



Stock Code: 119





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## CORPORATE INFORMATION

## **BOARD OF DIRECTORS**

#### **Executive Directors**

XUE Ming (Chairman) HAN Qingtao (Managing Director) WANG Xu YE Liwen ZHU Weirong

#### **Non-executive Director**

IP Chun Chung, Robert

#### Independent Non-executive Directors

CHOY Shu Kwan LEUNG Sau Fan, Sylvia WONG Ka Lun

## AUDIT COMMITTEE

LEUNG Sau Fan, Sylvia (Chairlady) IP Chun Chung, Robert CHOY Shu Kwan WONG Ka Lun

## **REMUNERATION COMMITTEE**

WONG Ka Lun *(Chairman)* CHOY Shu Kwan LEUNG Sau Fan, Sylvia HAN Qingtao

## RISK MANAGEMENT COMMITTEE

CHOY Shu Kwan *(Chairman)* IP Chun Chung, Robert LEUNG Sau Fan, Sylvia WONG Ka Lun HAN Qingtao YE Liwen

## COMPANY SECRETARY AND AUTHORIZED REPRESENTATIVE

POON Man Man

## LEGAL ADVISER

Allen & Overy

### AUDITOR

BDO Limited (Appointed on 25th May, 2017)

## **PRINCIPAL BANKERS**

Agricultural Bank of China Limited Bank of China Limited China CITIC Bank International Limited China Construction Bank Corporation China Construction Bank (Asia) Corporation Limited Chong Hing Bank Limited DBS Bank Ltd Hang Seng Bank Limited Industrial and Commercial Bank of China Limited Industrial and Commercial Bank of China (Asia) Limited The Bank of East Asia Limited Wing Lung Bank

## INVESTOR RELATIONS CONSULTANT

**DLK Advisory Limited** 

## SHARE REGISTRAR AND TRANSFER OFFICE

Computershare Hong Kong Investor Services Limited Shops 1712–1716 17th Floor, Hopewell Centre 183 Queen's Road East, Hong Kong

## **REGISTERED OFFICE**

Room 2503, Admiralty Centre, Tower 1 18 Harcourt Road, Hong Kong

### COMPANY WEBSITE

www.polyhongkong.com

For the first half of 2017, Poly Property Group Co., Limited and its subsidiaries ("the Group") recorded a consolidated turnover of HK\$14,718 million (corresponding period of 2016: HK\$9,992 million), representing an increase of HK\$4,726 million or 47.3% when comparing with the corresponding period of last year. Profit attributable to shareholders amounted to HK\$629 million (corresponding period of 2016: HK\$59 million), indicating an increase of HK\$570 million or 973.1% from the corresponding period of last year. Basic earnings per share stood at HK17.17 cents (corresponding period of 2016: HK1.60 cents), representing an increase of HK15.57 cents or 973.1% when comparing with the corresponding period of last year. Diluted earnings per share stood at HK17.17 cents (corresponding period of 2016: HK1.60 cents), representing an increase of HK15.57 cents or 973.1% when comparing with the corresponding period of last year. Diluted earnings per share stood at HK17.17 cents (corresponding period of 2016: HK1.60 cents), representing an increase of HK15.57 cents or 973.1% when comparing with the corresponding period of 2016: HK1.60 cents), representing an increase of HK15.57 cents or 973.1% when comparing with the corresponding period of last year. Diluted earnings per share stood at HK17.17 cents (corresponding period of 2016: HK1.60 cents), representing an increase of HK15.57 cents or 973.1% when comparing with the corresponding period of last year. Net asset year. As at 30th June, 2017, shareholders' equity amounted to HK\$25.8 billion (31st December, 2016: HK\$24.7 billion), indicating a 4.4% increase from the end of last year. Net asset value per share amounted to HK\$7.04 (31st December, 2016: HK\$6.74), representing an increase of 4.5% when comparing with the end of last year.

## **BUSINESS REVIEW**

In the first half of 2017, "Differentiated Control" and "Policy by City" remained as the anchor policies for real estate industry. On one hand, the PRC government continued to support third-tier and fourth-tier cities which are with excessive supply to implement various measures to reduce inventory while providing support to residents and migrant workers to meet their demand for owner-occupation and house purchasing respectively. On the other hand, first-tier cities as well as the surrounding hotspots cities, especially second-tier and third-tier cities launched an array of austerity measures, targeting at "purchase restriction, credit restriction, price restriction and sales restriction". Meanwhile, adjustments of credit policy affected by the ongoing deleveraging campaigns, the strict prohibition of illegal capital inflow from bank credit, and the rising mortgage rates has further shifted the investment demands to other surrounding cities from core cities, and thus many cities with excessive inventory saw an increase in both sales volume and prices.

For the sales of commodity housing in the first half of 2017, the absolute values of sales area and sales amount for the first quarter stood above the monthly average of the recent year despite the accumulated year-on-year ("yoy") growth rate declined month over month. This was mainly due to the significant acceleration in inventory reduction among third-tier and fourth-tier cities since the fourth quarter of last year. However, during the second quarter, the growth of sales in third-tier and fourth-tier cities, which accounted for approximately 75% of the sales of real estate industry in the PRC, slowed down remarkably as the effect of the tightened austerity measures arose as a result of the housing demand shifting gradually from core cities to surrounding regions. In the meantime, various indicators including sales, investments, new construction projects and land acquisitions started falling.

In the first half of 2017, as the macro-policies continued to tighten and the growth of housing prices and transaction volume gradually slowed down, adjustments on control policies based on the situational changes were seen and hesitant attitude gradually spread in the market. In particular, the price restriction policies of the recent control policy had direct impact on obtaining pre-sale permits, pricing and online signing for our projects. Nonetheless, the Group seized opportunities in every region and adjusted the price, timing, batches and construction work schedules of products to be marketed in timely manner. In the first half of 2017, the subscription and contracted sales realised a yoy increase of 22% and 31% respectively.

In terms of investment for land reserves, the Group adopted an investment strategy which placed a strong emphasis on first-tier cities as well as major second-tier and third-tier cities. At the same time, the Group vigorously expanded its overseas market and as results, accomplished the project investment in London, the United Kingdom. On the other hand, the Group maintained its prudent financial policies and continued to improve its capital structure. Meanwhile, the Group actively engaged in swapping high-interest loans for progressively lowering the average cost of borrowings from financial institutions. The Group also successfully secured a three-year unpledged syndicated loan of HK\$3.9 billion, the consolidated costs thus decreased by 0.34%.

In the second half of 2017, the economic growth may see a downtrend owing to the dimming stimulating effect of the previous policies. Yet, the benefits of the supply-side reformation are expected to emerge and the economy will maintain a moderate growth rate in the long run. Quality development will also encourage the construction of durable mechanism in the real-estate industry. Therefore, the macro-economy in the second half of 2017 is projected to present steady growth and the current financial policy, neutral monetary policy and stringent regulated financial policy will be continued, accelerating the progress of supply-side reformation. In terms of the real estate market, "Policy by City" and "Differentiated Control" will remain as the anchor policies in the second half of 2017. Limited changes will be made on the content, intensity of the current policies nationwide will not have any significant change for the time being and the accumulated effect driven by various policies will bring changes to the market. The impact of tightened credit will gradually surface and hence the growth rate of sales is forecasted to decelerate and pricing will endeavor to decline, impacted by the changes in sales structure. The real estate market may be shadowed by greater uncertainty for some time to come.

In the second half of 2017, the Group will continue to apply its general principle of "steady growth, structural adjustment, reform facilitation and building-up of a new landscape of development" to work plan and development targets for the year. The Group will also persist in expediting inventory reduction, accelerating structural adjustment and proactively developing new growth momentum, in order to prepare for its transformation and upgrade.

During the period, "Vibe Centro", the first residential project wholly-owned and operated by the Group in Hong Kong, was launched for sale on 25th March and received overwhelming response. As at 30th June, the project launched a total of 465 units, achieving contracted sales of over HK\$4 billion and a sell-through rate of nearly 90%. This has provided a solid foundation for the successful presence of "Poly" brand in Hong Kong. The successful sales and satisfactory performance of Vibe Centro Project have strengthened the Group's confidence and determination to reinforce and expand its business in Hong Kong real estate market, whilst the Group has also gained experience for implementing the strategy of expanding its business development overseas.

## **PROPERTY SALES**

In the first half of 2017, Poly Property Group (the Group, together with its joint ventures and associated companies) recorded a contracted sales area of approximately 1,530,000 square metres, or approximately RMB22.2 billion in value, achieving 63.5% of its annual sales target of RMB35.0 billion set out at the beginning of the year.

