Companies and the HKMA. The unaudited interim condensed consolidated financial statements have been reviewed by the auditor. The full report of its review, which was unmodified, is included in the *Interim Report 2017*, which will be published on the Bank's website at www.hsbc.com.hk. A press release will be issued to announce the availability of this information.

# 15. Ultimate holding company

The Hongkong and Shanghai Banking Corporation Limited is an indirectly-held, wholly-owned subsidiary of HSBC Holdings plc, which is incorporated in England.

# **PARTIES**

# REGISTERED OFFICE OF THE ISSUER

# The Hongkong and Shanghai Banking Corporation Limited

HSBC Main Building 1 Queen's Road Central Hong Kong

# LIQUIDITY PROVIDER

# **HSBC Securities Brokers (Asia) Limited**

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# **AUDITOR**

# ${\bf Price water house Coopers}$

22nd Floor, Prince's Building Central Hong Kong