

# SHUN HO PROPERTY INVESTMENTS LIMITED

順豪物業投資有限公司

(Stock Code: 219)

**Interim Report 2017** 

## CORPORATE INFORMATION

## **Executive Directors**

Mr. William Cheng Kai Man (*Chairman*) Mr. Albert Hui Wing Ho Ms. Kimmy Lau Kam May (appointed on 29th August, 2017)

## **Non-Executive Director**

Madam Mabel Lui Fung Mei Yee

## **Independent Non-Executive Directors**

Mr. Vincent Kwok Chi Sun Mr. Chan Kim Fai Mr. Hui Kin Hing (retired on 16th June, 2017) Mr. Lam Kwai Cheung (appointed on 16th June, 2017)

## **Company Secretary**

Ms. Koo Ching Fan

### Auditor

Deloitte Touche Tohmatsu 35th Floor, One Pacific Place 88 Queensway Hong Kong

### Solicitors

KCL & Partners Unit 1602-06, 16/F FWD Financial Centre 308 Des Voeux Road Central Sheung Wan, Hong Kong

## **Principal Bankers**

The Hongkong and Shanghai Banking Corporation Limited Chong Hing Bank Limited

## **Registered Office**

3rd Floor, Shun Ho Tower 24-30 Ice House Street Central, Hong Kong

## **Share Registrars**

Tricor Tengis Limited Level 22, Hopewell Centre 183 Queen's Road East Hong Kong Tel: 2980 1333

## Company's Website

www.shunho.com.hk

## INTERIM RESULTS

The board of directors (the "Board") of Shun Ho Property Investments Limited (the "Company") announces that the net profit after tax attributable to owners of the Company before depreciation of land, property and equipment for the six months ended 30th June, 2017 was HK\$266 million (six months ended 30th June, 2016: HK\$171 million), increased by 56%.

## INTERIM DIVIDEND

The Board has resolved to declare the payment of an interim dividend of HK1.86 cents per share for the six months ended 30th June, 2017 (six months ended 30th June, 2016: HK1.86 cents per share) and will be payable on Thursday, 28th June, 2018 to shareholders whose names appear on the register of members of the Company on Friday, 15th June, 2018. The dividend payout ratio based on the recurring profit is 26%.

## BOOK CLOSURE

The register of members will be closed from Tuesday, 12th June, 2018 to Friday, 15th June, 2018, both dates inclusive, during which period no transfer of shares will be registered. In order to qualify for the interim dividend, all transfers of shares accompanied by the relevant share certificates must be lodged with the Company's Share Registrars, Tricor Tengis Limited, Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, not later than 4:30 p.m. on Monday, 11th June, 2018.

## MANAGEMENT DISCUSSION AND ANALYSIS

During the period under review, the Group continued with its operations of commercial properties investment and leasing and through its major subsidiaries continued with its operations of hotels investments and operations.

The net profit after tax attributable to the owners of the Company before depreciation of land, property and equipment for the six months ended 30th June, 2017 was HK\$266 million (six months ended 30th June, 2016: HK\$171 million), increased by 56%.

## **PERFORMANCE**

## **Hotel Business**

The Group owns 71.09% of Magnificent Hotel Investments Limited ("Magnificent Hotel") as its hotel investment subsidiary. The Group and Magnificent Hotel presently owns nine hotels, (1) Best Western Plus Hotel Kowloon, (2) Best Western Plus Hotel Hong Kong, (3) Best Western Grand Hotel, (4) Best Western Hotel Causeway Bay, (5) Best Western Hotel Harbour View, (6) Grand City Hotel, (7) Grand View Hotel, (8) Magnificent International Hotel, Shanghai and (9) Royal Scot Hotel in London. The nine hotels have about 2,821 rooms and the Group is one of the largest hotel groups in Hong Kong.

During the period, the Group acquired Newton Inn at 88 Chun Yeung Street, North Point, Hong Kong. The Property comprises 30 storeys and 317 guest rooms with food and beverage and swimming pool facilities and 3 retail shops. The hotel has commenced business on the 19th August, 2017 and is renamed as Grand View Hotel and is managed by a wholly subsidiary of the Magnificent Hotel.

The net profit after tax attributable to the owners of Magnificent Hotel before exchange adjustment, revaluation gain of investment properties and depreciation of land, property and equipment for the six months ended 30th June, 2017 was HK\$78.0 million (six months ended 30th June, 2016: HK\$60.5 million), increased by 29%. The income from operation of hotels amounted to HK\$213.5 million (six months ended 30th June, 2016: HK\$198.6 million), increased by 8%. The average occupancy in the Group's Hong Kong hotels was 99.6% and the average room rate was HK\$584.

The major reason for the above increase was due to increase in room rates.

The exchange adjustment was made mainly because at the time of borrowing sterling for the acquisition of Royal Scot Hotel in London as at 30th June 2016, the exchange rate as at that time was HK\$10.43:£1. Eventual loan repayment is expected also in sterling, therefore, there was no future exchange rate risk exposure. However, due to accounting policy, adjustment had to be made regarding fluctuation of exchange rate even loan repayment is expected in sterling. At the year end of 2016, a profit of HK\$29 million resulted/announced due to depreciation of sterling from HK\$10.43:£1 to HK\$9.55:£1. Subsequently as at 30th June 2017, sterling rebounded from HK\$9.55:£1 to HK\$10.155:£1 leading to exchange adjustment of HK\$21 million.

## **Commercial Properties Rental Income**

The properties rental income was derived from the hotel property in UK, office buildings of Shun Ho Tower, 633 King's Road and shops from Best Western Plus Hotel Kowloon, Best Western Plus Hotel Hong Kong and Best Western Grand Hotel amounted to HK\$78 million (six months ended 30th June, 2016: HK\$62 million).

The properties rental income was analysed as follows:

	2016 HK\$'000	2017 HK\$'000		Change
633 King's Road	49,000	49,570		+1.16%
Shun Ho Tower	11,154	11,546	(Note)	+3.51%
Shops	2,313	1,464		-36.71%
Royal Scot Hotel		15,393		N/A
Total	62,467	77,973		+24.82%

*Note:* Non-controlling interest will be deducted in condensed consolidated statement of profit or loss.

The shops income decreased because the Best Western Plus Hotel Kowloon has been undergoing renovation to add approximately 40 hotel rooms and is expected to be completed in 2017.

