



CHINESE ESTATES HOLDINGS LIMITED
華人置業集團

Stock Code 股份代號: 127

Interim Report
For The Six Months Ended 30th June, 2018
截至二零一八年六月三十日止六個月之
中期報告



CONTENTS	目錄	
Corporate Information	公司資料	1
Results	業績	
Condensed Consolidated Statement of Comprehensive Income	簡明綜合全面收益報表	3
Condensed Consolidated Statement of Financial Position	簡明綜合財務狀況報表	5
Condensed Consolidated Statement of Changes in Equity	簡明綜合股本權益變動表	7
Condensed Consolidated Statement of Cash Flows	簡明綜合現金流量表	10
Notes to the Condensed Consolidated Financial Statements	簡明綜合財務報表附註	11
Interim Dividend	中期股息	48
Closure of Register of Members	暫停辦理股東登記手續	48
Financial Operation Review	財務業務回顧	49
Business Review	業務回顧	66
Prospects	展望	69
Directors' and Chief Executives' Interests in the Securities of the Company and Associated Corporations	董事及最高行政人員 於本公司及相聯法團之證券權益	70
Substantial Shareholders' Interests in the Securities of the Company	主要股東於本公司之證券權益	72
Share Award Scheme	股份獎勵計劃	74
Audit Committee Review	審核委員會審閱	74
Corporate Governance	企業管治	74
Model Code for Securities Transactions	證券交易之標準守則	75
Purchase, Sale or Redemption of the Company's Listed Securities	購買、出售或贖回本公司之上市證券	75
Appreciation	致謝	75

* *Should there be any discrepancy between the English and Chinese versions, the English version shall prevail.*
倘中英文版本出現歧義，概以英文版本為準。

Date of this report: 23rd August, 2018
本報告日期：二零一八年八月二十三日

CORPORATE INFORMATION

Directors

Executive Directors:

Chan, Sze-wan (*Chief Executive Officer*)
Chan, Hoi-wan
Chan, Lok-wan
Lam, Kwong-wai

Non-executive Directors:

Lau, Ming-wai (*Chairman*)
Amy Lau, Yuk-wai

Independent Non-executive Directors:

Chan, Kwok-wai
Phillis Loh, Lai-ping
Ma, Tsz-chun

Audit Committee

Chan, Kwok-wai (*Chairman*)
Phillis Loh, Lai-ping
Ma, Tsz-chun

Investment Committee

Chan, Sze-wan (*Chairman*)
Lam, Kwong-wai (*Chief Investment Officer*)
Chan, Kwok-wai
Ma, Tsz-chun

Nomination Committee

Phillis Loh, Lai-ping (*Chairman*)
Chan, Kwok-wai
Ma, Tsz-chun

Remuneration Committee

Chan, Kwok-wai (*Chairman*)
Phillis Loh, Lai-ping
Ma, Tsz-chun

Company Secretary

Lam, Kwong-wai

Solicitors

(Listed in alphabetical order)

Baker & McKenzie
Deacons
Sit, Fung, Kwong & Shum

Auditors

HLB Hodgson Impey Cheng Limited

Bankers

(Listed in alphabetical order)

Bank of China (Hong Kong) Limited
Deutsche Bank AG, Singapore Branch
OCBC Wing Hang Bank Limited
Oversea-Chinese Banking Corporation Limited
The Bank of East Asia, Limited, London Branch

公司資料

董事

執行董事：

陳詩韻 (*行政總裁*)
陳凱韻
陳諾韻
林光蔚

非執行董事：

劉鳴煒 (*主席*)
劉玉慧

獨立非執行董事：

陳國偉
羅麗萍
馬時俊

審核委員會

陳國偉 (*主席*)
羅麗萍
馬時俊

投資委員會

陳詩韻 (*主席*)
林光蔚 (*投資總監*)
陳國偉
馬時俊

提名委員會

羅麗萍 (*主席*)
陳國偉
馬時俊

薪酬委員會

陳國偉 (*主席*)
羅麗萍
馬時俊

公司秘書

林光蔚

律師

(按字母順序排列)

貝克·麥堅時律師事務所
的近律師行
薛馮鄺岑律師行

核數師

國衛會計師事務所有限公司

往來銀行

(按字母順序排列)

中國銀行(香港)有限公司
Deutsche Bank AG, Singapore Branch
華僑永亨銀行有限公司
Oversea-Chinese Banking Corporation Limited
東亞銀行有限公司(倫敦分行)

CORPORATE INFORMATION *(continued)*

Place of Incorporation

Bermuda

Registered Office

Canon's Court
22 Victoria Street
Hamilton HM12
Bermuda

Principal Office in Hong Kong

26th Floor, China Evergrande Centre
38 Gloucester Road
Wanchai, Hong Kong

Principal Registrar and Transfer Office

MUFG Fund Services (Bermuda) Limited
The Belvedere Building
69 Pitts Bay Road
Pembroke HM08
Bermuda

Branch Registrar and Transfer Office in Hong Kong

Computershare Hong Kong Investor Services Limited
Shops 1712-1716
17th Floor, Hopewell Centre
183 Queen's Road East
Wanchai, Hong Kong
Tel: (852) 2862 8555
Fax: (852) 2865 0990/(852) 2529 6087

Office in the People's Republic of China

Room 202, Oriental Place
No. 9 East Dongfang Road
North Dongsanhuan Road
Chaoyang District, Beijing, PRC
Post Code: 100027
Tel: (8610) 6466 0638
Fax: (8610) 6466 0238

Website

<http://www.chineseestates.com>

Stock Code

127

Board Lot

500 shares

Investor Relations

For enquiries relating to investor relations, please contact:
Tel: (852) 2866 6999
Fax: (852) 2866 2822/(852) 2866 2833
E-mail: investor.relations@chineseestates.com

公司資料 (續)

註冊成立地點

百慕達

註冊辦事處

Canon's Court
22 Victoria Street
Hamilton HM12
Bermuda

香港主要辦事處

香港灣仔
告士打道38號
中國恆大中心26樓

主要過戶登記處

MUFG Fund Services (Bermuda) Limited
The Belvedere Building
69 Pitts Bay Road
Pembroke HM08
Bermuda

香港過戶登記分處

香港中央證券登記有限公司
香港灣仔
皇后大道東183號
合和中心17樓
1712至1716號舖
電話: (852) 2862 8555
傳真: (852) 2865 0990/(852) 2529 6087

中華人民共和國辦事處

中國北京市朝陽區
東三環北路
東方東路9號
東方國際大廈202室
郵編: 100027
電話: (8610) 6466 0638
傳真: (8610) 6466 0238

網址

<http://www.chineseestates.com>

股份代號

127

買賣單位

500股

投資者關係

有關投資者關係之查詢，請聯絡：
電話: (852) 2866 6999
傳真: (852) 2866 2822/(852) 2866 2833
電郵: investor.relations@chineseestates.com

RESULTS

The board of directors (the "Board") of Chinese Estates Holdings Limited (the "Company") would like to announce the unaudited consolidated interim results of the Company and its subsidiaries (together, the "Group") for the six months ended 30th June, 2018 (the "Period") together with the comparative figures for the corresponding period in 2017:–

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the six months ended 30th June, 2018

業績

Chinese Estates Holdings Limited (「本公司」)之董事會(「董事會」)謹此公布本公司及其附屬公司(統稱「本集團」)截至二零一八年六月三十日止六個月(「本期間」)之未經審核綜合中期業績，連同二零一七年同期之比較數字：–

簡明綜合全面收益報表

截至二零一八年六月三十日止六個月

		Six months ended 30th June,		
		截至六月三十日止六個月		
		2018	2017	
		二零一八年	二零一七年	
		HK\$'000	HK\$'000	
		千港元	千港元	
		(Unaudited)	(Unaudited)	
		(未經審核)	(未經審核)	
Revenue	收入	3	559,741	672,948
Cost of sales	銷售成本		(108,719)	(233,053)
Gross profit	毛利		451,022	439,895
Other income	其他收入	5	51,931	51,681
Investment (expenses) income, net	投資(開支)收入淨額	6	(540,830)	2,095,395
Administrative expenses	行政開支		(132,115)	(157,782)
Gain on disposals of equipment	出售設備之收益		1,106	103
Fair value changes on investment properties	投資物業之公平值變動		(22,755)	247,019
Finance costs	財務費用	7	(156,166)	(146,978)
Other gains and losses, net	其他收益及虧損淨額	8	(1)	143,401
Share of results of investments accounted for using the equity method	攤佔以權益法入賬投資之業績		94,293	27,721
(Loss) profit before tax	除稅前(虧損)溢利		(253,515)	2,700,455
Income tax expense	所得稅開支	9	(65,220)	(100,072)
(Loss) profit for the period	本期間(虧損)溢利	10	(318,735)	2,600,383
Other comprehensive (expenses) income	其他全面(支出)收益			
Items that will not be reclassified to profit or loss	不會重新分類至損益之項目			
Gains and losses on investments in equity instruments measured at fair value through other comprehensive income	通過其他全面收益以反映公平值計量之股本工具投資之收益及虧損		(5,815,551)	3,390,874
Share of other comprehensive income of investments accounted for using the equity method	攤佔以權益法入賬投資之其他全面收益		79	264
			(5,815,472)	3,391,138

CONDENSED CONSOLIDATED STATEMENT OF
COMPREHENSIVE INCOME (continued)
For the six months ended 30th June, 2018

簡明綜合全面收益報表(續)

截至二零一八年六月三十日止六個月

		Six months ended 30th June,	
		截至六月三十日止六個月	
		2018	2017
		二零一八年	二零一七年
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Other comprehensive (expenses) income	其他全面(支出)收益(續)		
(continued)			
Items that may be reclassified subsequently to profit or loss	隨後可能重新分類至損益之項目		
Exchange differences on translation of foreign operations	境外業務所產生之匯兌差額	(105,340)	241,367
Reclassification adjustment related to foreign operations disposed of	有關出售境外業務之重新分類調整	-	409
Share of other comprehensive (expenses) income of investments accounted for using the equity method	攤佔以權益法入賬投資之其他全面(支出)收益	(2,462)	6,640
		(107,802)	248,416
Other comprehensive (expenses) income for the period (net of tax)	本期間其他全面(支出)收益(除稅後)	(5,923,274)	3,639,554
Total comprehensive (expenses) income for the period	本期間全面(支出)收益總額	(6,242,009)	6,239,937
(Loss) profit for the period attributable to:	應佔本期間(虧損)溢利:		
Owners of the Company	本公司擁有人	(363,534)	2,562,706
Non-controlling interests	非控股權益	44,799	37,677
		(318,735)	2,600,383
Total comprehensive (expenses) income for the period attributable to:	應佔本期間全面(支出)收益總額:		
Owners of the Company	本公司擁有人	(6,286,808)	6,202,260
Non-controlling interests	非控股權益	44,799	37,677
		(6,242,009)	6,239,937
(Loss) earnings per share (HK\$)	每股(虧損)盈利(港元)		
Basic and diluted	基本及攤薄	(0.191)	1.343

12

**CONDENSED CONSOLIDATED STATEMENT OF
FINANCIAL POSITION**
At 30th June, 2018

簡明綜合財務狀況報表

於二零一八年六月三十日

			30th June, 2018	31st December, 2017
			二零一八年 六月三十日	二零一七年 十二月三十一日
	Notes 附註		HK\$'000 千港元 (Unaudited) (未經審核)	HK\$'000 千港元 (Audited) (經審核)
Non-current assets		非流動資產		
Investment properties		投資物業	13 15,427,600	15,649,991
Property, plant and equipment		物業、廠房及設備	40,596	43,117
Intangible assets		無形資產	-	-
Goodwill		商譽	14 322,938	322,938
Investments accounted for using the equity method		以權益法入賬之投資	15 2,158,361	2,115,228
Advances to associates		墊付聯營公司款項	16 49,373	49,199
Advance to a joint venture		墊付一間合資公司款項	17 154,218	-
Financial assets measured at fair value through profit or loss		通過損益以反映公平值計量之金融資產	18 1,507,375	2,049,276
Financial assets measured at fair value through other comprehensive income		通過其他全面收益以反映公平值計量之金融資產	19 18,326,409	24,141,960
Advances to investee companies		墊付接受投資公司款項	619,739	605,204
Advances to non-controlling shareholders		墊付非控股股東款項	81,577	14,908
Deferred tax assets		遞延稅項資產	2,154	2,419
Pledged deposits		抵押存款	107,773	90,541
			38,798,113	45,084,781
Current assets		流動資產		
Stock of properties		物業存貨	225,088	296,513
Financial assets measured at fair value through profit or loss		通過損益以反映公平值計量之金融資產	18 5,912,051	8,759,356
Inventories		存貨	2,749	2,660
Debtors, deposits, other receivables and prepayments		應收賬項、按金、其他應收賬項及預付款項	20 805,831	916,113
Securities trading receivables and deposits		應收證券交易賬項及存款	33,311	112,611
Tax recoverable		可收回稅款	1,782	2,155
Pledged deposits		抵押存款	185,950	172,972
Time deposits, bank balances and cash		定期存款、銀行結餘及現金	913,208	659,402
Sales proceeds held by stakeholders		保管人所持銷售所得款項	41,231	56,792
			8,121,201	10,978,574

CONDENSED CONSOLIDATED STATEMENT OF
FINANCIAL POSITION (continued)
At 30th June, 2018

簡明綜合財務狀況報表 (續)

於二零一八年六月三十日

		Notes 附註	30th June, 2018 二零一八年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	31st December, 2017 二零一七年 十二月三十一日 HK\$'000 千港元 (Audited) (經審核)
Current liabilities	流動負債			
Creditors and accruals	應付賬項及應計款項	21	336,155	345,201
Securities trading and margin payable	應付證券交易賬項及保證金		9,875	116,983
Deposits and receipts in advance	按金及預收款項		229,755	241,168
Tax liabilities	稅項負債		190,871	316,502
Borrowings	借貸	22	12,295,437	12,763,546
			13,062,093	13,783,400
Net current liabilities	流動負債淨值		(4,940,892)	(2,804,826)
Total assets less current liabilities	資產總額減流動負債		33,857,221	42,279,955
Equity attributable to owners of the Company	本公司擁有人應佔股本權益			
Share capital	股本	23	190,762	190,762
Financial assets measured at fair value through other comprehensive income reserve	通過其他全面收益以反映公平值計量之金融資產之儲備		4,388,945	10,204,417
Statutory reserve	法定儲備		668	668
Special reserve	特別儲備		2,499,685	2,499,685
Capital redemption reserve	資本贖回儲備		138,062	138,062
Translation reserve	匯兌儲備		(416,055)	(308,253)
Retained profits	保留溢利			
– declared/proposed dividend	– 宣派/擬派股息		19,076	190,762
– others	– 其他		23,090,473	23,469,813
			29,911,616	36,385,916
Non-controlling interests	非控股權益		151,885	107,086
Total equity	股本權益總額		30,063,501	36,493,002
Non-current liabilities	非流動負債			
Borrowings	借貸	22	3,526,438	3,709,467
Loan from a director	董事貸款	24	–	1,835,500
Amounts due to associates	欠負聯營公司款項	25	153,919	142,419
Amounts due to investee companies	欠負接受投資公司款項	25	10,585	–
Amounts due to non-controlling shareholders	欠負非控股股東款項	25	49,177	49,202
Deferred tax liabilities	遞延稅項負債		53,601	50,365
			3,793,720	5,786,953
			33,857,221	42,279,955

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

簡明綜合股本權益變動表

For the six months ended 30th June, 2018

截至二零一八年六月三十日止六個月

Attributable to owners of the Company
本公司擁有人應佔股本權益

		Share capital	Properties revaluation reserve	Financial assets measured at fair value through other comprehensive income reserve 通過其他全面收益以反映公平值計量之金融資產之儲備 HK\$'000 千港元 (note (i)) (附註(i))	Statutory reserve 法定儲備 HK\$'000 千港元 (note (ii)) (附註(ii))
At 1st January, 2017 (audited)	於二零一七年一月一日 (經審核)	190,762	18,632	(2,255,201)	668
Profit for the period	本期間溢利	-	-	-	-
Other comprehensive income for the period	本期間其他全面收益	-	-	3,391,138	-
Total comprehensive income for the period	本期間全面收益總額	-	-	3,391,138	-
Transfer of negative reserve upon disposal of the investment in an equity instrument	於出售股本工具投資時轉撥之負值儲備	-	-	242,145	-
Release of reserve upon sales of completed properties	於銷售落成物業時撥回之儲備	-	(18,632)	-	-
Final dividend for 2016 paid	已付二零一六年末期股息	-	-	-	-
Special interim dividends for 2016 and 2017 paid	已付二零一六年及二零一七年特別中期股息	-	-	-	-
At 30th June, 2017 (unaudited)	於二零一七年六月三十日 (未經審核)	190,762	-	1,378,082	668
Profit for the period	本期間溢利	-	-	-	-
Other comprehensive income for the period	本期間其他全面收益	-	-	8,826,335	-
Total comprehensive income for the period	本期間全面收益總額	-	-	8,826,335	-
Dividend paid to a non-controlling shareholder	已付一間非控股股東股息	-	-	-	-
Interim dividend for 2017 paid	已付二零一七年年中期股息	-	-	-	-
At 31st December, 2017 (audited)	於二零一七年十二月三十一日 (經審核)	190,762	-	10,204,417	668
(Loss) profit for the period	本期間 (虧損) 溢利	-	-	-	-
Other comprehensive expenses for the period	本期間其他全面支出	-	-	(5,815,472)	-
Total comprehensive (expenses) income for the period	本期間全面 (支出) 收益總額	-	-	(5,815,472)	-
Final dividend for 2017 paid	已付二零一七年年末期股息	-	-	-	-
Unclaimed dividends forfeited (note (v))	沒收未被領取之股息 (附註(v))	-	-	-	-
At 30th June, 2018 (unaudited)	於二零一八年六月三十日 (未經審核)	190,762	-	4,388,945	668

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (continued)

簡明綜合股本權益變動表(續)

For the six months ended 30th June, 2018

截至二零一八年六月三十日止六個月

Attributable to owners of the Company

本公司擁有人應佔股本權益

Other reserve	Special reserve	Capital redemption reserve	Translation reserve	Retained profits	Total	Non-controlling interests	Total equity
其他儲備 HK\$'000 千港元 (note (iii)) (附註(iii))	特別儲備 HK\$'000 千港元 (note (iv)) (附註(iv))	資本贖回儲備 HK\$'000 千港元	匯兌儲備 HK\$'000 千港元	保留溢利 HK\$'000 千港元	總額 HK\$'000 千港元	非控股權益 HK\$'000 千港元	股本權益總額 HK\$'000 千港元
(2,378)	2,499,685	138,062	(728,226)	29,942,212	29,804,216	95,639	29,899,855
-	-	-	-	2,562,706	2,562,706	37,677	2,600,383
9	-	-	248,407	-	3,639,554	-	3,639,554
9	-	-	248,407	2,562,706	6,202,260	37,677	6,239,937
-	-	-	-	(242,145)	-	-	-
-	-	-	-	18,632	-	-	-
-	-	-	-	(19,076)	(19,076)	-	(19,076)
-	-	-	-	(9,366,410)	(9,366,410)	-	(9,366,410)
(2,369)	2,499,685	138,062	(479,819)	22,895,919	26,620,990	133,316	26,754,306
-	-	-	-	1,146,180	1,146,180	52,070	1,198,250
2,369	-	-	171,566	-	9,000,270	-	9,000,270
2,369	-	-	171,566	1,146,180	10,146,450	52,070	10,198,520
-	-	-	-	-	-	(78,300)	(78,300)
-	-	-	-	(381,524)	(381,524)	-	(381,524)
-	2,499,685	138,062	(308,253)	23,660,575	36,385,916	107,086	36,493,002
-	-	-	-	(363,534)	(363,534)	44,799	(318,735)
-	-	-	(107,802)	-	(5,923,274)	-	(5,923,274)
-	-	-	(107,802)	(363,534)	(6,286,808)	44,799	(6,242,009)
-	-	-	-	(190,762)	(190,762)	-	(190,762)
-	-	-	-	3,270	3,270	-	3,270
-	2,499,685	138,062	(416,055)	23,109,549	29,911,616	151,885	30,063,501

**CONDENSED CONSOLIDATED STATEMENT OF
CHANGES IN EQUITY (continued)**
For the six months ended 30th June, 2018

Notes:

- (i) The cumulative amount of the gain on a listed equity investment classified as financial assets measured at fair value through other comprehensive income ("FVTOCI") was approximately HK\$3,968,392,000 as at 30th June, 2018 (31st December, 2017: HK\$9,928,302,000).

During the six months ended 30th June, 2017, the Group disposed of a subsidiary, whose principal asset was its holding of a block of 577,180,500 H shares of Shengjing Bank Co., Ltd. (stock code: 2066) ("SJB Shares"). At the date of completion of the disposal, the SJB Shares were carried at their fair value determined based on the consideration of the disposal transaction. The resulting gain on fair value change of the SJB Shares, as well as the transaction costs of the disposal, amounting to HK\$2,124,295,000, was recognised as part of the other comprehensive income of the Group for the six months ended 30th June, 2017. Upon completion of the disposal, the negative balance in the financial assets measured at FVTOCI reserve that related to the SJB Shares disposed of, amounting to HK\$242,145,000, was transferred to retained profits.

As at 30th June, 2018, the Group held 857,541,000 shares of China Evergrande Group (stock code: 3333) ("China Evergrande") ("Evergrande Shares"). During the Period, the unrealised loss on fair value change of the Evergrande Shares of approximately HK\$5,959,910,000 (2017: unrealised gain of HK\$1,219,144,000) was recorded in financial assets measured at FVTOCI reserve.

- (ii) The statutory reserve of the Group refers to the People's Republic of China ("PRC") statutory reserve fund. Appropriations to such reserve fund are made out of profit after tax as recorded in the statutory financial statements of the PRC subsidiaries. The amount should not be less than 10% of the profit after tax as recorded in the statutory financial statements unless the aggregate amount exceeds 50% of the registered capital of the PRC subsidiaries. The statutory reserve can be used to make up prior year losses, if any, and can be applied in conversion into the PRC subsidiaries' capital by means of capitalisation issue.
- (iii) The movement of other reserve represented the release of the negative reserve held by an associate of the Group upon the disposals of the relevant properties.
- (iv) Special reserve represented the difference arising from the aggregate of the share capital and premium amount of the former holding company and the Company upon redomicile of the holding company as a Bermuda Company in 1989 and is non-distributable.
- (v) Unclaimed dividends forfeited represented dividends declared by the Company on or before 17th August, 2011 remaining unclaimed by shareholders of the Company on 28th February, 2018. During the Period, unclaimed dividends amounted to approximately HK\$3,270,000 (2017: nil) were forfeited and transferred to retained profits.

簡明綜合股本權益變動表 (續)

截至二零一八年六月三十日止六個月

附註:

- (i) 於二零一八年六月三十日，上市股本投資分類為通過其他全面收益以反映公平值（「通過其他全面收益以反映公平值」）計量之金融資產之累計收益金額約為3,968,392,000港元（二零一七年十二月三十一日：9,928,302,000港元）。

於截至二零一七年六月三十日止六個月內，本集團出售一間附屬公司，其主要資產為持有一批577,180,500股盛京銀行股份有限公司H股股份（股份代號：2066）（「盛京銀行股份」）。於出售完成日，盛京銀行股份按出售交易代價而釐定其公平值列賬。於截至二零一七年六月三十日止六個月內，盛京銀行股份之公平值變動以及出售交易成本而產生之收益金額為2,124,295,000港元並確認為本集團之部分其他全面收益。於出售完成時，於通過其他全面收益以反映公平值計量之金融資產之儲備中有關出售盛京銀行股份之負值餘額為242,145,000港元已轉撥至保留溢利。

於二零一八年六月三十日，本集團持有857,541,000股中國恒大集團（股份代號：3333）（「中國恒大」）股份（「恒大股份」）。於本期間，恒大股份之公平值變動之未變現虧損約5,959,910,000港元（二零一七年：未變現收益1,219,144,000港元）已於通過其他全面收益以反映公平值計量之金融資產之儲備內入賬。

- (ii) 本集團的法定儲備指中華人民共和國（「中國」）法定儲備基金。向該儲備基金作出的撥款乃撥自中國附屬公司法定財務報表的除稅後溢利。所撥金額不得低於法定財務報表所錄得之除稅後溢利之10%，除非總額超過中國附屬公司註冊資本之50%。法定儲備乃於填補過往年度虧損（如有）後作出，並可透過資本化發行應用以兌換為中國附屬公司之資本。
- (iii) 其他儲備變動乃指本集團之一間聯營公司於出售有關物業時撥回所持有之負值儲備。
- (iv) 特別儲備乃指前控股公司與本公司於該控股公司在一九八九年遷冊為百慕達公司時之股本及溢價賬總額產生之差額及為不可分配。
- (v) 沒收未被領取之股息乃指本公司於二零一一年八月十七日或之前宣派而本公司之股東於二零一八年二月二十八日仍未領取之股息。於本期間，沒收仍未被領取之股息金額約為3,270,000港元（二零一七年：零）並轉撥至保留溢利。

CONDENSED CONSOLIDATED STATEMENT OF
CASH FLOWS

For the six months ended 30th June, 2018

簡明綜合現金流量表

截至二零一八年六月三十日止六個月

		Six months ended 30th June, 截至六月三十日止六個月	
		2018 二零一八年 HK\$'000 千港元 (Unaudited) (未經審核)	2017 二零一七年 HK\$'000 千港元 (Unaudited) (未經審核)
Net cash generated from operating activities	來自經營業務之現金淨額	2,761,355	5,682,829
Net cash generated from (used in) investing activities	來自(用於)投資業務之現金淨額		
(Increase) decrease in pledged deposits	抵押存款之(增加)減少	(33,056)	538,746
Purchase of a financial asset measured at fair value through other comprehensive income	購買通過其他全面收益以反映公平值計量之金融資產	-	(6,911,727)
Net cash inflow arising from disposals of subsidiaries	出售附屬公司之現金流入淨額	-	1,777,181
Net cash outflow arising from acquisition of assets through acquisition of a subsidiary	就透過收購一間附屬公司收購資產之現金流出淨額	-	(1,690,355)
Deferred considerations received in respect of disposals of subsidiaries in prior years	收取過往年度有關出售附屬公司之遞延代價	-	5,348,280
Other investing activities	其他投資業務	169,155	703,461
		136,099	(234,414)
Net cash used in financing activities	用於融資業務之現金淨額		
Repayments of bank borrowings and other borrowings, net	償還銀行借貸及其他借貸淨額	(551,556)	(155,097)
Repayment of loan from a director	償還董事貸款	(1,835,500)	-
Dividends paid	已付股息	(190,762)	(4,366,019)
Other financing activities	其他融資業務	(156,616)	(126,552)
		(2,734,434)	(4,647,668)
Net increase in cash and cash equivalents	現金及現金等值項目之增加淨額	163,020	800,747
Cash and cash equivalents at 1st January	於一月一日之現金及現金等值項目	570,578	1,070,471
Effect of foreign exchange rate changes	匯率變動之影響	860	(5,493)
Cash and cash equivalents at 30th June	於六月三十日之現金及現金等值項目	734,458	1,865,725
Analysis of the balances of cash and cash equivalents	現金及現金等值項目結餘分析		
Time deposits, bank balances and cash	定期存款、銀行結餘及現金	913,208	1,865,725
Less: Time deposits with maturity greater than three months	減：存款期多於三個月之定期存款	(178,750)	-
		734,458	1,865,725

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30th June, 2018

1. Basis of Preparation

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

The Group incurred a net loss attributable to owners of the Company of approximately HK\$363,534,000 during the Period and, as of 30th June, 2018, the Group’s current liabilities exceeded its current assets by approximately HK\$4,940,892,000 (31st December, 2017: HK\$2,804,826,000). Notwithstanding the above results, these unaudited condensed consolidated financial statements have been prepared on a going concern basis.

The management closely monitors the Group’s financial performance and liquidity position. The validity of the going concern basis is dependent upon the success of the Group’s future operations, its ability to generate adequate cash flows in order to meet its financial obligations as and when they fall due, its ability to refinance or restructure its borrowings such that the Group can meet its future working capital and financing requirements.

As at 30th June, 2018, the Group had unutilised bank facilities. Based on the latest communications with the banks, the directors of the Company (“Directors”) are not aware of any intention of the principal banks to withdraw their bank facilities or require early repayment of the borrowings, and the Directors believe that the existing bank facilities will be renewed or roll-overed when their current terms expire given the good track records and relationships the Group has with the banks. Further, the Group has unutilised loan facility from a Director. In addition, the Group held a portfolio of listed securities investments and treasury products presented as non-current assets as at 30th June, 2018 in aggregate of approximately HK\$18,583,148,000 (Notes 18 and 19), which could be realised into cash, if necessary.

The Directors have reviewed the Group’s cash flow projections prepared by the management. The cash flow projections cover a period of not less than twelve months from 30th June, 2018. Based on these cash flow projections, the Group will have sufficient financial resources to meet its financial obligations as and when they fall due in the coming twelve months from 30th June, 2018. The management has made key assumptions on the projections with regard to the anticipated cash flows from the Group’s operations, capital expenditures and the continuous availability of bank facilities. The Group’s ability to achieve the projected cash flows depends on the continuous availability of bank facilities from the banks.