During the period, Poly Property Group had a total of 60 projects for sale, with 2 of them being debut projects, including Hong Kong Kai Tak Vibe Centro and Ningbo Prosperous Reflection. Standalone projects with contracted sales of over RMB1 billion included Shanghai Poly Greenland Plaza, Ningbo Prosperous Reflection, Nanning Poly Town, Harbin Poly City and Hong Kong Kai Tak Vibe Centro.

The contracted sales of properties in the Yangtze River Delta Region, the Pearl River Delta Region, Southwestern Region and Other Regions accounted for 20%, 12%, 23% and 45% of the total contracted sales respectively.

Region and Respective Projects	Sales for the First Half of	
Yangtze River Delta Region Shanghai Suzhou Ningbo Deging	<b>4,513</b> 1,979 235 1,901 398	20%
Pearl River Delta Region Guangzhou/Foshan Shenzhen/Huizhou	<b>2,623</b> 2,266 357	12%
Southwestern Region Guiyang/Zunyi Nanning Liuzhou Kunming	<b>5,207</b> 2,033 2,718 34 422	23%
Other Regions Wuhan Harbin Jinan Yantai/Weihai Hainan Hong Kong	<b>9,882</b> 2,073 1,623 1,414 434 426 3,912	45%
Total:	22,225	100%

\* Note: including the sales of car parking spaces

In the second half of 2017, Poly Property Group will consider to introduce 2 new residential projects which include Yantai Poly Ocean Luxe and Jinan Phili House, depending on market conditions and construction progress.

## **NEWLY COMMENCED CONSTRUCTION**

In the first half of 2017, Poly Property Group commenced construction on a total of 9 new projects with a gross floor area of approximately 1,154,000 square metres. Among which, 2 projects commenced construction for the first time, namely, Yantai Poly Ocean Luxe and Jinan Phili House. As at 30th June, 2017, Poly Property Group held 42 projects under construction, with a gross floor area of approximately 8,870,000 square metres.

Projects	Gross Floor Area of Newly Commenced Construction ('000 square metres)	Interests Attributable to the Group (%)
Guiyang Poly Park 2010	107	100%
Guiyang Poly Phoenix Bay	200	51%
Zunyi Poly Metropolis of Future	220	35%
Nanning Poly Hearty	107	100%
Nanning Poly Town	150	41.5%
Harbin Poly The Water's Fragrant Dike	111	58%
Harbin Poly City	136	100%
Jinan Phili House	2	25%
Yantai Poly Ocean Luxe	121	70%
Total:	1,154	

## **RECOGNISED PROPERTY SALES**

In the first half of 2017, the Group recognised total sales of RMB12,521 million from property development with an area of approximately 1,258,000 square metres. The breakdown of the recognised sales from each project is as follows:

Region and Respective Projects	Sales Recognised in the First Half of 2017 (RMB million)	Percentage of Total Recognised Sales (%)
Yangtze River Delta Region1. Shanghai Poly Royal Garden2. Shanghai Poly Town3. Shanghai Poly Lakeside Garden4. Shanghai Poly Lakeside Garden5. Shanghai Poly Star Island5. Shanghai Poly Elegant Mansion6. Shanghai Poly Deluxe Mansion7. Suzhou Poly West Bank Villa8. Suzhou Poly Lake Mansion9. Ningbo Poly Wonderland10. Ningbo Poly Jordan International11. Deqing Poly Origin12. Others	6,213 25 8 9 32 95 56 1,007 2,465 2,018 94 397 7	50%
Pearl River Delta Region <ol> <li>Guangzhou Poly Golf Shire</li> <li>Guangzhou Poly Zephyr City</li> <li>Guangzhou Poly Up House</li> <li>Guangzhou Nansha Poly City</li> <li>Foshan Poly Cullinan Garden</li> <li>Foshan Poly Prestige City</li> <li>Foshan Poly Central Park</li> <li>Shenzhen Poly Joy-Zone</li> <li>Huizhou Poly Deutch Kultur</li> <li>Others</li> </ol>	<b>678</b> 114 28 81 106 20 72 28 99 112 18	5%

Region and Respective Projects	Sales Recognised in the First Half of 2017 (RMB million)	Percentage of Total Recognised Sales (%)
<ul> <li>Southwestern Region</li> <li>23. Nanning Poly Crescendo</li> <li>24. Nanning Poly Aegean Sea</li> <li>25. Nanning Poly Hearty</li> <li>26. Liuzhou Poly Merization World</li> <li>27. Guiyang Poly Spring Street</li> <li>28. Guiyang Poly Hot Spring Newisland</li> <li>29. Guiyang Poly Hot Spring Newisland</li> <li>29. Guiyang Poly Clouds Hill International</li> <li>30. Guiyang Poly International Center</li> <li>31. Guiyang Poly Phoenix Bay</li> <li>33. Guiyang Poly The Place of A Lake</li> <li>34. Zunyi Poly Metropolis of Future</li> <li>35. Kunming Poly Lakeside Mansion</li> <li>36. Kunming Poly Sky and Earth</li> <li>37. Kunming Poly One Family One World</li> </ul>	<b>2,993</b> 170 6 198 145 21 13 5 20 194 458 237 575 5 22 918	24%
<ul> <li>38. Others</li> <li>Other Regions</li> <li>39. Wuhan Poly City</li> <li>40. Harbin The Tsinghua Summer Palace of Poly</li> <li>41. Harbin Poly The Water's Fragrant Dike</li> <li>42. Harbin Poly Up Town</li> <li>43. Harbin Poly City</li> <li>44. Jinan Poly Hyde Mansion</li> <li>45. Jinan Poly Garden</li> <li>46. Jinan Poly Center</li> <li>47. Jinan Poly Elegant Garden</li> <li>48. Weihai Poly Triumph Mansion</li> <li>49. Yantai Poly Champs Elysees Mansion</li> <li>50. Yantai Poly Blossom Garden</li> <li>51. Hainan Poly Peninsula No.1</li> <li>52. Others</li> </ul>	6 <b>2,637</b> 209 52 103 214 78 729 21 439 355 10 19 33 368 7	21%
Total:	12,521	100%

## **NEW LAND RESERVES**

In the first half of 2017, Poly Property Group added 7 projects, which are located in Suzhou, Ningbo, Deqing, Nanning, Jinan and London, United Kingdom, respectively. The total site areas of the projects amounted to approximately 735,000 square metres, with a planned total gross floor area of approximately 2,563,000 square metres. The cost of land was considered to be at a reasonable level.

Land Reserve	Planned Property Type	Total Site Area (square metres)	Planned Total Gross Floor Area (square metres)	Interests Attributable to the Group
Deqing Fu Xi Project Nanning Poly Town, Phase II	Residential Residential	28,000 307,000	45,000 1,399,000	100% 100%
Jinan Phili House Jinan Hai Zi Wa Project Suzhou Wei Tang Project Ningbo Prosperous Reflection	Residential Residential Residential Residential	71,000 102,000 57,000 157,000	285,000 188,000 150,000 480,000	25% 100% 100% 24.5%
London Cambium Project	Residential	13,000 <b>735,000</b>	16,000 <b>2,563,000</b>	50%

#### **Deqing Fu Xi Project**

The project is located in Fuxi Street, prime area of Chengdong New District, Deqing, Zhejiang and Southwestern side of the Deqing Poly Origin Project. The project, with a planned total gross floor area of approximately 45,000 square metres on a site of approximately 28,000 square metres, is intended to be developed into exquisite housings, mainly targeting at first-time buyers and first-time upgrade buyers.

#### Nanning Poly Town, Phase II

The project is located in the arm of Yong River in the eastern region of Dongmeng Business Zone in Qingxiu District of Nanning, and is adjacent to Qing Xiu Shan, a 5A-level scenic area. As the city development is planned to migrate towards the East, the geographic location and transportation facilities of the project are well embedded at the new city centre of Nanning. The project, with a planned total gross floor area of approximately 1,400,000 square metres on a site of approximately 307,000 square metres, is intended to be developed into a urban community that comprises high-end apartments and villas.

#### Jinan Phili House

The project is located in the East of Jinan and within 3.5 kilometres radius of Xindong Station in Jinan and North of the Industrial North Expressway which is under construction. It is 20 kilometres away from Jinan International Airport with four planned rail transit lines around and well-positioned to enjoy the geographical benefits of convenient transportation. The project, with a planned total gross floor area of approximately 285,000 square metres on a site of approximately 71,000 square metres, is intended to be developed into a mid-end residential project, featuring distinguishing characteristics.

#### Jinan Hai Zi Wa Project

The project is located in Changqing District, Jinan, which is at the Western part of the key urban development district of Jinan. According to government planning, the area will be developed into an integrated area, comprising tertiary education institutes, technology and research institutes, leisure and exhibition facilities, as well as residential community. The university city of the region brings together a number of key universities and colleges in the province, pooling all elites together. The region enjoys excellent environment and assembles enterprises with convenient transportation network. The project, with a planned total gross floor area of approximately 188,000 square metres on a site of approximately 102,000 square metres, is intended to be developed into a high-end residential community with low-density, featuring culture of Poly Property and catering to first-time buyers and first-time upgrade buyers.