During the period, the administrative expenses excluding depreciation was HK\$18.9 million (six months ended 30th June, 2016: HK\$16.1 million), representing cost for corporate management office including directors' fees, salaries for executive staff and employees, rental, marketing expenses and office expenses. The higher administrative expenses were due to the legal fee incurred for the abandon purchase of Rosswood Hotel Georgia and the legal cost for the arrangement of the loan in sterling.

## **LIQUIDITY**

• As at 30th June, 2017, the overall debt of the Group including Magnificent Hotel and its subsidiaries was HK\$920 million (31st December, 2016: HK\$815 million). The debt ratio was 7% (31st December, 2016: 6%) in terms of overall debts of HK\$920 million (31st December, 2016: HK\$815 million) against the fully revalued assets of the Group amounted to HK\$13,613 million (31st December, 2016: HK\$13,145 million). The gearing ratio of the Group (including Magnificent Hotel and its subsidiaries) was approximately 13% (31st December, 2016: 12%).

The Group's bank borrowings carry interest at floating rates and are mainly denominated in Hong Kong dollar and Pound Sterling. Accordingly, the Group exposes to exchange risk and management manages and monitors these exposures to ensure appropriate measures are implemented on a timely and effective manner.

As at 30th June, 2017, the Group's staffing level did not have material change when compared with that of 31st December, 2016. Remuneration and benefit were set with reference to the market.

## LOOKING AHEAD

- Magnificent Hotel will continue its business of hotel operations and will seek to
  acquire more hotel incomes by acquisition of hotel properties or serviced apartment
  hotels. Looking ahead, the hotel industry will continue to improve modestly.
- The Company will continue its management and investment of 633 King's Road, Shun Ho Towers, Ice House Street and the income from the investment of Grand View Hotel managed by Magnificent Hotel.
- Overall the short term prospect of the Group's earning will benefit from the modest improvement of hotel industry and commercial rent. The management will endeavor to seek revenue growth from acquisition of income producing properties while maintaining LOW gearing.

## PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES

There was no purchase, sale or redemption of the Company's listed securities by the Company or any of its subsidiaries during the period.

## DIRECTORS' INTERESTS IN LISTED SECURITIES

As at 30th June, 2017, the interests or short positions of the directors and chief executive of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")) which were required (a) to be entered in the register required to be kept by the Company under section 352 of the SFO; or (b) to be notified to the Company and The Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers, were as follows:

## The Company

Name of director	Capacity	Nature of interests	Number of shares/ underlying shares held	Approximate % of shareholding
William Cheng Kai Man	Interest of controlled corporation	Corporate	359,543,999 (Note)	62.02

Note: Omnico Company Inc., Mercury Fast Limited and Trillion Resources Limited beneficially owned 281,904,489 shares of the Company (the "Shares") (48.62%), 68,139,510 Shares (11.75%) and 9,500,000 Shares (1.64%) respectively. Mr. William Cheng Kai Man had controlling interests in the above-mentioned companies. All the above interests in the Shares are long position.

## **Associated corporations**

Name of director	Name of associated corporation	Capacity	Nature of interests	Number of Shares/ underlying Shares held	Approximate % of shareholding
William Cheng Kai Man	Magnificent Hotel Investments Limited ("Magnificent Hotel") (Note 1)	Interest of controlled corporations	Corporate	6,360,585,437	71.09
William Cheng Kai Man	Shun Ho Holdings Limited ("Shun Ho Holdings") (Note 2)	Interest of controlled corporations	Corporate	216,608,825	71.20
William Cheng Kai Man	Trillion Resources Limited ("Trillion Resources") (Note 3)	Beneficial owner	Personal	1	100

### Notes:

- 1. Magnificent Hotel, the Company's subsidiary, is a public limited company incorporated in Hong Kong, the shares of which are listed on the Stock Exchange.
- 2. Shun Ho Holdings, the Company's holding company, is a public limited company incorporated in Hong Kong, the shares of which are listed on the Stock Exchange.
- 3. Trillion Resources, the Company's ultimate holding company, is a company incorporated in the British Virgin Islands.
- 4. All the above interests in the share of the associated corporations are long position.

An employees share option scheme of Magnificent Hotel, a subsidiary of the Company, was adopted at the extraordinary general meeting held on 14th November, 2013 and was amended at the annual general meeting held on 18th June, 2014 (the "Employees Share Option Scheme"). Since the adoption of the Employees Share Option Scheme and up to the date of this report, no share option had been granted under the Employees Share Option Scheme.

Save as disclosed above and save for shares in subsidiaries held by a director in trust for their immediate holding companies, as at 30th June, 2017, none of the directors or chief executive of the Company had any interests or short positions in the Shares, underlying Shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which were required (a) to be entered in the register required to be kept by the Company under section 352 of the SFO; or (b) to be notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers and none of the directors or their associates or their spouse or children under the age of 18, had any right to subscribe for the securities of the Company or associated corporations, or had exercised any such right during the period.

## SUBSTANTIAL SHAREHOLDERS

As at 30th June, 2017, the following persons (not being directors or chief executive of the Company) had interests in the Shares as recorded in the register required to be kept by the Company under section 336 of the SFO:

Name of shareholder	Capacity	Number of Shares/underlying Shares held	Approximate % of shareholding
Mercury Fast Limited ("Mercury")	Beneficial owner	68,139,510	11.75
Magnificent Hotel (Note 1)	Interest of controlled corporation	68,139,510	11.75
Omnico Company Inc. ("Omnico") (Note 2)	Beneficial owner and interest of controlled corporation	350,043,999	60.38
Shun Ho Holdings (Note 3)	Interest of controlled corporations	359,543,999	62.02
Trillion Resources (Note 3)	Interest of controlled corporations	359,543,999	62.02
Liza Lee Pui Ling (Note 4)	Interest of spouse	359,543,999	62.02
Credit Suisse Trust Limited (Note 5)	Person acting in concert	58,225,591	10.04

Name of shareholder	Capacity	Number of Shares/underlying Shares held	Approximate % of shareholding
Hashim Hashim Abdullah (Note 5)	Interest of controlled corporations	58,225,591	10.04
North Salomon Limited (Note 5)	Person acting in concert	58,225,591	10.04
Saray Capital Limited (Note 5)	Interest of controlled corporations	58,225,591	10.04
Saray Developed Markets Value Fund (Note 5)	Beneficial owner and person acting in concert	58,225,591	10.04
Saray Equities Investment Management (Note 5)	Investment manager	58,225,591	10.04
Saray Value SPV Asia I (Note 5)	Beneficial owner and person acting in concert	58,225,591	10.04
Shobokshi Hussam (Note 5)	Person acting in concert	58,225,591	10.04