簡明綜合財務報表附註

截至二零一八年六月三十日止六個月

1. 編製基準

本未經審核簡明綜合財務報表乃按照香港聯合交易所有限公司證券上市規則附錄16之適用披露規定及香港會計師公會（「香港會計師公會」）頒布之香港會計準則（「香港會計準則」）第34號「中期財務報告」編製。

於本期間，本集團產生本公司擁有人應佔之虧損淨額約363,534,000港元，並於二零一八年六月三十日，本集團之流動負債超逾其流動資產約4,940,892,000港元（二零一七年十二月三十一日：2,804,826,000港元）。儘管以上所述，本未經審核簡明綜合財務報表乃按持續經營基準編製。

管理層密切監察本集團之財務表現及流動資金狀況。持續經營基準之有效性取決於本集團未來營運之成果、其產生足夠現金流量以履行其到期財務責任之能力、以及其再融資或重組其借貸之能力，以滿足本集團對未來營運資金及融資之需要。

於二零一八年六月三十日，本集團擁有未動用之銀行信貸額。根據與銀行近期溝通，本公司之董事（「董事」）並無知悉主要銀行有任何意向撤回彼等之銀行信貸額或要求提早償還借貸。董事相信，以本集團良好的過往記錄及與銀行之關係，現有銀行信貸額將於彼等現有條款期滿時獲續期或滾存。此外，本集團擁有未動用之董事貸款額。另外，於二零一八年六月三十日，本集團持有呈列為非流動資產之上市證券投資及財資產品組合共約為18,583,148,000港元（附註18及19），可於需要時變現為現金。

董事已審閱管理層編製之本集團現金流量預測。現金流量預測涵蓋自二零一八年六月三十日起不少於十二個月之期間。根據該等現金流量預測，本集團將具備足夠財務資源以履行其自二零一八年六月三十日起十二個月內到期之財務責任。在該預測中，管理層就有關本集團營運所得預計現金流量、資本開支及持續可動用之銀行信貸額作出關鍵假設。本集團能否取得預測現金流量取決於能否持續取得銀行授予可動用之銀行信貸額。

1. Basis of Preparation (continued)

In view of the above, the Directors are of the opinion that there will be sufficient financial resources available to the Group to enable it to meet its liabilities as and when they fall due and to continue as a going concern. Accordingly, the Directors have prepared these unaudited condensed consolidated financial statements on a going concern basis.

These unaudited condensed consolidated financial statements have been prepared under the historical cost basis, except for certain properties and financial instruments, which are measured at their fair values.

2. Principal Accounting Policies

The accounting policies adopted in these unaudited condensed consolidated financial statements for the Period are consistent with those followed in the preparation of the Group's consolidated financial statements for the year ended 31st December, 2017 except as described below.

In the current period, the Group has applied, for the first time, the following new Hong Kong Financial Reporting Standards ("HKFRSs"), new interpretation and amendments to existing HKFRSs ("2018 new HKFRSs") issued by the HKICPA, which are effective for the current accounting period of the Group. The 2018 new HKFRSs adopted by the Group in these unaudited condensed consolidated financial statements are set out below:

HKFRSs (Amendments)	Annual Improvements to HKFRSs 2014-2016 Cycle relating to Amendments to HKFRS 1 First-time Adoption of HKFRSs and Amendments to HKAS 28 Investments in Associates and Joint Ventures
HKFRS 2 (Amendments)	Classification and Measurement of Share-based Payment Transactions
HKFRS 4 (Amendments)	Applying HKFRS 9 Financial Instruments with HKFRS 4 Insurance Contracts
HKFRS 15	Revenue from Contracts with Customers
HKFRS 15 (Amendments)	Clarifications to HKFRS 15
HKAS 40 (Amendments)	Transfers of Investment Property
HK(IFRIC) – Int 22	Foreign Currency Transactions and Advance Consideration

1. 編製基準 (續)

鑑於上文所述，董事認為本集團將具備足夠財務資源以償還其到期負債，而本集團亦能繼續持續經營。據此，董事已按持續經營基準編製本未經審核簡明綜合財務報表。

本未經審核簡明綜合財務報表乃按歷史成本法編製，惟按公平值計量之若干物業及金融工具除外。

2. 主要會計政策

除下述者外，本期間之未經審核簡明綜合財務報表所採納之會計政策與編製本集團截至二零一七年十二月三十一日止年度之綜合財務報表所依循者一致。

於本期間，本集團已首次應用下列由香港會計師公會頒布並於本集團現行會計期間生效之新訂香港財務報告準則（「香港財務報告準則」）、新訂詮釋及對現有香港財務報告準則之修訂（「二零一八年新訂香港財務報告準則」）。本集團於本未經審核簡明綜合財務報表所採納之二零一八年新訂香港財務報告準則載列如下：

香港財務報告準則（修訂本）	2014年至2016年週期頒布之香港財務報告準則年度改進有關香港財務報告準則第1號之修訂—首次採納香港財務報告準則及香港會計準則第28號之修訂—於聯營公司與合資公司之投資
香港財務報告準則第2號（修訂本）	股份付款交易分類及計量
香港財務報告準則第4號（修訂本）	與香港財務報告準則第4號—保險合同一併應用香港財務報告準則第9號—金融工具
香港財務報告準則第15號	與客戶合約之收入
香港財務報告準則第15號（修訂本）	釐清香港財務報告準則第15號
香港會計準則第40號（修訂本）	轉讓投資物業
香港（國際財務報告詮釋委員會）—詮釋第22號	外幣交易及預付代價

2. Principal Accounting Policies (continued)

HKFRS 15 Revenue from Contracts with Customers

Accounting policies applied from 1st January, 2018

HKFRS 15 establishes a new five-step model to account for revenue arising from contracts with customers. Under HKFRS 15, revenue is recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer. The principles of HKFRS 15 provide a more structured approach for measuring and recognising revenue. The standard also introduces extensive qualitative and quantitative disclosure requirements, including disaggregation of total revenue, information about performance obligations, changes in contract asset and liability account balances between periods and key judgments and estimates. The standard superseded the revenue recognition guidance including HKAS 18 "Revenue", HKAS 11 "Construction Contracts" and the related interpretations when it became effective. Amendments to HKFRS 15 address the implementation issues on identifying performance obligations, application guidance on principal versus agent and licences of intellectual property, and transition.

The Group adopted HKFRS 15 using the modified retrospective approach which means that the cumulative impact of the adoption (if any) would be recognised in retained profits as of 1st January, 2018 and that comparatives have not been restated. The Group assessed the impacts of adopting HKFRS 15 on these unaudited condensed consolidated financial statements. Based on the assessment, the adoption of HKFRS 15 does not have a material impact on the timing and amounts of revenue recognition of the Group. Furthermore, the Group's dividend income, interest income and rental income are not within the scope of HKFRS 15. The adoption of HKFRS 15 has no impact on the net cash flow from operating, investing and financing activities in the unaudited condensed consolidated statement of cash flows.

As a result of the adoption of HKFRS 15, change in the Group's accounting policy is as follows:

- Revenue from sales of properties held for sale is recognised when the legal assignment is completed, which is the point in time when the purchaser has the ability to direct the use of the property and obtain substantially all of the remaining benefits of the property.

Save as disclosed above, the application of the 2018 new HKFRSs had no material effect on how the results and financial position for the current or prior accounting periods are prepared and presented. Accordingly, no prior period adjustment has been required.

2. 主要會計政策 (續)

香港財務報告準則第15號－與客戶合約之收入

二零一八年一月一日起應用之會計政策

香港財務報告準則第15號訂立新五步驟模式，按將來自客戶合約之收入列賬。根據香港財務報告準則第15號，收入按反映實體預期向客戶交付貨品或服務而有權換取之代價金額而確認。香港財務報告準則第15號之原則為計量及確認收入提供更有條理之方法。該準則亦引入大量定性及定量披露要求，包括分拆總收入、有關履約責任之資料、合約資產及負債賬目結餘於各期間之變動以及主要判斷及估計。該準則於其生效時已取代收入確認指引，包括香港會計準則第18號「收入」、香港會計準則第11號「建築合約」及相關之詮釋。香港財務報告準則第15號之修訂闡述該準則的實施問題，包括識別履約責任、委託人與代理人及知識產權許可之應用指引，以及採納準則之過渡。

本集團採納香港財務報告準則第15號時使用經修改追溯法，即採納之累計影響（如有）將於二零一八年一月一日之保留溢利中確認，而比較資料將不予重列。本集團已評估採納香港財務報告準則第15號對本未經審核簡明綜合財務報表之影響。根據該評估，採納香港財務報告準則第15號對本集團收入確認之時間性及金額並無構成重大影響。此外，本集團之股息收入、利息收入及租金收入並非於香港財務報告準則第15號之範圍內。採納香港財務報告準則第15號對本未經審核簡明綜合現金流量表內之來自經營業務、投資業務和融資業務之現金流量淨額並無影響。

因採納香港財務報告準則第15號，本集團之會計政策變動如下：

- 持作出售物業之銷售收入乃於法律轉讓契約完成時確認，其時買家有能力管理該物業之使用並獲得該物業絕大部分之餘下利益。

除以上所披露，應用二零一八年新訂香港財務報告準則不會對本會計期間或過往會計期間之業績及財務狀況之編製及呈列方式構成重大影響，故毋須作出過往期間調整。

2. Principal Accounting Policies (continued)

Investments in Joint Ventures

During the Period, the Group acquired 50% equity interest in a joint venture. Following the acquisition, the Group has applied the following accounting policy on investments in joint ventures.

Accounting policies applied from 1st January, 2018

A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

An investment in a joint venture is accounted for using the equity method from the date on which the investee becomes a joint venture. On acquisition of the investment in a joint venture, any excess of the cost of the investment over the Group's share of the net fair value of the identifiable assets and liabilities of the investee is recognised as goodwill, which is included within the carrying amount of the investment. Any excess of the Group's share of the net fair value of the identifiable assets and liabilities over the cost of the investment, after reassessment, is recognised immediately in profit or loss in the period in which the investment is acquired.

Details of the equity method of accounting, impairment assessment and derecognition of investments in joint ventures, which has also been applying to investments in associates of the Group for the current or prior accounting periods, are set out in Note 3(c) to the Group's consolidated financial statements for the year ended 31st December, 2017.

2. 主要會計政策 (續)

於合資公司之投資

於本期間，本集團已收購一間合資公司之50%股本權益。隨著該收購，本集團應用以下於合資公司之投資的會計政策。

二零一八年一月一日起應用之會計政策

合資公司屬聯合安排，對該安排擁有共同控制權之各方可據此享有聯合安排之資產淨值之權益。共同控制權乃指按照合約協定對安排所共有之控制權，其僅於相關業務之決策須獲共享控制權之各方一致同意時存在。

於合資公司之投資自接受投資方成為合資公司該日起以權益法入賬。收購於合資公司之投資時，投資成本超出本集團應佔接受投資方可識別資產及負債之公平值淨值之任何差額確認為商譽，並計入投資之賬面值。本集團應佔可識別資產及負債之公平值淨值超出投資成本之任何差額，於重新評估後即時在收購投資期間於損益確認。

投資於合資公司之權益法入賬、減值評估及取消確認（且已應用於本會計期間或過往會計期間本集團於聯營公司之投資）之詳情已載列於本集團截至二零一七年十二月三十一日止年度之綜合財務報表附註3(c)內。

2. Principal Accounting Policies (continued)

The Group has not early adopted the following new HKFRSs, new interpretation and amendments to existing HKFRSs (“new and amended HKFRSs”) that have been issued but are not yet effective.

HKFRSs (Amendments)	Annual Improvements to HKFRSs 2015-2017 Cycle ¹
HKFRS 9 (Amendments)	Prepayment Features with Negative Compensation ¹
HKFRS 10 and HKAS 28 (Amendments)	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture ³
HKFRS 16	Leases ¹
HKFRS 17	Insurance Contracts ²
HKAS 19 (Amendments)	Plan Amendment, Curtailment or Settlement ¹
HKAS 28 (Amendments)	Long-term Interests in Associates and Joint Ventures ¹
HK(IFRIC) – Int 23	Uncertainty over Income Tax Treatments ¹

¹ Effective for annual periods beginning on or after 1st January, 2019

² Effective for annual periods beginning on or after 1st January, 2021

³ Effective for annual periods beginning on or after a date to be determined

HKFRS 16 Leases

HKFRS 16 introduces a comprehensive model for the identification of lease arrangements and accounting treatments for both lessors and lessees. It distinguishes leases and service contracts on the basis of whether an identified asset is controlled by a customer. Subject to limited exceptions for short-term leases and low value assets, distinctions of operating and finance leases are removed for lessee accounting, and is replaced by a model where a right-of-use asset and a corresponding liability have to be recognised for all leases by lessees. However, the standard does not significantly change the accounting of lessors.

As at 30th June, 2018, the Group has non-cancellable operating lease commitments of approximately HK\$154,168,000. A preliminary assessment indicates that these lease arrangements will meet the definition of a lease under HKFRS 16, and hence the Group will recognise right-of-use assets and corresponding liabilities in respect of all these leases unless they qualify for low value or short-term leases upon the application of HKFRS 16. In addition, the application of new requirements may result changes in measurement, presentation and disclosure as indicated above. However, it is not practicable to provide a reasonable estimate of the financial effect until the Directors complete a detailed review.

2. 主要會計政策 (續)

本集團並未提早採納下列已頒布但仍未生效之新訂香港財務報告準則、新訂詮釋及對現有香港財務報告準則之修訂(「新訂及經修訂香港財務報告準則」)。

香港財務報告準則 (修訂本)	2015年至2017年週期頒布之香港財務報告準則年度改進 ¹
香港財務報告準則第9號(修訂本)	具有負補償特性之預付款項 ¹
香港財務報告準則第10號及香港會計準則第28號(修訂本)	投資者與其聯營公司或合資公司之間的資產出售或注資 ³
香港財務報告準則第16號	租賃 ¹
香港財務報告準則第17號	保險合同 ²
香港會計準則第19號(修訂本)	計劃修訂、縮減或結算 ¹
香港會計準則第28號(修訂本)	於聯營公司及合資公司之長期權益 ¹
香港(國際財務報告詮釋委員會) – 詮釋第23號	所得稅處理之不確定性 ¹

¹ 於二零一九年一月一日或之後開始之年度期間生效

² 於二零二一年一月一日或之後開始之年度期間生效

³ 尚待釐定之日期或之後開始之年度期間生效

香港財務報告準則第16號 – 租賃

香港財務報告準則第16號為出租人及承租人識別其租賃安排及會計處理引入一個全面的模式。該模式乃根據客戶對已識別資產控制權來分辨租約或服務合約。除短期租約及低價值資產之有限例外情況下，承租人之會計處理將剔除營業租賃與融資租賃之分辨，並以承租人对所有租約確認使用權資產及相關負債的模式取代。然而，該準則對出租人之會計處理並無重大改變。

於二零一八年六月三十日，本集團之不可撤銷營業租約承擔款額約154,168,000港元。按初步評估顯示該等租賃安排將符合香港財務報告準則第16號中租賃之定義，故本集團將對所有該等租約確認使用權資產及相關負債，惟該等租約於應用香港財務報告準則第16號時符合低價值或短期租約除外。此外，應用新規定或會導致如上述所示計量、呈列方式及披露出現變動。然而，董事目前尚未能對財務影響作出合理估計直至其完成詳細審閱。

2. Principal Accounting Policies (continued)

Save as described above, the Directors are in the process of assessing the potential impact of the new and amended HKFRSs but are not yet in a position to determine whether the new and amended HKFRSs will have a significant impact on how the Group's results of operations and financial position are prepared and presented. The new and amended HKFRSs may result in changes in the future as to how the results and financial position are prepared and presented.

3. Revenue

Revenue represents the aggregate amounts of sales of properties held for sale, commission from brokerage, settlement charges from brokerage, cosmetic goods sold less returns, amounts received and receivable from property rental income and interest income from loan financing, are analysed as follows:

Revenue from contracts with customers:
Recognised at a point in time

Sales of properties held for sale
Brokerage and cosmetic income

與客戶合約之收入：
於某一時點確認

持作出售物業之銷售
經紀服務及化妝品銷售收入

Revenue from other sources:

Property rental income
Interest income from loan financing

其他來源之收入：

物業租金收入
貸款融資利息收入

4. Operating Segments

The Group determines its operating segments based on the reports reviewed by the chief operating decision-makers that are used to make strategic decisions.

The Group has six reportable segments – (i) property development and trading; (ii) property leasing for retail; (iii) property leasing for non-retail; (iv) listed equity investments at FVTOCI; (v) listed investments and treasury products at fair value through profit or loss (“FVTPL”); and (vi) unlisted investments, investment holding and brokerage. The segmentations are based on the information about the operation of the Group that management of the Group uses to make decisions.

2. 主要會計政策 (續)

除以上所述，董事現正評估該等新訂及經修訂香港財務報告準則之潛在影響，惟尚未釐定該等新訂及經修訂香港財務報告準則對本集團之經營業績及財務狀況之編製及呈列方式會否構成重大影響。該等新訂及經修訂香港財務報告準則或會導致日後業績及財務狀況之編製及呈列方式出現變動。

3. 收入

收入指持作出售物業之銷售、經紀佣金、經紀服務之交易費用、扣除退貨後之化妝品銷售、已收及應收之物業租金收入以及貸款融資利息收入之合計金額，分析如下：

Six months ended 30th June,	
截至六月三十日止六個月	
2018	2017
二零一八年	二零一七年
HK\$'000	HK\$'000
千港元	千港元
273,989	425,906
10,730	7,065
284,719	432,971
275,022	239,919
-	58
275,022	239,977
559,741	672,948

4. 營運分類

本集團根據主要營運決策者用於作出策略決定時審閱之報告以釐定營運分類。

本集團擁有六項可呈報分類 – (i) 物業發展及買賣、(ii) 零售物業租賃、(iii) 非零售物業租賃、(iv) 通過其他全面收益以反映公平值之上市股本投資、(v) 通過損益以反映公平值（「通過損益以反映公平值」）之上市投資及財務產品以及 (vi) 非上市投資、投資控股及經紀服務。上述分類方式乃基於本集團之營運資料以供本集團管理層作出決策之用。

4. Operating Segments (continued)

Principal activities are as follows:

Property development and trading	-	Property development and sales of trading properties
Property leasing	-	
- Retail	-	Property leasing from retail properties
- Non-retail	-	Property leasing from non-retail properties
Listed equity investments at FVTOCI	-	Listed equity securities at FVTOCI
Listed investments and treasury products at FVTPL	-	Listed securities investments in investments held-for-trading, over-the-counter trading and structured products
Unlisted investments, investment holding and brokerage	-	Unlisted securities investments, trading and brokerage

The Group evaluates performance on the basis of profit or loss from operations after tax expense and non-controlling interests but not including the major non-cash items. The major non-cash items are unrealised fair value changes on investment properties and other properties together with their, if applicable, respective deferred tax. No intersegment revenue is accounted for as the intersegment revenue is mainly the rental income for administrative purpose.

Unallocated corporate assets mainly comprised leasehold land and building for own use, advances to non-controlling shareholders, deferred tax assets and tax recoverable.

Unallocated corporate liabilities mainly comprised tax liabilities, bank borrowings, amounts due to associates, amounts due to investee companies, amounts due to non-controlling shareholders and deferred tax liabilities (2017: also included loan from a director).

The Group's measurement methods used to determine reported segment profit or loss remain unchanged from 2017.

The Group's reportable segments are strategic business units that operate different activities. They are managed separately because each business unit has different markets and requires different marketing strategies.

Further, the business units are also managed to operate in different countries separately. Revenue and results are attributed to countries on the basis of the property or asset location.

There were two (2017: three) major customers who individually accounted for 10% or more of the Group's revenue. Revenue of approximately HK\$273,989,000 was derived from a customer in property development and trading segment in Hong Kong and revenue of approximately HK\$93,623,000 was derived from a customer in non-retail property leasing segment in the United Kingdom (2017: HK\$107,693,000 and HK\$75,000,000 were derived from each of the two customers in property development and trading segment in Hong Kong and HK\$84,881,000 was derived from a customer in non-retail property leasing segment in the United Kingdom).

4. 營運分類 (續)

主要業務活動如下:

物業發展及買賣	-	物業發展及買賣物業銷售
物業租賃	-	
- 零售	-	來自零售物業租賃
- 非零售	-	來自非零售物業租賃
通過其他全面收益以反映公平值之上市股本投資	-	通過其他全面收益以反映公平值之上市股本證券
通過損益以反映公平值之上市投資及財資產品	-	於持作買賣之上市證券投資、場外交易及結構性產品
非上市投資、投資控股及經紀服務	-	非上市證券投資、買賣及經紀服務

本集團以扣除稅項開支及非控股權益後來自經營之損益(惟不包括主要非現金項目)為基準評估表現。主要非現金項目為投資物業及其他物業之未變現公平值變動連同其相關之遞延稅項(如適用)。由於分類間之收入主要為就行政目的之租金收入,因此並無將分類間之收入入賬。

未分攤之公司資產主要包括自用之租賃土地及樓宇、墊付非控股股東款項、遞延稅項資產及可收回稅款。

未分攤之公司負債主要包括稅項負債、銀行借貸、欠負聯營公司款項、欠負接受投資公司款項、欠負非控股股東款項及遞延稅項負債(二零一七年:且包括董事貸款)。

本集團用作釐定已呈報分類損益之計量方式與二零一七年維持不變。

本集團可呈報分類為營運不同活動之策略業務單元。由於各業務單元擁有不同市場,且要求不同市場策略,故彼等受個別管理。

此外,業務單元亦於不同國家受個別營運管理。各國應佔收入及業績乃按物業或資產所在地為基準。

兩位(二零一七年:三位)主要客戶之個別收入佔本集團收入之10%或以上。由一位來自香港物業發展及買賣分類之客戶所產生之收入約為273,989,000港元,以及由一位來自英國非零售物業租賃分類之客戶所產生之收入約為93,623,000港元(二零一七年:由兩位來自香港物業發展及買賣分類之客戶各自所產生之收入107,693,000港元及75,000,000港元,以及由一位來自英國非零售物業租賃分類之客戶所產生之收入84,881,000港元)。

4. Operating Segments (continued)

Operating segment information is presented below:

Condensed Consolidated Statement of Comprehensive Income For the six months ended 30th June, 2018

4. 營運分類 (續)

營運分類資料呈列如下:

簡明綜合全面收益報表 截至二零一八年六月三十日止六個月

		Property leasing 物業租賃		Listed equity investments at FVTOCI 通過其他 全面收益以 反映公平值之 上市股本投資 HK\$'000 千港元	Listed investments and treasury products at FVTPL 通過損益 以反映公平值 之上市投資及 財務產品 HK\$'000 千港元	Unlisted investments, investment holding and brokerage 非上市投資、 投資控股及 經紀服務 HK\$'000 千港元	All other segments 所有 其他分類 HK\$'000 千港元	Consolidated 綜合 HK\$'000 千港元
		Property development and trading 物業發展 及買賣 HK\$'000 千港元	Retail 零售 HK\$'000 千港元					
Major cash items excluding in revenue	收入以外之主要現金項目							
- Hong Kong	- 香港	-	-	-	4,674,329	-	-	4,674,329
- Other countries	- 其他國家	-	-	-	443,255	-	-	443,255
		-	-	-	5,117,584	-	-	5,117,584
Revenue	收入							
Revenue from external customers	來自外部客戶之收入							
- Hong Kong	- 香港	273,989	20,907	68,271	-	6,008	4,722	373,897
- United Kingdom	- 英國	-	18,511	167,333	-	-	-	185,844
		273,989	39,418	235,604	-	6,008	4,722	559,741
Revenue from external customers after non-controlling interests	來自扣除非控股權益後之外部客戶收入	191,792	39,418	235,601	-	6,008	4,722	477,541
Attributable property sales from associates	應佔聯營公司物業銷售							
- Hong Kong	- 香港	2,908	-	-	-	-	-	2,908
Attributable rental revenue from associates/joint venture/investee company	應佔聯營公司/合資公司/接受投資公司租金收入							
- Hong Kong	- 香港	-	10,138	20,327	-	-	-	30,465
- Mainland China	- 中國大陸	-	37,779	4,824	-	-	-	42,603
		194,700	87,335	260,752	-	6,008	4,722	553,517
Result	業績							
Segment result	分類業績							
- Hong Kong	- 香港	179,149	17,235	67,024	575	(275,087)	9,557	11,310
- United Kingdom	- 英國	-	17,967	163,972	-	52	-	181,991
- Mainland China	- 中國大陸	-	-	-	-	1,737	-	1,737
- Other countries	- 其他國家	-	-	-	-	(276,893)	-	(276,893)
		179,149	35,202	230,996	575	(551,980)	14,646	(81,855)
Share of results of investments accounted for using the equity method	攤佔以權益法入賬投資之業績							
- Attributable property sales, net	- 應佔物業銷售淨額							
- Hong Kong	- 香港	2,227	-	-	-	-	-	2,227
- Attributable gross income	- 應佔收入總額							
- Hong Kong	- 香港	-	9,696	19,596	-	-	1,085	30,377
- Mainland China	- 中國大陸	-	37,779	4,824	-	-	-	42,603
- Attributable operating cost	- 應佔營運成本							
- Hong Kong	- 香港	-	(375)	(3,838)	-	-	-	(4,213)
- Mainland China	- 中國大陸	-	(14,311)	(1,551)	-	-	-	(15,862)
Non-controlling interests	非控股權益	(52,741)	-	(3)	-	-	-	(52,744)
		128,635	67,991	250,024	575	(551,980)	14,646	(79,467)
Finance costs	財務費用	-	-	(52,899)	-	(31,537)	-	(84,436)
Share of results of investments accounted for using the equity method	攤佔以權益法入賬投資之業績							
- Income tax and others	- 所得稅及其他	8	(19,448)	(2,016)	-	-	(218)	(21,674)
		128,643	48,543	248,008	(52,324)	(583,517)	14,646	(185,577)
Unallocated items	未分攤項目							
Unallocated corporate expenses, net	未分攤之公司開支淨額							(87,032)
Unallocated finance costs	未分攤之財務費用							(71,730)
Income tax expense	所得稅開支							(64,410)
Unallocated non-controlling interests	未分攤之非控股權益							7,945
Operating loss for the period attributable to owners of the Company	本公司擁有人應佔本期間之經營虧損							(400,804)
Major non-cash items	主要非現金項目							
- Unrealised fair value changes on investment properties (including share of results of investments accounted for using the equity method)	- 投資物業之未變現公平值變動(包括攤佔以權益法入賬投資之業績)							38,080
- Deferred tax expense	- 遞延稅項開支							(810)
Loss for the period attributable to owners of the Company	本公司擁有人應佔本期間之虧損							(363,534)
Core loss for the period attributable to owners of the Company	本公司擁有人應佔本期間之核心虧損							(400,804)

4. Operating Segments (continued)

4. 營運分類 (續)

Condensed Consolidated Statement of Financial Position At 30th June, 2018

簡明綜合財務狀況報表 於二零一八年六月三十日

	Property development and trading 物業發展及買賣 HK\$'000 千港元	Property leasing 物業租賃		Listed equity investments at FVTOCI 通過其他全面收益以反映公平值之上市股本投資 HK\$'000 千港元	Listed investments and treasury products at FVTPL 通過損益以反映公平值之上市投資及財務產品 HK\$'000 千港元	Unlisted investments, investment holding and brokerage 非上市投資、投資控股及經紀服務 HK\$'000 千港元	All other segments 所有其他分類 HK\$'000 千港元	Consolidated 綜合 HK\$'000 千港元
		Retail 零售 HK\$'000 千港元	Non-retail 非零售 HK\$'000 千港元					
Assets	資產							
Segment assets	分類資產							
- Hong Kong	- 香港	1,673,857	5,293,100	17,150,820	6,011,235	389,534	71,261	32,715,060
- United Kingdom	- 英國	-	7,686,157	-	-	-	-	9,368,015
- Mainland China	- 中國大陸	215,624	29,485	-	-	6,279	-	251,388
- Other countries	- 其他國家	-	-	-	1,520,025	587,522	-	2,107,547
Investments accounted for using the equity method	以權益法入賬之投資							
- Hong Kong	- 香港	77,788	1,452,967	-	-	2,152	6,149	1,956,382
- Mainland China	- 中國大陸	-	59,574	-	-	-	-	201,979
Advances to associates and a joint venture	墊付聯營公司及一間合資公司款項							
- Hong Kong	- 香港	1,016	154,300	-	-	2	1,160	156,478
- Mainland China	- 中國大陸	-	13,895	-	-	-	-	47,113
Reportable segment assets	可呈報分類資產	<u>1,968,285</u>	<u>14,689,478</u>	<u>17,150,820</u>	<u>7,531,260</u>	<u>985,489</u>	<u>78,570</u>	<u>46,803,962</u>
Unallocated corporate assets	未分攤之公司資產							115,352
Consolidated total assets	綜合資產總額							<u>46,919,314</u>
Liabilities	負債							
Segment liabilities	分類負債							
- Hong Kong	- 香港	261,383	64,319	4,675,996	3,898,254	12,407	6,945	8,939,743
- United Kingdom	- 英國	-	188,339	-	-	-	-	204,855
- Mainland China	- 中國大陸	2,114	183	-	-	2	-	2,299
- Other countries	- 其他國家	-	-	-	591,547	5	-	591,552
Reportable segment liabilities	可呈報分類負債	<u>263,497</u>	<u>252,841</u>	<u>4,675,996</u>	<u>4,489,801</u>	<u>12,414</u>	<u>6,945</u>	<u>9,738,449</u>
Unallocated corporate liabilities	未分攤之公司負債							7,117,364
Consolidated total liabilities	綜合負債總額							<u>16,855,813</u>
Additions to non-current assets (other than financial instruments and deferred tax assets)	非流動資產添置 (金融工具及遞延稅項資產除外)							
		-	2,026	-	-	2	14	

4. Operating Segments (continued)

Other Material Items

For the six months ended 30th June, 2018

4. 營運分類 (續)