#### Suzhou Wei Tang Project

The project is located in Weitang town, Xiangcheng District, Suzhou. The region enjoys prosperous economy and its freshwater pearl industry is the top nationwide. The Southwest of the land parcel is close to the transportation terminal and within walking distance. In the future, the Metro Line 9 which is under planning will have access to Weitang town. Being surrounded by hospitals, primary and secondary schools, the land parcel has all-round ancillary facilities. The project, with a planned total gross floor area of approximately 150,000 square metres on a site of approximately 57,000 square metres, is intended to be developed into a premium living community mainly comprising high-rise residential buildings.

#### **Ningbo Prosperous Reflection**

The project is located at the North of Minghu and East of the central area of Ningbo Eastern New City, composing of three land parcels and connected to natural waters. It is less than two kilometres away from the office of Ningbo Municipal Government, only 200 metres away from the Shengmo Road Station of Ningbo Metro Line 1, and with the ancillary school of Central China Normal University located east of the project. In proximity to shopping centres, the site has all-round ancillary facilities and convenient transportation. The project, with a planned total gross floor area of approximately 480,000 square metres on a site of approximately 157,000 square metres, is intended to be developed into a high-end integrated complex comprising shopping mall, office tower and eco-friendly residential community.

#### **London Cambium Project**

The project is located in Wandsworth, Southwest London, which is well-known for its highquality school district and tranquillity. It is approximately 30-minute drive from Central London, approximately 15-minute walk from the nearby tube station and approximately 20-minute drive from Victoria Station. Surrounded by a 400-acre protected green belt landscape in a tranquil environment, the project is also close to a number of schools. The project, with a planned total gross floor area of approximately 16,000 square metres on a site of approximately 13,000 square metres, is intended to be developed into a residential community comprising apartments and villas.

## **INVESTMENT PROPERTIES**

Poly Property Group has various investment properties and hotels located in first-tier cities and second-tier provincial capitals with a total GFA of approximately 590,000 square metres; of which approximately 530,000 square metres are attributable to Poly Property Group.

In the first half of 2017, the occupancy rates for the Poly Property Group's office buildings and shopping malls remained steady. The occupancy rates and rental rates achieved higher as compared to the corresponding period of last year. Regarding the hotel operations, Beijing Poly Plaza, Hubei Poly Hotel and Guiyang Poly Hot Spring Hotel had also performed reasonably well on the occupancy front.

Location	Project	Gross Floor Area ('000 square metres)	Interests Attributable to the Group (%)	Property Type
Beijing	Beijing Poly Plaza	95	75%	Office, hotel and theatre
Shanghai	Shanghai Stock Exchange Building (partial)	48	100%	Office
Shanghai	Shanghai Poly Plaza (partial)	61	90%	Office and commercial
Shenzhen	Shenzhen Poly Cultural Plaza (partial)	133	100%	Shopping mall and theatre
Wuhan	Poly Hotel	34	100%	Hotel
Wuhan	Wuhan Poly Plaza (partial)	127	100%	Office and commercial
Guiyang	Guiyang Poly Hot Spring Hotel	39	66.5%	Hotel
Guiyang	Guiyang Poly International Center	52	66.5%	Commercial
Total:		589		

## **PROPERTY MANAGEMENT**

Poly Property Group holds various property management companies engaging in the management of residential properties, hotels and high-end properties. They have been the leading players in China which have received numerous titles and awards, such as "Outstanding Property Management Project in the PRC (全國物業管理優秀項目)" and "Outstanding Provincial Property Management Project (省級物業管理優秀項目)" in recent years.

In the first half of 2017, the Group's property management companies recorded total revenue of RMB318,870,000, representing an increase of 21.9% when comparing with the corresponding period of last year. The companies managed a total of 139 property projects, including office buildings, hotels, shopping malls, villas and residences. The projects have an aggregate gross floor area of 28,900,000 square metres, representing an increase of 5.6% when comparing with the corresponding period of last year.

## FINANCIAL REVIEW

#### **Liquidity and Capital Structure**

As at 30th June, 2017, the shareholders' equity of the Group amounted to HK\$25,771,952,000 (31st December, 2016: HK\$24,696,715,000), while the net asset value per share was HK\$7.04 (31st December, 2016: HK\$6.74). As at 30th June, 2017, the Group's gearing ratio (on the basis of the amount of total liabilities divided by total assets) was 76.7% (31st December, 2016: 77.9%).

As at 30th June, 2017, the Group had outstanding bank and other borrowings (including the notes payable) of HK\$46,806,397,000. In terms of maturity, the outstanding bank and other borrowings (including the notes payable) can be divided into HK\$15,235,494,000 (33%) to be repaid within one year, HK\$15,644,802,000 (33%) to be repaid after one year but within two years, HK\$14,391,158,000 (31%) to be repaid after two years but within five years and HK\$1,534,943,000 (33%) to be repaid after five years. In terms of currency denomination, the outstanding bank and other borrowings (including the notes payable) can be divided into HK\$35,385,335,000 (76%) in Renminbi, HK\$3,900,000,000 (8%) in United States dollars and HK\$7,521,062,000 (16%) in Hong Kong dollars.

44.6% of the bank and other borrowings (including the notes payable) of the Group are subject to fixed interest rates and the remaining 55.4% are subject to floating interest rates. Therefore, under circumstances of uncertainty or fluctuations of interest rates or otherwise as appropriate, the Group will consider the use of hedging instruments (including interest rates swaps), in order to manage interest rate risks.

As at 30th June, 2017, the Group had net current assets of HK\$43,171,132,000 and total bank balances of HK\$18,444,003,000 (31st December, 2016: HK\$42,837,416,000 and HK\$18,366,789,000, respectively). With the available banking facilities and cash revenue from business operations, it is believed that the Group has sufficient resources to meet the foreseeable working capital demands and capital expenditure.

The monetary assets and liabilities and business transactions of the Group are mainly carried and conducted in Hong Kong dollars, United States dollars and Renminbi. The Group maintains a prudent strategy in its foreign exchange risk management, where foreign exchange risks are minimised by balancing the monetary assets versus monetary liabilities, and foreign exchange revenue versus foreign exchange expenditures. The management believes that the foreign exchange rate between Hong Kong dollars and United States dollars is relatively stable. On the other hand, due to recent fluctuation of Renminbi exchange rate against Hong Kong dollars, the Group would closely monitor the fluctuation and adopt policy to minimise exchange rate risks, if necessary.

## **Pledge of Assets**

As at 30th June, 2017, the carrying value of the Group's assets which were pledged to secure credit facilities granted to the Group are as follows:

	30th June,	31st December,
	2017	2016
	HK\$'000	HK\$'000
Investment properties	2,437,471	2,809,663
Hotel properties	151,724	507,865
Buildings		36,076
Prepaid lease payments	63,858	194,866
Properties under development	21,741,145	13,792,049
Properties held for sale	2,611,892	3,017,770
Bank deposits	681,482	785,305
	27,687,572	21,143,594

In addition to above pledge of assets, as at 30th June, 2017, the Group's interests in certain subsidiaries were pledged to secure credit facilities granted to the Group. The details of net asset value of subsidiaries are as follows:

	30th June, 2017 HK\$'000	31st December, 2016 HK\$'000
Total assets Total liabilities	13,332,714 (12,553,840)	9,413,596 (8,486,520)
	778,874	927,076

There are duplication between the carrying value of the Group's assets and the Group's interests in certain subsidiaries being pledged.

#### **Contingent Liabilities**

The Group arranged mortgage loan facilities with certain banks for purchasers of property units and provided guarantees to banks to secure obligations of such purchasers of repayment. The maximum guarantees given to banks amounted to HK\$28,366,586,000 as at 30th June, 2017 (31st December, 2016: HK\$28,393,520,000). Such guarantees will terminate upon the earlier of (i) issue of the real estate ownership certificate; and (ii) the satisfaction of the mortgage loans by the buyers of the properties. The Group has not recognised any deferred income in respect of these guarantees as its fair value is considered to be minimal by the Directors. The Directors also consider that the fair value of the underlying properties is able to cover the outstanding mortgage loans guaranteed by the Group in the event the purchasers default payments to the banks.

At 30th June, 2017, the Group had given guarantees to certain banks in respect of credit facilities granted to certain joint ventures of the Group amounting to HK\$1,942,529,000 (31st December, 2016: HK\$1,853,932,000), of which HK\$1,942,529,000 (31st December, 2016: HK\$1,853,932,000) had been utilised by the joint ventures.