### Notes:

- 1. Mercury was a wholly-owned subsidiary of Magnificent Hotel.
- 2. Omnico beneficially owned 281,904,489 Shares and was taken to be interested in 68,139,510 Shares held by Mercury which was owned as to 100% by Magnificent Hotel, which was in turn owned as to 71.09% by the Group, the Company was in turn directly and indirectly owned as to 60.38% by Omnico.
- 3. Omnico was wholly-owned by Shun Ho Holdings, which was in turn directly and indirectly owned as to 71.20% by Trillion Resources, which was in turn wholly-owned by Mr. William Cheng Kai Man. Therefore, Shun Ho Holdings and Trillion Resources were taken to be interested in 359,543,999 Shares, representing 62.02% by virtue of their direct or indirect interests in Omnico and Shun Ho Holdings' another subsidiary which beneficially owned 9,500,000 Shares, representing 1.64%.
- Madam Liza Lee Pui Ling was deemed to be interested in 359,543,999 Shares by virtue of the interest in such Shares of her spouse, Mr. William Cheng Kai Man, a director of the Company.

Saray Developed Markets Value Fund beneficially held 30,591,785 Shares. Saray Value SPV Asia I beneficially held 27,633,806 Shares. Both Saray Value SPV Asia I and Saray Developed Markets Value Fund were wholly-owned subsidiaries of Saray Equities Investment Management. Therefore, Saray Developed Markets Value Fund had interest in person acting in concert of 27,633,806 Shares and Saray Value SPV Asia I had interest in person acting in concert of 30,591,785 Shares. Saray Equities Investment Management was held by Saray Capital Limited as to 100%. Saray Capital Limited was held by Hashim Hashim Abdullah as to 45%. Therefore, total number of Shares in which Saray Developed Markets Value Fund, Saray Value SPV Asia I, Saray Equities Investment Management, Saray Capital Limited and Hashim Hashim Abdullah were interested under section 317 and 318 of SFO was 58,225,591 Shares.

Shobokshi Hussam, North Salomon Limited, Saray Value SPV Asia I and Saray Developed Markets Value Fund were parties to an agreement under section 317 of SFO. North Salomon Limited was held by Credit Suisse Trust Limited as to 100%. Therefore, total number of Shares in which Shobokshi Hussam, North Salomon Limited and Credit Suisse Trust Limited were interested under section 317 and 318 of SFO is 58,225,591 Shares.

Save as disclosed above, there was no person, other than a director or chief executive of the Company, who had an interest or short position in the Shares and underlying Shares as recorded in the register required to be kept by the Company under section 336 of the SFO.

## INDEPENDENT REVIEW

The interim results for the six months ended 30th June, 2017 are unaudited, but have been reviewed in accordance with Hong Kong Standard on Review Engagements 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Hong Kong Institute of Certified Public Accountants, by Deloitte Touche Tohmatsu, whose independent review report is included on page 12 of this interim report. The interim results and the interim report 2017 have also been reviewed by the Group's Audit Committee.

## **CORPORATE GOVERNANCE**

## (a) Compliance with the Corporate Governance Code

During the period ended 30th June, 2017, the Company has complied with all the code provisions of the Corporate Governance Code set out in Appendix 14 of the Rules Governing the Listing of Securities (the "Listing Rules") on The Stock Exchange of Hong Kong Limited with the exception of the following deviations:

Code Provision A.2.1: chairman and chief executive should not be performed by the same individual

The Company does not have separate appointments for Chairman and Chief Executive Officer. Mr. William Cheng Kai Man holds both positions. The Board believes that vesting the roles of both Chairman and Chief Executive Officer in the same person enables the Company to have a stable and consistent leadership. It also facilitates the planning and execution of the Company's strategy and is hence, for the interests of the Company and its shareholders.

Code Provision A.4.1: non-executive directors should be appointed for a specific term

Except three non-executive directors, all directors of the Company (including executive or non-executive directors) are not appointed for a fixed term. The Articles of Association of the Company stipulate that every director (including executive or non-executive directors) shall retire and be re-elected at least once every three years. Therefore, the Company has adopted adequate measures to ensure the corporate governance of the Company complies with the same level to that required under the Corporate Governance Code.

Code Provision A.5.2: the nomination committee should perform the duties set out in paragraphs (a) to (d)

The terms of reference of the nomination committee adopted by the Company are in compliance with the code provision A.5.2 except that it is not the duty of the nomination committee to select individuals nominated for directorships. The nomination committee comprises a majority of independent non-executive directors who are not involved in the daily operation of the Company and may not have sufficient knowledge of industry practice. Such duty should be performed by the board.

Code Provision B.1.2: the remuneration committee's terms of reference should include, as a minimum, paragraphs (a) to (h)

The terms of reference of the remuneration committee adopted by the Company are in compliance with the code provision B.1.2 except that it is not the duties of the remuneration committee to approve the management's remuneration proposals, compensation payable to executive directors and senior management for any loss or termination of office or appointment and compensation arrangements relating to dismissal or removal of directors for misconduct. The remuneration committee comprises a majority of independent non-executive directors who are not involved in the daily operation of the Company and may not have sufficient knowledge of industry practice. Such duties should be performed by the board.

## (b) Compliance with the Model Code

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") set out in Appendix 10 of the Listing Rules as the code of conduct regarding securities transactions by the directors. Having made specific enquiry of all directors, the Company confirmed that all directors have complied with the required standard set out in the Model Code during the period.

By Order of the Board

William CHENG Kai Man Chairman

Hong Kong, 29th August, 2017

## REPORT ON REVIEW OF CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## **Deloitte.**

德勤

## TO THE BOARD OF DIRECTORS OF SHUN HO PROPERTY INVESTMENTS LIMITED

(incorporated in Hong Kong with limited liability)

### Introduction

We have reviewed the condensed consolidated financial statements of Shun Ho Property Investments Limited (the "Company") and its subsidiaries (collectively referred to as the "Group") set out on pages 13 to 37, which comprise the condensed consolidated statement of financial position as of 30th June, 2017 and the related condensed consolidated statement of profit or loss, statement of total comprehensive income, statement of changes in equity and statement of cash flows for the six-month period then ended, and certain explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34 "Interim Financial Reporting" ("HKAS 34") issued by the Hong Kong Institute of Certified Public Accountants. The directors of the Company are responsible for the preparation and presentation of these condensed consolidated financial statements in accordance with HKAS 34. Our responsibility is to express a conclusion on these condensed consolidated financial statements based on our review, and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

## **Scope of Review**

We conducted our review in accordance with Hong Kong Standard on Review Engagements 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Hong Kong Institute of Certified Public Accountants. A review of these condensed consolidated financial statements consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

## Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the condensed consolidated financial statements are not prepared, in all material respects, in accordance with HKAS 34.