其他重大項目

截至二零一八年六月三十日止六個月

		Reportable segments	Adjustments for unallocated items	Adjustments for major non-cash items	Condensed consolidated statement of comprehensive income
		可呈報分類	未分攤項目之調整	主要非現金項目之調整	簡明綜合全面收益報表
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
Interest income	利息收入	316,816	-	-	316,816
Finance costs	財務費用	(84,436)	(71,730)	-	(156,166)
Net income	收入淨額	232,380	(71,730)	-	160,650
Depreciation	折舊	-	(3,745)	-	(3,745)
Fair value changes on investment properties	投資物業之公平值變動	-	-	(22,755)	(22,755)
Share of results of investments accounted for using the equity method	攤佔以權益法入賬投資之業績	33,458	-	60,835	94,293
Income tax expense	所得稅開支	-	(64,410)	(810)	(65,220)
Non-controlling interests	非控股權益	(52,744)	7,945	-	(44,799)

4. Operating Segments (continued)

4. 營運分類 (續)

Condensed Consolidated Statement of Comprehensive Income For the six months ended 30th June, 2017

簡明綜合全面收益報表 截至二零一七年六月三十日止六個月

	Property development and trading 物業發展及買賣 HK\$'000 千港元	Property leasing 物業租賃		Listed equity investments at FVTOCI 通過其他全面收益以反映公平值之上市股本投資 HK\$'000 千港元	Listed investments and treasury products at FVTPL 通過損益以反映公平值之上市投資及財務產品 HK\$'000 千港元	Unlisted investments, investment holding and brokerage 非上市投資、投資控股及經紀服務 HK\$'000 千港元	All other segments 所有其他分類 HK\$'000 千港元	Consolidated 綜合 HK\$'000 千港元
		Retail 零售 HK\$'000 千港元	Non-retail 非零售 HK\$'000 千港元					
Major cash items excluding in revenue	收入以外之主要現金項目							
- Hong Kong	- 香港	-	-	-	8,086,045	-	-	8,086,045
- Other countries	- 其他國家	-	-	-	1,392,300	-	-	1,392,300
		-	-	-	9,478,345	-	-	9,478,345
Revenue	收入							
Revenue from external customers	來自外部客戶之收入							
- Hong Kong	- 香港	425,906	28,218	66,546	-	2,880	4,243	527,793
- United Kingdom	- 英國	-	17,089	125,144	-	-	-	142,233
- Mainland China	- 中國大陸	-	2,922	-	-	-	-	2,922
		425,906	48,229	191,690	-	2,880	4,243	672,948
Revenue from external customers after non-controlling interests	來自扣除非控股權益後之外部客戶收入	329,440	47,643	191,483	-	2,880	4,243	575,689
Attributable property sales from associates/investee company	應佔聯營公司/接受投資公司物業銷售							
- Hong Kong	- 香港	726	-	-	-	-	-	726
Attributable rental revenue from associates/investee company	應佔聯營公司/接受投資公司租金收入							
- Hong Kong	- 香港	-	10,186	16,299	-	-	-	26,485
- Mainland China	- 中國大陸	-	36,141	4,506	-	-	-	40,647
		330,166	93,970	212,288	-	2,880	4,243	643,547
Result	業績							
Segment result	分類業績							
- Hong Kong	- 香港	202,407	26,271	66,168	162,984	3,887	10,532	1,341,887
- United Kingdom	- 英國	-	16,754	122,739	-	12	-	139,505
- Mainland China	- 中國大陸	-	2,630	-	-	1,058	-	3,688
- Other countries	- 其他國家	-	-	-	296,895	993	-	297,888
		202,407	45,655	188,907	162,984	5,950	10,532	1,782,968
Share of results of investments accounted for using the equity method	攤佔以權益法入賬投資之業績							
- Attributable property sales, net	- 應佔物業銷售淨額							
- Hong Kong	- 香港	468	-	-	-	-	-	468
- Attributable gross income	- 應佔收入總額							
- Hong Kong	- 香港	-	9,788	15,686	-	-	1,136	26,610
- Mainland China	- 中國大陸	-	36,141	4,506	-	-	-	40,647
- Attributable operating cost	- 應佔營運成本							
- Hong Kong	- 香港	-	(262)	(3,589)	-	-	-	(3,851)
- Mainland China	- 中國大陸	-	(14,543)	(1,532)	-	-	-	(16,075)
Non-controlling interests	非控股權益	(44,374)	(510)	(181)	-	-	-	(45,065)
Finance costs	財務費用	158,501	76,269	203,797	162,984	1,166,533	5,950	1,785,702
Share of results of investments accounted for using the equity method	攤佔以權益法入賬投資之業績				(20,034)	(83,602)	-	(103,636)
- Income tax and others	- 所得稅及其他	(73)	(19,611)	(30,814)	-	-	(250)	(50,748)
Income tax expense	所得稅開支	-	-	-	(16,302)	-	-	(16,302)
		158,428	56,658	172,983	126,648	1,082,931	5,950	1,615,016

4. Operating Segments (continued)

4. 營運分類 (續)

Condensed Consolidated Statement of Comprehensive Income (continued)

For the six months ended 30th June, 2017

簡明綜合全面收益報表 (續)

截至二零一七年六月三十日止六個月

	Property development and trading 物業發展及買賣 HK\$'000 千港元	Property leasing 物業租賃		Listed equity investments at FVTOCI 通過其他全面收益以反映公平值之上市股本投資 HK\$'000 千港元	Listed investments and treasury products at FVTPL 通過損益以反映公平值之上市投資及財資產品 HK\$'000 千港元	Unlisted investments, investment holding and brokerage 非上市投資、投資控股及經紀服務 HK\$'000 千港元	All other segments 所有其他分類 HK\$'000 千港元	Consolidated 綜合 HK\$'000 千港元
		Retail 零售 HK\$'000 千港元	Non-retail 非零售 HK\$'000 千港元					
Unallocated items								
Unallocated corporate expenses, net								(115,345)
Unallocated finance costs								(43,342)
Imputed interest income from deferred consideration receivables								761,666
Gains on disposals of subsidiaries								143,404
Unallocated income tax expense								(83,770)
Unallocated non-controlling interests								7,388
Operating profit for the period attributable to owners of the Company								2,285,017
Major non-cash items								
- Unrealised fair value changes on investment properties (including share of results of investments accounted for using the equity method)								277,689
Profit for the period attributable to owners of the Company								2,562,706
Core profit (excluding major non-cash items)								
Operating profit for the period attributable to owners of the Company								2,285,017
Major accumulated realised fair value changes together with their respective deferred tax on disposals of investment properties and stock of properties in current period (including fair value changes recognised in properties revaluation reserve) after non-controlling interest								
- Recognised in prior years								336,182
Core profit for the period attributable to owners of the Company								2,621,199

4. Operating Segments (continued)

4. 營運分類 (續)

Condensed Consolidated Statement of Financial Position

At 31st December, 2017

簡明綜合財務狀況報表

於二零一七年十二月三十一日

		Property development and trading 物業發展及買賣 HK\$'000 千港元	Property leasing 物業租賃		Listed equity investments at FVTOCI 通過其他全面收益以反映公平值之上市股本投資 HK\$'000 千港元	Listed investments and treasury products at FVTPL 通過損益以反映公平值之上市投資及財資產品 HK\$'000 千港元	Unlisted investments, investment holding and brokerage 非上市投資、投資控股及經紀服務 HK\$'000 千港元	All other segments 所有其他分類 HK\$'000 千港元	Consolidated 綜合 HK\$'000 千港元
			Retail 零售 HK\$'000 千港元	Non-retail 非零售 HK\$'000 千港元					
Assets	資產								
Segment assets	分類資產								
- Hong Kong	- 香港	1,527,289	2,113,870	4,765,842	23,110,731	8,683,598	489,120	67,742	
- United Kingdom	- 英國	-	1,684,765	8,174,205	-	-	-	-	
- Mainland China	- 中國大陸	216,054	-	29,510	-	-	2,967	6,023	
- Other countries	- 其他國家	-	-	-	-	2,286,336	690,927	-	
Investments accounted for using the equity method	以權益法入賬之投資								
- Hong Kong	- 香港	100,367	396,709	1,408,461	-	-	2,322	7,404	
- Mainland China	- 中國大陸	-	140,367	59,598	-	-	-	-	
Advances to associates	墊付聯營公司款項								
- Hong Kong	- 香港	1,047	-	77	-	-	2	1,151	
- Mainland China	- 中國大陸	-	32,937	13,985	-	-	-	-	
Reportable segment assets	可呈報分類資產	<u>1,844,757</u>	<u>4,368,648</u>	<u>14,451,678</u>	<u>23,110,731</u>	<u>10,969,934</u>	<u>1,185,338</u>	<u>82,320</u>	
Unallocated corporate assets	未分攤之公司資產							49,949	
Consolidated total assets	綜合資產總額							<u>56,063,355</u>	
Liabilities	負債								
Segment liabilities	分類負債								
- Hong Kong	- 香港	266,001	21,705	74,995	4,604,773	4,602,587	119,839	6,552	
- United Kingdom	- 英國	-	15,759	194,798	-	-	-	-	
- Mainland China	- 中國大陸	407	-	17	-	-	5	80	
- Other countries	- 其他國家	-	-	14	-	669,469	11	-	
Reportable segment liabilities	可呈報分類負債	<u>266,408</u>	<u>37,464</u>	<u>269,824</u>	<u>4,604,773</u>	<u>5,272,056</u>	<u>119,855</u>	<u>6,632</u>	
Unallocated corporate liabilities	未分攤之公司負債							8,993,341	
Consolidated total liabilities	綜合負債總額							<u>19,570,353</u>	
Additions to non-current assets (other than financial instruments and deferred tax assets)	非流動資產添置 (金融工具及遞延稅項資產除外)	<u>-</u>	<u>1,424</u>	<u>1,783,806</u>	<u>-</u>	<u>-</u>	<u>30</u>	<u>855</u>	

4. Operating Segments (continued)

Other Material Items

For the six months ended 30th June, 2017

		Reportable segments 可呈報分類 HK\$'000 千港元	Adjustments for unallocated items 未分攤項目之調整 HK\$'000 千港元	Adjustments for major non-cash items 主要非現金項目之調整 HK\$'000 千港元	Condensed consolidated statement of comprehensive income 簡明綜合全面收益報表 HK\$'000 千港元
Interest income	利息收入	495,034	761,666	–	1,256,700
Finance costs	財務費用	(103,636)	(43,342)	–	(146,978)
Net income	收入淨額	391,398	718,324	–	1,109,722
Depreciation	折舊	–	(4,585)	–	(4,585)
Fair value changes on investment properties	投資物業之公平值變動	–	–	247,019	247,019
Share of results of investments accounted for using the equity method	攤佔以權益法入賬投資之業績	(2,949)	–	30,670	27,721
Income tax expense	所得稅開支	(16,302)	(83,770)	–	(100,072)
Non-controlling interests	非控股權益	(45,065)	7,388	–	(37,677)

5. Other Income

4. 營運分類 (續)

其他重大項目

截至二零一七年六月三十日止六個月

		Reportable segments 可呈報分類 HK\$'000 千港元	Adjustments for unallocated items 未分攤項目之調整 HK\$'000 千港元	Adjustments for major non-cash items 主要非現金項目之調整 HK\$'000 千港元	Condensed consolidated statement of comprehensive income 簡明綜合全面收益報表 HK\$'000 千港元
Interest income	利息收入	495,034	761,666	–	1,256,700
Finance costs	財務費用	(103,636)	(43,342)	–	(146,978)
Net income	收入淨額	391,398	718,324	–	1,109,722
Depreciation	折舊	–	(4,585)	–	(4,585)
Fair value changes on investment properties	投資物業之公平值變動	–	–	247,019	247,019
Share of results of investments accounted for using the equity method	攤佔以權益法入賬投資之業績	(2,949)	–	30,670	27,721
Income tax expense	所得稅開支	(16,302)	(83,770)	–	(100,072)
Non-controlling interests	非控股權益	(45,065)	7,388	–	(37,677)

5. 其他收入

Six months ended 30th June,

截至六月三十日止六個月

2018 二零一八年 HK\$'000 千港元	2017 二零一七年 HK\$'000 千港元
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Included in other income are:

其他收入包括：

Building management fee income	樓宇管理費收入	18,897	17,314
Building management fee expenses	樓宇管理費開支	(10,944)	(7,970)
		7,953	9,344
Rental services income	租賃服務收入	3,536	6,870
Property management services, leasing administration services and property administration services income	物業管理服務、租務行政服務及物業行政服務收入	14,850	28,578
Advisory and consultancy services income	諮詢及顧問服務收入	15	14
Asset management and maintenance services income	資產管理及保養服務收入	4	466
Consultancy fee income	顧問費收入	13,354	109
Exchange gain, net	匯兌收益淨額	3,563	3,311
Reversal of impairment in respect of other receivable and interest thereon	撥回其他應收賬項之減值及相關利息	4,884	–

6. Investment (Expenses) Income, Net

6. 投資(開支)收入淨額

		Six months ended 30th June,	
		截至六月三十日止六個月	
		2018	2017
		二零一八年	二零一七年
		HK\$'000	HK\$'000
		千港元	千港元
Financial assets measured at fair value through profit or loss:	通過損益以反映公平值計量之金融資產：		
Unrealised (loss) gain arising from change in fair value of bonds	債券之公平值變動而產生之未變現(虧損)收益	(868,114)	453,355
Realised (loss) gain arising from change in fair value of bonds	債券之公平值變動而產生之已變現(虧損)收益		
– Change in fair value	– 公平值變動	(9,850)	166,588
– Exchange component of change	– 匯兌部分變動	5,271	41,552
Net (loss) gain arising from change in fair value of bonds	債券之公平值變動而產生之(虧損)收益淨額	(872,693)	661,495
Unrealised gain arising from change in fair value of club debentures, net	會籍債券之公平值變動而產生之未變現收益淨額	5,158	431
Other investment income, net	其他投資收入淨額	12,446	13,198
Dividends income on:	股息收入來自：		
Listed investment	上市投資	–	163,018
Unlisted investment	非上市投資	–	993
Interest income	利息收入	314,259	1,256,260
		(540,830)	2,095,395

Interest income mainly included interest income from bonds of approximately HK\$308,842,000 (2017: interest income from bonds of HK\$491,806,000 and imputed interest income from deferred consideration receivables of HK\$761,666,000 of which HK\$620,965,000 was arose from repayment of the deferred consideration receivables before their respective maturity dates).

利息收入中主要包括債券利息收入約為308,842,000港元(二零一七年:債券利息收入491,806,000港元及應收遞延代價所產生之名義利息收入761,666,000港元·當中620,965,000港元乃因應收遞延代價於彼等各自之到期日前償還而產生)。

7. Finance Costs

7. 財務費用

		Six months ended 30th June,	
		截至六月三十日止六個月	
		2018	2017
		二零一八年	二零一七年
		HK\$'000	HK\$'000
		千港元	千港元
Interest on:	利息：		
Bank borrowings	銀行借貸	67,087	40,011
Other borrowings	其他借貸	86,178	60,933
		<hr/>	<hr/>
Total interest	利息總額	153,265	100,944
Exchange (gain) loss on translation of foreign currency other borrowings, net	外幣其他借貸之匯兌(收益)虧損淨額	(1,742)	42,703
Other finance costs	其他財務費用	4,643	3,471
		<hr/>	<hr/>
		156,166	147,118
Less: Interest capitalised to stock of properties under development held for sale	減：撥充持作出售之發展中物業存貨資本化之利息	-	(140)
		<hr/>	<hr/>
		156,166	146,978
		<hr/> <hr/>	<hr/> <hr/>

During the six months ended 30th June, 2017, the Group had capitalised borrowing costs at a rate of 2.58% per annum amounting to HK\$140,000 on qualifying assets.

於截至二零一七年六月三十日止六個月，本集團已按年利率2.58厘計算撥充合資格資產資本化之借貸成本為140,000港元。

8. Other Gains and Losses, Net

8. 其他收益及虧損淨額

		Six months ended 30th June,	
		截至六月三十日止六個月	
		2018	2017
		二零一八年	二零一七年
		HK\$'000	HK\$'000
		千港元	千港元
Included in other gains and losses, net are:	其他收益及虧損淨額包括：		
Gain on disposal of subsidiaries	出售附屬公司之收益		
– Pinecrest Group (note (i))	– Pinecrest集團(附註(i))	-	114,446
Gain on disposal of subsidiaries	出售附屬公司之收益		
– Win Kings Group (note (ii))	– Win Kings集團(附註(ii))	-	28,958
		<hr/>	<hr/>
		156,166	146,978
		<hr/> <hr/>	<hr/> <hr/>

8. Other Gains and Losses, Net (continued)

Notes:

- (i) Gain on disposal of subsidiaries arose from the disposal of the Group's entire issued share capital of Pinecrest International Limited, an indirect wholly-owned subsidiary of the Company, and its subsidiaries (collectively "Pinecrest Group") ("Pinecrest Disposal") on 10th February, 2017. At the time of disposal, the Pinecrest Group held certain shops of Lowu Commercial Plaza located in Shenzhen, the PRC.
- (ii) Gain on disposal of subsidiaries arose from the disposal of the Group's entire issued share capital of Win Kings Holding Ltd., an indirect wholly-owned subsidiary of the Company, and its subsidiary (collectively "Win Kings Group") ("Win Kings Disposal") on 10th February, 2017. At the time of disposal, the Win Kings Group held a property development situated at No. 12 Shiu Fai Terrace, Mid-Levels East, Hong Kong.

9. Income Tax Expense

8. 其他收益及虧損淨額 (續)

附註：

- (i) 出售附屬公司之收益乃來自於二零一七年二月十日出售本集團於Pinecrest International Limited (本公司之一間間接全資擁有附屬公司)之全部已發行股本及其附屬公司(統稱「Pinecrest集團」)(「Pinecrest出售」)。於出售時，Pinecrest集團持有位於中國深圳市羅湖商業城若干商舖。
- (ii) 出售附屬公司之收益乃來自於二零一七年二月十日出售本集團於Win Kings Holding Ltd. (本公司之一間間接全資擁有附屬公司)之全部已發行股本及其附屬公司(統稱「Win Kings集團」)(「Win Kings出售」)。於出售時，Win Kings集團持有位於香港半山區東部肇輝臺12號之物業發展項目。

9. 所得稅開支

Six months ended 30th June,

截至六月三十日止六個月

2018 2017

二零一八年 二零一七年

HK\$'000 HK\$'000

千港元 千港元

The charge comprises:

支出包括：

Current tax:

當期稅項：

Hong Kong Profits Tax
Other than Hong Kong

香港利得稅
香港以外地區

34,639	37,111
23,621	52,862
58,260	89,973

Underprovision (overprovision) in prior years:

過往年度撥備不足(超額撥備)：

Hong Kong Profits Tax
Other than Hong Kong

香港利得稅
香港以外地區

5,207	(4)
(2,418)	6,727
2,789	6,723

Deferred tax:

遞延稅項：

Current period charge

本期間支出

4,171	3,376
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65,220	100,072
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Hong Kong Profits Tax is calculated at 16.5% (2017: 16.5%) on the estimated assessable profits for the Period. The PRC Enterprise Income Tax for the PRC subsidiaries are calculated at the PRC Enterprise Income Tax rate of 25% (2017: 25%). Taxation arising from other jurisdictions is calculated at the rates prevailing in the relevant jurisdictions.

香港利得稅乃根據本期間之估計應課稅溢利按稅率16.5% (二零一七年：16.5%) 計算。中國附屬公司之中國企業所得稅乃按中國企業所得稅率25% (二零一七年：25%) 計算。其他司法權區產生之稅項乃按有關司法權區之現行稅率計算。

10. (Loss) Profit for the Period

10. 本期間(虧損)溢利

		Six months ended 30th June,	
		截至六月三十日止六個月	
		2018	2017
		二零一八年	二零一七年
		HK\$'000	HK\$'000
		千港元	千港元
(Loss) profit for the period has been arrived at after (charging) crediting:	本期間(虧損)溢利已(扣除)計入:		
Total staff costs:	僱員成本總額:		
Staff costs, including Directors' emoluments	僱員成本(包括董事酬金)	(80,887)	(100,600)
Retirement benefits scheme contributions, net of forfeited contributions of approximately HK\$324,000 (2017: HK\$54,000)	退休福利計劃供款, 扣除已沒收供款約324,000港元(二零一七年: 54,000港元)	(4,108)	(5,176)
		(84,995)	(105,776)
Auditors' remuneration:	核數師酬金:		
Auditors of the Company	本公司核數師		
– Current period	– 本期間	(1,025)	(1,153)
Other auditors	其他核數師		
– Current period	– 本期間	(249)	(243)
– Underprovision in prior years	– 過往年度撥備不足	(21)	(18)
Depreciation	折舊	(3,745)	(4,585)
Cost of trading properties recognised	買賣物業成本確認	(71,064)	(176,505)
Cost of cosmetic products recognised	化妝品成本確認	(1,754)	(1,458)
Share of tax of associates	攤佔聯營公司稅項	(6,409)	(33,855)
Share of tax of a joint venture	攤佔一間合資公司稅項	(259)	–
Share of tax of investments accounted for using the equity method (included in share of results of investments accounted for using the equity method)	攤佔以權益法入賬投資之稅項(已計入攤佔以權益法入賬投資之業績)	(6,668)	(33,855)
Gross rental income from investment properties	投資物業租金收入總額	275,022	239,919
Less: Direct operating expenses from investment properties that generated rental income during the period	減: 本期間產生租金收入之投資物業直接經營開支	(7,665)	(4,142)
Direct operating expenses from investment properties that did not generate rental income during the period	本期間並無產生租金收入之投資物業直接經營開支	(1,159)	(1,215)
		266,198	234,562

11. Dividends

11. 股息

		Six months ended 30th June, 截至六月三十日止六個月	
		2018	2017
		二零一八年	二零一七年
		HK\$'000	HK\$'000
		千港元	千港元
Final dividend for 2017 paid on 6th June, 2018 of HK10 cents (2016: HK1 cent) per share	於二零一八年六月六日已派付之二零一七年末期股息每股10港仙(二零一六年: 每股1港仙)	190,762	19,076
Special interim dividends for 2016 of HK\$1.36 per share and 2017 of HK\$0.64 per share paid on 10th February, 2017 of HK\$2 in aggregate per share	於二零一七年二月十日已派付之二零一六年特別中期股息(每股1.36港元)及二零一七年特別中期股息(每股0.64港元)每股合共2港元	-	3,815,238
Special interim dividend for 2017 paid on 23rd June, 2017 of HK\$2.91 per share	於二零一七年六月二十三日已派付之二零一七年特別中期股息每股2.91港元	-	5,551,172
Total dividends paid	已派付股息總額	190,762	9,385,486

Interim dividend for 2018 of HK1 cent (2017: HK20 cents) per share has been declared by the Board after interim period end.

董事會於中期期末後宣派二零一八年中期股息每股1港仙(二零一七年: 每股20港仙)。

12. (Loss) Earnings per Share

12. 每股(虧損)盈利

The calculation of the basic and diluted (loss) earnings per share attributable to owners of the Company is based on the following data:

本公司擁有人應佔之每股基本及攤薄(虧損)盈利乃根據以下數據計算:

		Six months ended 30th June, 截至六月三十日止六個月	
		2018	2017
		二零一八年	二零一七年
		HK\$'000	HK\$'000
		千港元	千港元
(Loss) earnings:	(虧損)盈利:		
(Loss) earnings for the purposes of basic and diluted (loss) earnings per share	計算每股基本及攤薄(虧損)盈利之(虧損)盈利		
(Loss) profit for the period attributable to owners of the Company	本公司擁有人應佔本期間之(虧損)溢利	(363,534)	2,562,706

12. (Loss) Earnings per Share (continued)

12. 每股(虧損)盈利(續)

		Number of shares 股份數目	
		Six months ended 30th June, 截至六月三十日止六個月	
		2018	2017
		二零一八年	二零一七年
Number of shares:	股份數目:		
Weighted average number of ordinary shares for the purposes of basic and diluted (loss) earnings per share	計算每股基本及攤薄(虧損)盈利之普通股加權平均數	1,907,619,079	1,907,619,079

Diluted (loss) earnings per share for the six months ended 30th June, 2018 and 2017 were the same as the basic (loss) earnings per share as there were no diluting events during both periods.

截至二零一八年及二零一七年六月三十日止六個月，由於並無攤薄事項，故上述兩個期間之每股攤薄(虧損)盈利與每股基本(虧損)盈利相同。

13. Investment Properties

13. 投資物業

		Completed properties 落成物業 HK\$'000 千港元
Fair value	公平值	
At 1st January, 2017	於二零一七年一月一日	12,887,253
Acquisition of assets through acquisition of a subsidiary	透過收購一間附屬公司收購資產	1,779,563
Additions	添置	1,421
Exchange adjustments	匯兌調整	764,414
Increase in fair value recognised in the consolidated statement of comprehensive income	於綜合全面收益報表確認之公平值增加	
– Unrealised	– 未變現	564,502
Disposals of subsidiaries	出售附屬公司	(347,162)
		15,649,991
At 31st December, 2017	於二零一七年十二月三十一日	(199,636)
Exchange adjustments	匯兌調整	
Decrease in fair value recognised in the condensed consolidated statement of comprehensive income	於簡明綜合全面收益報表確認之公平值減少	
– Unrealised	– 未變現	(22,755)
		15,427,600
Carrying amounts	賬面值	
At 30th June, 2018	於二零一八年六月三十日	15,427,600

All of the Group's property interests held under operating leases to earn rentals or for capital appreciation purposes are measured using the fair value model and are classified and accounted for as investment properties.

本集團所有持有營業租約以賺取租金或資本增值之物業權益乃採用公平值模式計量，並分類及列作投資物業入賬。

13. Investment Properties (continued)

Property valuations as at 30th June, 2018 and 31st December, 2017 were carried out by B.I. Appraisals Limited ("B.I. Appraisals"), independent qualified professional valuer, in respect of the Group's investment properties in Hong Kong and Mainland China. For the investment properties in the United Kingdom, the property valuations as at 30th June, 2018 and 31st December, 2017 were carried out by Peak Vision Appraisals Limited ("Peak Vision Appraisals"), another independent qualified professional valuer. The valuers have recent relevant experience in the valuations of similar properties in the relevant locations.

At the end of the reporting period, the management of the Group discussed with the independent qualified professional valuers about the appropriate valuation techniques and key inputs for Level 3 fair value measurements.

The valuation reports for the investment properties as at 30th June, 2018 were signed by the respective director of B.I. Appraisals and Peak Vision Appraisals, who are members of The Hong Kong Institute of Surveyors and/or The Royal Institution of Chartered Surveyors. The valuations were performed in accordance with "The HKIS Valuation Standards 2017 Edition" published by The Hong Kong Institute of Surveyors and/or "The RICS Valuation – Global Standards 2017" published by The Royal Institution of Chartered Surveyors.

The fair value of each investment property is individually determined at the end of each reporting period based on its market value and by adopting investment method, and/or direct comparison method, as appropriate. The investment method relying on the capitalisation of rental income is based upon estimates of future results and a set of assumptions specific to each property to reflect its tenancy status. The fair value of each investment property reflects, among other things, rental income from current term leases, term yield rate, assumptions about rental income from future reversion leases in light of current market conditions, the assumed occupancy rate and reversionary yield rate. Judgment by the valuers is required to determine the principal valuation factors, including term yield rate and reversionary yield rate. Such yield rates were adopted after considering the investment sentiments and market expectations of properties of similar nature. Direct comparison method assumes each of these properties is capable of being sold in its existing state with the benefit of vacant possession and by making reference to comparable sales evidence as available in the relevant markets.

The following tables analysed the investment properties which are measured at fair value at the end of the reporting period into the three-level hierarchy as defined in HKFRS 13 "Fair Value Measurement" which is further elaborated in Note 31.

13. 投資物業 (續)

於二零一八年六月三十日及二零一七年十二月三十一日，本集團位於香港及中國大陸之投資物業由獨立合資格專業估值師保柏國際評估有限公司（「保柏國際評估」）進行物業估值。至於位於英國之投資物業，由另一獨立合資格專業估值師漂鋒評估有限公司（「漂鋒評估」）進行於二零一八年六月三十日及二零一七年十二月三十一日之物業估值。估值師近期亦有評估相關地點類似物業之經驗。

於報告期末，本集團之管理層與獨立合資格專業估值師討論有關適合第三級公平值計量之估值技術及主要數據。

於二零一八年六月三十日，投資物業之估值報告由保柏國際評估及漂鋒評估各自之董事（彼為香港測量師學會會員及／或皇家特許測量師學會會員）簽署。該等估值乃遵守香港測量師學會所頒布之「香港測量師學會評估準則二零一七年版本」及／或皇家特許測量師學會所頒布之「皇家特許測量師學會估值—二零一七年全球準則」進行。

每項投資物業之公平值於各報告期末根據其市值，並採納投資法及／或直接比較法（按適用情況而定）而個別釐定。投資法乃依據資本化租金收入，並以對各項物業未來業績之估計及一系列特定假設為依據，以反映其租賃狀況。每項投資物業之公平值反映（其中包括）現有租約期限之租金收入、租約期限之回報率、基於現時市況對未來復歸租約所得租金收入之假設、假設出租率及復歸回報率。於釐定主要估值因素（包括租約期限之回報率及復歸回報率）時須由估值師作出判斷。於採納有關回報率時已考慮投資氣氛及市場對類似性質物業之預期。直接比較法假設該等物業各自可以現況交吉出售及參照相關市場上可供比較之銷售證據。

下表為於報告期末以公平值計量之投資物業之三級分級制（定義見香港財務報告準則第13號「公平值計量」）分析及於附註31作進一步詳述。

	Fair value 公平值 HK\$'000 千港元	Level 1 第一級 HK\$'000 千港元	Level 2 第二級 HK\$'000 千港元	Level 3 第三級 HK\$'000 千港元
Recurring fair value measurements: 經常性公平值計量：				
Completed properties 落成物業				
At 30th June, 2018	於二零一八年 六月三十日	15,427,600	-	1,358,191
At 31st December, 2017	於二零一七年 十二月三十一日	15,649,991	-	1,401,669

13. Investment Properties (continued)

Certain investment properties located in Hong Kong and Mainland China categorised as Level 2 fair value measurement are determined using direct comparison method with reference to the recent selling prices of comparable properties on a price per square foot basis which are adjusted to reflect the conditions and locations of the related properties.