## **EMPLOYEES**

As at 30th June, 2017, the Group employed around 12,175 (30th June, 2016: 11,874) employees with remuneration for the period amounted to approximately HK\$628 million. The Group provides its employees with various benefits including year-ended double-pay, discretionary bonus, contributory provident fund, share options and medical insurance. On-the-job training is also provided as and when required at work.

The directors (the "Directors/Board") of Poly Property Group Co., Limited (the "Company") hereby announce the unaudited condensed consolidated results of the Company and its subsidiaries (the "Group") for the six months ended 30th June, 2017 with comparative figures for the six months ended 30th June, 2016 as follows:

## CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS

		Six months ended 30th June,	
	Notes	2017 HK\$'000 (Unaudited)	2016 HK\$'000 (Unaudited)
Revenue Cost of sales	2	14,717,816 (12,246,388)	9,992,147 (8,273,084)
Gross profit Increase in fair value of investment properties Other gains, net Selling expenses Administrative expenses Other operating expenses Finance costs Share of results of associates Share of results of joint ventures		2,471,428 — 440,189 (469,135) (598,953) (165,649) (518,318) (3,826) 41,656	1,719,063 105 172,577 (265,029) (552,162) (130,880) (367,421) (2,962) (10,827)
Profit before income tax expense Income tax expense	3 4	1,197,392 (487,199)	562,464 (416,647)
Profit for the period Attributable to: Owners of the Company Holders of perpetual capital instruments Non-controlling interests			145,817 58,602 51,911 35,304
Earnings per share (expressed in HK cents)	6	710,193	145,817
— Basic		17.17	1.60
— Diluted		17.17	1.60

# CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

			Six months ended	l 30th June,
			2017 HK\$'000 (Unaudited)	2016 HK\$'000 (Unaudited)
Profit for the period	I		710,193	145,817
Other comprehensiv Items that may be rec profit or loss:				
Exchange differences financial statemen Change in fair value	ts of f	oreign operations	494,319	(275,165)
investments			(2,535)	(4,754)
Items that will not be	reclass	sified to profit or loss:	491,784	(279,919)
Surplus (deficit) arisi properties	ng on	revaluation of	21,506	(97,751)
Other comprehensiv	e inco	ome before		
tax effect Deferred tax liability ar			513,290	(377,670)
properties	-		(5,377)	24,438
Other comprehensiv	e inco	ome for the period,		(050,000)
net of tax			507,913	(353,232)
Total comprehensive	e inco	me for the period	1,218,106	(207,415)
Attributable to: Owners of the Comp Holders of perpetual Non-controlling inter	capita	al instruments	1,008,679  209,427	(191,118) 37,470 (53,767)
			1,218,106	(207,415)

# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	Notes	30th June, 2017 HK\$'000 (Unaudited)	31st December, 2016 HK\$'000 (Audited)
Non-current assets Investment properties Property, plant and equipment Prepaid lease payments — non-current portion Interests in associates Interests in joint ventures Available-for-sale investments Deposits paid for acquisition of land use rights Deposits paid for acquisition of subsidiaries Deferred tax assets	8 8	10,518,139 2,084,934 319,193 290,926 2,394,573 308,368 1,587,218 229,885 336,777	10,406,785 2,016,012 316,243 246,317 2,309,944 310,877 1,551,551 2,471,910 303,786
Total non-current assets		18,070,013	19,933,425
<b>Current assets</b> Properties under development Properties held for sale Other inventories Trade and other receivables Prepaid lease payments — current	9	53,838,791 19,685,866 165,478 4,121,381	52,859,911 20,904,988 137,808 4,677,407
portion Amounts due from associates Amounts due from joint ventures Amounts due from non-controlling shareholders of subsidiaries Taxation recoverable Pledged bank deposits Bank balances, deposits and cash	10 11	9,850 578,067 2,940,370 564,308 1,987,633 681,482 17,762,521	10,397 37,078 2,938,059 542,767 1,664,408 785,305 17,581,484
Total current assets		102,335,747	102,139,612

	Notes	30th June, 2017 HK\$'000 (Unaudited)	31st December, 2016 HK\$'000 (Audited)
Current liabilities Trade and other payables Pre-sale deposits Property rental deposits	12	13,211,652 24,876,869 125,461	13,953,062 25,723,676 126,120
Amounts due to joint ventures Amounts due to the ultimate holding	11	716,561	672,749
company Amounts due to an intermediate holding	13	397,399	388,469
company Amounts due to fellow subsidiaries Amounts due to non-controlling	14 15	521,012 748,485	509,304 825,110
shareholders of subsidiaries Taxation payable		2,079,257 1,252,425	2,161,076 1,543,986
Notes payable Bank and other borrowings — due within one year	19 16	3,900,000 11,335,494	— 13,398,644
Total current liabilities		59,164,615	59,302,196
Net current assets		43,171,132	42,837,416
Total assets less current liabilities		61,241,145	62,770,841
Capital and reserves attributable to owners of the Company			
Share capital Reserves	17	17,685,677 8,086,275	17,685,677 7,011,038
Equity attributable to owners of the Company Perpetual capital instruments	18	25,771,952 —	24,696,715
Non-controlling interests		2,283,215	2,285,344
Total equity		28,055,167	26,982,059

	Notes	30th June, 2017 HK\$'000 (Unaudited)	31st December, 2016 HK\$'000 (Audited)
Non-current liabilities Bank and other borrowings — due after one year Notes payable Loan from a fellow subsidiary Deferred tax liabilities	16 19	31,570,903  206,897 1,408,178	30,325,635 3,900,000 202,247 1,360,900
Total non-current liabilities		33,185,978	35,788,782
		61,241,145	62,770,841

# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

# For the six months ended 30th June, 2017

	Attributable to owners of the Company											
	Share capital HK\$'000	Hotel properties revaluation reserve HK\$'000	Translation reserve HK\$'000	PRC statutory reserves HK\$'000	Investment revaluation reserve HK\$'000	Other capital reserve HK\$'000	Asset revaluation reserve HK\$'000	Other reserve HK\$'000	Accumulated profits HK\$'000	Total HK\$'000	Non- controlling interests HK\$'000	Total HK\$'000
At 1st January, 2017	17,685,677	103,805	(338,032)	1,337,669	(43,649)	306,899	22,054	(285,195)	5,907,487	24,696,715	2,285,344	26,982,059
Total comprehensive income for the period Dividends paid to non-controlling	-	11,625	370,744	-	(2,535)	-	-	-	628,845	1,008,679	209,427	1,218,106
shareholders of subsidiaries Acquisition of additional interest in a	-	-	-	-	-	-	-	-	-	-	(29,074)	(29,074)
subsidiary (note 24)		-		-		-	-	66,558	-	66,558	(182,482)	(115,924)
At 30th June, 2017	17,685,677	115,430	32,712	1,337,669	(46,184)	306,899	22,054	(218,637)	6,536,332	25,771,952	2,283,215	28,055,167

## For the six months ended 30th June, 2016

				Attributable	to owners of the	e Company							
		Hotel											
		properties		PRC	Investment	Other	Asset				Perpetual	Non	
	Share	revaluation	Translation	statutory	revaluation	capital	revaluation	Other	Accumulated		capital	controlling	
	capital	reserve	reserve	reserves	reserve	reserve	reserve	reserve	profits	Total	instruments	interests	Total
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
At 1st January, 2016	17,685,677	144,873	557,656	1,333,505	(36,360)	306,899	22,054	(285,195)	5,830,906	25,560,015	1,227,472	2,638,461	29,425,948
Total comprehensive income for the period Distribution to holders of perpetual capital	-	(55,481)	(189,485)	-	(4,754)	-	-	-	58,602	(191,118)	37,470	(53,767)	(207,415)
instruments	-	-	_	_	-	_	-	_	-	_	(40,651)	_	(40,651)
Redemption of perpetual capital instruments	-	-	-	_	-	-	-	-	-	-	(339,965)	_	(339,965)
Capital contribution by non-controlling													
shareholders	-	-	-	-	-	-	-	-	-	-	-	41,080	41,080
At 30th June, 2016	17,685,677	89,392	368,171	1,333,505	(41,114)	306,899	22,054	(285,195)	5,889,508	25,368,897	884,326	2,625,774	28,878,997

# CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

	Six months ended	l 30th June,
	2017 HK\$'000	2016 HK\$'000
	(Unaudited)	(Unaudited)
Net cash generated from operating activities	3,449,855	4,391,166
Net cash used in investing activities	(1,772,548)	(3,375,499)
Net cash (used in) generated from financing		
activities	(1,833,637)	2,047,022
Net (decrease) increase in cash and cash equivalents	(156,330)	3,062,689
Cash and cash equivalents at beginning of the period	17,581,484	17,908,117
Effect of exchange rate changes on cash and cash equivalents	337,367	(98,934)
Cash and cash equivalents at end of the period	17,762,521	20,871,872
Analysis of the balance of cash and cash equivalents, represented by		
— bank balances, deposits and cash	17,762,521	20,871,872

## 1. BASIS OF PREPARATION

The condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standard ("HKAS") 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and applicable disclosure provisions of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The condensed consolidated financial statements have been prepared in accordance with the same accounting policies adopted in the most recent consolidated financial statements for the year ended 31st December, 2016, except for the changes in accounting policy made when the Group initially applies financial reporting standards newly applicable to the annual accounting period beginning on 1st January, 2017.