**Deloitte Touche Tohmatsu**Certified Public Accountants
Hong Kong
29th August, 2017

## CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS

FOR THE SIX MONTHS ENDED 30TH JUNE, 2017

			Six months ended 30th June,		
	NOTES	2017 <i>HK\$'000</i> (Unaudited)	2016 <i>HK</i> \$'000 (Unaudited)		
Revenue Cost of sales Other service costs Depreciation of property, plant and equipment and release of prepaid	3	291,638 (2,261) (126,375)	264,645 (2,065) (124,789)		
lease payments for land  Gross profit		(39,177)	(37,239)		
Increase in fair value of investment properties Other income and expenses and gains and losses	11	186,120	87,776		
Administrative expenses  - Depreciation  - Others		(18,974) (22,878) (4,014) (18,864)	1,916 (19,799) (3,685) (16,114)		
Finance costs	5	(6,109)	(4,557)		
Profit before taxation Income tax expense	6	261,984 (18,135)	165,888 (14,560)		
Profit for the period	7	243,849	151,328		
Profit for the period attributable to: Owners of the Company Non-controlling interests		234,889 8,960	141,683 9,645		
		243,849	151,328		
Earnings per share	9	HK cents	HK cents		
Basic		45.91	27.69		
Diluted		<u>N/A</u>	N/A		

## CONDENSED CONSOLIDATED STATEMENT OF TOTAL COMPREHENSIVE INCOME

FOR THE SIX MONTHS ENDED 30TH JUNE, 2017

Six months		
ended 30t	th June,	
2017	2016	
HK\$'000	HK\$'000	
(Unaudited)	(Unaudited)	
243,849	151,328	
50,314	(30,406)	
13,411	(31,979)	
63,725	(62,385)	
307,574	88,943	
280,190	97,333	
27,384	(8,390)	
307,574	88,943	
	ended 30; 2017 HK\$'000 (Unaudited) 243,849 50,314 13,411 63,725 307,574 280,190 27,384	

## CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AT 30TH JUNE, 2017

	NOTES	As at 30th June, 2017 HK\$'000 (Unaudited)	As at 31st December, 2016 HK\$'000 (Audited)
NON-CURRENT ASSETS			
Property, plant and equipment	10	2,854,653	2,874,620
Prepaid lease payments for land		28,519	27,898
Investment properties	11	4,122,080	3,890,050
Properties under development	12	64,944	56,369
Available-for-sale investments	13	184,825	171,414
Deposit paid for acquisition of a subsidiary	14	100,000	
		7,355,021	7,020,351
CURRENT ASSETS			
Inventories		1,081	1,067
Prepaid lease payments for land		823	795
Trade and other receivables	15	19,615	22,599
Other deposits and prepayments		17,189	9,155
Pledged bank deposits	16	_	446,587
Bank balances and cash		946,282	419,614
		984,990	899,817
CURRENT LIABILITIES			
Trade and other payables and accruals	17	63,259	35,596
Rental and other deposits received Amount due to an intermediate holding		19,730	25,524
company	20a	17,484	5,420
Tax liabilities	200	21,845	4,427
Bank loans	18	586,733	809,271
		709,051	880,238
NET CURRENT ASSETS		275,939	19,579
TOTAL ASSETS LESS CURRENT			
LIABILITIES		7,630,960	7,039,930

## CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION (Continued)

AT 30TH JUNE, 2017

	NOTES	As at 30th June, 2017 HK\$'000 (Unaudited)	As at 31st December, 2016 HK\$'000 (Audited)
CAPITAL AND RESERVES			
Share capital Reserves	19	1,084,887 4,969,207	1,084,887 4,710,198
Equity attributable to owners of the			
Company		6,054,094	5,795,085
Non-controlling interests		1,067,997	1,055,175
TOTAL EQUITY		7,122,091	6,850,260
NON-CURRENT LIABILITIES			
Bank loans	18	315,902	_
Rental deposits received		36,996	34,238
Deferred tax liabilities		155,971	155,432
		508,869	189,670
		7,630,960	7,039,930

## 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	Capital reserve HK\$'000 (Note a)	Property revaluation reserve HK\$'000 (Note b)	Securities revaluation reserve HK\$'000	General reserve HK\$'000	Foreign currency translation reserve HK\$'000	Own shares held by a subsidiary HK\$'000 (Note c)	Other reserve HK\$'000 (Note d)	Retained profits HK\$'000	total	Non- controlling interests HK\$'000	Total HK\$'000
At 1st January, 2016 (audited)	1,084,887	4,181	50,186	83,762	263	9,324	(12,271)	498,660	3,802,759	5,521,751	1,058,320	6,580,071
Profit for the period Exchange differences arising on translation of foreign operations Fair value loss on available-for-sale	-	-	-	-	-	(21,615)	-	-	141,683	141,683 (21,615)	9,645 (8,791)	151,328 (30,406)
investments				(22,735)						(22,735)	(9,244)	(31,979)
Total comprehensive (expense) income for the period				(22,735)		(21,615)			141,683	97,333	(8,390)	88,943
Final dividend payable for the year ended 31st December, 2015 (note 8) Dividend payable to non- controlling interests	-	-	-	-	-	-	-	-	(24,557)	(24,557)	- (12,932)	(24,557) (12,932)
At 30th June, 2016 (unaudited)	1,084,887	4,181	50,186	61,027	263	(12,291)	(12,271)	498,660	3,919,885	5,594,527	1,036,998	6,631,525
At 1st January, 2017 (audited)	1,084,887	4,181	50,186	81,821	263	(62,717)	(12,271)	498,660	4,150,075	5,795,085	1,055,175	6,850,260
Profit for the period	-	-	-	-	-	-	-	-	234,889	234,889	8,960	243,849
Exchange differences arising on translation of foreign operations Fair value gain on available-for-sale	-	-	-	-	-	35,767	-	-	-	35,767	14,547	50,314
investments				9,534						9,534	3,877	13,411
Total comprehensive income for the period				9,534		35,767			234,889	280,190	27,384	307,574
Final dividend payable for the year ended 31st December, 2016 (note 8) Dividend payable to non-controlling	-	-	-	-	-	-	-	-	(21,181)	(21,181)	-	(21,181)
interests											(14,562)	(14,562)
At 30th June, 2017 (unaudited)	1,084,887	4,181	50,186	91,355	263	(26,950)	(12,271)	498,660	4,363,783	6,054,094	1,067,997	7,122,091

### Notes:

- (a) The capital reserve was created by capital reduction of the Company on 28th June, 1988.
- (b) The property revaluation reserve is frozen upon the transfer of properties from property, plant and equipment to investment properties and will be transferred to retained profits when the relevant properties are disposed of.
- (c) The own shares held by a subsidiary represents the carrying amount of shares in the Company held by an entity at the time the entity become a subsidiary of the Company.
- (d) The other reserve was resulted from the acquisition of additional interest or disposal of partial interest in subsidiaries without losing control.

## CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE SIX MONTHS ENDED 30TH JUNE, 2017

	ended		nonths Oth June,		
	NOTE	2017 HK\$'000 (Unaudited)	2016 HK\$'000 (Unaudited)		
Net cash from operating activities		137,269	138,876		
Net cash from (used in) investing activities Expenditure on properties under development Acquisition of property, plant and equipment Expenditure on investment properties Deposit paid for acquisition of a subsidiary Payments for acquisition of subsidiaries Payments for acquisition of an investment property Proceeds from disposal of property, plant and equipment	23	(8,862) (1,762) - (100,000) (19,905) - 90	(2,222) (7,330) (124) - - (798,256)		
Decrease (increase) in pledged bank deposits		446,587	(446,250)		
		316,148	(1,254,065)		
Net cash from financing activities Interest paid New bank loans raised Repayment of bank loans Repayment to an intermediate holding		(5,806) 447,025 (369,492)	(4,533) 345,111 (33,247)		
company Advance from an intermediate holding		(15,103)	(664)		
company		14,800			
		71,424	306,667		
Net increase (decrease) in cash and cash equivalents		524,841	(808,522)		
Cash and cash equivalents at the beginning of the period Effect of foreign exchange rate changes		419,614 1,827	1,065,230 (340)		
Cash and cash equivalents at the end of the period, represented by bank balances					
and cash		946,282	256,368		

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

FOR THE SIX MONTHS ENDED 30TH JUNE, 2017

### 1. BASIS OF PREPARATION

The condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standard 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants (the "HKICPA") as well as the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The financial information relating to the year ended 31st December, 2016 that is included in these condensed consolidated financial statements as comparative information does not constitute the Company's statutory annual consolidated financial statements for that year but is derived from those financial statements. Further information relating to these statutory financial statements is as follows:

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

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.

## 2. PRINCIPAL ACCOUNTING POLICIES

The condensed consolidated financial statements have been prepared on the historical cost basis except for investment properties and certain financial instruments, which are measured at fair values.

Except as described below, the accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 30th June, 2017 are the same as those followed in the preparation of the Group's annual financial statements for the year ended 31st December, 2016.

In the current interim period, the Group has applied the following amendments to Hong Kong Financial Reporting Standards ("HKFRSs") issued by the HKICPA for the first time that are relevant for the preparation of the Group's condensed consolidated financial statements:

Amendments to HKAS 7	Disclosure Initiative
Amendments to HKAS 12	Recognition of Deferred Tax Assets for Unrealised
	Losses
Amendments to HKFRS 12	As part of the Annual Improvements to HKFRSs
	2014 – 2016 Cycle

The application of the amendments to HKFRSs in the current interim period has had no material impact on the Group's financial performance and positions for the current and prior interim periods and/or disclosures set out in the condensed consolidated financial statements.

### 3. REVENUE

Revenue represents the aggregate of income from operation of hotels, property rental and dividend income, and is analysed as follows:

	Six months ended 30th June,	
	2017	2016
	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)
Income from operation of hotels	213,450	198,557
Income from property rental	77,973	62,467
Dividend income	215	3,621
	291,638	264,645

## 4. SEGMENT INFORMATION

The Group's operating and reportable segments, based on information reported to the chief operating decision maker, Chairman of the Company, for the purpose of resources allocation and performance assessment are as follows:

- 1. Hospitality services Best Western Plus Hotel Kowloon
- 2. Hospitality services Best Western Plus Hotel Hong Kong
- 3. Hospitality services Magnificent International Hotel, Shanghai
- 4. Hospitality services Best Western Hotel Causeway Bay
- 5. Hospitality services Best Western Hotel Harbour View
- 6. Hospitality services Best Western Grand Hotel
- 7. Hospitality services Grand City Hotel
- 8. Property investment 633 King's Road
- 9. Property investment Shun Ho Tower
- 10. Property investment Shops
- 11. Property investment Hotel
- 12. Securities investment

Information regarding the above segments is reported below.

## 4. SEGMENT INFORMATION (Continued)

The following is an analysis of the Group's revenue and results by operating and reportable segment for the periods under review:

Segment revenue

Six months

Segment profit

Six months

	ended 30th June,		ended 30t	th June,
	2017	2016	2017	2016
	HK\$'000	HK\$'000	HK\$'000	HK\$'000
(	Unaudited) (	(Unaudited)	(Unaudited)  (	Unaudited)
Hospitality services	213,450	198,557	47,281	34,782
<ul> <li>Best Western Plus Hotel</li> <li>Kowloon</li> <li>Best Western Plus Hotel</li> </ul>	27,927	25,600	1,413	1,014
Hong Kong  – Magnificent International	36,298	32,924	12,827	7,935
Hotel, Shanghai  – Best Western Hotel	10,321	10,378	2,314	1,729
Causeway Bay  – Best Western Hotel	28,263	26,155	5,199	2,654
Harbour View  – Best Western Grand	42,618	38,148	13,834	10,710
Hotel	46,927	46,080	7,802	7,445
<ul> <li>Grand City Hotel</li> </ul>	21,096	19,272	3,892	3,295
Property investment	77,973	62,467	262,449	149,925
- 633 King's Road	49,570	49,000	188,230	118,861
<ul> <li>Shun Ho Tower</li> </ul>	11,546	11,154	52,442	28,751
– Shops	1,464	2,313	1,464	2,313
– Hotel	15,393	_	20,313	_
Securities investment	215	3,621	215	3,621
	291,638	264,645	309,945	188,328
Other income and expenses and gains and losses			(18,974)	1,916
Central administration costs			(10,7/4)	1,910
and directors' emoluments			(22,878)	(19,799)
Finance costs			(6,109)	(4,557)
D 6:4 h - f 4:			2(1.004	165,000
Profit before taxation			261,984	165,888

## 4. SEGMENT INFORMATION (Continued)

Segment profit represents the profit earned by each segment without allocation of central administration costs, directors' emoluments, other income and expenses and gains and losses and finance costs. This is the measure reported to the chief operating decision maker, Chairman of the Company, for the purposes of resources allocation and performance assessment.