Details of valuation techniques used and key inputs to valuation on investment properties which are categorised as Level 3 fair value measurement at the end of the reporting period are as follows:

	Fair value 公平值		Valuation techniques 估值技術	Significant unobservable inputs 重大非可觀察數據	Range 範圍
	30th June, 2018 二零一八年 六月三十日 HK\$'000 千港元	31st December, 2017 二零一七年 十二月三十一日 HK\$'000 千港元			
Properties held for investment in Hong Kong 位於香港之持作投資物業	5,313,630	5,017,160	Combination of direct comparison method and investment method 直接比較法及投資法之合併	(1) Reversionary yield; and 復歸回報率；及 (2) Market rent per square foot 每平方呎之市場租金	2.75% to 4.75% (31st December, 2017: 3.00% to 4.75%) 2.75厘至4.75厘 (二零一七年 十二月三十一日： 3.00厘至4.75厘)
Properties held for investment in the United Kingdom 位於英國之持作投資物業	8,755,779	9,231,162	Combination of direct comparison method and investment method 直接比較法及投資法之合併	(1) Reversionary yield; and 復歸回報率；及 (2) Market rent per square foot 每平方呎之市場租金	2.88% to 4.75% (31st December, 2017: 2.88% to 4.75%) 2.88厘至4.75厘 (二零一七年 十二月三十一日： 2.88厘至4.75厘)
Total 總額	14,069,409	14,248,322			

Reversionary yield is the rate taking into account the capitalisation of potential rental income, nature of the property and prevailing market condition. Market rent per square foot is the market rent taking into account the direct comparable market transactions to the related properties.

The fair value measurements are negatively correlated to the reversionary yield, while positively correlated to the market rent per square foot.

13. 投資物業 (續)

分類為第二級公平值計量之若干位於香港及中國大陸之投資物業以直接比較法釐定，參考可供比較物業之最近每平方呎售價，而售價為經調整以反映有關物業之狀況及位置。

於報告期末分類為第三級公平值計量之投資物業之估值所使用之技術及主要數據之詳情如下：

復歸回報率乃計及潛在租金收入資本化、物業性質及當時市況得出之比率。每平方呎之市場租金乃計及相關物業之市場可供直接比較交易得出之市場租金。

公平值計量與復歸回報率成反比，而與每平方呎之市場租金則成正比。

13. Investment Properties (continued)

Movements of investment properties which are categorised as Level 3 fair value measurement during the period/year are as follows:

		30th June, 2018 二零一八年 六月三十日 HK\$'000 千港元	31st December, 2017 二零一七年 十二月三十一日 HK\$'000 千港元
At the beginning of the period/year	於期初／年初	14,248,322	11,273,234
Acquisition of assets through acquisition of a subsidiary	透過收購一間附屬公司收購資產	-	1,779,563
Exchange adjustments	匯兌調整	(199,311)	762,465
Increase in fair value recognised in the consolidated statement of comprehensive income – Unrealised	於綜合全面收益報表確認之公平值增加 －未變現	20,398	780,222
Disposals of subsidiaries	出售附屬公司	-	(347,162)
Carrying amounts At the end of the period/year	賬面值 於期末／年末	<u>14,069,409</u>	<u>14,248,322</u>

There were no transfers into or out of Level 3 fair value measurement during the period/year and no change in valuation techniques used in prior years. In estimating the fair value of the properties, their current use equates to the highest and best use of the properties.

分類為第三級公平值計量之投資物業於期內／年內之變動如下：

		30th June, 2018 二零一八年 六月三十日 HK\$'000 千港元	31st December, 2017 二零一七年 十二月三十一日 HK\$'000 千港元
At the beginning of the period/year	於期初／年初	14,248,322	11,273,234
Acquisition of assets through acquisition of a subsidiary	透過收購一間附屬公司收購資產	-	1,779,563
Exchange adjustments	匯兌調整	(199,311)	762,465
Increase in fair value recognised in the consolidated statement of comprehensive income – Unrealised	於綜合全面收益報表確認之公平值增加 －未變現	20,398	780,222
Disposals of subsidiaries	出售附屬公司	-	(347,162)
Carrying amounts At the end of the period/year	賬面值 於期末／年末	<u>14,069,409</u>	<u>14,248,322</u>

於期內／年內，第三級公平值計量之投資物業並無轉入或轉出，而所用之估值技術與過往年度所用的亦無轉變。就估計物業之公平值，物業之當前用途等同其最高及最佳用途。

14. Goodwill

Cost
At 1st January, 2017,
31st December, 2017 and
30th June, 2018

Impairment
At 1st January, 2017,
31st December, 2017 and
30th June, 2018

**Carrying amounts
At 30th June, 2018**

At 31st December, 2017

14. 商譽

成本
於二零一七年一月一日、
二零一七年十二月三十一日及
二零一八年六月三十日

減值
於二零一七年一月一日、
二零一七年十二月三十一日及
二零一八年六月三十日

賬面值
於二零一八年六月三十日

於二零一七年十二月三十一日

HK\$'000
千港元

370,686

47,748

322,938

322,938

15. Investments Accounted for Using the Equity Method

Interests in associates:	聯營公司權益：		
Cost of investment in associates	投資聯營公司成本		
– Unlisted	– 非上市	1,204,736	1,204,736
Share of post-acquisition profits and other comprehensive income/ expenses, net of dividends received	攤佔收購後溢利及其他全面收益／支出扣除已收股息	937,366	910,492
		2,142,102	2,115,228
Interest in joint venture:	合資公司權益：		
Cost of investment in joint venture	投資合資公司成本		
– Unlisted (note)	– 非上市（附註）	150	–
Share of post-acquisition profit and other comprehensive income	攤佔收購後溢利及其他全面收益	16,109	–
		16,259	–
		2,158,361	2,115,228

Note: During the Period, the Group acquired 50% equity interest in a joint venture holding a property located at Nos. 14-18 Ma Kok Street (known as Possehl Building) in Tsuen Wan.

The Company provided corporate guarantee to secure bank borrowings granted to its associates in prior years. The fair value of the financial guarantee contract at initial recognition was determined by Norton Appraisals Limited, independent qualified professional valuer, and it was recognised as investments accounted for using the equity method and financial guarantee liabilities in the Group's consolidated statement of financial position.

The investment properties held by the Group's principal associates and a joint venture were revalued as at 30th June, 2018 and 31st December, 2017 by B.I. Appraisals. B.I. Appraisals continues to adopt investment method and/or direct comparison method as the valuation methodologies. The valuation methods and significant assumptions applied in determining the fair values of investment properties are detailed in Note 13.

15. 以權益法入賬之投資

	30th June, 2018	31st December, 2017
	二零一八年 六月三十日	二零一七年 十二月三十一日
	HK\$'000	HK\$'000
	千港元	千港元
Interests in associates:		
Cost of investment in associates		
– Unlisted	1,204,736	1,204,736
Share of post-acquisition profits and other comprehensive income/ expenses, net of dividends received	937,366	910,492
	2,142,102	2,115,228
Interest in joint venture:		
Cost of investment in joint venture		
– Unlisted (note)	150	–
Share of post-acquisition profit and other comprehensive income	16,109	–
	16,259	–
	2,158,361	2,115,228

附註：於本期間，本集團收購一間合資公司之50%股本權益，該合資公司持有位於荃灣馬角街14-18號之物業（稱為「栢獅電子大廈」）。

本公司於過往年度提供公司擔保作為其聯營公司獲授銀行借貸之抵押。財務擔保合約初步確認之公平值由獨立合資格專業估值師普敦國際評估有限公司釐定，並已於本集團之綜合財務狀況報表內確認為以權益法入賬之投資及財務擔保負債。

本集團主要聯營公司及一間合資公司持有之投資物業已由保柏國際評估進行於二零一八年六月三十日及二零一七年十二月三十一日之重估。保柏國際評估持續採納投資法及／或直接比較法為估值方法。應用於釐定投資物業公平值之估值方法及主要假設於附註13詳述。

16. Advances to Associates

Interest-bearing advances to associates	墊付聯營公司之計息款項
Interest-free advances to associates	墊付聯營公司之免息款項

30th June, 2018	31st December, 2017
二零一八年 六月三十日	二零一七年 十二月三十一日
HK\$'000	HK\$'000
千港元	千港元
48,250	48,050
1,123	1,149
49,373	49,199

The advances to associates are unsecured. The Group will not demand for repayment within one year from the end of the reporting period and the amounts are therefore shown as non-current. The interest-bearing advances to associates bear interest at the prevailing market rates.

17. Advance to a Joint Venture

The advance to a joint venture is unsecured and interest-free. The Group will not demand for repayment within one year from the end of the reporting period and the amount is therefore shown as non-current.

18. Financial Assets Measured at Fair Value Through Profit or Loss

Bonds	債券
Club debentures	會籍債券
Analysed for reporting purpose as:	作報告用途之分析：
Non-current	非流動性質
Current	流動性質

30th June, 2018	31st December, 2017
二零一八年 六月三十日	二零一七年 十二月三十一日
HK\$'000	HK\$'000
千港元	千港元
7,344,379	10,738,743
75,047	69,889
7,419,426	10,808,632
1,507,375	2,049,276
5,912,051	8,759,356
7,419,426	10,808,632

16. 墊付聯營公司款項

墊付聯營公司款項為無抵押。本集團不會要求於報告期末起一年內償還，故將該等款項列作非流動性質。墊付聯營公司之計息款項以當時之市場借貸利率計息。

17. 墊付一間合資公司款項

墊付一間合資公司款項乃無抵押及免息。本集團不會要求於報告期末起一年內償還，故將該款項列作非流動性質。

18. 通過損益以反映公平值計量之金融資產

18. Financial Assets Measured at Fair Value Through Profit or Loss (continued)

Major terms of the bonds denominated in United States dollar ("US\$") and Pound Sterling ("GBP") are as follows:

Notional amount	Maturity
US\$12,000,000	2021
US\$149,500,000	2023
US\$237,000,000	2024
US\$59,000,000	2025
US\$9,000,000	2036
US\$21,000,000	2046
US\$488,515,000	Perpetual
GBP25,500,000	Perpetual

Included in non-current assets, there were financial assets measured at FVTPL of approximately HK\$1,507,375,000 (31st December, 2017: HK\$2,049,276,000). They were included in non-current assets according to their intended holding periods. Notwithstanding the presentation of the above assets as non-current assets, these financial assets to the extent of approximately HK\$1,432,328,000 (31st December, 2017: HK\$1,979,387,000) were treasury products and could be realised in the market at any time within twelve months from the end of the reporting period.

19. Financial Assets Measured at Fair Value Through Other Comprehensive Income

Listed investment:	上市投資：
– Equity securities listed in Hong Kong (note (i))	– 於香港上市股本證券 (附註(i))
Unlisted equity securities:	非上市股本證券：
– Incorporated in Hong Kong	– 於香港註冊成立
– Incorporated elsewhere (note (ii))	– 於其他地區註冊成立 (附註(ii))

18. 通過損益以反映公平值計量之金融資產 (續)

以美元(「美元」)及英鎊(「英鎊」)計值之債券之主要內容如下：

名義金額	到期日
12,000,000美元	二零二一年
149,500,000美元	二零二三年
237,000,000美元	二零二四年
59,000,000美元	二零二五年
9,000,000美元	二零三六年
21,000,000美元	二零四六年
488,515,000美元	永久
25,500,000英鎊	永久

非流動資產中包括通過損益以反映公平值計量之金融資產約1,507,375,000港元(二零一七年十二月三十一日：2,049,276,000港元)。根據彼等之擬定持有期而計入非流動資產。儘管上述資產呈列為非流動資產，該等金融資產之金額約1,432,328,000港元(二零一七年十二月三十一日：1,979,387,000港元)為財資產品並可於報告期末起十二個月內任何時間於市場上變現。

19. 通過其他全面收益以反映公平值計量之金融資產

30th June, 2018 二零一八年 六月三十日 HK\$'000 千港元	31st December, 2017 二零一七年 十二月三十一日 HK\$'000 千港元
17,150,820	23,110,730
589,266	344,263
586,323	686,967
18,326,409	24,141,960

19. Financial Assets Measured at Fair Value Through Other Comprehensive Income (continued)

Notes:

- (i) During the year ended 31st December, 2017, the Group had acquired 857,541,000 shares of China Evergrande at a total consideration (including transaction costs) of HK\$13,182,428,000. There was no purchase or disposal of any shares of China Evergrande during the Period. The unrealised loss on fair value change of the Evergrande Shares of approximately HK\$5,959,910,000 (during the year ended 31st December, 2017: unrealised gain of HK\$9,928,302,000) which was determined based on quoted price in active market, was recorded in financial assets measured at FVTOCI reserve during the Period. The carrying amount of the Evergrande Shares as at 30th June, 2018 was HK\$17,150,820,000 (31st December, 2017: HK\$23,110,730,000).
- (ii) As at 30th June, 2018, the carrying amount mainly comprised investment in an exempted limited partnership formed under the Exempted Limited Partnership Law (Revised) of the Cayman Islands ("Cayman Islands Partnership") of approximately HK\$502,361,000 (31st December, 2017: HK\$578,244,000).

Included in non-current assets, there were financial assets measured at FVTOCI of approximately HK\$18,326,409,000 (31st December, 2017: HK\$24,141,960,000). They were included in non-current assets according to their intended holding periods. Notwithstanding the presentation of the above assets as non-current assets, these financial assets to the extent of HK\$17,150,820,000 (31st December, 2017: HK\$23,110,730,000) were listed securities investments and could be realised in the market at any time within twelve months from the end of the reporting period.

19. 通過其他全面收益以反映公平值計量之金融資產 (續)

附註：

- (i) 於截至二零一七年十二月三十一日止年度，本集團以總代價13,182,428,000港元（包括交易成本）購買857,541,000股中國恆大股份。於本期間並無購買或出售任何中國恆大股份。於本期間，根據於活躍市場之報價而釐定恆大股份之公平值變動之未變現虧損約5,959,910,000港元（於截至二零一七年十二月三十一日止年度：未變現收益9,928,302,000港元）已於通過其他全面收益以反映公平值計量之金融資產之儲備內入賬。於二零一八年六月三十日，恆大股份之賬面值為17,150,820,000港元（二零一七年十二月三十一日：23,110,730,000港元）。
- (ii) 於二零一八年六月三十日，賬面值主要為投資於一間按開曼群島獲豁免有限合夥企業法（經修訂）成立之獲豁免有限合夥企業（「開曼群島合夥企業」）約502,361,000港元（二零一七年十二月三十一日：578,244,000港元）。

非流動資產中包括通過其他全面收益以反映公平值計量之金融資產約18,326,409,000港元（二零一七年十二月三十一日：24,141,960,000港元）。根據彼等之擬定持有期而計入非流動資產。儘管上述資產呈列為非流動資產，該等金融資產之金額17,150,820,000港元（二零一七年十二月三十一日：23,110,730,000港元）為上市證券投資並可於報告期末起十二個月內任何時間於市場上變現。

20. Debtors, Deposits, Other Receivables and Prepayments

Included in debtors, deposits, other receivables and prepayments are trade receivables of approximately HK\$3,813,000 (31st December, 2017: HK\$5,487,000) comprised rental receivables billed in advance and settlements from tenants which are expected upon receipts of billings and receivables from cosmetic business.

The following is the aged analysis of trade receivables (net of allowance for doubtful debts), presented based on the respective revenue recognition dates, at the end of the reporting period:

0 – 30 days	零至三十日
31 – 60 days	三十一日至六十日
61 – 90 days	六十一日至九十日
Over 90 days	九十日以上

Included in other receivables is the outstanding claim receivable from Shantou City Chenghai District State-owned Land Resources Bureau (formerly known as Shantou City Chenghai District Planning and State-owned Land Resources Bureau) (“Chenghai Bureau”) with the principal amount of approximately Renminbi (“RMB”) 39,335,000 (equivalent to approximately HK\$46,553,000) (31st December, 2017: RMB41,540,000 (equivalent to approximately HK\$49,694,000)) for the recovery of the down payment made by the Group for the acquisition of the property interests located in Xinxu Town, Chenghai District, Shantou City, the PRC. The down payment was fully impaired in prior years. On 5th December, 2012, the Shantou City Intermediate People’s Court (“Intermediate Court”) delivered a judgment in favour of the Group and upheld the majority claims of the Group. On 26th February, 2014, the High People’s Court of Guangdong Province declared its judgment on 3rd December, 2013, which upheld the ruling of the Intermediate Court and dismissed the appeals of the Group and Chenghai Bureau, became effective on 23rd February, 2014. Up to 30th June, 2018, the Group received RMB17,000,000 (31st December, 2017: RMB13,000,000) including the interest as partial satisfaction of the enforcement. Subsequent to the end of the reporting period, the Group further received an amount of RMB40,000,000 for partial satisfaction of the enforcement. Up to the date of the approval of these unaudited condensed consolidated financial statements, the enforcement of the judgment is still in progress.

20. 應收賬項、按金、其他應收賬項及預付款項

應收賬項、按金、其他應收賬項及預付款項包括應收貿易賬項約3,813,000港元(二零一七年十二月三十一日: 5,487,000港元), 包括預先開單而預期租戶會於收到租單後支付之應收租金, 以及來自化妝品業務之應收賬項。

根據各項收入之確認日期呈列之應收貿易賬項(扣除呆帳撥備)於報告期末之賬齡分析如下:

	30th June, 2018 二零一八年 六月三十日 HK\$'000 千港元	31st December, 2017 二零一七年 十二月三十一日 HK\$'000 千港元
	1,974	2,505
	98	998
	540	391
	1,201	1,593
	3,813	5,487

其他應收賬項包括汕頭市澄海區國土資源局(前稱汕頭市澄海區規劃與國土資源局)(「澄海當局」)未償還之應收索償之本金約人民幣(「人民幣」)39,335,000(相當於約46,553,000港元)(二零一七年十二月三十一日: 人民幣41,540,000(相當於約49,694,000港元)), 為收回本集團已繳交位於中國汕頭市澄海區新溪鎮物業權益之預付土地款。該預付土地款已於過往年度悉數減值。於二零一二年十二月五日, 汕頭市中級人民法院(「中級法院」)作出判決, 支持本集團大部分訴訟請求。於二零一四年二月二十六日, 廣東省高級人民法院裁判其於二零一三年十二月三日之判決, 即本集團及澄海當局之上訴均不獲支持, 駁回上訴, 維持中級法院原判, 並於二零一四年二月二十三日生效。截至二零一八年六月三十日止, 本集團收回人民幣17,000,000(二零一七年十二月三十一日: 人民幣13,000,000), 包括部分作為利息之執行款。於報告期末後, 本集團進一步收回部分執行款人民幣40,000,000。截至批准本未經審核簡明綜合財務報表日期止, 執行判決仍在進行當中。

21. Creditors and Accruals

Included in creditors and accruals are trade payables of approximately HK\$278,000 (31st December, 2017: HK\$2,549,000).

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

		30th June, 2018	31st December, 2017
		二零一八年 六月三十日	二零一七年 十二月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
0 – 90 days	零至九十日	278	2,539
Over 90 days	九十日以上	–	10
		278	2,549

22. Borrowings

		30th June, 2018	31st December, 2017
		二零一八年 六月三十日	二零一七年 十二月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
Secured bank borrowings repayable within a period of (note):	須於下列期間償還之有抵押銀行借貸(附註):		
Less than one year	一年以下	2,491,683	2,224,105
More than one year but within two years	一年以上但不超逾兩年	102,683	105,105
More than two years but within five years	兩年以上但不超逾五年	2,278,839	2,358,867
More than five years	超逾五年	1,144,916	1,245,495
		6,018,121	5,933,572
Secured bank borrowing that contains repayment on demand clause (shown as current liabilities) but repayable within a period of (note):	附帶按要求償還條款之有抵押銀行借貸(列作流動負債), 惟須於下列期間償還(附註):		
More than two years but within five years	兩年以上但不超逾五年	641,090	665,781
Total secured bank borrowings	有抵押銀行借貸總額	6,659,211	6,599,353
Other secured borrowings repayable within one year	須於一年內償還之其他有抵押借貸	9,162,664	9,873,660
		15,821,875	16,473,013
Less: Amounts due within one year	減: 一年內到期之款項	(12,295,437)	(12,763,546)
Amounts due after one year	一年後到期之款項	3,526,438	3,709,467

Note: The amounts due are based on scheduled repayment dates as set out in the loan agreement(s).

21. 應付賬項及應計款項

應付賬項及應計款項包括應付貿易賬項約278,000港元(二零一七年十二月三十一日: 2,549,000港元)。

應付貿易賬項於報告期末之賬齡分析如下:

		30th June, 2018	31st December, 2017
		二零一八年 六月三十日	二零一七年 十二月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
0 – 90 days	零至九十日	278	2,539
Over 90 days	九十日以上	–	10
		278	2,549

22. 借貸

		30th June, 2018	31st December, 2017
		二零一八年 六月三十日	二零一七年 十二月三十一日
		HK\$'000	HK\$'000
		千港元	千港元
Secured bank borrowings repayable within a period of (note):	須於下列期間償還之有抵押銀行借貸(附註):		
Less than one year	一年以下	2,491,683	2,224,105
More than one year but within two years	一年以上但不超逾兩年	102,683	105,105
More than two years but within five years	兩年以上但不超逾五年	2,278,839	2,358,867
More than five years	超逾五年	1,144,916	1,245,495
		6,018,121	5,933,572
Secured bank borrowing that contains repayment on demand clause (shown as current liabilities) but repayable within a period of (note):	附帶按要求償還條款之有抵押銀行借貸(列作流動負債), 惟須於下列期間償還(附註):		
More than two years but within five years	兩年以上但不超逾五年	641,090	665,781
Total secured bank borrowings	有抵押銀行借貸總額	6,659,211	6,599,353
Other secured borrowings repayable within one year	須於一年內償還之其他有抵押借貸	9,162,664	9,873,660
		15,821,875	16,473,013
Less: Amounts due within one year	減: 一年內到期之款項	(12,295,437)	(12,763,546)
Amounts due after one year	一年後到期之款項	3,526,438	3,709,467

附註: 該等到期之金額按貸款協議中載列之預定還款日期償還。

23. Share Capital

		Number of shares 股份數目	Share capital 股本 HK\$'000 千港元
Ordinary shares of HK\$0.10 each	每股面值0.10港元之普通股		
Authorised:	法定股本：		
At 1st January, 2017,	於二零一七年一月一日、		
31st December, 2017 and	二零一七年十二月三十一日及		
30th June, 2018	二零一八年六月三十日	<u>5,000,000,000</u>	<u>500,000</u>
Issued and fully paid:	已發行及繳足股本：		
At 1st January, 2017,	於二零一七年一月一日、		
31st December, 2017 and	二零一七年十二月三十一日及		
30th June, 2018	二零一八年六月三十日	<u>1,907,619,079</u>	<u>190,762</u>

23. 股本

24. Loan from a Director

During the year ended 31st December, 2017, the Group entered into various facility agreements with a Director. As at 31st December, 2017, the loan drawn amounted to HK\$1,835,500,000 with termination date falling beyond one year from the end of the reporting period. The loan was unsecured and interest-free. During the Period, the loan was fully repaid.

25. Amounts due to Associates, Investee Companies and Non-controlling Shareholders

The amounts due to associates, investee companies and non-controlling shareholders are unsecured and interest-free. The associates, investee companies and non-controlling shareholders will not demand for repayment within one year from the end of the reporting period and the amounts are therefore shown as non-current.

24. 董事貸款

於截至二零一七年十二月三十一日止年度，本集團與一位董事訂立若干融資協議。於二零一七年十二月三十一日，已提取貸款金額為1,835,500,000港元，其終止日期為報告期末起一年後。該貸款乃無抵押及免息。於本期間，該貸款已獲悉數償還。

25. 欠負聯營公司、接受投資公司及非控股股東款項

欠負聯營公司、接受投資公司及非控股股東款項均為無抵押及免息。該等聯營公司、接受投資公司及非控股股東不會於報告期末起一年內要求償還，故將該等款項列作非流動性質。

26. Capital Commitments

Authorised and contracted for:	已批准及已簽約：
Renovation of properties	翻新物業
Capital investment in limited partnership (note)	有限合夥企業之資本投資 (附註)

30th June, 2018	31st December, 2017
二零一八年 六月三十日	二零一七年 十二月三十一日
HK\$'000	HK\$'000
千港元	千港元
1,462	2,111
98,605	119,224
100,067	121,335

Note: The Group had committed to make a capital contribution of US\$100,000,000 (equivalent to approximately HK\$784,880,000) in the Cayman Islands Partnership. Up to the end of the reporting period, approximately US\$87,437,000 (equivalent to approximately HK\$677,957,000) (31st December, 2017: US\$84,748,000 (equivalent to approximately HK\$656,936,000)) among the contribution has been paid by the Group. The outstanding amount was approximately US\$12,563,000 (equivalent to approximately HK\$98,605,000, after exchange adjustment) (31st December, 2017: US\$15,252,000 (equivalent to approximately HK\$119,224,000, after exchange adjustment)).

附註：本集團就開曼群島合夥企業承諾作出100,000,000美元(相當於約784,880,000港元)之資本注資。截至報告期末止，本集團已注資約87,437,000美元(相當於約677,957,000港元)(二零一七年十二月三十一日：84,748,000美元(相當於約656,936,000港元))資本承擔金額。未注資之金額約為12,563,000美元(相當於約98,605,000港元(經匯兌調整後))(二零一七年十二月三十一日：15,252,000美元(相當於約119,224,000港元(經匯兌調整後)))。

27. Contingent Liabilities

Guarantee given to a bank in respect of banking facilities in lieu of the cash public utility deposit jointly utilised by subsidiaries	為附屬公司獲授銀行共用之銀行信貸額以取替現金公用事務存款而向一間銀行提供之擔保
Guarantees given to banks in respect of banking facilities utilised by investee companies	為接受投資公司動用銀行信貸額而向銀行提供之擔保

30th June, 2018	31st December, 2017
二零一八年 六月三十日	二零一七年 十二月三十一日
HK\$'000	HK\$'000
千港元	千港元
15,000	15,000
18,855	5,025
33,855	20,025

No provision for financial guarantee contracts have been made as at 30th June, 2018 and 31st December, 2017 as the Directors considered the default risk is low.

由於董事認為違約風險低，故於二零一八年六月三十日及二零一七年十二月三十一日並無就財務擔保合約作出撥備。

28. Further Information on Disposal of a Subsidiary in 2014

On 1st September, 2014, (i) Data Dynasty Limited (“Data Dynasty”), an indirect wholly-owned subsidiary of the Company; (ii) the Company, being the guarantor of Data Dynasty; (iii) One Midland Limited (“One Midland”), a company wholly-owned by Mr. Joseph Lau, Luen-hung (“Mr. Joseph Lau”), the then substantial shareholder and controlling shareholder of the Company; and (iv) Mr. Joseph Lau, being the guarantor of One Midland, entered into a sale and purchase agreement, namely “Moon Ocean SP Agreement”, pursuant to which Data Dynasty agreed to sell and One Midland agreed to acquire the entire issued share capital of Value Eight Limited (“Value Eight”). At the time of disposal, Value Eight held investments relating to the Macau Land (as defined below) through Moon Ocean Ltd. (“Moon Ocean”) (“Moon Ocean Disposal”).

Subject to completion of the Moon Ocean Disposal on 31st October, 2014, (a) if judgments are made in favour of Moon Ocean in the appeals to its legal case in the Macau Special Administrative Region of the PRC (“Macau”) (“Appeals”) and have become final and the title to the Macau land previously held by Moon Ocean (“Macau Land”) is vested on Moon Ocean again, One Midland shall pay to Data Dynasty the development upside sharing pursuant to the Moon Ocean SP Agreement; or (b) if judgments are made against Moon Ocean in the Appeals and have become final, One Midland shall pay to Data Dynasty the compensation upside sharing pursuant to the Moon Ocean SP Agreement.

All Appeals were denied up to the end of the reporting period, the development upside sharing was lapsed.

On 22nd July, 2015, Moon Ocean filed a claim against the original owners of the Macau Land for refund of transfer prices, development costs and interests (“Civil Claim”). Further on 13th July, 2016, Moon Ocean filed a claim against the Chief Executive of Macau, the Secretary for Economy and Finance of Macau, the Secretary for Transport and Public Works of Macau, the director of the Economy and Finance Bureau of Macau and the director of the Land, Public Works and Transport Bureau of Macau for refund of land premium paid for revision of the Macau Land in 2011, rents paid, security money paid and interests (“Administrative Claim”). Up to the date of the approval of these unaudited condensed consolidated financial statements, the Civil Claim and the Administrative Claim are still in progress. The Directors consider that the compensation upside sharing is remote.

Details of the Moon Ocean Disposal, the development upside sharing and the compensation upside sharing were set out in the announcement of the Company dated 2nd September, 2014, the circular of the Company dated 23rd September, 2014, and in the notes to the consolidated financial statements in the annual report of the Company in 2014, 2015, 2016 and 2017 under the heading “Contingent Assets”.

29. Major Non-cash Transactions

Save as disclosed elsewhere in these unaudited condensed consolidated financial statements, the Group did not have major non-cash transactions.