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

This interim financial report contains condensed consolidated financial statements and selected explanatory notes. The explanatory notes include an explanation of events and transactions that are significant to the understanding of the changes in financial position and performance of the Group since the most recent consolidated financial statements for the year ended 31st December, 2016. The condensed consolidated financial statements and notes thereon do not include all of the information required for full set of financial statements prepared in accordance with Hong Kong Financial Reporting Standards ("HKFRSs").

The financial information relating to the financial year ended 31st December, 2016 that is included in this interim financial report as comparative information does not constitute the Company's statutory annual consolidated financial statements for that financial year but is derived from those financial statements. Further information relating to these statutory financial statements disclosed in accordance with section 436 of the Hong Kong Companies Ordinance (Cap. 622) is as follows:

The Company has delivered the financial statements for the year ended 31st December, 2016 to the Registrar of Companies as required by section 662(3) of, and Part 3 of Schedule 6 to, the Hong Kong Companies Ordinance (Cap. 622).

The Company's auditor has reported on those financial statements. 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 its report; and did not contain a statement under sections 406(2), 407(2) or (3) of the Hong Kong Companies Ordinance (Cap. 622).

The HKICPA has issued the following amendments to HKFRSs that are first effective for the current accounting period of the Group. Of these, the following amendments are relevant to the Group:

Amendments to HKAS 7	Statement of cash flows: Disclosure Initiative
Amendments to HKAS 12	Income Taxes: Recognition of Deferred Tax Assets of
	Unrealised Losses

The initial application of the above new or revised HKFRSs does not have a material effect on the Group's results and financial position.

The following new/revised HKFRSs, potentially relevant to the Group's financial statements, have been issued, but are not yet effective and have not been early adopted by the Group. The Group's current intention is to apply these changes on the date they become effective.

HKFRS 9	Financial Instruments <sup>1</sup>
HKFRS 15	Revenue from Contracts with Customers <sup>1</sup>
HKFRS 16	Leases <sup>2</sup>

<sup>1</sup> Effective for annual periods beginning on or after 1st January, 2018

<sup>2</sup> Effective for annual periods beginning on or after 1st January, 2019

The Group has already commenced an assessment of the impact of adopting the above Standards and amendments to existing Standards to the Group. The Group is not yet in a position to state whether these new pronouncements will result in substantial changes to the Group's accounting policies and financial statements.

## 2. REVENUE AND SEGMENT INFORMATION

For management purposes, the Group is organised into four operating divisions. These divisions are the basis on which the Group reports its segment information.

Principal activities are as follows:

Property development business — property development

Property investment and management — property investment and management

Hotel operations — hotel and restaurant business and its related services

Other operations — manufacturing and sales of digital discs and others

Information about these segments is presented below:

## For the six months ended 30th June, 2017

	Property development business HK\$'000	Property investment and management HK\$'000	Hotel operations HK\$'000	Other operations HK\$'000	Eliminations HK\$'000	Total HK\$'000
REVENUE External revenue Inter-segment revenue*	13,939,910	650,710 64,891	90,741 —	36,455 —	(64,891)	14,717,816 —
Total revenue	13,939,910	715,601	90,741	36,455	(64,891)	14,717,816
SEGMENT RESULTS	1,343,501	157,925	(16,737)	5,430	_	1,490,119
Unallocated income Unallocated expenses Finance costs Share of results of associates Share of results of joint ventures	(3,826) 41,353			303		234,880 (47,119) (518,318) (3,826) 41,656
Profit before income tax expense Income tax expense Profit for the period					-	1,197,392 (487,199) 710,193

\* Inter-segment revenue were charged with reference to prices charged to external parties for similar services or products.

# At 30th June, 2017 Assets and liabilities

	Property development business HK\$'000	Property investment and management HK\$'000	Hotel operations HK\$'000	Other operations HK\$'000	Total HK\$'000
Assets Segment assets Interests in associates Interests in joint ventures Unallocated corporate assets	84,065,216 290,926 2,392,893	11,133,916 — —	1,297,718 — —	391,481  1,680	96,888,331 290,926 2,394,573 20,831,930
Total assets Liabilities Segment liabilities Unallocated corporate liabilities	41,282,844	1,287,762	201,131	56,675	120,405,760 42,828,412 49,522,181
Total liabilities					92,350,593

## For the six months ended 30th June, 2016

	Property development business HK\$'000	Property investment and management HK\$'000	Hotel operations HK\$'000	Other operations HK\$'000	Eliminations HK\$'000	Total HK\$'000
REVENUE External revenue Inter-segment revenue*	9,254,642	605,183 102,042	90,252	42,070	(102,042)	9,992,147 —
Total revenue	9,254,642	707,225	90,252	42,070	(102,042)	9,992,147
SEGMENT RESULTS	752,249	180,171	(7,437)	62,470		987,453
Unallocated income Unallocated expenses Finance costs Share of results of associates Share of results of joint ventures	(2,962)			280		60,572 (104,351) (367,421) (2,962) (10,827)
	(11,107)			200	-	(10,027)
Profit before income tax expense Income tax expense					-	562,464 (416,647)
Profit for the period						145,817

Inter-segment revenue were charged with reference to prices charged to external parties for similar services or products.

## At 31st December, 2016 Assets and liabilities

	Property development business HK\$'000	Property investment and management HK\$'000	Hotel operations HK\$'000	Other operations HK\$'000	Total HK\$'000
Assets					
Segment assets	86,174,488	11,264,128	1,335,946	387,940	99,162,502
Interests in associates Interests in joint	246,317	—	_	—	246,317
ventures	2,308,266	_	_	1,678	2,309,944
Unallocated corporate assets				-	20,354,274
Total assets					122,073,037
Liabilities					
Segment liabilities	43,070,566	1,192,501	190,776	63,035	44,516,878
Unallocated corporate liabilities				-	50,574,100
Total liabilities					95,090,978

# 3. PROFIT BEFORE INCOME TAX EXPENSE

	Six months ended 30th June,		
	2017 HK\$'000	2016 HK\$'000	
Profit before income tax expense is arrived at after charging:			
Amortisation of prepaid lease payments (included in administrative expenses) Depreciation of property, plant and	5,048	5,408	
equipment Share of tax of joint ventures (included in	63,403	66,464	
share of results of joint ventures) Loss on disposal of investment properties	52,044 441	95 1,059	

## 4. INCOME TAX EXPENSE

	Six months ended 30th June,		
	2017 HK\$'000	2016 HK\$'000	
The charge comprises:			
Hong Kong Profits Tax PRC Enterprise Income Tax	 280,278	 259,105	
	280,278	259,105	
Land Appreciation Tax ("LAT") Deferred taxation	222,137 (15,216)	152,848 4,694	
	487,199	416,647	

Hong Kong Profits Tax is calculated at 16.5% (six months ended 30th June, 2016: 16.5%) of the estimated assessable profit for the period.

No provision for Hong Kong Profits Tax has been made as there is no assessable profit for both periods.

The PRC Enterprise Income Tax is calculated at 25% based on the estimated assessable profit for the period.

Certain PRC subsidiaries are also subject to the PRC LAT which is levied at progressive rates ranging from 30% to 60% on the appreciation of properties, being the proceeds from sales of properties less deductible expenditure including costs of land use rights and development and construction.

## 5. DIVIDENDS

The Directors have decided not to declare any interim dividend for the six months ended 30th June, 2017 (six months ended 30th June, 2016: HK\$Nil).

## 6. EARNINGS PER SHARE

The calculation of basic and diluted earnings per share for the six months ended 30th June, 2017 is based on the following data:

	Six months ended 30th June,	
	2017	2016
	HK\$'000	HK\$'000
Earnings:		
Profit for the period attributable to owners		
of the Company	628,845	58,602
	Six months ende	ed 30th June,
	2017	2016
Number of shares:		
Weighted average number of ordinary		
shares for the purposes of basic		
earnings per share	3,661,537,046	3,661,537,046
Effect of dilutive potential ordinary shares		
on share options	_	
Weighted average number of ordinary		
shares for the purposes of diluted	2 ( ( 4 5 2 7 0 4 (	2 ( ( 1 5 2 7 0 4 (
earnings per share	3,661,537,046	3,661,537,046

## 7. TRANSFER TO AND FROM RESERVES

During the six months ended 30th June, 2017, the Group's subsidiaries in the PRC did not appropriate any amount net of non-controlling interests' share out of accumulated profits to the PRC statutory reserves (six months ended 30th June, 2016: HK\$Nil).