Revenue reported above represents revenue generated from external customers. There were no inter-segment sales for both periods.

The following is an analysis of the Group's assets and liabilities by operating and reportable segment:

	As at 30th June, 2017 HK\$'000 (Unaudited)	As at 31st December, 2016 HK\$'000 (Audited)
Segment assets		
Hospitality services	2,817,018	2,853,576
- Best Western Plus Hotel Kowloon	401,352	402,544
- Best Western Plus Hotel Hong Kong	323,637	327,389
<ul> <li>Magnificent International Hotel, Shanghai</li> </ul>	75,149	73,428
<ul> <li>Best Western Hotel Causeway Bay</li> </ul>	342,367	349,397
<ul> <li>Best Western Hotel Harbour View</li> </ul>	510,603	515,305
<ul> <li>Best Western Grand Hotel</li> </ul>	762,138	779,456
<ul> <li>Grand City Hotel</li> </ul>	401,772	406,057
Property investment	4,131,108	3,893,344
- 633 King's Road	2,488,393	2,343,014
- Shun Ho Tower	664,158	623,080
- Shops	211,000	211,000
- Hotel	767,557	716,250
Securities investment	188,913	172,681
	7,137,039	6,919,601
Unallocated assets	1,202,972	1,000,567
Consolidated assets	8,340,011	7,920,168

## 4. SEGMENT INFORMATION (Continued)

	As at 30th June, 2017 HK\$'000 (Unaudited)	As at 31st December, 2016 HK\$'000 (Audited)
Segment liabilities		
Hospitality services	30,574	30,496
- Best Western Plus Hotel Kowloon	5,657	5,899
<ul> <li>Best Western Plus Hotel Hong Kong</li> </ul>	4,140	4,602
- Magnificent International Hotel, Shanghai	1,748	1,113
- Best Western Hotel Causeway Bay	3,637	3,239
<ul> <li>Best Western Hotel Harbour View</li> <li>Best Western Grand Hotel</li> </ul>	5,824	5,240 6,745
- Grand City Hotel	5,829 3,739	3,658
- Grand City Hotel	3,737	3,030
Property investment	52,208	53,099
- 633 King's Road	33,483	34,882
- Shun Ho Tower	8,190	7,692
- Shops	1,547	2,040
– Hotel	8,988	8,485
Securities investment	2	2
	82,784	83,597
<b>Unallocated liabilities</b>	1,135,136	986,311
Consolidated liabilities	1,217,920	1,069,908

For the purposes of monitoring segment performances and allocating resources between segments:

- all assets are allocated to operating and reportable segments other than the Group's head office corporate assets (including certain property, plant and equipment), deposit paid for acquisition of a subsidiary, pledged bank deposits and bank balances and cash; and
- all liabilities are allocated to operating and reportable segments other than the Group's head office corporate liabilities, amount due to an intermediate holding company, bank loans and current and deferred tax liabilities.

## 5. FINANCE COSTS

	Six months ended 30th June,	
	2017 <i>HK\$'000</i> (Unaudited)	2016 <i>HK</i> \$'000 (Unaudited)
Interests on: Bank loans Amount due to an intermediate holding	5,806	4,533
company (note 20a)	303	15
Amount due to ultimate holding company (note 20b)		9
	6,109	4,557

## 6. INCOME TAX EXPENSE

	ended 30th June,	
	2017	2016
	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)
The taxation charge comprises:		
Current tax		
Hong Kong	15,925	14,072
The People's Republic of China ("PRC")	526	360
The United Kingdom ("UK")	1,145	
	17,596	14,432
Underprovision in prior years		
Hong Kong		60
	17,596	14,492
Deferred tax	539	68
	18,135	14,560

Six months

Hong Kong Profits Tax is recognised based on management's best estimate of the weighted average annual income tax rate expected for the full financial year. The annual tax rate used is 16.5% for the six months ended 30th June, 2017 (six months ended 30th June, 2016: 16.5%).

## 6. INCOME TAX EXPENSE (Continued)

Taxation arising in the PRC and the UK are recognised based on management's best estimate of the weighted average annual income tax rate expected for the full financial year prevailing in the relevant jurisdictions.

Deferred tax liabilities on the temporary differences attributable to the undistributed retained profits earned by the Group's PRC subsidiary amounted to HK\$160,000 (six months ended 30th June, 2016: HK\$108,000) were charged to profit or loss for the six months ended 30th June, 2017.

### 7. PROFIT FOR THE PERIOD

	Six months ended 30th June,	
	2017	
	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)
Profit for the period has been arrived at after charging (crediting):		
Release of prepaid lease payments for land	411	418
Depreciation of property, plant and equipment	42,780	40,506
Interest on bank deposits (note)	(1,441)	(1,384)
Loss on disposal of property, plant and		
equipment (note)	254	104
Exchange loss (note)	21,094	_

Note: The amount is included in other income and expenses and gains and losses.

### 8. DIVIDEND

During the six months ended 30th June, 2017, a final dividend of HK4.14 cents per share amounting to HK\$21,181,000 was declared and payable to shareholders for the year ended 31st December, 2016 (six months ended 30th June, 2016: a final dividend of HK4.8 cents per share amounting to HK\$24,557,000 was paid to shareholders for the year ended 31st December, 2015).

The interim dividend in respect of the six months ended 30th June, 2017 of HK1.86 cents per share amounting to HK\$9,516,000 has been declared by the Board (six months ended 30th June, 2016: HK1.86 cents per share amounting to HK\$9,516,000).

The distribution has been excluded 68,140,000 shares held by a subsidiary of the Group.

## 9. EARNINGS PER SHARE

The calculation of the basic earnings per share is based on the profit for the period attributable to the owners of the Company of HK\$234,889,000 (six months ended 30th June, 2016: HK\$141,683,000) and on 511,613,000 shares (six months ended 30th June, 2016: 511,613,000 shares) in issue during the period. The number of shares adopted in the calculation of the earnings per share has been arrived at after eliminating the shares in the Company held by a subsidiary.