28. 於二零一四年出售一間附屬公司之進一步資料

於二零一四年九月一日，(i) Data Dynasty Limited (「Data Dynasty」) (本公司之一間間接全資擁有附屬公司)；(ii)本公司，作為Data Dynasty擔保人；(iii) One Midland Limited (「One Midland」) (一間由劉鑾雄先生(「劉鑾雄先生」) (本公司當時之主要股東及控股股東)全資擁有之公司)；及(iv)劉鑾雄先生，作為One Midland擔保人，訂立一項買賣協議(名為「Moon Ocean買賣協議」)。據此，Data Dynasty同意出售及One Midland同意購買Value Eight Limited (「Value Eight」)之全部已發行股本。於出售時，Value Eight透過Moon Ocean Ltd. (「Moon Ocean」)持有有關澳門土地(定義見下文)之投資(「Moon Ocean出售」)。

於二零一四年十月三十一日完成Moon Ocean出售的前提下，(a)倘Moon Ocean向中國澳門特別行政區(「澳門」)提出上訴(「上訴」)之裁決有利於Moon Ocean，並成為最終裁決，而Moon Ocean原本持有之澳門土地(「澳門土地」)之業權再次歸屬於Moon Ocean，則One Midland須根據Moon Ocean買賣協議向Data Dynasty支付開發分佔增值；或(b)倘上訴之裁決不利於Moon Ocean，並成為最終裁決，則One Midland須根據Moon Ocean買賣協議向Data Dynasty支付補償分佔增值。

截至報告期末止，所有上訴均被駁回，開發分佔增值已告失效。

於二零一五年七月二十二日，Moon Ocean向澳門土地之原承批人提出索償，要求退還轉讓價、開發成本及利息(「民事索償」)。於二零一六年七月十三日，Moon Ocean進一步向澳門行政長官、澳門經濟財政司司長、澳門運輸工務司司長、澳門經濟及財政局局長以及澳門土地工務運輸局局長提出索償，要求退還於二零一一年已付修改澳門土地之土地溢價、已付之租金、抵押金及利息(「行政索償」)。截至批准本未經審核簡明綜合財務報表日期止，民事索償及行政索償仍在進行當中。董事認為獲得補償分佔增值之可能性甚微。

Moon Ocean出售、開發分佔增值及補償分佔增值之詳情已載列於本公司日期為二零一四年九月二日之公布、二零一四年九月二十三日之通函以及本公司二零一四年、二零一五年、二零一六年及二零一七年之年報中綜合財務報表附註「或然資產」一節內。

29. 主要非現金交易

除本未經審核簡明綜合財務報表其他部分所披露者外，本集團並無主要非現金交易。

30. Material Related Party Transactions

Transactions:

Save as disclosed elsewhere in these unaudited condensed consolidated financial statements, the Group had the following material transactions with related parties during the Period:

30. 重大關連人士交易

交易：

除本未經審核簡明綜合財務報表其他部分所披露者外，本集團於本期間與關連人士進行下列重大交易：

		Six months ended 30th June,	
		截至六月三十日止六個月	
		2018	2017
		二零一八年	二零一七年
		HK\$'000	HK\$'000
		千港元	千港元
Interest income received from associates	已收聯營公司之利息收入	1,047	1,040
Income received from a then substantial shareholder and controlling shareholder of the Company ("Controlling Shareholder")/Directors and/or a substantial shareholder of the Company (as trustee)/close family members of Directors and/or a substantial shareholder of the Company (as trustee)/companies controlled by the then Controlling Shareholder/companies controlled by Directors and/or a substantial shareholder of the Company (as trustee)/companies controlled by a close family member of the then Controlling Shareholder/companies controlled by a close family member of Directors and/or a substantial shareholder of the Company (as trustee):	已收一位本公司當時之主要股東及控股股東(「控股股東」)／董事及／或本公司主要股東(作為信託人)／與董事及／或本公司主要股東(作為信託人)關係密切之家庭成員／當時之控股股東控制之公司／董事及／或本公司主要股東(作為信託人)控制之公司／一位與當時之控股股東關係密切之家庭成員控制之公司／一位與董事及／或本公司主要股東(作為信託人)關係密切之家庭成員控制之公司之收入：		
Rental services	租賃服務	3,526	6,870
Property management services, leasing administration services and property administration services	物業管理服務、 租務行政服務及 物業行政服務	14,587	28,578
Asset management and maintenance services	資產管理及保養服務	-	466
Advisory and consultancy services	諮詢及顧問服務	15	14
Other ordinary services	其他一般服務	2,755	52
Rent and building management fee paid to associates	已付聯營公司之租金及樓宇管理費	1,661	1,506
Considerations in respect of the disposals of subsidiaries to related parties, who were a company wholly and beneficially owned by a close family member of the then Controlling Shareholder and a Director/companies wholly and beneficially owned by Directors and/or a substantial shareholder of the Company (as trustee) at the time of entering into the respective agreements (note)	有關出售附屬公司予關連人士(於訂立個別協議時為一位與當時之控股股東及董事關係密切之家庭成員全資及實益擁有之公司／董事及／或本公司主要股東(作為信託人)全資及實益擁有之公司)之代價(附註)	-	6,809,462
		-	6,809,462

30. Material Related Party Transactions (continued)

Transactions: (continued)

Note: Details of the Pinecrest Disposal, the Win Kings Disposal and disposal of the Group's entire issued share capital of Great Captain Limited, an indirect wholly-owned subsidiary of the Company ("Great Captain Disposal") were set out in Note 39(a), (b) and (c) to the consolidated financial statements for the year ended 31st December, 2017 in the annual report of the Company respectively.

Interest income was charged at the prevailing market rates based on outstanding balances during the Period.

Rental services, property management services, leasing administration services and property administration services, asset management and maintenance services, advisory and consultancy services and other ordinary services (the contract for services with effect from 1st November, 2017 (details were disclosed in the announcement of the Company dated 31st October, 2017) and the former contract for services (details were disclosed in the announcement of the Company dated 31st October, 2014)) were charged at the terms agreed by both parties.

Rent and building management fee were determined based on terms similar to those applicable to transactions with unrelated parties.

Details of the basis for determination of the considerations in respect of the Pinecrest Disposal, the Win Kings Disposal and the Great Captain Disposal were set out in Note 48 to the consolidated financial statements for the year ended 31st December, 2017 in the annual report of the Company.

During the Period, the Group fully repaid the loan from a Director. Details are set out in Note 24.

Balances:

At the end of the reporting period, the Group had balances with Directors/companies controlled by Directors and/or a substantial shareholder of the Company (as trustee)/a close family member of Directors and/or a substantial shareholder of the Company (as trustee)/a company controlled by a close family member of Directors and/or a substantial shareholder of the Company (as trustee) of approximately HK\$17,532,000 (31st December, 2017: HK\$17,940,000) in aggregate which were included in other receivables.

Details of the balances with other related parties at the end of the reporting period are set out in Notes 16, 17, 24 and 25.

30. 重大關連人士交易 (續)

交易: (續)

附註: Pinecrest出售、Win Kings出售及出售本集團於Great Captain Limited(本公司之一間間接全資擁有附屬公司)之全部已發行股本(「Great Captain出售」)之詳情已分別載列於本公司截至二零一七年十二月三十一日止年度之年報中綜合財務報表附註39(a)、(b)及(c)內。

利息收入乃根據於本期間未償還結餘按當時市場利率計算。

租賃服務、物業管理服務、租務行政服務及物業行政服務、資產管理及保養服務、諮詢及顧問服務以及其他一般服務(自二零一七年十一月一日起生效之服務合約(詳情披露於本公司日期為二零一七年十月三十一日之公布內)及先前之服務合約(詳情披露於本公司日期為二零一四年十月三十一日之公布內))乃根據雙方協定之條款收取該等服務費。

租金及樓宇管理費乃按與非關連人士交易適用之類似條款而釐定。

釐定有關Pinecrest出售、Win Kings出售及Great Captain出售代價之基準已載列於本公司截至二零一七年十二月三十一日止年度之年報中綜合財務報表附註48內。

於本期間,本集團已悉數償還董事貸款。詳情載列於附註24內。

結餘:

於報告期末,本集團與董事/董事及/或本公司主要股東(作為信託人)控制之公司/一位與董事及/或本公司主要股東(作為信託人)關係密切之家庭成員/一位與董事及/或本公司主要股東(作為信託人)關係密切之家庭成員控制之公司之交易結餘合共約為17,532,000港元(二零一七年十二月三十一日:17,940,000港元),已包括在其他應收賬項內。

於報告期末,與其他關連人士之交易結餘詳情載於附註16、17、24及25內。

31. Fair Value Measurements of Financial Instruments

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these unaudited condensed consolidated financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of HKFRS 2 "Share-based Payment", leasing transactions that are within the scope of HKAS 17 "Leases", and measurements that have some similarities to fair value but are not fair value, such as net realisable value in HKAS 2 "Inventories" or value-in-use in HKAS 36 "Impairment of Assets".

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurements in its entirety, which are described as follows:

- Level 1: inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2: inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3: inputs are unobservable inputs for the asset or liability.

31. 金融工具之公平值計量

公平值乃於計量日市場參與者於有秩序交易中出售資產所收取或轉讓負債所支付之價格，而不論該價格為可直接觀察取得或可使用其他估值技術估計。於估計資產或負債之公平值時，本集團會考慮該等市場參與者於計量日對資產或負債定價時所考慮資產或負債之特點。於本未經審核簡明綜合財務報表中作計量及／或披露用途之公平值乃按此基準釐定，惟不包括香港財務報告準則第2號「股份付款」範圍內之以股份付款交易、香港會計準則第17號「租賃」範圍內之租賃交易及與公平值有若干相類之處但不屬公平值之計量，例如香港會計準則第2號「存貨」之可變現淨值或香港會計準則第36號「資產減值」之使用價值。

此外，就財務報告用途，根據公平值計量數據之可觀察程度及數據對公平值計量之整體重要程度，公平值計量劃分為第一級、第二級及第三級，如下所述：

- 第一級：數據為同等之資產或負債（實體能夠於計量日取得）於活躍市場取得之報價（未經調整）；
- 第二級：數據為直接或間接從可觀察之資產或負債所得的數據（於第一級之報價除外）；及
- 第三級：數據為從資產或負債之非可觀察數據。

31. Fair Value Measurements of Financial Instruments (continued)

Financial instruments measured at fair value

The following table analysed the financial instruments which are measured at fair value at the end of the reporting period into the three-level hierarchy.

Financial assets 金融資產	Fair value 公平值		Fair value hierarchy 公平值分級制	Valuation techniques and key inputs 估值技術及主要數據	Significant unobservable inputs 重大非可觀察數據
	30th June, 2018 二零一八年 六月三十日 HK\$'000 千港元	31st December, 2017 二零一七年 十二月三十一日 HK\$'000 千港元			
Listed equity securities presented as financial assets measured at FVTOCI 呈列為通過其他全面收益以反映公平值計量之金融資產之上市股本證券	17,150,820	23,110,730	Level 1 第一級	Quoted prices in active markets 活躍市場之報價	N/A 不適用
Bonds presented as financial assets measured at FVTPL 呈列為通過損益以反映公平值計量之金融資產之債券	7,344,379	10,738,743	Level 1 第一級	Quoted prices in active markets 活躍市場之報價	N/A 不適用
Unlisted club debentures presented as financial assets measured at FVTPL 呈列為通過損益以反映公平值計量之金融資產之非上市會籍債券	75,047	69,889	Level 2 第二級	Market comparison 市場之比較數據	N/A 不適用
Unlisted equity securities presented as financial assets measured at FVTOCI 呈列為通過其他全面收益以反映公平值計量之金融資產之非上市股本證券	1,175,589	1,031,230	Level 3 第三級	Discounted cash flow: forecast distribution, discount rate and contract terms (if any) 貼現現金流量： 預測之分派、貼現率及 合約條款（如有）	Forecast distribution taking into account management's experience and the estimated terminal value (note (i)) 預測之分派乃參照管理層經驗及 估計之最終價值（附註(i)） Discount rate ranging from 1% below prime rate ("Prime") to 24.32% (31st December, 2017: from 1% below Prime to 23.20%) (note (i)) 貼現率為介乎最優惠利率 （「最優惠利率」）減1厘至24.32厘 （二零一七年十二月三十一日： 最優惠利率減1厘至23.20厘）（附註(i)）
				Reference to the fair value of the underlying property 參考相關物業之公平值	Fair value of the underlying property based on valuation model (note (i)) 基於估值模式釐定相關物業之 公平值（附註(i)）
				Net asset value (note (ii)) 資產淨值（附註(ii)）	N/A 不適用
	25,745,835	34,950,592			

31. 金融工具之公平值計量（續）

以公平值計量之金融工具

下表為於報告期末以公平值計量之金融工具之三級分級制分析。

31. Fair Value Measurements of Financial Instruments

(continued)

Financial instruments measured at fair value (continued)

Notes:

- (i) The higher the forecast distribution, estimated terminal value and fair value of the underlying property, the higher the fair value. The higher the discount rate, the lower the fair value.
- (ii) The Group has determined that the net asset value represents fair value at the end of the reporting period.

The Group's policy is to recognise transfers into and out of fair value hierarchy levels as at the date of the events or changes in circumstances that caused the transfer.

There were no transfers amongst Level 1, Level 2 and Level 3 in the fair value hierarchy during the period/year and no change in valuation techniques used in the prior years.

The fair value of financial instruments traded in active markets is based on quoted market prices at the end of each reporting period. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis. The quoted market price used for financial assets held by the Group is the current bid price. These instruments are included in Level 1.

The movement during the period/year in the balances of Level 3 fair value measurement is as follows:

Unlisted equity securities presented as financial assets measured at FVTOCI:

At 1st January, 2017

Net return of capital contribution during the year

Net unrealised gain recognised in other comprehensive income during the year (note)

At 31st December, 2017

Net unrealised gain recognised in other comprehensive income during the period (note)

At 30th June, 2018

Note: All of the above gains included in other comprehensive income for the period/year relate to unquoted equity investments held at the end of the reporting period and are reported as changes of financial assets measured at FVTOCI reserve.

Financial instruments not measured at fair value

The Directors consider that the carrying amounts of the Group's financial instruments that are not measured at fair value approximate to their fair values.

31. 金融工具之公平值計量 (續)

以公平值計量之金融工具 (續)

附註:

- (i) 預測之分派、估計之最終價值及相關物業之公平值越高，公平值越高。貼現率越高，公平值越低。
- (ii) 本集團已釐定於報告期末之資產淨值為公平值。

本集團之政策為於導致轉撥之事件或情況改變之日期，確認公平值分級之間的轉撥。

公平值分級制內第一級、第二級及第三級之間於期內／年內並無轉撥及與過往年度所用之估值技術亦無轉變。

於活躍市場買賣之金融工具之公平值即各報告期末所報之市價。倘即時及定時透過交易所、交易商、經紀、業界組別、報價服務或監管機構獲得報價，且該等價格屬實際及定期按公平基準進行之市場交易，則市場可被視為活躍。本集團所持金融資產所用之市場報價為目前之買入價。此等工具已計入第一級。

第三級公平值計量結餘於期內／年內之變動如下：

HK\$'000
千港元

呈列為通過其他全面收益以反映公平值計量之金融資產之非上市股本證券：

於二零一七年一月一日

於年內歸還注資資本淨額

於年內其他全面收益確認之未變現收益淨額(附註)

於二零一七年十二月三十一日

於期內其他全面收益確認之未變現收益淨額(附註)

於二零一八年六月三十日

882,865
(16,205)

164,570

1,031,230

144,359

1,175,589

附註：上述所有計入期內／年內其他全面收益之收益涉及於報告期末持有之並無報價股本投資，並列報為通過其他全面收益以反映公平值計量之金融資產之儲備之變動。

並非以公平值計量之金融工具

董事認為本集團並非以公平值計量之金融工具之賬面值與其公平值相若。

INTERIM DIVIDEND

The Board has resolved to declare an interim dividend of HK1 cent per share (2017: HK20 cents per share) for the Period (the "Interim Dividend").

During the Period, the Group has recorded a total comprehensive expenses attributable to owners of the Company of approximately HK\$6,286.8 million. As at 30th June, 2018, the Group had an accumulated unrealised reserve on gain on fair value change of listed equity investment in China Evergrande Group (stock code: 3333) of approximately HK\$3,968.4 million (details are disclosed in the subparagraph headed "Listed Equity Investments at Fair Value Through Other Comprehensive Income" of paragraph headed "Securities Investments" in the section headed "Financial Operation Review" below). However, such gain was unrealised and was a non-cash item, any dividend declaration or recommendation on such unrealised gain is not currently intended by the Board. The Board recognised the possible potential fluctuation in Hong Kong stock market. As and when the share price of China Evergrande Group reaches a satisfactory and attractive level, the Group may consider realise part of the listed equity investment in China Evergrande Group. Subject to the then business, financial and cashflow position of the Group, the Board may consider declaration or recommendation of dividend(s) if and when appropriate upon realisation of investments in listed equity investments at fair value through other comprehensive income including the net proceeds of the intended realisation of the cost and profit arising from the shares in China Evergrande Group (if any), as a return to the shareholders of the Company. Further announcement(s) regarding any proposal of such dividend(s) (if any) will be made by the Company pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") (the "Listing Rules").

To preserve more cash for the Group's future financial, property investment or securities investment opportunities, the Board has resolved to declare the Interim Dividend of HK1 cent per share (2017: HK20 cents per share).

Dividend warrants for the Interim Dividend will be posted on or about 17th September, 2018 to shareholders whose names appear on the register of members of the Company on 6th September, 2018.

CLOSURE OF REGISTER OF MEMBERS

The register of members will be closed on 6th September, 2018. In order to qualify for the Interim Dividend, all share transfers documents accompanied by the relevant share certificates must be lodged with the Company's Branch Registrar and Transfer Office in Hong Kong, namely Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on 5th September, 2018.

中期股息

董事會已議決宣派本期間之中期股息每股1港仙(二零一七年:每股20港仙)(「中期股息」)。

於本期間內,本集團錄得本公司擁有人應佔之全面支出總額約6,286,800,000港元。於二零一八年六月三十日,本集團於中國恆大集團(股份代號:3333)之上市股本投資之公平值變動之累積未變現收益儲備約為3,968,400,000港元(詳情於下文「財務業務回顧」一節中「證券投資」一段之「通過其他全面收益以反映公平值之上市股本投資」分段內披露)。然而,該收益屬未變現及非現金項目,董事會暫時無意就該未變現收益宣派或建議派發任何股息。董事會意識到香港股市潛在波動之可能性。當中國恆大集團之股價達到滿意及吸引水平,本集團可能考慮變現其於中國恆大集團之部份上市股本投資。視乎本集團當時之業務、財務及現金流量狀況,於適時變現其通過其他全面收益以反映公平值之上市股本投資(包括中國恆大集團之股份擬變現的所得款項淨額(成本及利潤(如有)))後,董事會可能考慮宣派或建議派發股息,以回饋股東支持。本公司將就建議分派任何有關股息(如有),另行根據香港聯合交易所有限公司(「聯交所」)證券上市規則(「上市規則」)發出公布。

為保留更多現金作本集團把握日後財務、物業投資或證券投資的機遇之需要,董事會已議決宣派中期股息每股1港仙(二零一七年:每股20港仙)。

中期股息之股息單將於二零一八年九月十七日或前後寄發予於二零一八年九月六日名列本公司股東名冊之股東。

暫停辦理股東登記手續

本公司將於二零一八年九月六日暫停辦理股東登記手續。為符合獲派中期股息之資格,所有股份過戶文件連同有關股票必須於二零一八年九月五日下午四時三十分前送達本公司於香港之過戶登記分處香港中央證券登記有限公司,地址為香港灣仔皇后大道東183號合和中心17樓1712至1716號舖。

FINANCIAL OPERATION REVIEW

Results

Revenue

Revenue for the six months ended 30th June, 2018 ("Period") amounted to HK\$559.7 million (2017: HK\$672.9 million), a decrease of 16.8% over the same period of last year and comprised gross rental income of HK\$275.0 million (2017: HK\$239.9 million), property sales of HK\$274.0 million (2017: HK\$425.9 million) and others of HK\$10.7 million (2017: HK\$7.1 million). The decline in revenue was mainly due to the decrease in sales of trading properties despite of the increase in gross rental income.

Gross Profit

Gross profit for the Period amounted to HK\$451.0 million (2017: HK\$439.9 million), an increase of 2.5% as compared with the same period of last year which was mainly due to the increase in net rental income of HK\$31.6 million despite of the decrease in profit from property sales of HK\$23.3 million.

Property Leasing

For property leasing, the rental revenue in non-retail section increased by 22.9% to HK\$235.6 million while retail section decreased by 18.3% to HK\$39.4 million during the Period. The total rental income in revenue for the Period recorded an increase of 14.6% to HK\$275.0 million as compared with the same period of last year of HK\$239.9 million.

Together with the attributable rental revenue generated from associates, a joint venture and an investee company of HK\$73.1 million (2017: associates and an investee company of HK\$67.1 million), the total attributable rental revenue to the Company and its subsidiaries (collectively "Group") after non-controlling interests amounted to HK\$348.1 million (2017: HK\$306.3 million), which representing an increase of 13.7% over the same period of last year.

Attributable net rental income for the Period showed HK\$318.0 million, an increase of 13.6% over HK\$280.1 million in the same period of last year.

Following the acquisition of a building located in 11 and 12 St James's Square and 14 to 17 Ormond Yard, London, the United Kingdom in May 2017, it has contributed both rental revenue and net rental income of HK\$41.1 million (2017: HK\$12.2 million) during the Period.

財務業務回顧

業績

收入

截至二零一八年六月三十日止六個月(「本期間」)之收入為559,700,000港元(二零一七年: 672,900,000港元),較去年同期減少16.8%,當中包括租金收入總額275,000,000港元(二零一七年: 239,900,000港元)、物業銷售274,000,000港元(二零一七年: 425,900,000港元)及其他收入為10,700,000港元(二零一七年: 7,100,000港元)。收入下降主要由於買賣物業之銷售減少,儘管租金收入總額增加。

毛利

本期間之毛利為451,000,000港元(二零一七年: 439,900,000港元),較去年同期增加2.5%,該增加主要由於租金收入淨額增加31,600,000港元,儘管物業銷售之溢利減少23,300,000港元。

物業租賃

在物業租賃方面,於本期間非零售部分之租金收入增加22.9%至235,600,000港元,而零售部分之租金收入則下降18.3%至39,400,000港元。本期間之收入錄得之租金收入總額較去年同期之239,900,000港元增加14.6%至275,000,000港元。

連同應佔聯營公司、一間合資公司及一間接受投資公司租金收入73,100,000港元(二零一七年: 聯營公司及一間接受投資公司之67,100,000港元),本公司及其附屬公司(統稱「本集團」)扣除非控股權益後應佔租金收入總額348,100,000港元(二零一七年: 306,300,000港元),相對去年同期增幅為13.7%。

本期間之應佔租金收入淨額為318,000,000港元,較去年同期之280,100,000港元增加13.6%。

隨著於二零一七年五月收購一幢位於英國倫敦 St James's Square 11及12號以及Ormond Yard 14至17號之樓宇,於本期間所帶來之租金收入及租金收入淨額均為41,100,000港元(二零一七年: 12,200,000港元)。

FINANCIAL OPERATION REVIEW (continued)

Results (continued)

Property Development and Trading

During the Period, the attributable property sales revenue from the Group and its associates recorded a decrease of 41.0% to HK\$194.7 million (2017: the Group, its associates and an investee company contributed HK\$330.2 million) and the relevant attributable profit from the Group and its associates recorded a decrease of 18.8% to HK\$128.6 million (2017: HK\$158.5 million).

Sales of 55 Conduit Road in Mid-Levels West (70% interest) contributed an attributable profit to the Group of HK\$126.4 million (2017: sales of One South Lane in the Western District (100% interest) generated profit of HK\$48.6 million; 55 Conduit Road and parking spaces at The Zenith in Wanchai (87.5% interest) contributed attributable profit to the Group of HK\$108.7 million and HK\$0.9 million respectively).

In respect of properties held by associates, sales of a workshop unit at Kwong Kin Trade Centre in Tuen Mun (50% interest) and parking spaces at Greenville Residence in Yuen Long (50% interest) generated profit of HK\$1.9 million (2017: nil) and HK\$0.3 million (2017: HK\$0.3 million) respectively, as reflected in the share of results of investments accounted for using the equity method.

In summary, the Group together with its associates and an investee company executed properties sale agreements, including contracted for sales agreements to third parties, recorded an attributable contracted sales of HK\$263.9 million (after cash rebate) (2017: HK\$178.3 million (after cash rebate or discount)) during the Period. Total attributable property sales profit recognised for the Period was HK\$128.6 million (2017: HK\$158.5 million).

Securities Investments

The Group has in the ordinary and normal course of business conducted its securities investment activities, as at 30th June, 2018, comprised of bonds and listed equity investment. During the Period, the loss (excluding gain/loss recognised in financial assets measured at fair value through other comprehensive income ("FVTOCI") reserve) recognised from listed securities investments and treasury products was HK\$635.8 million (2017: gain of HK\$1,209.6 million), comprised loss on listed equity investments at FVTOCI of HK\$52.3 million (2017: gain of HK\$126.7 million) and loss on listed investments and treasury products at fair value through profit or loss ("FVTPL") of HK\$583.5 million (2017: gain of HK\$1,082.9 million).

財務業務回顧 (續)

業績 (續)

物業發展及買賣

於本期間，本集團及其聯營公司之應佔物業銷售收入錄得減少41.0%至194,700,000港元（二零一七年：本集團、其聯營公司及一間接受投資公司帶來330,200,000港元）以及本集團及其聯營公司之相關應佔溢利錄得減少18.8%至128,600,000港元（二零一七年：158,500,000港元）。

銷售位於半山區西部之琥珀（佔70%權益）為本集團帶來應佔溢利126,400,000港元（二零一七年：銷售位於西區之南里壹號（佔100%權益）帶來溢利48,600,000港元；銷售琥珀及位於灣仔之尚翹峰車位（佔87.5%權益）分別為本集團帶來應佔溢利108,700,000港元及900,000港元）。

至於由聯營公司所持有之物業，銷售位於屯門之廣建貿易中心一個工場單位（佔50%權益）及位於元朗之逸翠軒車位（佔50%權益）分別帶來溢利1,900,000港元（二零一七年：零）及300,000港元（二零一七年：300,000港元），已反映於攤佔以權益法入賬投資之業績內。

總括而言，本集團於本期間連同其聯營公司及一間接受投資公司已簽訂物業銷售協議（包括與第三者簽訂之已訂約銷售協議）之應佔訂約銷售金額為263,900,000港元（扣除現金回贈後）（二零一七年：178,300,000港元（扣除現金回贈或折扣後））。於本期間已確認之應佔物業銷售溢利總額為128,600,000港元（二零一七年：158,500,000港元）。

證券投資

本集團在一般及正常業務過程中進行證券投資活動，於二零一八年六月三十日包括債券及上市股本投資。於本期間，來自上市證券投資及財資產品確認之虧損（不包括於通過其他全面收益以反映公平值（「通過其他全面收益以反映公平值」）計量之金融資產之儲備內確認之收益／虧損）為635,800,000港元（二零一七年：收益為1,209,600,000港元），包括來自通過其他全面收益以反映公平值之上市股本投資之虧損為52,300,000港元（二零一七年：收益為126,700,000港元）及通過損益以反映公平值（「通過損益以反映公平值」）之上市投資及財資產品之虧損為583,500,000港元（二零一七年：收益為1,082,900,000港元）。

FINANCIAL OPERATION REVIEW (continued)

Results (continued)

Securities Investments (continued)

During the Period, the Group did not dispose of any listed investments held-for-trading (2017: no disposal). The realised loss from sales of bonds of HK\$4.6 million (2017: realised gain of HK\$208.1 million) was recognised, mainly comprising the realised loss in the industries of overseas financial institutions of HK\$11.2 million (2017: realised gain of HK\$33.7 million), the realised loss in the industries of insurance of HK\$2.0 million (2017: realised gain of HK\$66.2 million), despite the realised gain in the People's Republic of China ("PRC")-based real estate companies of HK\$9.4 million (2017: HK\$83.7 million). During the Period, the Group had acquired 10 bonds (2017: 26 bonds) (including those additions to existing bonds) in the sum of HK\$2,595.9 million (2017: HK\$4,405.1 million), and disposed of/redeemed 39 bonds (2017: 70 bonds) (including those with partial disposal) with carrying amounts in the sum of HK\$5,122.2 million (2017: HK\$9,270.2 million). Bonds acquired were mainly in the industries of overseas financial institutions of 50.5% (2017: 40.2%) and PRC-based real estate companies of 47.7% (2017: 58.4%).

Furthermore, the Group recorded an unrealised loss of HK\$868.1 million (2017: unrealised gain of HK\$453.4 million) representing the changes in fair value of bonds, which had no effect on the cash flow of the Group. The unrealised loss (2017: net unrealised gain) from changes in fair value of bonds represented 28 bonds (2017: 44 bonds), mainly comprising unrealised loss from industries of overseas financial institutions of HK\$320.9 million or decrease in fair value of 7.5% over the six-month period; and unrealised loss from PRC-based real estate companies of HK\$524.7 million or decrease in fair value of 14.9% over the six-month period (2017: unrealised gain from industries of overseas financial institutions of HK\$430.5 million or increase in fair value of 7.2% over the six-month period; despite of unrealised loss from PRC-based real estate companies of HK\$9.2 million or decrease in fair value of 0.3% over the six-month period). The Group believes that the decrease in price of bonds in PRC-based real estate sector in the Period, among others, was owing to the PRC property sector has been facing a huge bond maturity repayment pressure in 2018 and combined with restrictive refinancing channels which could lead to tight liquidity while the decrease in overseas financial institutions sector during the Period, among others, was owing to increase in United States Federal funds rate of 0.25% in March 2018 and 0.25% in June 2018.