# 8. MOVEMENTS IN INVESTMENT PROPERTIES AND PROPERTY, PLANT AND EQUIPMENT

During the period ended 30th June, 2017, the net increase to the Group's investment properties amounted to approximately HK\$111 million (30th June, 2016: net decrease HK\$139 million). Renminbi appreciated against Hong Kong dollars during the period ended 30th June, 2017 generated HK\$235 million increase (30th June, 2016: Renminbi depreciated against Hong Kong dollars generated HK\$128 million decrease) in investment properties.

The increase was offset by additional units of properties transferred to properties held for sale and property, plant and equipment amounted to HK\$62 million and HK\$60 million respectively (30th June, 2016: transferred from properties held for sale amounted to HK\$21 million) during the current period. Also, disposal of investment properties of HK\$1.6 million (30th June, 2016: HK\$31 million) was noted.

During the period, the net increase to the Group's property, plant and equipment amounted approximately HK\$69 million (30th June, 2016: net decrease HK\$175 million).

The surplus arising on revaluation of hotel properties of HK\$22 million was noted as at 30th June, 2017 (30th June, 2016: deficit HK\$104 million). Renminbi appreciated against Hong Kong dollars during the period ended 30th June, 2017 generated HK\$43 million increase (30th June, 2016: Renminbi depreciated against Hong Kong dollars generated HK\$24 million decrease) in property, plant and equipment. Also, additional units of properties transferred from investment properties amounted to HK\$60 million during the current period (30th June, 2016: HK\$Nil)

Additions of capital expenditure paid for construction in progress, renovation work and additions of motor vehicles and furniture and fixture amounted to HK\$13 million (30th June, 2016: HK\$15 million).

The increase was offset by disposal of property, plant and equipment of HK\$6 million (30th June, 2016: HK\$Nil) during the current period. The depreciation charge of HK\$63 million (30th June, 2016: HK\$66 million) was provided during the current period.

The Group's investment properties and hotel properties at 30th June, 2017 were fair valued by AA Property Services Limited, an independent professional surveyor and property valuer not connected with the Group. AA Property Services Limited is a member of the Hong Kong Institute of Surveyors and has appropriate qualifications and recent experiences in the valuation of similar properties in the relevant locations. The valuation was arrived at using the same valuation techniques as were used by this valuer when carrying out the valuations at 31st December, 2016.

## 9. TRADE AND OTHER RECEIVABLES

The credit terms in connection with sales of properties granted to the customers are set out in the sale and purchase agreements and vary from agreements. There is no concentration of credit risk with respect to trade receivables arise from sales of properties as the Group has numerous customers. In respect of sales of goods granted to trade customers, the Group allows an average credit periods ranging from 30 days to 90 days. The following is an aged analysis of trade receivables net of allowance for doubtful debts at the end of the reporting period:

	30th June, 2017 HK\$'000	31st December, 2016 HK\$'000
0 to 30 days	93,180	111,592
31 to 90 days	105,334	5,778
More than 90 days	222,826	246,969
Total trade receivables	421,340	364,339
Other receivables	3,700,041	4,313,068
	4,121,381	4,677,407

## **10. AMOUNTS DUE FROM ASSOCIATES**

	30th June, 2017 HK\$'000	31st December, 2016 HK\$'000
<ul><li>— Interest-free</li><li>— Fixed rate of 8%</li></ul>	540,136 37,931	 37,078
	578,067	37,078

The amounts are unsecured and repayable on demand or within one year.

# 11. AMOUNTS DUE FROM/(TO) JOINT VENTURES

30th June, 2017 HK\$'000	31st December, 2016 HK\$'000
(22.0/7	477.004
· -	166,024 528,137 —
360,632	337,079 352,528
 964,040	112,360 848,068
637,003	593,863
2,940,370	2,938,059
716,561	672,749
	2017 HK\$'000 633,867 

The amounts are unsecured and repayable on demand.

## **12. TRADE AND OTHER PAYABLES**

The following is an aged analysis of trade payables at the end of the reporting period:

		30th June,	31st December,
		2017	2016
		HK\$'000	HK\$'000
0 to 30 days		3,103,285	5,071,002
31 to 90 days		477,305	300,455
More than 90 days		5,695,035	5,121,099
Total trade payables	;	9,275,625	10,492,556
Bills payables		3,051	—
Other payables		3,932,976	3,460,506
		13,211,652	13,953,062

# 13. AMOUNTS DUE TO THE ULTIMATE HOLDING COMPANY

	30th June, 2017 HK\$'000	31st December, 2016 HK\$'000
Interest-free 92% of benchmark rate in the PRC 95.1% of benchmark rate in the PRC	21,647 30,924 344,828	21,160 30,230 337,079
	397,399	388,469

The amounts are unsecured and repayable on demand or within one year.

## 14. AMOUNTS DUE TO AN INTERMEDIATE HOLDING COMPANY

	30th June, 2017 HK\$'000	31st December, 2016 HK\$'000
Interest-free Fixed rate of 5.5% Benchmark rate in the PRC plus 1%	6,370 408,895 105,747	6,228 399,706 103,370
	521,012	509,304

The amounts are unsecured and repayable on demand or within one year.

# **15. AMOUNTS DUE TO FELLOW SUBSIDIARIES**

	30th June, 2017 HK\$'000	31st December, 2016 HK\$'000
<ul> <li>Interest-free</li> <li>Movement of the benchmark rates in the PRC plus 7.27%</li> </ul>	541,588	622,863
	206,897	202,247
	748,485	825,110
	740,403	023,110

The amounts are unsecured and repayable on demand.

# **16. BANK AND OTHER BORROWINGS**

During the period, the Group obtained new bank and other borrowings in the amounts of HK\$9,317 million (30th June, 2016: HK\$15,605 million), which bear interest at market rates. The Group also repaid approximately HK\$10,970 million (30th June, 2016: HK\$12,693 million) during the period.

Renminbi appreciated against Hong Kong dollars during the period ended 30th June, 2017 generated HK\$835 million increase (30th June, 2016: Renminbi depreciated against Hong Kong dollars generated HK\$505 million decrease) in bank and other borrowings.

# **17. SHARE CAPITAL**

	Number of ordinary shares	<b>Amount</b> HK\$'000
Ordinary shares, issued and fully paid: At 1st January, 2017 and 30th June, 2017	3,661,537,046	17,685,677

# **18. PERPETUAL CAPITAL INSTRUMENTS**

At 30th June, 2016, the aggregate principal amount of perpetual capital instruments amounted to RMB711,030,000 (approximately HK\$836,505,000). The perpetual capital instruments have no maturity date and the Group had discretion not to declare any investments returns. Therefore, the perpetual capital instruments are classified as equity instrument and recorded in equity in the condensed consolidated financial statements. The perpetual capital instruments were fully redeemed in 2016.

Movements of the perpetual capital instruments during six months ended 30th June, 2016 are as follows:

	For the six Principal HK\$'000	June, 2016 Total HK\$'000	
At 1st January, 2016 Exchange adjustments Profit attributable to	1,190,476 (14,006)	36,996 (435)	1,227,472 (14,441)
holders of perpetual capital instruments Distribution to holders of	-	51,911	51,911
perpetual capital instruments Redemption of perpetual	-	(40,651)	(40,651)
capital instruments	(339,965)	_	(339,965)
At 30th June, 2016	836,505	47,821	884,326

## **19. NOTES PAYABLE**

On 16th May, 2013, the Group issued the 4.75% notes due 2018 in the aggregate principal amount of US\$500,000,000 (equivalent to HK\$3,900,000,000). The notes bear interest at the rate of 4.75% per annum, which are payable semi-annually in arrears on the interest payment dates falling 16th May and 16th November in each year.

## **20. CONTINGENT LIABILITIES**

The Group arranged mortgage loan facilities with certain banks for purchasers of property units and provided guarantees to banks to secure obligations of such purchasers of repayment. The maximum guarantees given to banks amounted to HK\$28,366,586,000 as at 30th June, 2017 (31st December, 2016: HK\$28,393,520,000). Such guarantees will terminate upon the earlier of (i) issue of the real estate ownership certificate; and (ii) the satisfaction of the mortgage loans by the buyers of the properties. The Group has not recognised any deferred income in respect of these guarantees as its fair value is considered to be minimal by the Directors. The Directors also consider that the fair value of the underlying properties is able to cover the outstanding mortgage loan guaranteed by the Group in the event the purchasers default payments to the banks.