Diluted earnings per share for both periods are not presented as there are no potential ordinary shares exist during both periods.

## 10. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30th June, 2017, the Group has acquired furniture, fixtures and equipment of HK\$970,000 (six months ended 30th June, 2016: HK\$1,018,000), motor vehicles and vessels of HK\$792,000 (six months ended 30th June, 2016: HK\$794,000) and leasehold land and buildings of HK\$19,905,000 through acquisition of a subsidiary (six months ended 30th June, 2016: nil). In addition, the Group had incurred HK\$5,518,000 on structural improvement works on hotel premises during the six months ended 30th June, 2016.

The Group has disposed of property, plant and equipment with carrying amount of HK\$344,000 (six months ended 30th June, 2016: HK\$221,000) during the period.

### 11. INVESTMENT PROPERTIES

The fair values of the Group's investment properties at 30th June, 2017 have been arrived at on the basis of a valuation carried out on that date by DTZ Cushman & Wakefield Limited and Levy Real Estate LLP (31st December, 2016: DTZ Cushman & Wakefield Limited and Allsop LLP), independent qualified professional valuers not connected with the Group. The valuation reports on these properties are signed by a director of DTZ Cushman & Wakefield Limited who is a member of The Hong Kong Institute of Surveyors and a partner of Levy Real Estate LLP who is a member of the Royal Institution of Chartered Surveyors, and were arrived at by adopting the income capitalisation method and by making reference to comparable sales transactions as available in the market to assess the market value of the investment properties.

The investment properties of the Group with an aggregate carrying amount of approximately HK\$4,122 million (31st December, 2016: HK\$3,890 million) were rented out under operating leases at the end of the reporting period. The resulting gain on fair value changes of investment properties of HK\$186,120,000 has been recognised directly in profit or loss for the six months ended 30th June, 2017 (six months ended 30th June, 2016: HK\$87,776,000).

In estimating the fair value of the properties, the highest and best use of the properties is their current use.

The income capitalisation approach estimates the values of the properties on an open market basis by capitalising rental income on a fully leased basis having regard to the current passing rental income from existing tenancies and potential future reversionary income at the market level. The term value involves the capitalisation of the current passing rental income over the existing lease term. The reversionary value is taken to be current market rental income upon the expiry of the lease and is capitalised on a fully leased basis. In this approach, the valuers have considered the term yield and reversionary yield. The term yield is used for capitalisation of the current passing rental income as at the date of valuation whilst the reversionary yield is used to convert reversionary rental income.

### 12. PROPERTIES UNDER DEVELOPMENT

During the six months ended 30th June, 2017, the Group has incurred HK\$8,575,000 (six months ended 30th June, 2016: HK\$1,644,000) on construction cost of hotel premises.

During the six months ended 30th June, 2016, the Group had transferred HK\$103,260,000 from properties under development to hotel premises under property, plant and equipment and HK\$49,000,000 from investment properties to properties under development due to change in use from earning rental income from outsiders to owner occupation.

## 13. AVAILABLE-FOR-SALE INVESTMENTS

	As at	As at
	30th June,	31st December,
	2017	2016
	HK\$'000	HK\$'000
	(Unaudited)	(Audited)
Listed equity securities in Hong Kong,		
at fair value	182,930	169,519
Unlisted equity investments, at cost	1,895	1,895
	184,825	171,414

## 14. DEPOSIT PAID FOR ACQUISITION OF A SUBSIDIARY

As at 30th June, 2017, HK\$100,000,000 is paid for the acquisition of a subsidiary operating hotel in Hong Kong. Details of the acquisition are set out in the circular issued by the Company dated 24th April, 2017.

## 15. TRADE AND OTHER RECEIVABLES

	As at	As at
	30th June,	31st December,
	2017	2016
	HK\$'000	HK\$'000
	(Unaudited)	(Audited)
Analysed for reporting as:		
Trade receivables	13,155	19,917
Other receivables	6,460	2,682
	19,615	22,599

## 15. TRADE AND OTHER RECEIVABLES (Continued)

Except for a credit period of 30 to 60 days granted to travel agencies and certain customers of the hotels, the Group does not allow any credit period to customers. The following is an aged analysis of the Group's trade receivables presented based on the invoice date at the end of the reporting period:

	As at 30th June, 2017 <i>HK\$'000</i> (Unaudited)	As at 31st December, 2016 HK\$'000 (Audited)
Not yet due	13,097	18,974
Overdue: 0 - 30 days 31 - 60 days 61 - 90 days	51 6 1	758 179 6
	13,155	19,917

## 16. PLEDGED BANK DEPOSITS

As at 31st December, 2016, pledged bank deposits represented deposits pledged to the bank to secure a banking facility granted to the Group. Deposits amounted to HK\$446,587,000 was pledged to secure a bank loan classified as a current liability and are therefore classified as current assets. The pledged bank deposits have been released upon the repayment of the secured bank loan during the six months ended 30th June, 2017.

## 17. TRADE AND OTHER PAYABLES AND ACCRUALS

	As at	As at
	30th June,	31st December,
	2017	2016
	HK\$'000	HK\$'000
	(Unaudited)	(Audited)
Analysed for reporting as:		
Trade payables	3,441	3,194
Dividend payable	29,766	6,087
Other payables and accruals (note)	30,052	26,315
	63,259	35,596

The following is an aged analysis of the Group's trade payables presented based on the invoice date at the end of the reporting period:

	As at	As at
	30th June,	31st December,
	2017	2016
	HK\$'000	HK\$'000
	(Unaudited)	(Audited)
0 – 30 days	2,672	2,291
31 – 60 days	207	64
61 – 90 days	562	839
	3,441	3,194

Note: Other payables and accruals include construction costs payable of HK\$357,000 (31st December, 2016: HK\$644,000).

## 18. BANK LOANS

	As at 30th June, 2017 HK\$'000 (Unaudited)	As at 31st December, 2016 HK\$'000 (Audited)
Secured bank loans	902,635	809,271
Carrying amounts of bank loan that do not contain a repayment on demand clause:  Repayable within one year from the end of the		
reporting period	20,576	315,993
Not repayable within one year from the end of the reporting period	315,902	
	336,478	315,993
Carrying amounts of bank loans that contain a repayment on demand clause (shown under current liabilities) but:  Repayable within one year from the end		
of the reporting period  Not repayable within one year from the end of the reporting period shown under	255,200	196,584
current liabilities	310,957	296,694
	566,157	493,278
	902,635	809,271
Amounts shown under current liabilities Amounts shown under non-current liabilities	586,733 315,902	809,271
	902,635	809,271

All the Group's bank loans are floating rate borrowings. The bank loans are secured over certain of the Group's properties. Interest rates on the Group's bank loans are repriced according to the market interest rate monthly. Effective interest rate is 1.4% per annum (31st December, 2016: 1.5% per annum).