財務業務回顧 (續)

業績 (續)

證券投資 (續)

於本期間，本集團並無出售任何持作買賣之上市投資（二零一七年：並無出售）。出售債券確認之已變現虧損為4,600,000港元（二零一七年：已變現收益為208,100,000港元），主要包括來自海外金融機構行業之已變現虧損11,200,000港元（二零一七年：已變現收益為33,700,000港元）、保險行業之已變現虧損2,000,000港元（二零一七年：已變現收益為66,200,000港元），儘管中華人民共和國（「中國」）房地產公司之已變現收益9,400,000港元（二零一七年：83,700,000港元）。於本期間，本集團購入10隻（二零一七年：26隻）債券（包括增加現有之債券）總額為2,595,900,000港元（二零一七年：4,405,100,000港元），及出售／贖回39隻（二零一七年：70隻）債券（包括部分出售之債券）賬面值總額為5,122,200,000港元（二零一七年：9,270,200,000港元）。購入之債券主要來自海外金融機構行業佔50.5%（二零一七年：40.2%）及中國房地產公司佔47.7%（二零一七年：58.4%）。

此外，本集團錄得債券之公平值變動之未變現虧損為868,100,000港元（二零一七年：未變現收益為453,400,000港元），對本集團現金流量並無影響。債券之公平值變動之未變現虧損（二零一七年：未變現收益淨額）乃來自28隻（二零一七年：44隻）債券，主要包括來自海外金融機構行業之未變現虧損320,900,000港元或過去六個月期間之公平值減少7.5%；及中國房地產公司之未變現虧損524,700,000港元或過去六個月期間之公平值減少14.9%（二零一七年：海外金融機構行業之未變現收益430,500,000港元或過去六個月期間之公平值增加7.2%；儘管中國房地產公司之未變現虧損9,200,000港元或過去六個月期間之公平值減少0.3%）。本集團相信於本期間中國房地產行業之債券價格下降，乃因（其中包括）中國房地產行業於二零一八年面對龐大之債券到期償還壓力，加上再融資渠道之限制，導致流動資金緊縮。而於本期間海外金融機構行業之債券價格下降，乃因（其中包括）美國聯邦基金利率於二零一八年三月及六月均上升0.25厘。

FINANCIAL OPERATION REVIEW (continued)

Results (continued)

Securities Investments (continued)

During the Period, interest income from bonds amounted to HK\$308.8 million (2017: HK\$491.8 million), represented 4.3% (2017: 3.9%) (before effect on leverage) over the six-month period return on average market value of bondholding during the Period.

Summing up the realised and unrealised gain/loss and adding the net income from interest income, other investment income and net finance costs of HK\$236.9 million (2017: net dividend income, interest income, other net investment income and finance costs HK\$548.1 million), the loss recognised from listed securities investments and treasury products was HK\$635.8 million (2017: gain of HK\$1,209.6 million).

The respective income/expense from securities investments under different categories are further elaborated below.

Listed Investments and Treasury Products at Fair Value Through Profit or Loss

The listed investments and treasury products at FVTPL recorded a loss before and after net finance costs of HK\$552.0 million and HK\$583.5 million (2017: profit before and after finance costs of HK\$1,166.5 million and HK\$1,082.9 million) respectively for the Period.

Loss from the listed investments and treasury products at FVTPL reflected in the unaudited condensed consolidated statement of comprehensive income for the Period comprised a realised loss on bonds of HK\$4.6 million (2017: realised gain of HK\$208.1 million), an unrealised loss on fair value changes of bonds of HK\$868.1 million (2017: unrealised gain of HK\$453.4 million) and interest income and other investment income of HK\$320.7 million (2017: interest income and other net investment income of HK\$505.0 million). Net relevant finance costs for the Period was HK\$31.5 million (2017: relevant finance costs of HK\$83.6 million) including interest expense of HK\$33.1 million (2017: HK\$42.5 million) and exchange gain of HK\$1.6 million (2017: exchange loss of HK\$41.1 million).

財務業務回顧 (續)

業績 (續)

證券投資 (續)

於本期間，債券之利息收入為308,800,000港元（二零一七年：491,800,000港元），於本期間持有債券按平均市值計算過去六個月期間之回報為4.3%（二零一七年：3.9%）（槓桿影響前）。

總括已變現及未變現收益／虧損及加入利息收入、其他投資收入及財務費用淨額之收入淨額為236,900,000港元（二零一七年：股息收入淨額、利息收入、其他投資收入淨額及財務費用之收入淨額為548,100,000港元），上市證券投資及財資產品確認之虧損為635,800,000港元（二零一七年：收益為1,209,600,000港元）。

以下就來自不同類型之證券投資收入／開支作進一步詳述。

通過損益以反映公平值之上市投資及財資產品

通過損益以反映公平值之上市投資及財資產品於本期間計入財務費用淨額前／後分別錄得虧損552,000,000港元及583,500,000港元（二零一七年：財務費用前／後溢利1,166,500,000港元及1,082,900,000港元）。

於本期間，通過損益以反映公平值之上市投資及財資產品之虧損反映於未經審核簡明綜合全面收益報表內，包括債券之已變現虧損4,600,000港元（二零一七年：已變現收益208,100,000港元）、債券之公平值變動之未變現虧損868,100,000港元（二零一七年：未變現收益453,400,000港元）以及利息收入與其他投資收入320,700,000港元（二零一七年：利息收入與其他投資收入淨額505,000,000港元）。本期間相關財務費用淨額為31,500,000港元（二零一七年：相關財務費用83,600,000港元），包括利息開支33,100,000港元（二零一七年：42,500,000港元）及匯兌收益1,600,000港元（二零一七年：匯兌虧損41,100,000港元）。

FINANCIAL OPERATION REVIEW (continued)

Results (continued)

Securities Investments (continued)

Listed Equity Investments at Fair Value Through Other Comprehensive Income

(a) Implication on Profit or Loss for the Period

Dividend income (if any) and finance costs on holding of listed equity investments at FVTOCI were recognised in profit or loss for the Period. During the Period, no dividend income was recorded from holding of 857,541,000 shares of China Evergrande Group (stock code: 3333) ("China Evergrande") ("Evergrande Shares"), hence the result from listed equity investments at FVTOCI recorded a net loss of HK\$52.3 million (2017: net gain of HK\$126.7 million) comprised net relevant finance costs of HK\$52.9 million (2017: relevant finance costs of HK\$20.0 million) and other investment income of HK\$0.6 million (2017: net dividend income of HK\$146.7 million from 577,180,500 H shares of Shengjing Bank Co., Ltd. (stock code: 2066) ("SJB Shares")).

(b) Implication on Other Comprehensive Expenses/Income for the Period

During the Period, the unit share price of China Evergrande had been dropped from HK\$26.95 as at 29th December, 2017 (being the last trading day for the year ended 31st December, 2017) to HK\$20.00 as at 29th June, 2018 (being the last trading day in the Period), or 25.8% over a six-month period, hence an unrealised loss on fair value changes of listed equity investments at FVTOCI of HK\$5,959.9 million was recognised in other comprehensive expenses (2017: realised gain on fair value change of the SJB Shares of HK\$2,126.0 million and unrealised gain on fair value change of the Evergrande Shares of HK\$1,219.1 million were recognised in other comprehensive income). Realised gain/loss on fair value change is a cash item while unrealised fair value change is a non-cash item and will not affect the cash flow of the Group. The Group believes that the decrease in share price of China Evergrande for the Period, among others, was owing to the poor market sentiment on PRC-based companies with United States dollar ("US\$") debt exposure against a weakened Renminbi ("RMB") currency.

財務業務回顧 (續)

業績 (續)

證券投資 (續)

通過其他全面收益以反映公平值之上市股本投資

(a) 本期間損益之影響

於本期間，持有通過其他全面收益以反映公平值之上市股本投資而產生之股息收入（如有）及財務費用於損益內確認。於本期間，並無錄得來自持有857,541,000股中國恆大集團（股份代號：3333）（「中國恆大」）股份（「恆大股份」）之股息收入，因此通過其他全面收益以反映公平值之上市股本投資之業績錄得虧損淨額52,300,000港元（二零一七年：收益淨額126,700,000港元），包括相關財務費用淨額52,900,000港元（二零一七年：相關財務費用20,000,000港元）以及其他投資收入600,000港元（二零一七年：來自盛京銀行股份有限公司577,180,500股H股股份（股份代號：2066）（「盛京銀行股份」）之股息收入淨額146,700,000港元）。

(b) 本期間其他全面支出／收益之影響

於本期間，中國恆大每股股價由二零一七年十二月二十九日（即截至二零一七年十二月三十一日止年度之最後交易日）之26.95港元下跌至二零一八年六月二十九日（即本期間之最後交易日）之20.00港元或過去六個月期間下跌25.8%，因此通過其他全面收益以反映公平值之上市股本投資之公平值變動之未變現虧損5,959,900,000港元於其他全面支出內確認（二零一七年：來自盛京銀行股份之公平值變動之已變現收益2,126,000,000港元及恆大股份之公平值變動之未變現收益1,219,100,000港元於其他全面收益內確認）。公平值變動之已變現收益／虧損乃現金項目，而未變現公平值變動乃非現金項目，對本集團現金流量並無構成影響。本集團相信於本期間中國恆大之股價下跌乃因（其中包括）人民幣（「人民幣」）兌美元（「美元」）疲弱使中國公司面對債務風險以致市場氣氛不佳所致。

FINANCIAL OPERATION REVIEW (continued)

Results (continued)

Other Income and Expenses

Other income for the Period, which mainly came from net building management fee income, rental services income, property management services, leasing administration services and property administration services income, consultancy fee income, exchange gain, net and reversal of impairment in respect of other receivable and interest thereon, maintained stable at HK\$51.9 million (2017: HK\$51.7 million).

During the Period, administrative expenses decreased by 16.3% to HK\$132.1 million (2017: HK\$157.8 million). The decrease in administrative expenses was mainly due to the decrease in staff costs. Finance costs increased by 6.3% to HK\$156.2 million (2017: HK\$147.0 million) during the Period, including exchange gain of HK\$1.7 million (2017: exchange loss of HK\$42.7 million) on translation of foreign currency other borrowings hedged for foreign currency securities investments. The increase in finance costs was mainly due to the increase in interest rates and average balance of interest-bearing borrowings during the Period.

Other gains and losses for the Period recorded a minimal loss as compared with the same period of last year of net gain of HK\$143.4 million, which mainly comprised gains on disposals of the Group's entire issued share capital of (i) Pinecrest International Limited, an indirect wholly-owned subsidiary of the Company, and its subsidiaries; and (ii) Win Kings Holding Ltd., an indirect wholly-owned subsidiary of the Company, and its subsidiary, of HK\$143.4 million in total.

Investments Accounted for Using the Equity Method

The share of results of investments accounted for using the equity method recorded a profit of HK\$94.3 million (2017: HK\$27.7 million).

The share of results of associates for the Period was a profit of HK\$78.2 million as compared to HK\$27.7 million for the same period of last year. The increase was mainly due to the increase in fair value gain of investment properties held by an associate compared with the same period of last year and an under-provision of tax in prior years of an associate was recognised in the first half of 2017.

During the Period, the Group acquired 50% equity interest in a joint venture holding a property located at Nos. 14-18 Ma Kok Street (known as Possehl Building) in Tsuen Wan. The share of results of a joint venture for the Period was a profit of HK\$16.1 million (2017: nil).

財務業務回顧 (續)

業績 (續)

其他收入及開支

本期間之其他收入主要來自樓宇管理費收入淨額、租賃服務收入、物業管理服務、租務行政服務及物業行政服務收入、顧問費收入、匯兌收益淨額以及撥回其他應收賬項之減值及相關利息，維持平穩於51,900,000港元（二零一七年：51,700,000港元）。

於本期間，行政開支減少16.3%至132,100,000港元（二零一七年：157,800,000港元）。行政開支之減少主要由於於本期間僱員成本減少所致。財務費用於本期間增加6.3%至156,200,000港元（二零一七年：147,000,000港元），當中包括外幣其他借貸用以對沖外幣計值之證券投資所產生之匯兌收益1,700,000港元（二零一七年：匯兌虧損42,700,000港元）。而財務費用之增加主要由於於本期間利率及計息借貸之平均結餘上升所致。

相比去年同期收益淨額143,400,000港元（主要包括出售本集團於(i) Pinecrest International Limited（本公司之一間間接全資擁有附屬公司）之全部已發行股本及其附屬公司；及(ii) Win Kings Holding Ltd.（本公司之一間間接全資擁有附屬公司）之全部已發行股本及其附屬公司之收益合共為143,400,000港元），本期間其他收益及虧損錄得輕微虧損。

以權益法入賬之投資

攤佔以權益法入賬投資之業績錄得溢利94,300,000港元（二零一七年：27,700,000港元）。

本期間之攤佔聯營公司業績之溢利為78,200,000港元，相比去年同期為27,700,000港元。該增加主要由於由一間聯營公司持有之投資物業公平值收益相比去年同期增加，以及於二零一七年上半年確認一間聯營公司於過往年度之稅項撥備不足。

於本期間，本集團收購一間合資公司之50%股本權益，該合資公司持有位於荃灣馬角街14-18號之物業（稱為「栢獅電子大廈」）。本期間之攤佔一間合資公司業績之溢利為16,100,000港元（二零一七年：零）。

FINANCIAL OPERATION REVIEW (continued)

Results (continued)

Fair Value Changes on Investment Properties

Investment properties of the Group in Hong Kong and Mainland China were revalued at 30th June, 2018 by B.I. Appraisals Limited ("B.I. Appraisals") whereas investment properties in the United Kingdom were revalued by Peak Vision Appraisals Limited ("Peak Vision Appraisals"). B.I. Appraisals and Peak Vision Appraisals are independent property valuers. A loss on fair value changes of investment properties of HK\$22.8 million (2017: gain of HK\$247.0 million) was recorded during the Period. The unrealised fair value change is a non-cash item and will not affect the cash flow of the Group.

Loss/Profit, Core Loss/Profit, Dividends, Repurchase, Cash Payment Ratio and Total Comprehensive Expenses/Income

Loss/Profit

Loss for the Period attributable to owners of the Company was HK\$363.5 million as compared to profit of HK\$2,562.7 million for the same period of last year. The turning from profit to loss for the Period was mainly due to (i) no imputed interest income from deferred consideration receivables was recognised during the Period as compared with HK\$761.7 million recorded in the first half of 2017; (ii) no gain on disposal of subsidiary was recorded during the Period as compared with gains on disposals of subsidiaries of HK\$143.4 million in the first half of 2017; (iii) loss from listed securities investments and treasury products of HK\$635.8 million was recorded during the Period as compared with gain of HK\$1,209.6 million for the same period of last year; (iv) loss on fair value changes on investment properties of HK\$22.8 million was recorded during the Period as compared with gain of HK\$247.0 million for the same period of last year; and (v) decrease in attributable property sales profit; despite (vi) increase in attributable net rental income. Loss per share for the Period was HK\$0.191 (2017: earnings per share of HK\$1.343).

Core Loss/Profit

During the first half of 2017, the Group disposed of certain investment properties through disposals of subsidiaries, of which their costs were stated at fair value, and the Group disposed of stock of properties which were classified as investment properties and/or land and building in prior years. Before disposal, such gain/loss on fair value change was unrealised and recognised at the end of each reporting period, but excluded from core profit/loss as non-cash items. In the period of disposal, such unrealised gain/loss had become realised; and in computing core profit/loss, accumulated fair value gain/loss from prior years and current period were included as cash items.

財務業務回顧 (續)

業績 (續)

投資物業之公平值變動

保柏國際評估有限公司(「保柏國際評估」)已就本集團位於香港及中國大陸之投資物業進行於二零一八年六月三十日之物業估值。至於本集團位於英國之投資物業，由滙鋒評估有限公司(「滙鋒評估」)進行物業估值。保柏國際評估及滙鋒評估均為獨立物業估值師。於本期間錄得投資物業之公平值變動之虧損為22,800,000港元(二零一七年：收益為247,000,000港元)。未變現之公平值變動乃非現金項目，對本集團現金流量並無構成影響。

虧損／溢利、核心虧損／溢利、股息、回購、現金支出比率及全面支出／收益總額

虧損／溢利

本公司擁有人應佔本期間之虧損為363,500,000港元，相比去年同期溢利為2,562,700,000港元。本期間由盈轉虧主要由於(i)於本期間並無確認應收遞延代價所產生之名義利息收入，而於二零一七年上半年錄得761,700,000港元；(ii)於本期間並無錄得出售附屬公司之收益，而於二零一七年上半年出售附屬公司之收益為143,400,000港元；(iii)上市證券投資及財資產品於本期間錄得虧損635,800,000港元，相比去年同期為收益1,209,600,000港元；(iv)於本期間錄得投資物業之公平值變動之虧損22,800,000港元，相比去年同期為收益247,000,000港元；及(v)應佔物業銷售溢利減少；儘管(vi)應佔租金收入淨額增加。本期間之每股虧損為0.191港元(二零一七年：每股溢利為1.343港元)。

核心虧損／溢利

於二零一七年上半年，本集團透過出售附屬公司而出售若干投資物業(其成本以公平值列賬)以及本集團出售物業存貨(於過往年度分類為投資物業及／或土地及樓宇)。於出售前，該公平值變動收益／虧損為未變現並於每個報告期末確認，但列為非現金項目並不包括在核心溢利／虧損內。於出售期間，該未變現之收益／虧損成為已變現；並於計算核心溢利／虧損時，會包括於過往年度及本期間之累積公平值收益／虧損並列為現金項目。

FINANCIAL OPERATION REVIEW (continued)

Loss/Profit, Core Loss/Profit, Dividends, Repurchase, Cash Payment Ratio and Total Comprehensive Expenses/Income

(continued)

Core Loss/Profit (continued)

If the net gain on the major non-cash items of HK\$37.3 million (2017: HK\$277.7 million) are excluded, the Group will have a core loss for the Period attributable to owners of the Company of HK\$400.8 million (2017: core profit of HK\$2,621.2 million including the accumulated net realised fair value gain together with their respective deferred tax on disposals of investment properties and stock of properties from the Group recognised in prior years of HK\$336.2 million (including those recognised in properties revaluation reserve)) and a core loss per share of HK\$0.210 (2017: core earnings per share of HK\$1.374).

The major non-cash items represented the attributable net unrealised fair value gain on investment properties together with their respective deferred tax from the Group, its associates and a joint venture of HK\$37.3 million (2017: the Group and its associates of HK\$277.7 million).

Dividends

Final dividend of HK10 cents (year ended 31st December, 2016: HK1 cent) per share in total amount of HK\$190.8 million for the year ended 31st December, 2017 was paid in cash on 6th June, 2018.

No special interim dividend was paid for the Period. In the first half of 2017, special interim dividends of HK\$2 in aggregate per share in total amount of HK\$3,815.2 million and HK\$2.91 per share in total amount of HK\$5,551.2 million were paid in cash on 10th February, 2017 and 23rd June, 2017 respectively.

Repurchase

During the Period, the Company had not repurchased any of the Company's share.

Cash Payment Ratio

Based on (a) the core loss for the Period of HK\$400.8 million or HK\$0.210 per share (2017: core profit of HK\$2,621.2 million or HK\$1.374 per share); (b) cash interim dividend of HK1 cent (2017: HK20 cents) per share declared; and (c) no special interim dividend declared or paid (2017: cash special interim dividends of HK\$3.55 in aggregate per share paid), the ratio of such cash payment to the core profit was undefined as a result of the core loss for the Period (2017: 272.9%).

財務業務回顧 (續)

虧損／溢利、核心虧損／溢利、股息、回購、現金支出比率及全面支出／收益總額 (續)

核心虧損／溢利 (續)

如撇除主要非現金項目收益淨額37,300,000港元(二零一七年: 277,700,000港元), 本集團將錄得本公司擁有人應佔本期間之核心虧損400,800,000港元(二零一七年: 核心溢利2,621,200,000港元, 包括本集團就出售投資物業及物業存貨於過往年度確認之累積已變現公平值收益淨額連同其相關之遞延稅項為336,200,000港元(包括其確認於物業重估儲備))及每股核心虧損為0.210港元(二零一七年: 每股核心溢利為1.374港元)。

主要非現金項目乃指來自本集團、其聯營公司及一間合資公司之應佔投資物業之未變現公平值收益淨額連同其相關之遞延稅項共37,300,000港元(二零一七年: 來自本集團及其聯營公司共277,700,000港元)。

股息

截至二零一七年十二月三十一日止年度之每股10港仙(截至二零一六年十二月三十一日止年度: 每股1港仙)總額為190,800,000港元之末期股息, 已於二零一八年六月六日以現金派付。

於本期間, 並無派付特別中期股息。於二零一七年上半年, 每股合共2港元總額為3,815,200,000港元及每股2.91港元總額為5,551,200,000港元之特別中期股息, 已分別於二零一七年二月十日及二零一七年六月二十三日以現金派付。

回購

於本期間, 本公司並無回購本公司之任何股份。

現金支出比率

根據(a)本期間之核心虧損400,800,000港元或每股0.210港元(二零一七年: 核心溢利2,621,200,000港元或每股1.374港元); (b)宣派以現金派付之中期股息每股1港仙(二零一七年: 每股20港仙); 及(c)並無宣派或派付特別中期股息(二零一七年: 以現金派付之特別中期股息每股合共3.55港元), 本期間之核心虧損導致該現金支出與核心溢利之比率未能確定(二零一七年: 272.9%)。

FINANCIAL OPERATION REVIEW (continued)

Loss/Profit, Core Loss/Profit, Dividends, Repurchase, Cash Payment Ratio and Total Comprehensive Expenses/Income (continued)

Total Comprehensive Expenses/Income

Total comprehensive expenses for the Period attributable to owners of the Company was HK\$6,286.8 million or HK\$3.30 per share (2017: total comprehensive income of HK\$6,202.3 million or HK\$3.25 per share), which comprised (a) loss for the Period attributable to owners of the Company of HK\$363.5 million (2017: profit of HK\$2,562.7 million); and (b) other comprehensive expenses for the Period attributable to owners of the Company of HK\$5,923.3 million (2017: other comprehensive income of HK\$3,639.6 million) which mainly included loss on fair value changes of listed equity investment at FVTOCI of HK\$5,959.9 million (2017: gain of HK\$3,345.1 million), details are disclosed in the sub-paragraph headed "Listed Equity Investments at Fair Value Through Other Comprehensive Income (b) Implication on Other Comprehensive Expenses/Income for the Period" of paragraph headed "Securities Investments" above.

Net Asset Value

As at 30th June, 2018, the Group's net asset attributable to owners of the Company amounted to HK\$29,911.6 million (31st December, 2017: HK\$36,385.9 million), a decrease of HK\$6,474.3 million or 17.8% when compared with 31st December, 2017. With the total number of ordinary shares in issue of 1,907,619,079 as at 30th June, 2018 and 31st December, 2017, the net asset value per share attributable to owners of the Company was HK\$15.68 (31st December, 2017: HK\$19.07). The movement in net asset value was mainly due to (a) total comprehensive expenses for the Period attributable to owners of the Company of HK\$6,286.8 million; (b) final dividend recognised as distribution during the Period of HK\$190.8 million; and (c) forfeiture of unclaimed dividends recorded in retained profits of HK\$3.3 million.

During the Period, loss on fair value changes of the listed equity investment categorised as financial assets measured at FVTOCI of HK\$5,959.9 million (2017: gain of HK\$3,345.1 million, as well as the transaction costs of the disposal of the Group's entire issued share capital of Great Captain Limited, an indirect wholly-owned subsidiary of the Company, of HK\$1.7 million) was recorded in other comprehensive expenses/income. The cumulative amount of the gain on fair value change of listed equity investment included in financial assets measured at FVTOCI reserve was HK\$3,968.4 million as at 30th June, 2018 (31st December, 2017: HK\$9,928.3 million).

Other than the existing projects and those disclosed in the interim results, the Group did not have material acquisition or disposal of assets and any future plans for material investment or capital assets.

財務業務回顧 (續)

虧損／溢利、核心虧損／溢利、股息、回購、現金支出比率及全面支出／收益總額 (續)

全面支出／收益總額

本公司擁有人應佔本期間之全面支出總額為6,286,800,000港元或每股3.30港元(二零一七年:全面收益總額為6,202,300,000港元或每股3.25港元),其中包括(a)本公司擁有人應佔本期間之虧損363,500,000港元(二零一七年:溢利2,562,700,000港元);及(b)本公司擁有人應佔本期間之其他全面支出5,923,300,000港元(二零一七年:其他全面收益3,639,600,000港元),主要包括通過其他全面收益以反映公平值之上市股本投資之公平值變動虧損5,959,900,000港元(二零一七年:收益3,345,100,000港元),詳情已於上文「證券投資」一段中之「通過其他全面收益以反映公平值之上市股本投資(b)本期間其他全面支出／收益之影響」分段內披露。

資產淨值

於二零一八年六月三十日,本公司擁有人應佔本集團之資產淨值為29,911,600,000港元(二零一七年十二月三十一日:36,385,900,000港元),較二零一七年十二月三十一日減少6,474,300,000港元或17.8%。根據二零一八年六月三十日及二零一七年十二月三十一日之已發行普通股總數1,907,619,079股計算,本公司擁有人應佔之每股資產淨值為15.68港元(二零一七年十二月三十一日:19.07港元)。資產淨值變動主要與(a)本公司擁有人應佔本期間之全面支出總額6,286,800,000港元;(b)於本期間已確認派發之末期股息190,800,000港元;及(c)於保留溢利錄得沒收未被領取之股息3,300,000港元有關。

於本期間,本集團分類為通過其他全面收益以反映公平值計量之金融資產之上市股本投資,其公平值變動之虧損為5,959,900,000港元(二零一七年:收益為3,345,100,000港元以及出售本集團於Great Captain Limited(本公司之一間間接全資擁有附屬公司)之全部已發行股本之交易成本1,700,000港元),並錄入為其他全面支出／收益。於二零一八年六月三十日,上市股本投資之公平值變動收益之累計金額3,968,400,000港元(二零一七年十二月三十一日:9,928,300,000港元)已包括在通過其他全面收益以反映公平值計量之金融資產之儲備內。

除現有項目及於中期業績內所披露者外,本集團並無重大收購或出售資產及重大投資或資本資產之未來計劃。

Net Current Liabilities

The Group recorded net current liabilities as at 30th June, 2018 of HK\$4,940.9 million (31st December, 2017: HK\$2,804.8 million), of which current assets were HK\$8,121.2 million (31st December, 2017: HK\$10,978.6 million) and current liabilities were HK\$13,062.1 million (31st December, 2017: HK\$13,783.4 million). The position was mainly due to certain of the Group's current liabilities had been utilised to finance the Group's non-current assets.

In the unaudited condensed consolidated statement of financial position and within securities investment activities, which comprised of bonds and listed equity investment, the total carrying amount as at 30th June, 2018 was HK\$24,495.2 million (31st December, 2017: HK\$33,849.5 million). Included in non-current assets were part of the bonds in the sum of HK\$1,432.3 million (31st December, 2017: HK\$1,979.4 million) presented as financial assets measured at FVTPL and listed equity investment in the sum of HK\$17,150.8 million (31st December, 2017: HK\$23,110.7 million) presented as financial assets measured at FVTOCI. Included in current assets were part of the bonds in the sum of HK\$5,912.1 million (31st December, 2017: HK\$8,759.4 million) presented as financial assets measured at FVTPL. Margin loans utilised to finance the securities investments in both non-current and current assets in the sum of HK\$9,162.7 million (31st December, 2017: HK\$9,873.7 million) were presented as borrowings in current liabilities.

If the margin loans of HK\$9,162.7 million (31st December, 2017: HK\$9,873.7 million) were allocated into the securities investments secured according to the respective non-current and current assets presentation, HK\$5,265.1 million (31st December, 2017: HK\$5,221.0 million) and HK\$3,897.6 million (31st December, 2017: HK\$4,652.7 million) were secured by the securities investments in non-current and current assets respectively.

If the margin loans secured by the securities investments in non-current assets of HK\$5,265.1 million (31st December, 2017: HK\$5,221.0 million) were reclassified as non-current liabilities, the net current liabilities position of the Group would become net current assets position of HK\$324.2 million as at 30th June, 2018 (31st December, 2017: HK\$2,416.2 million).

流動負債淨值

於二零一八年六月三十日，本集團錄得流動負債淨值4,940,900,000港元（二零一七年十二月三十一日：2,804,800,000港元），其中流動資產為8,121,200,000港元（二零一七年十二月三十一日：10,978,600,000港元）及流動負債為13,062,100,000港元（二零一七年十二月三十一日：13,783,400,000港元）。該狀況主要由於本集團若干流動負債用作融資本集團非流動資產所致。

於二零一八年六月三十日未經審核簡明綜合財務狀況報表及證券投資（包括債券及上市股本投資）活動中之賬面值總額為24,495,200,000港元（二零一七年十二月三十一日：33,849,500,000港元）。非流動資產當中包括呈列為通過損益以反映公平值計量之金融資產之部分債券1,432,300,000港元（二零一七年十二月三十一日：1,979,400,000港元）及呈列為通過其他全面收益以反映公平值計量之金融資產之上市股本投資17,150,800,000港元（二零一七年十二月三十一日：23,110,700,000港元）。流動資產當中包括呈列為通過損益以反映公平值計量之金融資產之部分債券5,912,100,000港元（二零一七年十二月三十一日：8,759,400,000港元）。用作融資非流動及流動資產中之證券投資之保證金貸款合共9,162,700,000港元（二零一七年十二月三十一日：9,873,700,000港元），呈列為流動負債中之借貸。

倘將保證金貸款9,162,700,000港元（二零一七年十二月三十一日：9,873,700,000港元）以相關呈列於非流動及流動資產中之抵押證券投資分配，5,265,100,000港元（二零一七年十二月三十一日：5,221,000,000港元）及3,897,600,000港元（二零一七年十二月三十一日：4,652,700,000港元）之保證金貸款分別以非流動及流動資產中之證券投資作為抵押。

倘以非流動資產中之證券投資作為抵押之保證金貸款5,265,100,000港元（二零一七年十二月三十一日：5,221,000,000港元）被重新分類為非流動負債，本集團於二零一八年六月三十日之流動負債淨值狀況將變為流動資產淨值狀況324,200,000港元（二零一七年十二月三十一日：2,416,200,000港元）。

FINANCIAL OPERATION REVIEW (continued)

Net Current Liabilities (continued)

The ratio of margin loans against securities investments was loan-to-value ratio, which was 37.4% as at 30th June, 2018 (31st December, 2017: 29.2%). In accordance with the terms and conditions of margin loans facility agreements of the Group with financial institutions, among others, as long as the securities investments maintained market value which is in excess of pre-defined loan-to-value ratios as set out by the financial institutions, the margin loans upon interest payment due date would be roll-overed month-for-month, and repayment of margin loans by the Group to financial institutions would not be required. As such, very often margin loans of the Group which were presented as current liabilities would not be current and would be repayable over one year. In the event that the Group intends to reduce or repay part of the margin loans, the Group might, among others, dispose of some of the securities investments to effect the payment.