At 30th June, 2017, the Group had given guarantees to certain banks in respect of credit facilities granted to certain joint ventures of the Group amounting to HK\$1,942,529,000 (31st December, 2016: HK\$1,853,932,000), of which HK\$1,942,529,000 (31st December, 2016: HK\$1,853,932,000) had been utilised by the joint ventures.

# 21. CAPITAL COMMITMENTS

Capital expenditure contracted for but not provided in the condensed consolidated financial statements in respect of property development expenditures amounted to HK\$12,521,754,000 as at 30th June, 2017 (31st December, 2016: HK\$10,588,697,000).

The Group did not have any capital expenditure authorised but not contracted for as at 30th June, 2017 and 31st December, 2016.

# 22. MATERIAL RELATED PARTY TRANSACTIONS

During the current period, the Group entered into the following material related party transactions:

## (I) Related parties

	Six months ended 30th June,	
	<b>2017</b> 2016	
	HK\$'000	HK\$'000
Property rental income (note a)	6,630	6,010
Construction fee paid (note b)	94,023	248,306
Interest expenses (note c)	53,403	49,393
Interest income (note d)	75,761	101,919
Guarantee charges (note e)	6,583	8,118
Management fee income	632	576
Rental expenses paid	1,223	—
Dividend income	6,323	

Notes:

- (a) The property rental income received from subsidiaries of the ultimate holding company, which were charged in accordance with the relevant tenancy agreement.
- (b) The construction fee paid to a subsidiary of the ultimate holding company was charged at market rate.
- (c) The interest expenses derived from loans advanced from the ultimate holding company, an intermediate holding company and fellow subsidiaries, which carried interest at a fixed rate of 5.5% to 6%, benchmark rate in the PRC plus 1%, 92% of benchmark rate in the PRC to 110% of benchmark rate in the PRC and 7.27% plus the movement of the benchmark rate in the PRC.
- (d) The interest income derived from loans advanced to associates and joint ventures, which carried interest at a fixed rate of 4.35% to 8% and 110% of benchmark rate in the PRC.
- (e) The guarantee charges were paid to the ultimate holding company for acting as a guarantor of bank loans borrowed by subsidiaries of the Group and it was charged at 1% on the guarantee amount.

## (II) Compensation to key management personnel

	Six months ended 30th June,	
	2017 HK\$'000	2016 HK\$'000
Short-term benefits Post-employment benefits	12,774 348	11,272 349
	13,122	11,621

The remuneration of Directors and key executives is determined by the remuneration committee having regard to the performance of individuals and market trends.

## 23 FAIR VALUE MEASUREMENTS

## (i) Financial instruments carried at fair value

The fair value of available-for-sale investment with standard terms and conditions and traded on active liquid markets are determined with reference to quoted market prices.

The following table presents financial instruments measured at fair value in the condensed consolidated statement of financial position on a recurring basis, categorised into the three-level fair value hierarchy as defined in HKFRS 13, "Fair Value Measurement". The level into which a fair value measurement is classified is determined with reference to the observability and significance of the inputs used in the valuation technique as follows:

- Level 1 (highest level): fair values measured using quoted prices (unadjusted) in active markets for identical financial instruments
- Level 2: fair values measured using quoted prices in active markets for similar financial instruments, or using valuation techniques in which all significant inputs are directly or indirectly based on observable market data
- Level 3 (lowest level): fair values measured using valuation techniques in which any significant input is not based on observable market data

At 30th June, 2017, The Group had following financial instruments carried at fair value all of which are based on the level 1 of the fair value hierarchy:

	<b>30th June</b> , 31st December, 2017 2016	
	HK\$'000	HK\$'000
<b>Assets</b> Available-for-sale investments — Listed	26,938	29,472

There were no significant transfers between financial instruments in level 1 and level 2 in the reporting period.

# (ii) Fair values of financial instruments carried at other than fair value

The carrying amounts of the Group's financial instruments carried at cost or amortised cost in the condensed consolidated financial statements approximate to their fair value.

# (iii) The fair values of financial assets and financial liabilities are determined as follows:

The fair values of financial assets with standard terms and conditions and traded on active liquid markets are determined with reference to quoted active bid prices and ask prices respectively; and the fair values of other financial assets and financial liabilities are determined in accordance with generally accepted pricing models based on discounted cash flow analysis using prices or rates from observable current market transactions as input.

## 24. ACQUISITION OF ADDITIONAL INTEREST IN A SUBSIDIARY

In March 2017, the Group entered into a share purchase agreement for the acquisition of 10% of the issued share capital (the "Acquisition") of 上海保利廣場資產管理有限公司 ("上海年利廣場"). The vendor of the Acquisition was 上海申宇房地產開發有限公司 ("上海申宇房地產") which was the legal and beneficial owner of 10% of the issued share capital of 上海保利廣場. The consideration of the Acquisition was RMB100,854,000 (equivalent to HK\$115,924,000). The carrying amount of the net assets in 上海保利廣場 acquired of attributable to 上海申宇房地產 at the acquisition date was RMB158,759,000 (equivalent to HK\$182,482,000). The Group originally owned 90% of the issued share capital of 上海保利廣場. Upon completion of the Acquisition, the Group holds 100% of the equity interest in 上海保利廣場.

The effect of the Acquisition on the equity attributable to the owners of the Company is as follows:

		HK'000
Share of net ass Consideration	sets in 上海保利廣場 acquired	182,482 (115,924)
Gain on acquisit	ion recognised directly in equity	66,558

# **INTERIM DIVIDEND**

The Board has resolved not to declare the payment of an interim dividend for the six months ended 30th June, 2017 (corresponding period in 2016: HK\$Nil).

# SHARE OPTION SCHEME

In order to provide incentives or rewards to the directors and certain employees of the Company and certain eligible persons (the "Eligible Participants") to contribute to the long term success of the business of the Group, the board of directors of the Company considers that it is in the best interest of the Company to adopt a share option scheme.

At the annual general meeting of the Company held on 28th May, 2014, the shareholders of the Company adopted a share option scheme (the "Share Option Scheme"), pursuant to which the Eligible Participants may be granted a maximum of 364,463,704 options to subscribe for shares of the Company upon and subject to the terms and conditions of the rules of the Share Option Scheme. The Share Option Scheme shall be valid and effective for a period of 10 years commencing on the adoption date of 28th May, 2014 and expiring on 27th May, 2024.

According to the Share Option Scheme, the board of directors of the Company may grant options to (i) any director and employee of the Company or subsidiaries, or an entity in which the Group holds an interest ("Affiliate"); (ii) any customer, supplier, agent, partner, consultant, adviser or shareholder of or contractor to the Group or an Affiliate; (iii) the trustee of any trust the beneficiary of which or any discretionary trust the discretionary objects of which include any director, employee, customer, supplier, agent, partner, consultant, adviser or shareholder of or contractor to the Group or an Affiliate; or (iv) a company beneficially owned by any director, employee, consultant, customer, supplier, agent, partner, shareholder, adviser of or contractor to the Group or an Affiliate to subscribe for shares in the Company for a consideration of HK\$1 for each lot of share options granted.

Share option granted should be accepted within 28 days from the date of grant. The board of directors may at its absolute discretion determine the period during which a share option may be exercised; such period should expire no later than 10 years from the date of grant of the relevant option. The board of directors may also provide restrictions on the exercise of a share option during the period a share option may be exercised.

The exercise price is determined by the board of directors of the Company, and shall not be less than the highest of: (i) the closing price of the Company's shares on the date of grant; (ii) the average closing price of the Company's shares for the five business days immediately preceding the date of grant.

The maximum number of shares which may be issued upon exercise of all outstanding options granted and yet to be exercised under the Share Option Scheme and any other share option schemes of the Company shall not, in aggregate, exceed 30% of the total number of shares in issue.

The total number of shares issued and to be issued upon exercise of the options granted to each individual under the Share Option Scheme and any other share option schemes of the Company (including both exercised, cancelled and outstanding options) in any 12-month period shall not exceed 1% of the total number of shares in issue of the Company.

As at 30th June, 2017, no option was granted under the Share Option Scheme. The total number of options available for grant is 364,463,704 (30th June, 2016: 364,463,704), representing approximately 9.95% (30th June, 2016: 9.95%) of the issued shares of the Company.

## **DIRECTORS' INTERESTS IN SECURITIES**

As at 30th June, 2017, according to the register maintained by the Company pursuant to Section 352 of the Securities and Futures Ordinance (the "SFO"), or as otherwise notified to the Company and The Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to Appendix 10 Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") of the Listing Rules, the interests of the Directors in the shares and underlying shares of the Company were as follows:

### Long position

## Ordinary shares of the Company

Mr. Xue Ming is holding 1,020,000 shares (0.03%) of the Company.