## 19. SHARE CAPITAL

	Number of shares '000	Amount HK\$'000
Ordinary shares	000	ПК\$ 000
Issued and fully paid:		
At 1st January, 2016 (audited), 30th June,		
2016 (unaudited), 31st December,		
2016 (audited) and 30th June,		
2017 (unaudited)	579,753	1,084,887

At 30th June, 2017, the Company's 68,140,000 (31st December, 2016: 68,140,000) issued shares were held by a subsidiary of the Group. In accordance with the Hong Kong Companies Ordinance, members of the Group who are shareholders of the Company have no right to vote at meetings of the Company.

### 20. RELATED PARTY TRANSACTIONS

Other than those disclosed in the condensed consolidated financial statements, the Group had the following transactions with related parties during the period:

	Six months ended 30th June,	
	2017	2016
	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)
Shun Ho Holdings Limited (the Company's intermediate holding company) and its subsidiaries*		
Corporate management fee income for administrative facilities provided	50	50
Interest expenses on advance to the Group		
(note a)	303	15
Dividend declared	12,064	13,987
Trillion Resources Limited (the Company's ultimate holding company) Interest expenses on advance to the Group (note b)	-	9
Compensation of key management personnel (note c)	5,418	5,147

<sup>\*</sup> exclude the Company and its subsidiaries

## 20. RELATED PARTY TRANSACTIONS (Continued)

Notes:

- (a) The advance balance outstanding as at 30th June, 2017 amounted to HK\$17,484,000 (31st December, 2016: HK\$5,420,000) is unsecured, interest-free and repayable on 18th July, 2017. The interest-bearing advance from an intermediate holding company was fully repaid during the period.
- (b) The advance from ultimate holding company was unsecured, carried interest at Hong Kong Interbank Offered Rate ("HIBOR") plus 4% per annum and repayable on demand. It was fully repaid during the year ended 31st December, 2016.
- (c) The compensation of key management personnel comprised short-term and post employment benefits attributable to such personnel.

### 21. PROJECT/CAPITAL COMMITMENTS

At 30th June, 2017, the Group had outstanding commitments contracted for but not provided in the condensed consolidated financial statements in respect of expenditure on properties under development amounting to HK\$9,776,000 (31st December, 2016: HK\$15,084,000).

In addition, at 30th June, 2017, the Group has outstanding commitment of HK\$900 million being the balance payment for acquisition of equity interests in Enhance Invest Inc. ("Enhance Invest") as set out in note 25.

#### 22. PLEDGE OF ASSETS

At the end of reporting period, the bank loan facilities of the Group were secured by the followings:

- (a) investment properties and property, plant and equipment of the Group with carrying amounts as at 30th June, 2017 of approximately HK\$3,458 million (31st December, 2016: HK\$2,445 million) and HK\$2,518 million (31st December, 2016: HK\$2,320 million), respectively;
- (b) pledge of shares in and subordination of loans due from certain subsidiaries with an aggregate carrying amount as at 30th June, 2017 of approximately HK\$1,568 million (31st December, 2016: HK\$1,091 million);
- (c) pledge of bank deposits with an aggregate carrying amount as at 31st December, 2016 of approximately HK\$447 million; and
- (d) assignment of the Group's rentals and hotel revenue respectively.

## 23. ACQUISITION OF SUBSIDIARIES

## Acquisition of Pacific Rich International Limited ("Pacific Rich")

On 7th February, 2017, a subsidiary of the Company, Babenna Limited ("Babenna"), entered into an agreement for the acquisition of 100% equity interests in Pacific Rich for a consideration of HK\$19,905,000. The acquisition was completed during the six months ended 30th June, 2017. The principal activity of Pacific Rich is holding a property located in Hong Kong amounting to HK\$19,905,000. Accordingly, the transaction is accounted for as the acquisition of assets. The contribution from Pacific Rich to the Group's profit for the period between the date of acquisition and the end of the reporting period is not significant.

## Acquisition of Grand View Hotel Limited ("Grand View")

On 19th June, 2017, Babenna entered into an agreement for the acquisition of 100% equity interests in Grand View for a consideration of HK\$1. The acquisition was completed during the six months ended 30th June, 2017. Grand View is an inactive company and intended to be hotel management company. The contribution from Grand View to the Group's profit for the period between the date of acquisition and the end of the reporting period is not significant.

### 24. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS

## Fair value of the Group's financial assets that are measured at fair value on a recurring basis

Some of the Group's financial assets are measured at fair value at the end of each reporting period. The following table gives information about how the fair values of these financial assets are determined (in particular, the valuation technique(s) and inputs used), as well as the level of the fair value hierarchy into which the fair value measurements are categorised (Levels 1 to 3) based on the degree to which the inputs to the fair value measurements is observable.

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active market for identical assets or liabilities;
- Level 2 fair value measurements are those derived from inputs other than
  quoted prices included within Level 1 that are observable for the asset or
  liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices);
  and
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Financial asset	Fair val 30th June, 2017 <i>HK\$'000</i> (Unaudited)	31st December,	Fair value hierarchy	Valuation technique(s) and key input(s)
Listed equity securities classified as available-for-sale investments	182,930	169,519	Level 1	Quoted bid prices in an active market

Except for certain available-for-sale investments which are stated at cost, the directors of the Company consider that the carrying amounts of the other financial assets and financial liabilities recorded at amortised cost in the condensed consolidated financial statements approximate their fair values.

### 25. EVENT AFTER THE REPORTING PERIOD

## **Acquisition of interest in Enhance Invest**

On 17th February, 2017, a wholly-owned subsidiary of the Company, Houston Venture Limited (incorporated in the British Virgin Islands), entered into an agreement for the acquisition of 100% equity interests in Enhance Invest for a consideration of approximately HK\$1,000 million. As at 30th June, 2017, the acquisition is not yet completed and only HK\$100,000,000 was paid to the vendor as disclosed in note 14. The acquisition is subsequently completed on 12th July, 2017. The principal activity of Enhance Invest is holding an investment property named Newton Inn located in Hong Kong.