Listed securities investments and treasury products of the Group were frequently traded in the market, and formed part of the Group's treasury management. They were presented as non-current assets and current assets according to their intended holding periods.

If the entire listed securities investments and treasury products of the Group as at 30th June, 2018 were presented as current assets, current assets would be increased by HK\$18,583.1 million (31st December, 2017: HK\$25,090.1 million), and net current liabilities position of HK\$4,940.9 million (31st December, 2017: HK\$2,804.8 million) would become net current assets position of HK\$13,642.2 million (31st December, 2017: HK\$22,285.3 million).

The Group believes that the net current liabilities position as at 30th June, 2018 would not have adverse financial effect to the Group's liquidity or gearing position and the Group has ability to continue as a going concern.

Securities Investments

The Group's strategy is to maintain securities investment portfolio for treasury management and invest in listed securities investments and treasury products with attractive yield and good prospect in order to bring stable and satisfactory return in long run. During the Period, the Group further diversified the bonds portfolio comprised of the bonds issued by overseas financial institutions and PRC-based real estate companies.

財務業務回顧 (續)

流動負債淨值 (續)

貸款價值比率乃保證金貸款除以證券投資之比率，於二零一八年六月三十日為37.4%（二零一七年十二月三十一日：29.2%）。根據本集團與金融機構之保證金貸款融資協議之條款及條件（其中包括），只要證券投資之市值維持超過金融機構規定之預先定義貸款價值比率，到期支付利息之保證金貸款將按月滾存，本集團無需向金融機構償還保證金貸款。因此，本集團慣常將保證金貸款呈列為流動負債，然而並非流動以及將於一年後償還。倘本集團有意減少或償還部分保證金貸款，則本集團可能（其中包括）出售部分證券投資以支付貸款。

本集團之上市證券投資及財資產品經常於市場買賣，及成為本集團資金管理之一部分。上市證券投資及財資產品乃按擬定持有期呈列為非流動資產及流動資產。

倘將本集團於二零一八年六月三十日之全部上市證券投資及財資產品呈列為流動資產，流動資產將會增加18,583,100,000港元（二零一七年十二月三十一日：25,090,100,000港元），及流動負債淨值狀況4,940,900,000港元（二零一七年十二月三十一日：2,804,800,000港元）將變為流動資產淨值狀況13,642,200,000港元（二零一七年十二月三十一日：22,285,300,000港元）。

本集團相信，於二零一八年六月三十日之流動負債淨值狀況將不會對本集團之流動資金或負債狀況造成不利之財務影響，且本集團能夠繼續持續經營。

證券投資

本集團之策略是維持證券投資組合之財資管理以及投資具吸引收益率及良好前景之上市證券投資及財資產品，以確保長遠帶來穩定及滿意之回報。於本期間，本集團進一步使債券組合多元化，組合包括海外金融機構及中國房地產公司發行之債券。

FINANCIAL OPERATION REVIEW (continued)

Securities Investments (continued)

As at 30th June, 2018, the portfolio of listed securities investments and treasury products of HK\$24,495.2 million (31st December, 2017: HK\$33,849.5 million) comprised (a) bonds (financial assets measured at FVTPL (non-current and current assets in aggregate)) of HK\$7,344.4 million (31st December, 2017: HK\$10,738.8 million); and (b) listed equity investment (financial assets measured at FVTOCI) of HK\$17,150.8 million (31st December, 2017: HK\$23,110.7 million), representing 52.2% (31st December, 2017: 60.4%) of total assets.

The respective securities investments under different categories are elaborated below.

Listed Equity Investments at Fair Value Through Other Comprehensive Income

During the year ended 31st December, 2017, the Group had acquired 857,541,000 shares of China Evergrande at a total consideration (including transaction costs) of HK\$13,182.4 million, representing approximately 6.5% of the total issued share capital of China Evergrande as at 30th June, 2018 and the Evergrande Shares were recorded as financial assets measured at FVTOCI. During the Period, the Group had not acquired or disposed of any shares of China Evergrande and continued to hold 857,541,000 shares of China Evergrande.

After adding the unrealised fair value gain of HK\$9,928.3 million for 2017, the carrying amount of the Evergrande Shares as at 31st December, 2017 was HK\$23,110.7 million, and after deducting the unrealised fair value loss of HK\$5,959.9 million for the Period, the carrying amount of the Evergrande Shares as at 30th June, 2018 was HK\$17,150.8 million. The cumulative unrealised gain on fair value change of the Evergrande Shares was reduced from HK\$9,928.3 million at the end of year 2017 to HK\$3,968.4 million as at 30th June, 2018, which was recorded in the financial assets measured at FVTOCI reserve. The unrealised fair value change is a non-cash item and will not affect the cash flow of the Group.

China Evergrande is principally engaged in development of large scale residential properties and integrated commercial properties in the PRC. According to the audited financial statements of China Evergrande for the years ended 31st December, 2017 and 2016, the revenue and profit attributable to shareholders were RMB311.0 billion (2016: RMB211.4 billion) and RMB24.4 billion (2016: RMB5.1 billion) respectively; while the total assets and total equity were RMB1,761.8 billion (2016: RMB1,350.9 billion) and RMB242.2 billion (2016: RMB192.5 billion) respectively, the net debt was RMB444.9 billion (2016: RMB230.7 billion). Net debt is calculated as total borrowings less cash and cash equivalents and restricted cash.

財務業務回顧 (續)

證券投資 (續)

於二零一八年六月三十日，上市證券投資及財務產品組合24,495,200,000港元（二零一七年十二月三十一日：33,849,500,000港元）中包括(a)債券（通過損益以反映公平值計量之金融資產（合共於非流動及流動資產內））7,344,400,000港元（二零一七年十二月三十一日：10,738,800,000港元）；及(b)上市股本投資（通過其他全面收益以反映公平值計量之金融資產）17,150,800,000港元（二零一七年十二月三十一日：23,110,700,000港元），佔資產總額52.2%（二零一七年十二月三十一日：60.4%）。

以下就不同類型之證券投資作出詳述。

通過其他全面收益以反映公平值之上市股本投資

於截至二零一七年十二月三十一日止年度，本集團以總代價13,182,400,000港元（包括交易成本）購買857,541,000股中國恆大股份（相當於中國恆大於二零一八年六月三十日之全部已發行股本約6.5%），而恆大股份列入通過其他全面收益以反映公平值計量之金融資產。於本期間，本集團並無購買或出售任何中國恆大股份，並繼續持有857,541,000股中國恆大股份。

經計入於二零一七年未變現公平值收益9,928,300,000港元後，於二零一七年十二月三十一日恆大股份之賬面值為23,110,700,000港元，及扣除本期間未變現公平值虧損5,959,900,000港元後，於二零一八年六月三十日恆大股份之賬面值為17,150,800,000港元。恆大股份之公平值變動之累計未變現收益由二零一七年底之9,928,300,000港元下降至於二零一八年六月三十日之3,968,400,000港元，並已包括於通過其他全面收益以反映公平值計量之金融資產之儲備內。未變現公平值變動乃非現金項目，對本集團現金流量並無構成影響。

中國恆大主要在中國從事大型住宅物業及綜合商用物業發展。根據中國恆大於截至二零一七年及二零一六年十二月三十一日止年度之經審核財務報表，收入及股東應佔溢利分別為人民幣311,000,000,000（二零一六年：人民幣211,400,000,000）及人民幣24,400,000,000（二零一六年：人民幣5,100,000,000）；而資產總額及股本權益總額分別為人民幣1,761,800,000,000（二零一六年：人民幣1,350,900,000,000）及人民幣242,200,000,000（二零一六年：人民幣192,500,000,000），債務淨額為人民幣444,900,000,000（二零一六年：人民幣230,700,000,000）。債務淨額乃按借貸總額減現金及現金等值物以及受限制現金。

FINANCIAL OPERATION REVIEW (continued)

Securities Investments (continued)

Listed Investments and Treasury Products at Fair Value Through Profit or Loss

As at 31st December, 2017, the carrying amounts of the bonds presented as financial assets measured at FVTPL was HK\$10,738.8 million. During the Period, the bonds portfolio was decreased by a net disposal of HK\$2,526.3 million. After deducting the fair value loss of HK\$868.1 million, the bonds portfolio of the Group became HK\$7,344.4 million as at 30th June, 2018, which formed part of the Group's cash management activities.

As at 30th June, 2018, the bonds portfolio comprised of bonds issued by overseas financial institutions of 54.2%, PRC-based real estate companies of 40.8% and other industries of 5.0%. They are denominated in different currencies with 96.4% in US\$ and 3.6% in Pound Sterling ("GBP"). The bonds denominated in US\$ carry at fixed rate range from 4.750% to 9.375% per annum of which notional amount of US\$934.0 million are callable, the bonds denominated in GBP carry at fixed rate range from 5.875% to 7.250% per annum of which notional amount of GBP25.5 million are callable. As at 30th June, 2018, the bonds portfolio comprised of 28 bonds (31st December, 2017: 39 bonds); in terms of credit rating, investment grade, non-investment grade and unrated were 7 bonds, 17 bonds and 4 bonds (31st December, 2017: 10 bonds, 22 bonds and 7 bonds) respectively. In terms of maturity, 17 bonds (31st December, 2017: 27 bonds) were contingent convertible bonds issued by overseas financial institutions of which 17 bonds (31st December, 2017: 25 bonds) were perpetual and no fixed tenor bond (31st December, 2017: 2 bonds would be matured in 2023). 11 bonds (31st December, 2017: 12 bonds) were issued by issuers other than overseas financial institutions of which 3 bonds (31st December, 2017: 4 bonds) were perpetual and the remaining 8 bonds (31st December, 2017: 8 bonds) will be matured between 2021 to 2046 (31st December, 2017: between 2018 to 2046).

Unlisted Securities Investments

The Group had made a capital contribution of US\$84.7 million (equivalent to approximately HK\$656.9 million) in an exempted limited partnership formed under the Exempted Limited Partnership Law (Revised) of the Cayman Islands as at 31st December, 2017 and the carrying amount was HK\$578.2 million. During the Period, the Group has contributed US\$2.7 million (equivalent to approximately HK\$21.0 million) and received distribution of US\$2.7 million (equivalent to approximately HK\$21.0 million) (which was included in financial assets measured at FVTOCI), after deducting the fair value loss for the Period of HK\$75.8 million (which was recognised in financial assets measured at FVTOCI reserve), the carrying amount was HK\$502.4 million as at 30th June, 2018, representing 1.1% (31st December, 2017: 1.0%) of total assets.

財務業務回顧 (續)

證券投資 (續)

通過損益以反映公平值之上市投資及財資產品

於二零一七年十二月三十一日，呈列於通過損益以反映公平值計量之金融資產之債券賬面值為10,738,800,000港元。於本期間，該債券組合已就出售淨額減少2,526,300,000港元。經扣除本期間公平值虧損868,100,000港元後，本集團於二零一八年六月三十日之債券組合為7,344,400,000港元，該組合為本集團資金管理活動之一部分。

於二零一八年六月三十日，該債券組合包括54.2%由海外金融機構發行、40.8%由中國房地產公司發行及5.0%由其他行業之公司發行之債券。該等債券以美元(96.4%)及英鎊(「英鎊」)(3.6%)之不同貨幣計值。以美元計值之債券固定年利率為4.750厘至9.375厘，其中名義金額為934,000,000美元之債券為可贖回，及以英鎊計值之債券固定年利率為5.875厘至7.250厘，其中名義金額為25,500,000英鎊之債券為可贖回。於二零一八年六月三十日，該債券組合包括28隻(二零一七年十二月三十一日：39隻)債券，以信貸評級分類，7隻、17隻及4隻(二零一七年十二月三十一日：10隻、22隻及7隻)債券分別為投資評級、非投資評級及未獲評級。以到期日分類，17隻(二零一七年十二月三十一日：27隻)由海外金融機構發行之或然可換股債券中，其中17隻(二零一七年十二月三十一日：25隻)債券為永續債券及並無固定期限債券(二零一七年十二月三十一日：2隻將於二零二三年到期)。11隻(二零一七年十二月三十一日：12隻)由海外金融機構以外之發行人發行之債券中，其中3隻(二零一七年十二月三十一日：4隻)債券為永續債券，其餘8隻(二零一七年十二月三十一日：8隻)債券將於二零二一年至二零四六年(二零一七年十二月三十一日：將於二零一八年至二零四六年)到期。

非上市證券投資

本集團就一間按開曼群島獲豁免有限合夥企業法(經修訂)成立之獲豁免有限合夥企業於二零一七年十二月三十一日已作出84,700,000美元(相當於約656,900,000港元)之資本注資及其賬面值為578,200,000港元。於本期間，本集團已注資2,700,000美元(相當於約21,000,000港元)及已收分派2,700,000美元(相當於約21,000,000港元)(計入通過其他全面收益以反映公平值計量之金融資產)，經扣除本期間公平值虧損75,800,000港元(於通過其他全面收益以反映公平值計量之金融資產之儲備內確認)後，於二零一八年六月三十日之賬面值為502,400,000港元，佔資產總額1.1%(二零一七年十二月三十一日：1.0%)。

Risk Management

The Group has established adequate risk management procedures that enable it to identify, measure, monitor and control various types of risk it faces. This is supplemented by active management involvement, effective internal controls and adequate internal audit in the best interests of the Group.

Equity

The number of issued ordinary shares as at 30th June, 2018 and 31st December, 2017 were 1,907,619,079.

Debt and Gearing

As at 30th June, 2018, the Group's bank and other borrowings amounted to HK\$15,821.9 million (31st December, 2017: HK\$18,308.5 million (including loan from a director)). Cash and deposits at banks amounted to HK\$913.2 million (31st December, 2017: HK\$659.4 million), pledged deposits amounted to HK\$293.7 million (31st December, 2017: HK\$263.5 million) and net borrowings amounted to HK\$14,615.0 million (31st December, 2017: HK\$17,385.6 million).

Total debt to equity ratio was 52.6% (31st December, 2017: 50.2%) and net debt to equity ratio was 48.6% (31st December, 2017: 47.6%), which are expressed as a percentage of total borrowings, and net borrowings, respectively, over the total equity of HK\$30,063.5 million (31st December, 2017: HK\$36,493.0 million). The increase in both ratios was mainly due to decrease in total equity during the Period.

If the listed securities investments and treasury products of HK\$24,495.2 million (31st December, 2017: HK\$33,849.5 million) are included, there would be a net cash position of HK\$9,880.2 million (31st December, 2017: HK\$16,463.9 million).

As at 30th June, 2018, the Group's bank and other borrowings of HK\$15,821.9 million, 77.7%, 0.7%, 14.4% and 7.2% were repayable within 1 year, 1 to 2 years, 2 to 5 years and over 5 years respectively. Of which the Group's bank and other borrowings were denominated in HK\$ (62.5%), GBP (28.1%) and US\$ (9.4%). HK\$, GBP and US\$ securities investments were hedged by HK\$, GBP and US\$ borrowings respectively. The Group's bank borrowings in HK\$ and GBP were carried at interest rates calculated with reference to Hong Kong Interbank Offered Rate ("HIBOR") and London Interbank Offered Rate respectively; other borrowings were carried at interest rates calculated mainly with reference to cost of funds and HIBOR. As at 30th June, 2018, all the Group's borrowings were on floating rate basis. No hedging for interest rate is subsisted at the end of the reporting period.

風險管理

本集團設有一套完善的風險管理程序，以識別、衡量、監察及控制其面對的各種風險，同時輔以積極管理、有效的內部監控及足夠的內部審核，以保障本集團的最佳利益。

股本

於二零一八年六月三十日及二零一七年十二月三十一日的已發行普通股數目為1,907,619,079股。

債務及資本與負債比率

於二零一八年六月三十日，本集團之銀行及其他借貸為15,821,900,000港元（二零一七年十二月三十一日：18,308,500,000港元（包括董事貸款））。現金及銀行存款為913,200,000港元（二零一七年十二月三十一日：659,400,000港元），抵押存款為293,700,000港元（二零一七年十二月三十一日：263,500,000港元），而借貸淨額為14,615,000,000港元（二零一七年十二月三十一日：17,385,600,000港元）。

債務總額與股本權益比率為52.6%（二零一七年十二月三十一日：50.2%），而債務淨額與股本權益比率為48.6%（二零一七年十二月三十一日：47.6%），乃分別將借貸總額及借貸淨額除以股本權益總額30,063,500,000港元（二零一七年十二月三十一日：36,493,000,000港元）得出之百分比。兩個比率增加主要由於本期間股本權益總額減少所致。

如計入上市證券投資及財資產品24,495,200,000港元（二零一七年十二月三十一日：33,849,500,000港元），則狀況將會為現金淨額9,880,200,000港元（二零一七年十二月三十一日：16,463,900,000港元）。

於二零一八年六月三十日，本集團之銀行及其他借貸15,821,900,000港元中，77.7%、0.7%、14.4%及7.2%須分別於一年內、一年至兩年內、兩年至五年內及五年後償還。於本集團之銀行及其他借貸中，以港元（62.5%）、英鎊（28.1%）及美元（9.4%）計值。港元、英鎊及美元之證券投資分別以港元、英鎊及美元借貸對沖。本集團之港元及英鎊之銀行借貸分別參照香港銀行同業拆息（「香港銀行同業拆息」）及倫敦銀行同業拆息計算利率；其他借貸主要參照資金成本及香港銀行同業拆息計算利率。於二零一八年六月三十日，本集團所有借貸均為浮息借貸。於報告期末並無就利率作出對沖。

FINANCIAL OPERATION REVIEW (continued)

Pledge of Assets

As at 30th June, 2018, the Group had pledged the following assets with their respective carrying amounts:

- (a) The Group's investment properties of HK\$14,055.4 million (31st December, 2017: HK\$14,234.3 million) and bank deposits of HK\$288.7 million (31st December, 2017: HK\$209.7 million) were pledged to the banks of the Group to secure general banking and loan facilities granted to the Group.
- (b) The Group's bonds and listed equity investment with carrying amounts of HK\$24,456.9 million (31st December, 2017: HK\$33,176.6 million) and cash deposits of HK\$5.0 million (31st December, 2017: HK\$53.8 million) were pledged to the financial institutions of the Group to secure margin and securities facilities granted to the Group in respect of securities transactions, of which HK\$9,162.7 million (31st December, 2017: HK\$9,873.7 million) was utilised as at 30th June, 2018 as borrowings due within one year.
- (c) Interests in certain subsidiaries of the Company have been pledged as part of the security to secure certain bank borrowings granted to the Group.

Financial and Interest Income/Expenses

Interest income was included in revenue, investment income and other income (2017: revenue and investment income). Interest income for the Period was HK\$316.8 million, representing a decrease of 74.8% over the same period of last year of HK\$1,256.7 million, mainly due to no imputed interest income from deferred consideration receivable was recognised during the Period (2017: HK\$761.7 million).

Finance costs included interest expenses on bank and other borrowings; exchange difference on translation of foreign currency other borrowings; and arrangement fee and facility and commitment fee expenses. Interest expenses for the Period amounted to HK\$153.3 million, representing an increase of 52.0% over the same period of last year of HK\$100.8 million. No interest was capitalised for the Period (2017: HK\$0.1 million). The increase in interest expenses was mainly due to the increase in interest rates and average balance of interest-bearing borrowings during the Period. The average interest rate over the period under review was 2.01% (2017: 1.53%), which was expressed as a percentage of total interest paid over the average total interest-bearing borrowings.

財務業務回顧 (續)

資產抵押

於二零一八年六月三十日，本集團已抵押以下資產連同其相關之賬面值：

- (a) 就本集團獲授之一般銀行及貸款融資，本集團之投資物業14,055,400,000港元（二零一七年十二月三十一日：14,234,300,000港元）及銀行存款288,700,000港元（二零一七年十二月三十一日：209,700,000港元）已抵押予本集團之往來銀行。
- (b) 就本集團有關證券交易獲授之保證金及證券融資，本集團之債券及上市股本投資之賬面值24,456,900,000港元（二零一七年十二月三十一日：33,176,600,000港元）及現金存款5,000,000港元（二零一七年十二月三十一日：53,800,000港元）已抵押予本集團之金融機構。而本集團於二零一八年六月三十日已動用融資並於一年內到期之借貸為9,162,700,000港元（二零一七年十二月三十一日：9,873,700,000港元）。
- (c) 本公司若干附屬公司之權益已質押為本集團獲授若干銀行借貸之部分抵押品。

財務及利息收入／開支

收入、投資收入及其他收入（二零一七年：收入及投資收入）包括利息收入。本期間之利息收入為316,800,000港元，較去年同期之1,256,700,000港元減少74.8%，主要由於本期間並無確認應收遞延代價所產生之名義利息收入（二零一七年：761,700,000港元）。

財務費用包括銀行借貸及其他借貸之利息開支；外幣其他借貸所產生之匯兌差額；以及安排費用與信貸及承擔費用開支。本期間之利息開支為153,300,000港元，較去年同期之100,800,000港元增加52.0%。本期間並無資本化利息（二零一七年：100,000港元）。利息開支增加主要由於於本期間利率及計息借貸之平均結餘上升所致。於回顧期內之平均利率為2.01厘（二零一七年：1.53厘），乃以利息支付總額除以平均計息借貸總額得出之百分比。

Remuneration Policies, Share Option Scheme and Share Award Scheme

As at 30th June, 2018, the Group employed a total of 493 staff (31st December, 2017: 528 staff) in Hong Kong including about 248 staff (31st December, 2017: 254 staff) employed under the estate management company in Hong Kong.

Employees were remunerated on the basis of their performance, experience and prevailing industry practice. Remuneration packages comprised salary and year-end discretionary bonus based on market conditions and individual performance. The executive directors of the Company continued to review employees' contributions and to provide them with necessary incentives and flexibility for their better commitment and performance. No share option scheme was adopted during the Period.

The Company had adopted a share award scheme ("Share Award Scheme") in 2009. The Share Award Scheme is to recognise and reward certain employees for their contributions to the Group and to give long-term incentives for retaining them for the continued operations and development of the Group. Details of the Share Award Scheme were set out in the Company's circular dated 23rd December, 2008. No share was granted under the Share Award Scheme during the Period.

United Kingdom and Mainland China

As at 30th June, 2018, the Group's investment properties in the United Kingdom with carrying amount of GBP852.7 million (equivalent to approximately HK\$8,755.8 million) (31st December, 2017: GBP878.3 million (equivalent to approximately HK\$9,231.2 million)) incurred a net loss of HK\$164.8 million (2017: net profit of HK\$104.5 million) to the Group for the Period, the loss (2017: profit) mainly included in gross profit, fair value changes on investment properties, finance costs and taxation. GBP exchange loss of foreign operations included in other comprehensive expenses for the Period amounted to HK\$102.2 million (2017: exchange gain of HK\$231.9 million included in other comprehensive income). As at 30th June, 2018, the Group's net investment in the United Kingdom amounted to HK\$4,828.2 million (31st December, 2017: HK\$5,095.2 million) representing 16.1% (31st December, 2017: 14.0%) of the Group's total equity.

酬金政策、購股權計劃及股份獎勵計劃

於二零一八年六月三十日，本集團於香港共有僱員493人（二零一七年十二月三十一日：528人），包括受僱於香港之物業管理公司之員工約248人（二零一七年十二月三十一日：254人）。

僱員薪金乃根據其表現、經驗及目前業內慣例釐定。酬金包括薪金以及按市況及個人表現釐定之年終酌情花紅。本公司之執行董事持續檢討僱員之貢獻及向彼等提供所需之獎勵及彈性，使其更投入工作及有更佳表現。本期間並無採納購股權計劃。

本公司於二零零九年採納股份獎勵計劃（「股份獎勵計劃」）。該股份獎勵計劃旨在向為本集團作出貢獻之若干僱員給予肯定及回報，並作為吸引其留效本集團，繼續為本集團之持續營運及發展而努力之長期獎勵。有關股份獎勵計劃之詳情已刊載於本公司日期為二零零八年十二月二十三日之通函。本期間並無就該股份獎勵計劃授出任何股份。

英國及中國大陸

本集團位於英國之投資物業於二零一八年六月三十日之賬面值為852,700,000英鎊（相當於約8,755,800,000港元）（二零一七年十二月三十一日：878,300,000英鎊（相當於約9,231,200,000港元））並為本集團於本期間帶來虧損淨額164,800,000港元（二零一七年：溢利淨額104,500,000港元），而該虧損（二零一七年：溢利）主要包括毛利、投資物業之公平值變動、財務費用及稅項。已計入本期間之其他全面支出之境外業務之英鎊匯兌虧損為102,200,000港元（二零一七年：已計入其他全面收益之匯兌收益為231,900,000港元）。於二零一八年六月三十日，本集團於英國之投資淨額為4,828,200,000港元（二零一七年十二月三十一日：5,095,200,000港元），佔本集團股本權益總額16.1%（二零一七年十二月三十一日：14.0%）。

FINANCIAL OPERATION REVIEW (continued)

United Kingdom and Mainland China (continued)

Profit contribution from the Group's investment in Mainland China (mainly included in other income, share of results of associates and taxation) for the Period amounted to HK\$8.0 million (2017: HK\$64.3 million mainly included in gross profit, fair value changes on investment properties, gain on disposal of subsidiaries, share of results of associates and taxation). RMB exchange loss of foreign operations included in other comprehensive expenses (including share of an associate) for the Period amounted to HK\$5.6 million (2017: exchange gain of HK\$16.1 million included in other comprehensive income). The Group's net investment in Mainland China as at 30th June, 2018 amounted to HK\$533.1 million (31st December, 2017: HK\$533.3 million) representing 1.8% (31st December, 2017: 1.5%) of the Group's total equity.

Property Valuation

Property valuations in respect of the Group's investment properties in Hong Kong and Mainland China as at 30th June, 2018 and 31st December, 2017 were carried out by B.I. Appraisals, independent qualified professional valuer. For the investment properties in the United Kingdom, the property valuations as at 30th June, 2018 and 31st December, 2017 were carried out by Peak Vision Appraisals, another independent qualified professional valuer. Their valuations were based on investment method and/or direct comparison method as the valuation methodologies and were used in preparing 2018 interim results.

The Group's investment properties were valued at HK\$15,427.6 million (31st December, 2017: HK\$15,650.0 million), a 0.1% decrease over 2017 after adjusted for the exchange adjustments of investment properties during the Period. The decrease in fair value of HK\$22.8 million was recognised in the unaudited condensed consolidated statement of comprehensive income for the Period. The Group also shared an increase in fair value of investment properties of associates and a joint venture of HK\$60.8 million in total for the Period.

The decrease in fair value of HK\$22.8 million was mainly derived from decrease in fair value of River Court located in London, the United Kingdom while increase in fair value of Harcourt House. The fair value change is a non-cash item and will not affect the cash flow of the Group.

財務業務回顧 (續)

英國及中國大陸 (續)

本集團於中國大陸之投資為本期間帶來溢利(主要包括其他收入、攤佔聯營公司業績及稅項)8,000,000港元(二零一七年:64,300,000港元(主要包括毛利、投資物業之公平值變動、出售附屬公司之收益、攤佔聯營公司業績及稅項))。已計入本期間之其他全面支出(包括攤佔一間聯營公司)之境外業務之人民幣匯兌虧損為5,600,000港元(二零一七年:已計入其他全面收益之匯兌收益為16,100,000港元)。於二零一八年六月三十日,本集團於中國大陸之投資淨額為533,100,000港元(二零一七年十二月三十一日:533,300,000港元),佔本集團股本權益總額1.8%(二零一七年十二月三十一日:1.5%)。

物業估值

本集團位於香港及中國大陸之投資物業由獨立合資格專業估值師保柏國際評估進行於二零一八年六月三十日及二零一七年十二月三十一日之物業估值。至於位於英國之投資物業,由另一獨立合資格專業估值師滙鋒評估進行於二零一八年六月三十日及二零一七年十二月三十一日之物業估值。所有評估皆採納投資法及/或直接比較法作為估值方法,並已用於編製二零一八年中期業績。

本集團投資物業之估值為15,427,600,000港元(二零一七年十二月三十一日:15,650,000,000港元),經作出調整本期間投資物業之匯兌調整後,較二零一七年減少0.1%。本期間之公平值減少22,800,000港元已計入未經審核簡明綜合全面收益報表內。本集團亦於本期間攤佔聯營公司及一間合資公司之投資物業之公平值增加合共60,800,000港元。

公平值減少22,800,000港元乃主要來自位於英國倫敦之River Court之公平值減少以及夏慤大廈之公平值增加所致。公平值變動乃非現金項目,對本集團現金流量並無構成影響。

BUSINESS REVIEW

Hong Kong Property Investment

Rentals from investment properties continued to be one of the major sources of our income.

During the Period, the average occupancy rate of the shops of Causeway Place was approximately 88.06%.

Olympian City 3 (25% interest), the retail mall in The Hermitage residences in West Kowloon, the average occupancy rate was approximately 98.46% during the Period.

Coronation Circle (15% interest), the retail mall in The Coronation residences in West Kowloon, the average occupancy rate was approximately 67.40% during the Period.

During the Period, the average occupancy rate of the Group's office property, Harcourt House was approximately 91.49%.