Mr. Choy Shu Kwan is holding 300,000 shares (0.01%) of the Company.

Miss Leung Sau Fan, Sylvia is holding 33,000 shares (0%) of the Company.

Mr. Wong Ka Lun is deemed to be interested in 80,000 shares (0%) of the Company, being the interests held by his spouse.

Save as disclosed above, as at 30th June, 2017, none of the Directors, chief executives or their associates had any personal, family, corporate or other interests and short positions in the securities of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which is required to be recorded in the register maintained under Section 352 of the SFO or otherwise notified to the Company and the Stock Exchange pursuant to the Model Code in the Listing Rules and none of the Directors, or their spouses or children under the age of 18, had any right to subscribe for the securities of the Company, or had exercised any such right during the period.

# SUBSTANTIAL SHAREHOLDERS

As at 30th June, 2017, according to the register of substantial shareholders maintained by the Company pursuant to Section 336 of the SFO, the following shareholders had notified the Company of relevant interests in the issued shares of the Company:

Number of Shares			Approximate percentage of the total	
Name of shareholder	Beneficial owner	Held by controlled corporation(s)	Total number of shares	no. of issued shares of the Company
Long position				
Congratulations Company Ltd.	1,037,975,080	_	1,037,975,080	28.35%
Source Holdings Limited	228,398,760	100,086,800	328,485,560 (Note 1)	8.97%
Ting Shing Holdings Limited	_	1,366,460,640 (Note 2)	1,366,460,640	37.32%
Poly (Hong Kong) Holdings Limited	112,410,476	1,366,460,640	1,478,871,116 <i>(Note 3</i> )	40.39%
Poly Southern Group Limited	253,788,246	_	253,788,246	6.93%
China Poly Group Corporation	-	1,732,659,362 (Note 4)	1,732,659,362	47.32%

Notes:

- 1. Source Holdings Limited is deemed by the SFO to be interested in 328,485,560 shares of the Company as a result of its direct holding of 228,398,760 shares and indirect holding of 100,086,800 shares through its wholly-owned subsidiaries, Musical Insight Holdings Ltd. and Wincall Holding Ltd. of 44,658,800 shares and 55,428,000 shares respectively.
- Ting Shing Holdings Limited is deemed by the SFO to be interested in 1,366,460,640 shares as a result of its indirect holding of 1,366,460,640 shares through its subsidiaries, Source Holdings Limited and Congratulations Company Ltd. of 328,485,560 shares and 1,037,975,080 shares respectively.
- 3. Poly (Hong Kong) Holdings Limited is deemed by the SFO to be interested in 1,478,871,116 shares as a result of its direct holding of 112,410,476 shares and indirect holding of 1,366,460,640 shares through its wholly-owned subsidiary, Ting Shing Holdings Limited.
- 4. China Poly Group Corporation owns 100% of Poly (Hong Kong) Holdings Limited and Poly Southern Group Limited and is accordingly deemed by the SFO to be interested in the shares directly and indirectly owned by Poly (Hong Kong) Holdings Limited and Poly Southern Group Limited.

Save as disclosed above, the Company has not been notified of any other relevant interests or short positions in the issued shares of the Company as at 30th June, 2017.

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

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

## DISCLOSURES PURSUANT TO RULE 13.21 OF THE LISTING RULES

On 16th May, 2013, the Company (as the issuer) and China Poly Group Corporation entered into a keepwell deed in relation to the US\$500,000,000 4.75% notes due 2018 issued by the Company.

On 5th November, 2014, a wholly-owned subsidiary of the Company, as borrower, and the Company, as guarantor, entered into a facility agreement with certain banks for a total term loan facility of HK\$5,000,000,000. The final maturity date of the facility will be the earlier of (a) the date falling 48 months after the date of the facility agreement and (b) the date falling 6 months after a certificate of compliance is issued by the Director of Lands in respect of the development of New Kowloon Inland Lot No. 6527, Kai Tak Area 11 Site 3, Kowloon, Hong Kong.

On 2nd September, 2016, a wholly-owned subsidiary of the Company, as borrower, and the Company, as guarantor, entered into a facility agreement with certain banks for a total term loan facility of HK\$1,900,000,000. The final maturity date of the facility will be the earlier of (a) the date falling 48 months after the date of the facility agreement and (b) the date falling 9 months after a certificate of compliance is issued by the Director of Buildings and Lands in respect of the development of Tuen Mun Town Lot No. 542, Castle Peak Road, Castle Peak Bay, Area 48, Tuen Mun, New Territories, Hong Kong.

Pursuant to the aforesaid keepwell deed and facility agreements, the Company undertakes with the banks that, if, among other things, China Poly Group Corporation (a) ceases to be the single largest shareholder of the Company or ceases to maintain at least 40% direct or indirect beneficial ownership of the issued shares of the Company; (b) ceases to maintain management control of the Company; or (c) ceases to be under the control and supervision of the State-owned Assets Supervision and Administration Commission of the State Council of the People's Republic of China, all loans together with accrued interest may become immediately due and payable.

On 23rd May, 2017, the Company (as the borrower) entered into a facility agreement (the "Facility Agreement") with China CITIC Bank International Limited as facility agent and certain other banks for a 36-month term loan facility of HK\$3,900,000,000 (the "Loan").

Pursuant to the above Facility Agreement, the Company undertakes with the banks that, if, among other things, China Poly Group Corporation (a) ceases to be the single largest shareholder of the Company or ceases to hold, directly or indirectly through its controlled corporations (as defined under Part XV of the Securities and Futures Ordinance), at least 40% of the issued share capital of the Company; (b) ceases to maintain management control of the Company; or (c) ceases to be under the control and supervision of the State-owned Assets Supervision and Administration Commission of the State Council of the People's Republic of China, all or part of the Loan together with interest and any other amounts accrued thereunder be immediately due and payable.

# COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

Throughout the period under review, the Company has complied with the code provisions as set out in the Corporate Governance Code contained in Appendix 14 to the Listing Rules (the "CG Code"), other than code provisions A.5.1 to A.5.4 and E.1.2 of the CG Code. The reasons for deviation are explained below:

# Code Provisions A.5.1 to A.5.4 of the CG Code — Nomination Committee

Under code provisions A.5.1 to A.5.4 of the CG Code, listed issuers should, among others, establish a nomination committee with specific written terms of reference. The Company has considered the merits of establishing a nomination committee but is of the view that it is in the best interests of the Company that the Board collectively reviews, deliberates on and approves the structure, size and composition of the Board and the appointment of any new Director. The Board is tasked with ensuring that it has a balanced composition of skills and experience appropriate for the requirements of the businesses of the Group and that appropriate individuals with the relevant expertise and leadership qualities are appointed to the Board to complement the capabilities of the existing Directors.

# Code Provision E.1.2 of the CG Code — Attendance of Chairman of the Board at the Annual General Meetings

The chairman of the Board (the "Chairman") should attend the annual general meeting. Due to other important engagement at the relevant time, Mr. Xue Ming, the Chairman, was not able to attend the annual general meeting of the Company held on 25th May, 2017.

The Company considers that sufficient measures have been taken to ensure that the Company's corporate governance practices are no less exacting than those in the CG Code.

# COMPLIANCE WITH THE MODEL CODE SET OUT IN APPENDIX 10 TO THE LISTING RULES

The Company has adopted a code of conduct regarding directors' securities transactions on terms no less exacting than the required standard of the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 to the Listing Rules (the "Model Code"). Having made specific enquiry of all Directors, all Directors have confirmed that they have complied with the Model Code and the code of conduct regarding directors' securities transactions adopted by the Company for the six months ended 30th June, 2017.

# **UPDATE ON DIRECTORS' INFORMATION**

Pursuant to rule 13.51(B)(1) of the Listing Rules, the changes in Directors' information since the date of the 2016 Annual Report are set out below:

Miss Leung Sau Fan, Sylvia ("Miss Leung"), an independent non-executive director of the Company, left VC Capital Limited and joined Celestial Capital Limited as a director and a responsible officer, a company licensed to conduct, among others, Type 6 (advising on corporate finance) regulated activity under the Securities and Futures Ordinance.

## AUDIT COMMITTEE

The audit committee of the Company ("the Audit Committee") presently comprises one nonexecutive Director, namely Mr. Ip Chun Chung, Robert and three independent non-executive Directors, namely Miss Leung Sau Fan, Sylvia (as Chairlady), Mr. Choy Shu Kwan and Mr. Wong Ka Lun.

The members of the Audit Committee have reviewed with management the accounting principles and practices adopted by the Group and discussed auditing, internal control, risk management and financial reporting matters including the review of the unaudited financial statements of the Company for the six months ended 30th June, 2017. The Audit Committee has approved the unaudited interim financial statements.