In March 2018, the Group through acquisition of 50% equity interest in a joint venture, invested in a 8-storey industrial building located at Nos. 14-18 Ma Kok Street (known as Possehl Building) in Tsuen Wan (50% interest). Its current total gross floor area is approximately 120,000 square feet and it was fully let as at 30th June, 2018. Building plan of the proposed alteration and addition works in relation to the conversion of the building into a 16-storey industrial building with a total gross floor area of approximately 190,000 square feet has been submitted and approved by Buildings Department and relevant alteration and addition works is expected to be commenced in the second quarter of 2019.

Hong Kong Property Development

In general, the Group's development projects have been progressing satisfactorily.

55 Conduit Road (70% interest) is a luxury residential development in Mid-Levels West with total residential gross floor area of around 87,800 square feet which provides 35 residential units. As at 30th June, 2018, all residential units were sold and handed over to purchasers.

業務回顧

香港物業投資

投資物業之租金仍然是本集團之主要收入來源之一。

於本期間內，銅鑼灣地帶之商舖之平均出租率約為88.06%。

奧海城三期（佔25%權益），位於西九龍帝峯·皇殿住宅之商場，於本期間內之平均出租率約為98.46%。

中港薈（佔15%權益），位於西九龍御金·國峯住宅之商場，於本期間內之平均出租率約為67.40%。

本集團之辦公室物業－夏慤大廈於本期間內之平均出租率約為91.49%。

於二零一八年三月，本集團透過購入合資企業50%股權權益，投資位於荃灣馬角街14至18號一幢8層工業大廈（稱為「栢獅電子大廈」）（佔50%權益）。其總樓面面積現約120,000平方呎。於二零一八年六月三十日，該物業之所有單位均獲承租。有關建議改建該大廈為一幢總樓面面積約190,000平方呎之16層工業大廈的建築圖則已提交及獲屋宇署批准，預計相關改建及加建工程將於二零一九年第二季展開。

香港物業發展

整體而言，本集團各個發展項目進展理想。

琥珀（佔70%權益）為位於半山區西部的豪華住宅發展項目，總住宅樓面面積合共約87,800平方呎，提供35個住宅單位。於二零一八年六月三十日，所有單位已售出並交付予買家。

BUSINESS REVIEW (continued)

Hong Kong Property Development (continued)

The Hermitage (25% interest) is one of the Group's joint venture development projects in West Kowloon. It comprises 6 residential tower blocks and provides in aggregate 964 residential units and retail properties with a total gross floor area of around 1,095,980 square feet. As at 30th June, 2018, 99.79% of total units were sold.

The Coronation (15% interest) is another joint venture development project of the Group in West Kowloon. It comprises 6 residential tower blocks and provides in aggregate 740 residential units and retail properties with a total gross floor area of around 650,600 square feet. As at 30th June, 2018, 99.86% of total units were sold.

Kwun Tong Town Centre Project (Development Areas 2 and 3) (10% interest) is a joint venture development project of the Group awarded by the Urban Renewal Authority. Its total site area is approximately 234,160 square feet. Total gross floor area of around 1,853,561 square feet will be developed. 4 residential tower blocks with 1,999 residential units in aggregate will be built and will be launched in two phases. Superstructure works are in progress. As at 30th June, 2018, the presale consent applications of both phases were pending for approval. It is expected that the presale of first phase, namely Grand Central will be launched in the third quarter of 2018 and the whole project will be completed in the first quarter of 2021.

Mainland China Property Investment

Hilton Beijing (50% interest), a five-star international hotel having 502 rooms, average occupancy rate was approximately 71.53% for the Period.

Oriental Place (50% interest), a 10-storey office building next to Hilton Beijing, average occupancy rate was approximately 93.60% for the Period.

Overseas Property Investment

During the Period, the overall occupancy rate of the Group's investment property portfolio in the United Kingdom was approximately 99.50%.

River Court is a freehold office building situated at 116-129 Fleet Street, London, United Kingdom. It provides a total net internal area of approximately 431,324 square feet, together with certain car parking spaces. During the Period, River Court was fully let.

業務回顧 (續)

香港物業發展 (續)

帝峯·皇殿 (佔25%權益) 為本集團其中一項位於西九龍的合營發展項目。該項目由6座住宅大廈組成，提供合共964個住宅單位及零售商舖，總樓面面積合共約1,095,980平方呎。於二零一八年六月三十日，已售出單位總數之99.79%。

御金·國峯 (佔15%權益) 為本集團另一項位於西九龍的合營發展項目。該項目由6座住宅大廈組成，提供合共740個住宅單位及零售商舖，總樓面面積合共約650,600平方呎。於二零一八年六月三十日，已售出單位總數之99.86%。

觀塘市中心計劃第二及第三發展區項目 (佔10%權益) 為本集團獲市區重建局批予發展之合營發展項目。地盤面積合共約234,160平方呎，將發展之總樓面面積合共約1,853,561平方呎。將建成4座住宅大廈，合共提供1,999個住宅單位，並將分為兩期推出。現正進行上蓋建築工程。於二零一八年六月三十日，兩期項目之預售樓花同意書正待批出。名為凱滙之第一期項目，預計將於二零一八年第三季推售。整個項目將於二零二一年第一季竣工。

中國內地物業投資

北京希爾頓酒店 (佔50%權益)，為一座設有502間客房的五星級國際酒店，於本期間內之平均入住率約為71.53%。

東方國際大廈 (佔50%權益)，為北京希爾頓酒店側的一幢樓高10層辦公樓，於本期間內之平均出租率約為93.60%。

海外物業投資

本集團於英國之投資物業組合於本期間內之整體出租率約為99.50%。

River Court為一幢位於英國倫敦Fleet Street 116-129號之永久業權寫字樓。River Court提供總室內淨面積約431,324平方呎，連同若干泊車位。River Court之所有單位於本期間內均獲承租。

BUSINESS REVIEW (continued)

Overseas Property Investment (continued)

“14 St George Street” is a freehold office building located in London, United Kingdom. The building comprises approximately 51,861 square feet of office accommodation arranged over lower ground, ground and four upper floors. It was fully let during the Period.

“61-67 (odd) Oxford Street and 11-14 Soho Street” is a mixed use freehold building located in London, United Kingdom, comprising approximately 55,162 square feet in aggregate. The building provides retails, office and residential accommodation, occupying approximately 33,850 square feet, 13,735 square feet and 7,577 square feet respectively, over lower ground, ground and six upper floors. It was fully let during the Period.

“11 and 12 St James’s Square and 14 to 17 Ormond Yard” is a mixed use freehold building located in London, United Kingdom. The building provides around 80,000 square feet office accommodation arranged over lower ground, ground and six upper floors. Its average occupancy rate was approximately 96.31% during the Period.

Securities Investments

The Group’s strategy is to maintain securities investment portfolio for treasury management. As at 30th June, 2018, the Group’s securities investment portfolio comprised of bonds and listed equity investments. The Group’s primary objectives when managing capital are to safeguard the abilities of the entities in the Group to continue as a going concern, so that it can continue to provide returns for shareholders of the Company. The Group’s strategy for future investments is to invest in a diversified portfolio to minimise risks with attractive yield, good liquidity and issuers from reputable entities, so as to maintain a healthy financial status and grasp every good investment chance. No investments are made for speculative purposes.

The loss recognised on securities investments for the Period was approximately HK\$635.8 million. Details of the performance of securities investments are disclosed under “Financial Operation Review” of this interim report.

The Group will continue to closely monitor its portfolio of securities investments to achieve satisfactory returns.

業務回顧 (續)

海外物業投資 (續)

「St George Street 14號」為一幢位於英國倫敦之永久業權寫字樓。該物業由面積合共約51,861平方呎分佈於地下低層、地下及樓上四層之寫字樓樓面組成。該物業之所有單位於本期間內均獲承租。

「Oxford Street 61-67號 (單號) 及 Soho Street 11-14號」為一幢位於英國倫敦之永久業權綜合用途樓宇，面積合共約55,162平方呎。該物業提供零售、寫字樓及住宅單位，面積分別約33,850平方呎、13,735平方呎及7,577平方呎，由地下低層、地下及樓上六層組成。該物業之所有單位於本期間內均獲承租。

「St James’s Square 11及12號以及Ormond Yard 14至17號」為一幢位於英國倫敦之永久業權綜合用途樓宇。該物業提供約80,000平方呎之寫字樓樓面，分佈於地下低層、地下及樓上六層。該物業於本期間內之平均出租率約為96.31%。

證券投資

本集團的策略是維持證券投資組合的財資管理。於二零一八年六月三十日，本集團證券投資組合包括債券及上市股本投資。本集團管理資本之主要目標為保持本集團之實體持續經營之能力，以確保本集團能為本公司股東持續提供回報。本集團之未來投資策略是投資於具吸引收益率、充分流動性及由信譽良好之發行人發行之多元化投資組合以把風險降至最低，從而保持穩健的財務狀況，抓住每一個良好的投資機會。沒有投資是作為投機之用。

本期間證券投資確認之虧損約635,800,000港元。證券投資表現之詳情於本中期報告「財務業務回顧」內披露。

本集團將繼續密切監察其證券投資組合，以取得令人滿意的回報。

PROSPECTS

The US-China trade war is expected to continue and raise external uncertainties. The geopolitical risks in the United States and the Mainland China will be increased as trade war escalates, coupled with the uncertainties over political and financial.

In Hong Kong, demand for quality office space has been very robust, especially for those in core area; while retail premises have also seen rental up running in core areas on the back of increased tourists numbers and strong local employment rate. All these have benefited our existing investment properties. Furthermore, the Group also explores property investment opportunities. In March 2018, the Group acquired 50% interest in an industrial building located in Tsuen Wan for asset enhancement.

In the United Kingdom, following the decision of Brexit, pound sterling has depreciated, inflation and interest rate have increased, slowing the economic growth of the United Kingdom. In spite of the potential uncertainties in the United Kingdom economy after votes for Brexit, the Group remains optimistic about its core businesses. The Group's investment properties in London are quality investments with strong tenant base. As demand for office space continues to outstrip supply on the prime locations in London, it is expected that the business of property leasing in the United Kingdom will continue to bring stable and attractive income to the Group.

As concerns with the onset of trade war gathers, Chinese stocks have already taken a hit in the first half of 2018. Although the performance of the Group's securities investments is to a large extent subject to the performance of the relevant financial markets, the Group is well positioned to ride out market volatilities with its strong financial backing and solid investment experience.

Looking ahead, the Group will continue to cast close attention to the uncertainties in the global market conditions and capture good opportunities for expanding its property and securities investment portfolio.

展望

中美貿易戰預期將會繼續，增加外圍環境變數。美國及中國大陸的地緣政治風險將隨貿易戰升溫而加劇，伴隨政治及金融不明朗因素。

香港方面，優質寫字樓空間的需求一直熾熱，尤其是位於核心地段的寫字樓。香港核心地段零售物業的租金亦因旅客人數上升及本地就業率強勁而一直攀升。上述各項因素均令我們的現有投資物業受惠。此外，本集團同時亦探求物業投資機會。於二零一八年三月，本集團購入荃灣一幢工業大廈的50%權益，作資本增值用途。

英國方面，決定脫歐後，英鎊貶值，通脹及利率上升，拖慢英國經濟增長。儘管英國經濟於英國脫歐公投後潛在不確定性，然而，本集團對其核心業務仍然感到樂觀。本集團位於倫敦的投資物業均為優質投資，具有強大租戶根基。鑑於倫敦黃金地段寫字樓空間仍然求過於供，預期英國物業租賃業務將繼續為本集團帶來穩定及吸引人的收入。

出於對貿易戰展開的憂慮，中資股份於二零一八年上半年受挫。儘管本集團證券投資業績很大程度上取決於相關金融市場的表現，惟憑藉本集團雄厚之財務背景、豐富之投資經驗，使其處於有利位置，得以抵禦市場波動沖擊。

展望未來，本集團將繼續密切注視環球市況各種不明朗因素，把握擴大物業及證券投資組合的良機。

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS IN THE SECURITIES OF THE COMPANY AND ASSOCIATED CORPORATIONS

董事及最高行政人員於本公司及相聯法團之證券權益

As at 30th June, 2018, the interests and short positions of the Directors and chief executives 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, Chapter 571 of the laws of Hong Kong (the "SFO")) as recorded in the register kept by the Company pursuant to section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to Appendix 10 of Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") contained in the Listing Rules were as follows:—

於二零一八年六月三十日，董事及本公司最高行政人員於本公司或其任何相聯法團（定義見香港法例第571章證券及期貨條例（「證券及期貨條例」）第XV部）之股份、相關股份及債券中擁有之權益及淡倉，按本公司根據證券及期貨條例第352條備存之登記冊所載或根據上市規則附錄十所載之《上市發行人董事進行證券交易的標準守則》（「標準守則」）知會本公司及聯交所如下：—

I The Company 本公司

Name of Directors 董事姓名	Number of Shares Held 所持股份數目	Notes 附註	Capacity 身份	Percentage of Issued Share Capital 已發行股本百分比
Mr. Lau, Ming-wai ("Mr. MW Lau") 劉鳴煒先生（「劉鳴煒先生」）	1,430,700,768	*	Interest in controlled corporation and other 於受控制公司之權益及其他	74.99%
Ms. Chan, Hoi-wan ("Ms. Chan") 陳凱韻女士（「陳女士」）	1,430,700,768	#	Interest in controlled corporation, trustee, interest of children under 18 and other 於受控制公司之權益、信託人、 未滿18歲子女之權益及其他	74.99%

Notes:

附註：

* Mr. MW Lau was deemed to be interested in 1,430,700,768 shares of the Company in aggregate. 476,425,000 shares of the Company were directly owned by Century Frontier Limited, which was wholly owned by Mr. MW Lau. Mr. MW Lau was also deemed to be interested in 954,275,768 shares of the Company indirectly held by Ms. Chan as the trustee for her minor children Lau, Chung-hok and Lau, Sau-wah by virtue of the right of first refusal granted to Century Frontier Limited for those 954,275,768 shares under a right of first refusal deed.

* 劉鳴煒先生被視為合共擁有1,430,700,768股本公司股份。476,425,000股本公司股份由Century Frontier Limited直接擁有，Century Frontier Limited由劉鳴煒先生全資擁有。劉鳴煒先生亦被視為擁有由陳女士（作為其未成年子女劉仲學及劉秀權之信託人）間接持有之954,275,768股本公司股份，因Century Frontier Limited透過根據一份優先認購權契據而就該等954,275,768股股份獲授予優先認購權。

Ms. Chan was deemed to be interested in 1,430,700,768 shares of the Company in aggregate. 954,275,768 shares of the Company were indirectly owned by Sino Omen Holdings Limited, the entire issued share capital of which was held by Ms. Chan as the trustee of her minor children Lau, Chung-hok and Lau, Sau-wah. Ms. Chan was also deemed to be interested in 476,425,000 shares of the Company indirectly held by Mr. MW Lau by virtue of the right of first refusal granted to Sino Omen Holdings Limited, Solar Bright Ltd. and Joseph Lau Luen Hung Investments Limited for those 476,425,000 shares under a right of first refusal deed.

陳女士被視為合共擁有1,430,700,768股本公司股份。954,275,768股本公司股份由Sino Omen Holdings Limited間接擁有，其全部已發行股本由陳女士（作為其未成年子女劉仲學及劉秀權之信託人）持有。陳女士亦被視為擁有由劉鳴煒先生間接持有之476,425,000股本公司股份，因Sino Omen Holdings Limited、Solar Bright Ltd.及Joseph Lau Luen Hung Investments Limited均透過根據一份優先認購權契據而就該等476,425,000股股份獲授予優先認購權。

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS IN THE SECURITIES OF THE COMPANY AND ASSOCIATED CORPORATIONS (continued)

董事及最高行政人員於本公司及相聯法團之證券權益 (續)

II Associated corporations of the Company
本公司之相聯法團

Name of Director 董事姓名	Name of Associated Corporations 相聯法團名稱	Number of Share(s) Held 所持股份數目	Note 附註	Capacity 身份	Percentage of Issued Share Capital 已發行股本百分比
Ms. Chan 陳女士	Sino Omen Holdings Limited	1,000	*	Trustee and interest of children under 18 信託人及未滿18歲子女之權益	100%
Ms. Chan 陳女士	Solar Bright Ltd.	1	*	Interest in controlled corporation, trustee and interest of children under 18 於受控制公司之權益、信託人及未滿18歲子女之權益	100%

Note:

* Ms. Chan (as the trustee for her minor children Lau, Chung-hok and Lau, Sau-wah) directly held the entire issued share capital of Sino Omen Holdings Limited. Sino Omen Holdings Limited directly held the entire issued share capital of Solar Bright Ltd.. Therefore, Ms. Chan as the trustee for her said minor children was also regarded as interested in the entire issued share capital of Solar Bright Ltd..

附註:

* 陳女士(作為其未成年子女劉仲學及劉秀樺之信託人)直接持有Sino Omen Holdings Limited之全部已發行股本。Sino Omen Holdings Limited直接持有Solar Bright Ltd.之全部已發行股本。因此,陳女士作為其上述未成年子女之信託人,亦被視為持有Solar Bright Ltd.全部已發行股本。

All the interests stated above represent long positions. The percentage shown was the number of shares the relevant Directors were interested in expressed as a percentage of the number of issued shares as at 30th June, 2018.

上述所有權益均為好倉。所顯示的百分比為有關董事於二零一八年六月三十日所擁有之股份數目佔已發行股份數目之百分比。

Save as disclosed above, none of the other Directors and chief executives of the Company had or were deemed under the SFO to have 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) as at 30th June, 2018.

除上文所披露外,於二零一八年六月三十日,其他董事或本公司最高行政人員概無擁有或根據證券及期貨條例被視為擁有本公司或其任何相聯法團(定義見證券及期貨條例第XV部)之股份、相關股份或債券之任何權益或淡倉。

During the Period, none of the Directors and chief executives of the Company nor their spouses or children under 18 years of age were granted or had exercised any right to subscribe for any securities of the Company or any of its associated corporations.

於本期間內,董事或本公司最高行政人員以及彼等之配偶或十八歲以下之子女概無獲授予或行使任何可認購本公司或其任何相聯法團之任何證券之權利。

SUBSTANTIAL SHAREHOLDERS' INTERESTS IN THE SECURITIES OF THE COMPANY

主要股東於本公司之證券權益

As at 30th June, 2018, so far as are known to any Directors or chief executives of the Company, the following parties (other than Directors or chief executives of the Company) were recorded in the register kept by the Company under section 336 of the SFO, or as otherwise notified to the Company, as being directly or indirectly interested or deemed to be interested in 5% or more of the issued share capital of the Company:—

據董事及本公司最高行政人員所知悉，於二零一八年六月三十日，本公司根據證券及期貨條例第336條須備存之登記冊所載錄或另行知會本公司，直接或間接擁有或被視為擁有本公司已發行股本5%或以上權益之人士（董事或本公司最高行政人員除外）如下：—

Name of Substantial Shareholders 主要股東名稱	Number of Shares Held 所持股份數目	Notes 附註	Capacity 身份	Percentage of Issued Share Capital 已發行股本百分比
Mr. Joseph Lau, Luen-hung ("Mr. Joseph Lau") 劉鑾雄先生（「劉鑾雄先生」）	1,430,700,768	△	Interest of spouse, interest of children under 18 and other 配偶之權益、未滿18歲的子女之權益及其他	74.99%
Sino Omen Holdings Limited	1,430,700,768	#	Interest in controlled corporation and other 於受控制公司之權益及其他	74.99%
Solar Bright Ltd.	1,430,700,768	#	Beneficial owner, interest in controlled corporation and other 實益擁有人、於受控制公司之權益及其他	74.99%
Century Frontier Limited	1,430,700,768	*	Beneficial owner and other 實益擁有人及其他	74.99%
Joseph Lau Luen Hung Investments Limited	707,409,820	#	Beneficial owner and other 實益擁有人及其他	37.08%

SUBSTANTIAL SHAREHOLDERS' INTERESTS IN THE SECURITIES OF THE COMPANY (continued)

Notes:

- △ Mr. Joseph Lau was deemed to be interested in the same parcel of shares that his spouse, Ms. Chan, and his minor children, Lau, Chung-hok and Lau, Sau-wah, deemed to have interests.
- * Sino Omen Holdings Limited held the entire issued share capital of Solar Bright Ltd. and therefore was regarded as interested in the same parcel of shares held by Solar Bright Ltd.. Solar Bright Ltd. held the entire issued share capital of Joseph Lau Luen Hung Investments Limited and therefore was regarded as interested in the same parcel of shares held by Joseph Lau Luen Hung Investments Limited. Joseph Lau Luen Hung Investments Limited directly held 230,984,820 shares of the Company while Solar Bright Ltd. directly held 723,290,948 shares of the Company. Sino Omen Holdings Limited, Solar Bright Ltd. and Joseph Lau Luen Hung Investments Limited were also deemed to be interested in 476,425,000 shares of the Company directly held by Century Frontier Limited by virtue of the right of first refusal granted to them for those 476,425,000 shares under a right of first refusal deed. As such, Solar Bright Ltd. and Joseph Lau Luen Hung Investments Limited were deemed to be interested in 1,430,700,768 shares and 707,409,820 shares of the Company in aggregate respectively; Sino Omen Holdings Limited was deemed to be interested in 1,430,700,768 shares of the Company, which were referred to in the interests of Ms. Chan as disclosed under "Directors' and Chief Executives' Interests in the Securities of the Company and Associated Corporations".
- * Century Frontier Limited directly held 476,425,000 shares of the Company. Century Frontier Limited was also deemed to be interested in 954,275,768 shares of the Company directly held by Solar Bright Ltd. and Joseph Lau Luen Hung Investments Limited in aggregate by virtue of the right of first refusal granted to it for those 954,275,768 shares under a right of first refusal deed. As such, Century Frontier Limited was deemed to be interested in 1,430,700,768 shares of the Company in aggregate, which were referred to in the interests of Mr. MW Lau as disclosed under "Directors' and Chief Executives' Interests in the Securities of the Company and Associated Corporations".

All the interests stated above represent long positions. As at 30th June, 2018, no short positions were recorded in the register kept by the Company under section 336 of the SFO.

主要股東於本公司之證券權益 (續)

附註:

- △ 劉鑾雄先生被視為擁有其妻子陳女士及其未成年子女劉仲學及劉秀樺被視為擁有之同一批股份權益。
- * Sino Omen Holdings Limited持有Solar Bright Ltd.之全部已發行股本，故被視為擁有Solar Bright Ltd.所持有之同一批股份權益。Solar Bright Ltd.持有Joseph Lau Luen Hung Investments Limited之全部已發行股本，故被視為擁有Joseph Lau Luen Hung Investments Limited所持有之同一批股份權益。Joseph Lau Luen Hung Investments Limited直接持有230,984,820股本公司股份，而Solar Bright Ltd.直接持有723,290,948股本公司股份。Sino Omen Holdings Limited、Solar Bright Ltd.及Joseph Lau Luen Hung Investments Limited亦被視為擁有由Century Frontier Limited直接持有之476,425,000股本公司股份權益，因彼等均透過根據一份優先認購權契據而就該等476,425,000股股份獲授予優先認購權。因此，Solar Bright Ltd.及Joseph Lau Luen Hung Investments Limited分別被視為擁有合共1,430,700,768股及707,409,820股本公司股份，而Sino Omen Holdings Limited被視為擁有1,430,700,768股本公司股份，即「董事及最高行政人員於本公司及相聯法團之證券權益」項下所披露陳女士之權益中所指之權益。
- * Century Frontier Limited直接持有476,425,000股本公司股份。Century Frontier Limited亦被視為擁有由Solar Bright Ltd.及Joseph Lau Luen Hung Investments Limited直接持有合共954,275,768股本公司股份權益，因彼透過根據一份優先認購權契據而就該等954,275,768股股份獲授予優先認購權。因此，Century Frontier Limited被視為擁有合共1,430,700,768股本公司股份，即「董事及最高行政人員於本公司及相聯法團之證券權益」項下所披露劉鳴煒先生之權益中所指之權益。

上述所有權益均為好倉。於二零一八年六月三十日，根據本公司按證券及期貨條例第336條備存之登記冊所載概無任何淡倉。

SHARE AWARD SCHEME

The Company had adopted a share award scheme (the "Share Award Scheme") in 2009. The Share Award Scheme is a long-term incentive arrangement for the selected employees. The purpose of the Share Award Scheme is to recognise and reward certain employees of the Group for their contributions to the Group and to give long-term incentives for retaining them for the continued operations and development of the Group. It also intends to attract suitable professional recruits to join the Group and to assist in the further development of the Group. Details of the Share Award Scheme were set out in the circular of the Company dated 23rd December, 2008. No share was granted under the Share Award Scheme during the Period.

AUDIT COMMITTEE REVIEW

The interim results for the Period are unaudited and have not been reviewed by the auditors of the Company. The Audit Committee of the Company, comprised all the Independent Non-executive Directors, has reviewed with management the accounting principles and practices adopted by the Group and the unaudited condensed consolidated financial statements for the Period.

CORPORATE GOVERNANCE

Throughout the Period, the Company had applied the principles and complied with the code provisions and certain recommended best practices set out in the Corporate Governance Code contained in Appendix 14 to the Listing Rules, except the following deviations:—

Code Provision A.6.7

– Independent Non-executive Directors and Non-executive Directors Attending General Meetings

Mr. MW Lau, a Non-executive Director ("NED"), was unable to attend the annual general meeting of the Company held on 18th May, 2018 ("AGM") as he had business engagement. Ms. Amy Lau, Yuk-wai, another NED, was also unable to attend the AGM as she was not in Hong Kong on that day.

Code Provision E.1.2

– Chairman Attending Annual General Meeting

Mr. MW Lau, the Chairman of the Board, was unable to attend the AGM as he had business engagement. Mr. Chan, Kwok-wai, the chairman of the Audit Committee and Remuneration Committee, was elected as the chairman of the AGM to ensure effective communication with shareholders of the Company at the AGM. The chairman of the Nomination Committee, Ms. Phillis Loh, Lai-ping had attended the AGM.

股份獎勵計劃

本公司於二零零九年採納股份獎勵計劃（「股份獎勵計劃」）。股份獎勵計劃乃為經甄選僱員而設之長期獎勵安排，旨在向為本集團作出貢獻之若干僱員給予肯定及回報，並作為吸引其留效本集團，繼續為本集團之營運及發展而努力之長期獎勵。此計劃亦有助於吸引合適之專業人士加盟本集團及協助本集團進一步發展。有關股份獎勵計劃之詳情已刊載於本公司日期為二零零八年十二月二十三日之通函。本集團於本期間並無就股份獎勵計劃授出任何股份。

審核委員會審閱

本期間之中期業績為未經審核，且未經本公司核數師審閱。由本公司所有獨立非執行董事組成之審核委員會已聯同管理層審閱本集團所採納之會計原則及常規，以及本期間之未經審核簡明綜合財務報表。

企業管治

於本期間，本公司已應用上市規則附錄十四《企業管治守則》之原則及遵守其守則條文及若干建議最佳常規，惟以下偏離事項除外：—

守則條文A.6.7

– 獨立非執行董事及非執行董事出席股東大會

非執行董事（「非執行董事」）劉鳴煒先生因公務而未能出席本公司於二零一八年五月十八日舉行之股東週年大會（「股東週年大會」）。另一位非執行董事劉玉慧女士亦因舉行股東週年大會當天不在香港而未能出席股東週年大會。

守則條文E.1.2

– 主席出席股東週年大會

董事會主席劉鳴煒先生因公務而未能出席股東週年大會。審核委員會及薪酬委員會主席陳國偉先生被選為股東週年大會主席，以確保與本公司股東於股東週年大會上保持有效的溝通。提名委員會主席羅麗萍女士亦有出席股東週年大會。

MODEL CODE FOR SECURITIES TRANSACTIONS

The Company has adopted a code of conduct regarding securities transactions by Directors on terms without deviation from the required standard set out in the Model Code. All Directors, after specific enquiries by the Company, confirmed that they had complied with the required standard set out in the Model Code and the said code of conduct during the Period.

The Company has also adopted a code of conduct regarding securities transactions by relevant employees on terms no less exacting than the required standard set out in the Model Code. All the relevant employees (the "Relevant Employees") who, because of office or employment, are likely to be in possession of unpublished inside information in relation to the Group's securities had been requested to follow such code when dealing in the securities of the Company. All Relevant Employees, after specific enquiries by the Company, confirmed that they had complied with the required standard set out in the said code during the Period.

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

During the Period, neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed securities.

APPRECIATION

We would like to take this opportunity to express our gratitude to the shareholders for their continuing support. We would also like to express our sincere thanks to all staff members for their dedication and hard work.

On behalf of the Board
Lau, Ming-wai
Chairman

Hong Kong, 23rd August, 2018

證券交易之標準守則

本公司已採納一套董事進行證券交易之守則，其條款與標準守則所規定之標準別無差異。經本公司作出明確查詢後，所有董事均已確認彼等已於本期間內遵守標準守則所規定之標準及前述之交易守則。

本公司亦已採納一套有關僱員進行證券交易之守則，其條款不遜於標準守則所規定之標準。本公司已要求所有因其職位或崗位而極可能掌握有關本集團證券之未公布之內幕消息之有關僱員（「有關僱員」），於買賣本公司證券時遵守該守則。經本公司作出明確查詢後，所有有關僱員均已確認彼等已於本期間內遵守前述守則所規定之標準。

購買、出售或贖回本公司之上市證券

於本期間內，本公司或其任何附屬公司概無購買、出售或贖回本公司之任何上市證券。

致謝

我們謹藉此機會對股東一直以來的鼎力支持與全體員工的貢獻及竭誠工作表示感謝。

代表董事會
主席
劉鳴煒

香港，二零一八年八月二十三日



華人置業集團

CHINESE ESTATES HOLDINGS LIMITED

